

ANNE ARUNDEL COUNTY, MARYLAND

ARTICLES OF INCORPORATION AND LIMITED PARTNERSHIPS

H. ERLE SCHAFFER
CLERK OF THE CIRCUIT COURT

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Book 170

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BOOK 170 PAGE 1

001780

VILLAGE GREEN TAVERN, LTD.
ARTICLES OF SALE AND TRANSFER

ARTICLES OF SALE AND TRANSFER entered into this 8th day of May, 1985, by and between Village Green Tavern, Ltd., a Maryland Corporation (hereinafter sometimes referred to as "Transferor"), and Colonial Taverns, Inc., a Maryland Corporation (hereinafter sometimes referred to as the "Transferee").

THIS IS TO CERTIFY:

FIRST: Transferor does hereby agree to sell, assign and transfer substantially all of its property and assets to Transferee, its successors and assigns, as hereinafter set forth.

SECOND: The name, post office address, and principal place of business of Transferee are: Colonial Taverns, Inc., 124 Maryland Rt. 3, South, Millersville, Maryland 21108.

THIRD: The name and state of incorporation of each corporation party to these Articles of Sale and Transfer are as follows:

Transferor is VILLAGE GREEN TAVERN, LTD., a corporation organized under the laws of the State of Maryland.

Transferee is COLONIAL TAVERNS, INC., a corporation organized under the general laws of the State of Maryland.

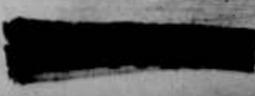
Transferee was incorporated on the 8th day of March, 1985, under the general laws of the State of Maryland.

FOURTH: The nature and the amount of the consideration to be paid by Transferee for the property and assets hereby transferred to it as set forth in Article NINTH herein is the sum of Forty Thousand Dollars (\$40,000.00) to be paid by Transferee to Transferor's creditors for the benefit of Transferor in accordance with the terms and conditions set forth in a Purchase Agreement between Transferor and Transferee (the "Agreement") which Agreement is incorporated by reference herein, and which Agreement shall survive this transfer. Except as specifically set forth herein, Transferee does not assume any debts or liabilities of Transferor.

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E. AUBREY COLLISON
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FIFTH: Principal office of Transferor is in the city of Annapolis, Anne Arundel County, State of Maryland. The only County in which Transferor owns property, the title to which could be affected by the recording of an instrument among the Land Records, is Anne Arundel County.

SIXTH: The location of the principal office of Transferee in the State of Maryland is Anne Arundel County, Maryland. Prior to the purchase of the assets herein, Transferee owns no property in this State.

SEVENTH: The Board of Directors of Transferor, by unanimous written Informal Action signed by all the members thereof filed with the Minutes of the proceedings of the Board, duly adopted a resolution declaring that the sale, assignment and transfer or substantially all of the assets of Transferor as herein set forth is advisable and directing that these Articles of Sale and Transfer be submitted for action thereon to the stockholders of Transferor by unanimous written Informal Action, all in the manner and by the vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferor.

A unanimous written Informal Action setting forth approval of the Articles of Sale and Transfer was signed by all of the stockholders of Transferor entitled to vote thereon, and such unanimous written Informal Action is filed with the Minutes of the proceedings of the stockholders of Transferor, all in the manner and by vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferor.

EIGHTH: As to the Transferee, the sale, assignment and transfer to be affected pursuant to these Articles of Sale and Transfer was duly advised, authorized by the Board of Directors and shareholders and approved/in the manner and by the vote required by the Charter of Transferee and by the laws of the State of Maryland under which Transferee was organized.

NINTH: In consideration of the payment by Transferee of Forty Thousand Dollars (\$40,000.00) in accordance with the terms and conditions of the Agreement, Transferor does hereby bargain, sell, deed, grant, convey, transfer, set over and assign to Transferee, its successors and assigns:

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(a) Anne Arundel County Liquor License, B (BWL) M & S Number 363.

(b) All furniture, fixtures and equipment, equipment leases, transferable insurance policies, all deposits made by Transferor, and all other property and assets owned by Transferor and used in connection with the business known as Village Green Tavern.

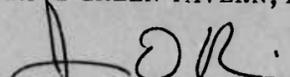
TENTH: These Articles of Sale and Transfer are executed, acknowledged, sealed, and delivered in the State of Maryland by Transferor, a Maryland Corporation, and Transferee, a Maryland Corporation, and it is accordingly understood and agreed that these Articles of Sale and Transfer shall be construed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

IN WITNESS WHEREOF, Village Green Tavern, Ltd., and Colonial Taverns, Inc., parties to these Articles of Sale and Transfer, have caused these Articles of Sale and Transfer by its president or vice-president and attested by the secretary or an assistant secretary, as of this 8th day of May, 1985.

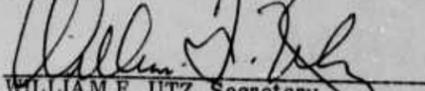
ATTEST:


JAMES O. RILEY, Secretary

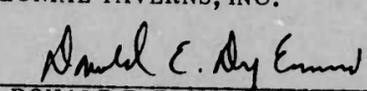
VILLAGE GREEN TAVERN, LTD.

By: 
JAMES O. RILEY, President

ATTEST:


WILLIAM F. UTZ, Secretary

COLONIAL TAVERNS, INC.

By: 
DONALD E. DEYERMAND, President

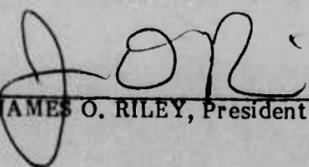
THE UNDERSIGNED, President of VILLAGE GREEN TAVERN, LTD., who executed on behalf of said corporation the foregoing Articles of Sale and Transfer, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Sale and Transfer to be the corporate act of said corporation and further certifies that, to the best of his

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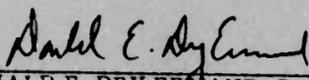
BOOK 170 PAGE 4

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.



JAMES O. RILEY, President

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



DONALD E. DEYERMOND, President

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001784

PURCHASE OF BUSINESS ASSETS

THIS AGREEMENT OF SALE, made this 7th day of March, 1985, by and between JAMES O. RILEY and VILLAGE GREEN TAVERN, LTD., whose address is P.O. Box 51, Annapolis, Maryland 21404, hereinafter jointly and severally referred to as "Seller", and WILLIAM F. UTZ, whose address is P.O. Box 641, 124 Maryland Rt. 3, South, Millersville, Maryland 21108, hereinafter referred to as "Buyer".

WHEREAS, Seller is the owner of a certain tavern/restaurant business known as "Village Green Tavern" located in Crofton, Anne Arundel County, State of Maryland; and

WHEREAS, Seller desires to sell and Buyer desires to purchase said tavern business and assets, all as more particularly hereinafter set forth.

NOW, THEREFORE, WITNESSETH: That for and in consideration of the sum of Five Dollars (\$5.00) and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. **SALE OF BUSINESS.** Seller hereby bargains and sells unto Buyer and Buyer hereby purchases from Seller, free and clear of all liabilities and encumbrances, except as hereinafter set forth, the tavern/restaurant business owned and conducted by Seller at the premises known as Lot No. 2, Crofton Village Green, Anne Arundel County, Maryland. The sale includes the liquor license, furniture, fixtures and equipment, equipment leases, transferable insurance policies, all deposits made by the Seller in connection with business, all other property owned by Seller in connection with the business, and all other property owned by Seller and used in connection therewith. Inventory of liquor and/or food is not included in the sale.

2. **PURCHASE PRICE.** The purchase price shall be Forty Thousand and 00/100 (\$40,000.00) Dollars, allocable as follows:

Restrictive Covenant	\$ 10,000.00
Furniture, Fixtures and Equipment	\$ 20,000.00

Liquor License	\$ 9,000.00
Goodwill	\$ 1,000.00
TOTAL	\$ 40,000.00

The purchase price is payable in the following manner:

(a) A sum not to exceed Forty Thousand (\$40,000.00) Dollars shall be paid by way of the Buyer negotiating, compromising and paying all those debts and taxes of the Seller shown on Exhibit A attached hereto and incorporated herein by reference. Except for the tax liabilities shown on said Exhibit, Buyer shall have the right to negotiate and compromise all of the other debts. In the event that Buyer is able to satisfy all of the liabilities shown on Exhibit A for less than Forty Thousand (\$40,000.00) Dollars, then the purchase price shall be reduced accordingly. Buyer acknowledges having been informed that the debt to Ronald Sinclair was previously disallowed by the Liquor Board as a lien on the license and Buyer agrees to submit that claim to the Liquor Board at the licensing hearing transfer as a disputed claim and to not pay or compromise same unless necessary to secure a transfer of the license after a decision by the Liquor Board on same. However, Seller agrees to hold Buyer harmless from any loss including attorneys' fees resulting from non-payment of the debt to Mr. Sinclair.

3. REPRESENTATIONS AND WARRANTIES. Seller hereby represents and warrants to Buyer, without which representations and warranties Buyer would not have entered into this Agreement, as follows:

(a) Seller is the owner of and has good and marketable title to all the assets sold hereunder, free from all security interests and other encumbrances, except for the claim of Donohue listed on Exhibit A.

(b) Seller is the holder of a Class B Liquor License for the premises and Seller's license has never been suspended or revoked.

(c) The Seller has complied with all laws, rules and regulations of Federal, State and local governments, and there are no outstanding violations, except as set forth in a letter dated November 29, 1984, from Anne Arundel County Fire Prevention Bureau.

(d) Seller has entered into no contract to sell or mortgage the business or any portion thereof.

(e) Seller has entered into no contracts relating to the business except as described herein.

(f) There are no judgments, liens, actions or proceedings pending against the Seller in any court, except for a personal injury claim now pending in court (Kelly).

(g) Exhibit A is a true, accurate and complete list of the outstanding debts and taxes owed by the tavern business.

4. CLOSING. Closing of this transaction shall take place on or before thirty (30) days from the date hereof, or within five (5) days after satisfaction of the conditions precedent, whichever is earlier, at such place as Buyer may designate.

5. CONDITIONS PRECEDENT. This Agreement and closing hereunder is fully contingent upon and closing shall not take place unless on or before the date of closing:

(a) The Anne Arundel County Liquor Board shall have approved the transfer of the liquor license from the Seller to the Buyer.

(b) Buyer shall have consummated closing on the purchase of the real property upon which the business has been conducted pursuant to a companion contract of even date herewith.

(c) Buyer shall have been able to satisfy the liabilities and taxes shown on Exhibit A for an amount not to exceed Forty Thousand (\$40,000.00) Dollars.

In the event that on or prior to the date of closing any one or more of the above conditions precedent have not been met, Buyer shall have the right to terminate this Agreement and all of the parties' rights and liabilities hereunder. Provided, however, that Buyer may waive any one or more of the said conditions and proceed to closing as if said condition or conditions had been met.

6. RISK OF LOSS. The Seller assumes all risk of destruction, loss or damage due to fire or other casualty until closing has been consummated.

7. NO ASSUMPTION OF LIABILITIES. Except as specifically set forth herein, Buyer does not assume any of the liabilities or obligations of the Seller, and the Seller hereby agrees to indemnify and hold harmless the Buyer against any liability or expense not specifically assumed by the Buyer herein. In no event shall

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Buyer be obligated to expend more than Forty Thousand (\$40,000.00) Dollars in payment of Seller's debts and outstanding taxes.

8. RESTRICTIVE CONVENANT. Seller agrees not to engage, directly or indirectly, in a restaurant or similar business, for a period of two (2) years, within a radius of five (5) miles from Crofton, Maryland.

9. DOCUMENTS OF TRANSFER. At closing, Seller shall execute and deliver to Buyer good and sufficient bills of sale or other instruments reasonably required to effectuate the intent of this Agreement which shall convey the business assets to the Buyer by good and marketable title, free of liens and encumbrances.

10. PARTIES BOUND. This Agreement shall be binding upon the parties hereto, their respective successors, personal representatives and assigns. Buyer shall have the right to assign this contract to a corporation to be formed in which event, Buyer shall be relieved of all liability hereunder provided that said corporation assumes and agrees to perform all of Buyer's obligations.

11. COMPLETE AGREEMENT. This Agreement contains the final and entire agreement between the parties hereto, and neither they nor their agents shall be bound by any representations, agreements or terms not herein written. This Agreement shall be binding upon and shall inure to the benefit of the parties hereto, their respective personal representatives, successors and assigns, and provided further, that Buyer may assign its interest hereunder without the consent of the Seller.

WITNESS the hands and seals of the parties hereto the day and year first above written.

Witness:

SELLER:

J O R (SEAL)
JAMES O. RILEY

VILLAGE GREEN TAVERN, LTD.

BY: J O R (SEAL)

W. F. Utz (SEAL)
WILLIAM F. UTZ, Buyer

EXHIBIT "A"

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B G & E	Parole Plaza Annapolis, MD 21401	\$ 4,000.00
Maryland Retail Sales Tax		6,600.00
Maryland Unemployment		600.00
Maryland Withholding Tax		1,200.00
Federal Withholding		3,900.00
Mazo Lerch Co., Inc.	4720 Eisenhower Avenue Alexander, Virginia 22304	726.74
D M Distributing	c/o Robert Henley, Esquire Post Office Box 849 Glen Burnie, Maryland 21061	252.70
Richard and Janet Farrall	1628 Mt. Airy Court Crofton, Maryland 21114	4,311.50
W Y R E	25 Silopanna Road Annapolis, Maryland 21403	2,630.00
Washington Beef	1248 4th Street, N.E. Washington, D.C. 20002	400.00
Kronheim Co., Inc.	99 Ray Road Halethorpe, Maryland 21227	653.43
McCarthy Hicks, Inc.	375 Padonia Road Timonium, Maryland 21093	244.37
Pepsi Cola of Annapolis	P.O. Box 1949 Annapolis, Maryland 21404	114.45
Columbia Vending (Loan)	6424 Frankford Avenue Baltimore, Maryland 21206	1,300.00
Hillman, Brown & Darrow	221 Duke of Gloucester Street Annapolis, Maryland 21401	6,500.00
William Jones	260 Shore Drive Crownsville, Maryland 21032	1,400.00
KATCEF Brothers, Inc.	P.O. Box 763 Annapolis, Maryland 21404	976.50
Robert Flood	9605 Evergreen Street Silver Spring, Maryland 20901	6,358.70
Softball Team	c/o Deborah Tolson 3 Rose Court Annapolis, Maryland 21403	150.00
Ronald Sinclair	Parole Station Annapolis, Maryland 21401	3,192.38
Virginia Donohue	c/o Robert Henley P.O. Box 843 Glen Burnie, Maryland 21061	2,500.00
C & P Telephone Company		200.00
Salaries		400.00
Condominium Fees		850.00
Roberts + Blueford	1751 Elton Road Silver Spring Md.	1,500.00

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001789

THIS ASSIGNMENT, made this 8th day of May, 1985, by and between WILLIAM F. UTZ, of Anne Arundel County, State of Maryland.

WITNESSETH: That for and in consideration of the sum of Five Dollars (\$5.00) and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, the said William F. Utz does hereby assign all of his right, title and interest in and to a certain Agreement of Sale dated March 7, 1985, between James O. Riley, et. al., and William F. Utz unto Colonial Taverns, Inc., its successors and assigns.

WITNESS the hand and seal of the undersigned as of the day and year first above written.

WITNESS: *William F. Utz* (SEAL)
WILLIAM F. UTZ

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 8th day of May, 1985, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared WILLIAM F. UTZ known to me to be the person whose name is subscribed to the within instrument, and he acknowledged the foregoing to be his act, and in my presence signed and sealed the same.

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

Robert W. Wiggins (SEAL)
NOTARY PUBLIC

My Commission Expires:
7/1/86

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no real property
per Robert Warfield

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Transferor - Village Green Tavern, Inc (md)

Transferee - Colonial Taverns, Inc (md)

12
Out of Transfer

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:51 MO. 5 DAY 27 YEAR 85

	BONUS TAX
30	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
30	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>PCM</i>

HOB. MAY 27 A 10:51

Robert Warfield
4 Evergreen Rd
Severna Park, Md 21146-3893

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BOOK 170 PAGE 12

ARTICLES OF SALE AND TRANSFER
BETWEEN
VILLAGE GREEN TAVERN, LTD. (MD CORP.) TRANSFEROR
AND
COLONIAL TAVERNS, INC. (MD CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 27, 1985 AT 10:51 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2721, FOL 001779 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: RECORDING FEE PAID: SPECIAL FEE PAID:
\$ _____ \$ 30.00 \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF Anne Arundel County drb

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

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

Carl B. Robinson



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BOOK 170 PAGE 13

002884

ARTICLES OF INCORPORATION

OF

BAY AREA FINANCIAL SERVICES, INC.

THIS IS TO CERTIFY:

FIRST: That I, BRUCE A. KENT, whose post office address is 5300 East Drive, Arbutus, Maryland, 21227, being at least eighteen (18) years of age, do hereby form a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: That the name of the Corporation, which is hereinafter referred to as the "Corporation", shall be:

BAY AREA FINANCIAL SERVICES, INC.

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

(a) To subscribe for, purchase or otherwise acquire, underwrite, obtain an interest in, own, hold, pledge, hypothecate, create security interests in, assign, deposit, create trusts with respect to, sell, exchange, or otherwise dispose of and generally deal in and with securities of every kind and description of any government, state, territory, district, municipality, or other political or governmental division or subdivision, body politic, corporation, association, partnership, firm, trustee, syndicate, individual, combination, organization, or entity whatsoever located in or organized under the laws of any part of the world, including (without limiting the generality of the foregoing) stocks, shares, voting trust certificates, bonds, mortgages, debentures, notes, land trust certificates, warrants, rights, scrip, commercial paper, choses in action, evidences of indebtedness, certificates of interest or other obligations or other securities of any nature howsoever evidenced; to acquire or become interested in any such securities by original subscription, underwriting, participation in syndicates, or otherwise and irrespective of whether or not such securities are fully paid or subject to further payments or assessments; to exercise any and all rights, powers, and privileges of individual ownership or interest in respect of any such securities, including the right to vote thereon and otherwise act with respect thereto, and to promote, manage, participate

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E. AUBREY COLLISON
CLERK

BRUCE A. KENT
ATTORNEY &
COUNSELOR AT LAW
5300 EAST DRIVE
ARBUTUS, MD. 21227
(301) 247-8805

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in, and act as agent for any underwriting, purchase, or selling syndicate or group and otherwise to take part in and assist, in any legal manner, by guaranty or otherwise, the purchase, sale, or distribution of any such securities; to promote, finance, aid and assist, financially or otherwise, any body politic, corporation, association, partnership, firm, trustee, syndicate, individual, combination, organization, or other entity, located in or organized under the laws of any part of the world; to purchase, lease, or otherwise acquire, take over, hold, sell, liquidate, or otherwise dispose of the business and properties, of every kind, of corporations, associations, partnerships, firms, trustees, syndicates, individuals, combinations, organizations, and other entities located in or organized under the laws of any part of the world; to continue, alter, extend, and develop their business, assume their liabilities, guarantee or become surety for the performance of their obligations, reorganize their capital, and participate in any way in their affairs, and to take over as a going concern and to continue in its own name any business so acquired; and to act as financial, commercial, special, or general agent or representative of bodies politic, corporations, associations, partnerships, firms, trustees, syndicates, individuals, combinations, organizations, and other entities located in or organized under the laws of any part of the world.

B. To carry on a general investment and management consultant and advisory business relating to investments and the operation of businesses, plants, properties, and real and personal property of every kind, in the United States and foreign countries, subject to the applicable laws thereof. To maintain executive and operating personnel for the purpose of consulting with and advising others in all matters relating to investments and the management and operation of businesses and other properties of every kind. To furnish business investment and management plans and programs, to formulate policies, and generally to advise and assist others, under contract or otherwise, in the management of their businesses, plants, properties, and investments. To buy and sell projects and developments on its behalf and on behalf of others in connection with the operation, management, and development of individual and corporate business. To conduct research and to investigate businesses and enterprises of every kind and description throughout the world in order to secure information and data for capital investment, both for its own account and as agent for others. To engage in capital ventures and business enterprises of every kind and description, whether as a promoter, partner, member, or associate, or as a manager of other such enterprises.

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BRUCE A. KENT
ATTORNEY &
COUNSELOR AT LAW
5300 EAST DRIVE
ARBUS, MO. 21227
(301) 247-8805

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To engage in consultant and advisory work in connection with the organization, financing, management, operation, and reorganization of industrial and commercial enterprises. To manage and to provide management for and supervise all or part of any and every kind of investment or business enterprise, and to contract or arrange with any corporation, association, partnership, or individual for the management, conduct, operation, and supervision of all kinds of investments and businesses. To advertise, promote, merchandise, and otherwise survey the services authorized herein; to negotiate and contract with respect to furnishing of the same for or on behalf of any person, firm, or corporation, domestic or foreign; to enter into and carry out agency or joint arrangements with other persons, firms, or corporations engaged in like or similar activities; and generally to exploit the services and objects of the Corporation by all lawful means.

C. To do all and every thing necessary or proper for the accomplishment of the objects herein enumerated or necessary or incidental for the protection of or the benefit of the Corporation and in general, to carry on any lawful business necessary or incidental to the attainment of the objects or the purposes of the Corporation, but which may be conveniently carried on in connection with any of the business of the Corporation.

D. To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; 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 or bonds or securities or evidences of indebtedness issued or created by, and any other 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 of or holder of any such share 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 share of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

E. To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by and any other corporation or association, and to endorse or otherwise guarantee the payment of the principal and interest, or either of any bonds, debentures, notes, mortgages, securities or other evidences of indebtedness created or issued by any other corporation.

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F. 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, or pledge, or conveyance of assignment in trust of, the mortgage, 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 a 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 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 business, or any of them, and any part thereof, or to enhance the value of its property, business or rights.

The foregoing enumeration of the purposes, objects and businesses of the Corporation is made in furtherance, and not in limitation, of the power 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 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 to do so 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 815 Ritchie Highway, Suite 114, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of this Corporation in this State is WILLIAM A. MAHLOW, JR., 815 Ritchie Highway, Suite 114, Severna Park, Maryland 21146. Said Resident Agent is a citizen of the State and actually resides therein.

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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 of no 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 two (2). The names of the directors, who shall act until the first annual meeting, will be WILLIAM A. MAHLOW, JR., M. GERALD ACKERMAN and WEBSTER R. ROSZELL.

SEVENTH: The following provisions are hereby adapted for the purposes of defining, limiting and regulating the power of the Corporation and of the Directors and Stockholders thereof:

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, or any warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire shares.

B. 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 time and prices of, redemption of the conversions of, such shares.

C. Any director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which its capital stock or otherwise, may be a party to, or be pecuniary 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 in that event that a director, or any firm of which a director is a member, or any corporation or association of which a director may be an officer or director is so interested, such fact shall be disclosed or shall have been known to the Board of Directors of the Corporation or a majority thereof, and any director 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 the meeting of the Board of Directors of the Corporation which shall authorize, ratify, or confirm any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation or association or not

BRUCE A. KENT
ATTORNEY &
COUNSELOR AT LAW
8300 EAST DRIVE
ARBUS, MD. 21227
(301) 247-8605

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interested or a member of a firm so interested.

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

A. The Corporation shall indemnify any director or officer 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 a director or officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another Corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonable 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 interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon plea of nolo contendere or its equivalent shall not, or itself, created a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceedings, had no reasonable cause to believe his conduct was unlawful.

B. The Corporation shall indemnify any director or officer 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 a director or officer, employee or agent of another Corporation, partnership, joint venture, or other enterprise, against expenses (including attorney's fees) actual and reasonably incurred by him in connection with the defense or settlement or such action or suit if he acted in good faith and

BRUCE A. KENT
ATTORNEY &
COUNSELOR AT LAW
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(301) 247-8808

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002890

BOOK 170 PAGE 19

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 to any claim, issue, or matter as to which such person shall have been adjudged to be liable for the negligence or misconduct in the performance of his duties to the Corporation unless an 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 upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonable entitled to indemnify for such expenses which such court shall deem proper.

C. To the extent that the director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraph A or B of this Article EIGHTH, or in defense of any claim, issue, or matter therein, he shall be indemnified against expense (including attorney's fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard conduct as provided in paragraph D of this Article EIGHTH.

D. Any indemnification under paragraph A or B of this Article EIGHTH (unless order by Court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he had met the applicable standard of conduct set forth in paragraph A or B of this Article EIGHTH. Such determination shall be made (1) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of Directors of the Corporation who were not parties to such action, suit, or proceedings, or, (2) if such quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel from the Corporation), in a written opinion, and any determination so made shall be conclusive.

E. 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 in the particular case, in receipt of an undertaking by or on behalf of the director or 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.

F. Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

-7-

BRUCE A. KENT
ATTORNEY &
COUNSELOR AT LAW
5300 EAST DRIVE
ARLINGTON, MD. 21227
(301) 247-8608

0000 00/19

CLERKS NOTATION
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002892

BOOK 170 PAGE 21

12

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME		MO.	DAY	YEAR
8:59		5	27	85
20	BONUS TAX			
28	RECORDING FEE			
	LIMITED PARTNERSHIP FEE			
	OTHER			
48	TOTAL CASH <input type="checkbox"/>			
	CHECK <input checked="" type="checkbox"/>			

APPROVED BY *SK*

Bruce Kent
5300 East Drive
Arbutus, Md 21227

0000 0021

CLERKS NOTATION
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BOOK 170 PAGE 22

ARTICLES OF INCORPORATION
OF
BAY AREA FINANCIAL SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 27, 1985 AT 08:59 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 9

RECORDED IN LIBER 2721, FOLIO 002883, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 28 SPECIAL FEE PAID: \$ _____

D1929272

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

Paul B. Quinn



A 177447

CLERKS NOTATION
BEST COPY
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BOOK 170 PAGE 23

000663

1985 MAY 23 A 9:58

ARTICLES OF INCORPORATION
DELIQUE, INC.

FIRST: I, JAMES DUFFY, whose post office address 647 Shore Road, Severna Park, Maryland 21146, being at least eighteen (18) years of age, hereby form a corporation 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:

DELIQUE, INC.

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

a. To operate a carry-out delicatessen for the sale of food, beverages, candy, food related utensils and decorative and novelty food related items; and to engaged in any other lawful purpose and/or business.

b. 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 Unit 3, 504 Baltimore-Annapolis Boulevard, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is James Duffy, 647 Shore Road, 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) shares of common stock, without par value.

51438106

1985 OCT 23 PM 2:26
E. AUBREY COLLISON
CLERK

0000 0023

000664

BOOK 170 PAGE 24

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

- a. If there is no stock outstanding, the number of directors may be less than three (3) but not less than one (1); and
- b. If there is stock outstanding and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders.

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

JAMES DUFFY

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, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.
- b. 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.

CLERKS NOTATION
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BOOK 170 PAGE 25

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: a. 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.

b. 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.

c. 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

CLERKS NOTICE
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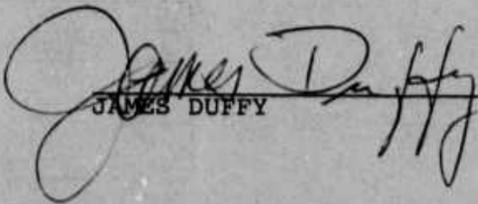
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000666

BOOK 170 PAGE 26

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 (1) an affirmative vote at a duly constituted meeting of a majority of the Board Of Directors who were not parties to the proceeding; and (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 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 16 day of May, 1985, and I acknowledge the same to be my act.



JAMES DUFFY

0000 0026

CLERKS NOTATION
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BOOK 170 PAGE 27

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:56 MO. 5 DAY 23 YEAR 85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

(52)

SKK

Harold Murnane
900 Crain Hwy. S.W.
Glen Burnie, Md 21061

0000 0027

CLERKS NOTATION
BEST COPY
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BOOK 170 PAGE 28

ARTICLES OF INCORPORATION
OF
DELIQUE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 23, 1985 AT 09:56 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5
RECORDED IN LIBER 2722, FOLIO 000662, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1929983

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

R. B. Arundel



A 177624

CLERKS NOTATION
BEST COPY
AVAILABLE

OF
NATIONAL DATA & RESEARCH AGENCY, LTD.
(A NON STOCK CORPORATION)

FIRST: The undersigned Philip D. Sukeena, whose post office address is 18 First Avenue, Brooklyn Park, Maryland 21225 and Bruno L. Conticello whose post office address is 1245 Knox Ct. Baltimore, Maryland 21230 each 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 NATIONAL DATA & RESEARCH AGENCY, LTD.

THIRD: The purpose(s) for which the Corporation is formed are as follows:
(a) To engage in any activity permitted by Maryland Law.

FOURTH: The post office address of the principal office of the corporation in Maryland is 18 First Avenue, Brooklyn Park, Maryland 21225. The resident agent of the corporation is Bruno L. Conticello, whose post office address is 1245 Knox Ct., Baltimore, Maryland 21230. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall not be authorized to issue capital stock

SIXTH: The number of directors of the corporation shall be (two) which number may be increased or decreased pursuant to the by-laws of the corporation, and the name(s) of the director (s) who shall act until the first meeting or until their successors are duly chosen and qualified are Philip D. Sukeena shall serve as President of the Corporation and Bruno L. Conticello as Vice-President, Secretary-Treasurer.

~~SEVENTH: After the completion of the organization meeting of the directors, the corporation shall have no board of directors. Until such time, the corporation shall have two directors, whose names are Philip D. Sukeena and Bruno L. Conticello.~~

EIGHT: The duration of the corporation shall be perpetual.

In WITNESS WHERE OF, we have signed those articles of Incorporation on this 22 day of May, 1985, and severally acknowledge the same to be our act.

Elizabeth Osborne
Witness

Philip D. Sukeena
Philip D. Sukeena

Elizabeth Osborne
Witness

Bruno L. Conticello
Bruno L. Conticello

CITY OF BALTIMORE
STATE OF MARYLAND

Sworn to before me this 23rd day of May, 1985

Elizabeth Osborne
Notary Public

My commission expires July 1, 1986

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:26

E. AUBREY COLLISON
CLERK

51448226

0000 0029

000393

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 30

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
1:26	5	23	85
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH	<input type="checkbox"/>	APPROVED BY
	CHECK	<input checked="" type="checkbox"/>	AKM

52

AKK

Philip Sukeema
18 First Ave
Brooklyn Park, Md 21225



1985 MAY 23 P 1:26

0000 0000

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 31

ARTICLES OF INCORPORATION
OF
NATIONAL DATA & RESEARCH AGENCY, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 23, 1985 AT 01:26 P. O'CLOCK M. AS IN CONFORMITY

WITH LAW AND ORDERED RECORDED.

2
RECORDED IN LIBER 2722, FOLIO 000391, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1929876

ANNE ARLINDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

G. B. Arlin



A 177613

ARTICLES OF INCORPORATION .

This is to Certify:

FIRST: That I, James G. Edwards, Jr., whose post office address is 8095 Ventnor Rd., Pasadena, Maryland 21122, being at least twenty-one years of age, and with the intention of forming a corporation under and by virtue of the General laws of the State of Maryland, do hereby sign and acknowledge these Articles of Incorporation of SUNSHINE HOMES, INC.

SECOND: The of the Corporation (which is hereinafter called the Corporation) is SUNSHINE HOMES, 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 purchase, sell, rent or lease any and all types of Real Estate.
- (2) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of material, supplies and equipment for any and all kinds and types of construction work, whether building or otherwise.
- (3) 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.
- (4) To build, erect, construct, alter, reconstruct and improve any and all buildings and structures upon any lands or waters, whatsoever.
- (5) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character.
- (6) To apply for, obtain, register, purchase, lease or otherwise acquire or own any concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, 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 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.
- (7) 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, scrip or any voting trust certificates in respect 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 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, scrip, 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.
- (8) 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 of carrying on any of the business of the character hereinbefore referred to.
- (9) To acquire by purchase, lease, exchange or otherwise real and personal property without limit in the State Of Maryland or other states or other territories of the United States and to hold, use, pledge, mortgage, sell or otherwise dispose of any property, real and personal, owned by it.

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RECEIVED FOR RECORD
CIRCUIT COURT, A. A. COUNTY

1985 OCT 23 PM 2:26

E. AUBREY COLLISON
CLERK

51448402

0000 0032

(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 the 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 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.

(14) To engage in the general real estate brokerage business, manage properties and engage in appraisals of real estate for other than said Corporation.

(15) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, loan, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other corporations of this State, of foreign corporations, and of associations, partnerships, and individuals.

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 8095 Ventnor Rd., Pasadena, Maryland 21122. The resident agent is an individual actually residing in this state and is citizen of this state. Said resident agent for the Corporation is James G. Edwards Jr., whose post office address is 8095 Ventnor Rd., Pasadena, Maryland 21122. ✓

FIFTH: The number of directors of the Corporation shall be four (4); and the names of the Directors of the Corporation, who shall act until the first annual meeting of the Directors, or until their successors are duly chosen and qualify are: James G. Edwards Jr., Susan C. Elza, Brian MacIsaac, and Rodney Adkins. ✓

SIXTH: The total number of shares of stock which the Corporation has authorized to issue is Five Thousand Shares without par value, all of one class.

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, 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, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the said Board of Directors may deem advisable, subject to such limitation and restrictions, if any, as may be set forth in the bylaws of the Corporation.

CLERKS NOTATION
BEST COPY
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EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation
on the 14th day of May, 1985.

WITNESS:

Susan P. Elza

James G. Edwards, Jr. (SEAL)
James G. Edwards, Jr.

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

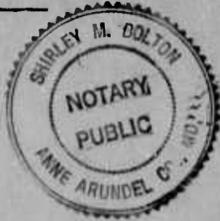
I HEREBY CERTIFY, That on this 14th day of May, 1985,
before me, the subscriber, a Notary Public of the State of Maryland,
in and for Anne Arundel County, Personally appeared
JAMES G. EDWARDS, JR., who acknowledged the signing of the foregoing
Articles of Incorporation to be his act.

AS WITNESS my hand and notarial seal.

My Commission Expires:

July 1, 1986

Shirley M. Bolton
NOTARY PUBLIC



000277

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 170 PAGE 35

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
11:09	5	24	85
20	BONUS TAX		
30	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL	CASH <input checked="" type="checkbox"/>	APPROVED BY
		CHECK <input type="checkbox"/>	A

(52)

stt

Craig A Bennett
 650 Ritchie Hwy. #203
 Severna Park, Md 21146

1955 MAY 24 A 11:09

0000 0035

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 36

ARTICLES OF INCORPORATION
OF
SUNSHINE HOMES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 24, 1985 AT 11:09 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 4

RECORDED IN LIBER 27 22, FOLIO 000273, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1929686

ANNE ARLINDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

G. B. Arlin



A 177594

CLERKS NOTATION
BEST COPY
AVAILABLE

000263

BOOK 170 PAGE 37

SUIT BROS., INC.

ARTICLES OF INCORPORATION

1985 MAY 24 A 10-01

FIRST: I, RALPH H. SUIT, SR., whose post office address is 3400 Lynchburg Court, Davidsonville, Maryland 21035 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 SUIT BROS., INC.

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

1) To design, construct, manufacture, renovate, market, sell, distribute and otherwise deal in houses, buildings and structures; to perform all necessary and proper related services and activities in connection therewith; 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 3400 Lynchburg Court, Davidsonville, Maryland 21035. The name and post office address of the Resident Agent of the Corporation in this State is RALPH H. SUIT, SR., 3400 Lynchburg Court, Davidsonville, Maryland 21035. 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 one (1), which number may be increased pursuant to the By-Laws of the Corporation. The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is: RALPH H. SUIT, SR.

RECEIVED FOR RECORD
CIRCUIT COURT, D.A. COUNTY

1985 OCT 23 PM 2:26

51448191

E. AUBREY COLLISON
CLERK

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BOOK 170 PAGE 38

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

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

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

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

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

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BOOK 170 PAGE 39

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

1) The Corporation shall indemnify any director or officer 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 director or officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, 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 interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his conduct was unlawful.

2) The Corporation shall indemnify any director or officer 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 a director officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint

000266

BOOK 170 PAGE 40

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 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 which such court shall deem proper.

3) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs 1 or 2 of this Article NINTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expense (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 paragraphs 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 director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraphs 1 or 2 of this Article NINTH. Such determination shall be made (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of

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BOOK 170 PAGE 41

directors 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 directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

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 Board of Directors in the specific case, upon receipt of an undertaking by or on behalf of the director or 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 Article.

6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors 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 a director or officer and shall inure to the benefit of the heirs, executors, and administrators of such a person.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 22nd day of May, 1985, and I acknowledge the same to be my act.

WITNESS:

Helene Joyce Suit

HELEN JOYCE SUIT

Ralph H. Suit, Sr.

RALPH H. SUIT, SR.

000268

CLERKS NOTATION
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BOOK 170 PAGE 42

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
10:00	5	24	85
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH <input type="checkbox"/> BY CHECK <input checked="" type="checkbox"/>		

52

PKR

Ralph Suit
3400 Lynchburg Ct
Davidsonville, Md 21035

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 43

ARTICLES OF INCORPORATION
OF
SUIT BROS., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 24, 1985 AT 10:00 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2722, FOLIO 000262, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1929660

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

G. B. Arundel



A 177592

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CLERKS NOTATION
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BOOK 170 PAGE 44

ARTICLES OF INCORPORATION
OF

PATRICIA W. ZILLIG, P.A.
A Maryland Close Corporation

I solemnly declare and affirm that:

The undersigned, Patricia W. Zillig, residing at 1234 Fenwick Garth, Arnold, Maryland 21012, being at least 18 years old or older, and who is duly licensed to practice the profession of Public Accounting in the State of Maryland, does hereby form a professional corporation pursuant to the Corporations and Associations Article of the Annotated Code of Maryland, for the purpose of rendering Accounting services, and adopts the following articles of incorporation for such corporation.

ARTICLE ONE. The name of the corporation shall be Patricia W. Zillig, P.A.

ARTICLE TWO. The corporation shall be a close corporation as defined in Sections 4-101 et seq of the Corporations and Associations Article of the Annotated Code of Maryland, and formed pursuant thereto.

ARTICLE THREE. The purpose for which the corporation is formed is to engage in the general practice of Public Accounting.

In connection with the above-mentioned purpose, the corporation shall have the power to invest its funds in real property and securities, to acquire, own and dispose of real and personal property, and to do all other acts to the extent permitted under the Corporations and Associations Article of the Annotated Code of Maryland.

ARTICLE FOUR. The post office address of the principal place of business and office of the corporation in the State of Maryland is 517 Benfield Road, Severna Park, Maryland 21146.

ARTICLE FIVE. The resident agent of the corporation is Patricia W. Zillig, 1234 Fenwick Garth, Arnold, Maryland 21012.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:26

E. AUBREY COLLISON
CLERK

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CLERKS NOTATION
BEST COPY
AVAILABLE

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BOOK 170 PAGE 45

Said resident agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE SIX. The aggregate number of shares of stock that the corporation is authorized to issue is 1000 shares of common stock without par value. Stock shall be issued only to persons who are licensed to practice Public Accounting in the State of Maryland.

ARTICLE SEVEN. The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

ARTICLE EIGHT. The affairs of the corporation shall be conducted by the stockholders acting in lieu of a board of directors. All matters coming before the stockholders shall be decided by vote of not less than fifty-one per cent (51%) of the outstanding shares of the corporation, treasury shares excepted. Until such time as this provision becomes effective under Maryland law there shall be one director, namely, Patricia W. Zillig, 1234 Fenwick Garth, Arnold, Maryland 21012.

WITNESS my hand and seal.

Patricia W. Zillig (SEAL)
INCORPORATOR

Subscribed and sworn to before me this 22 day of May, 1985.

[Signature]
NOTARY PUBLIC

My Commission Expires:
7/1/86



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BOOK 170 PAGE 46

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Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:48 AM NO. DAT YEAR 5-28-85

30	BONUS TAX
30	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>gs</i>

Patricia Zillig
517 Benfield Rd
Severna PK, Md 21146

0000 0044

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 47

ARTICLES OF INCORPORATION
OF
PATRICIA W. ZILLIG, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1985 AT 09:48 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2721, FOLIO 000587, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1931757

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

Paul B. Arundel



A 177685

1985 OCT 23 PM 2:27
E. AUBREY COLLISON
CLERK

9508715

CLERKS NOTATION
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AVAILABLE

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BOOK 170 PAGE 48

1986 MAY 27 A 9:00

ARTICLES OF INCORPORATION
FOR
SPECTOR, INC.

(The Corporation is a Close Corporation as Defined
In Title Four of the Corporations and Associations
Article of the Annotated Code of Maryland)

ARTICLE FIRST

The undersigned, BARBARA JO ENTWISTLE, whose post office address is
944 Fourth Street, Laurel, Prince George's County, Maryland 20707, being at
least twenty-one (21) years of age, does hereby form 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:

SPECTOR, 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 carry on and conduct a business engaged in splicing, repairing,
maintaining, constructing, enlarging, extending, completing, removing, or
otherwise engaging in any work on commercial, residential or industrial
television, telephone and other telecommunication lines; to make, execute, and
receive contracts or assignments or delegations of contracts therefor or
relating thereto or connected therewith; to manufacture or otherwise acquire
and to furnish all building and other tools and equipment connected therewith
or required therefor; to manufacture, produce, adapt, and prepare, and deal in
or with any materials, articles, or things incidental to, or required for, or
useful in connection with, any of such activities; and generally to carry on

X

1985 OCT 23 PM 2:27
E. AUBREY COLLISON
CLERK

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BOOK 170 PAGE 49

any other business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

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 rights and related and other 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.

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 of 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

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BOOK 170 PAGE 50

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 hereinbefore 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 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 17 Route 3, Box 197, Millersville, Anne Arundel County, Maryland 21108. ✓

The name of the Resident Agent of the Corporation is Hugh Blocker, Jr. whose address is 2205 D Defense Highway, Crofton, Anne Arundel County, Maryland 21114, 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, without par value, 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: Michael J. Ellison.

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BOOK 170 PAGE 51
ARTICLE EIGHTH

The duration of the Corporation shall be perpetual.

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 Associations Article, Section 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 7th day of May, 1985.

Ticki A. Godfrey
WITNESS

Barbara Jo Entwistle
BARBARA JO ENTWISTLE

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.

Barbara Jo Entwistle
BARBARA JO ENTWISTLE

000896

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BOOK 170 PAGE 52

CERTIFIED
COPY MADE

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
9:00	5	27	85
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
10	OTHER 1-cc 4		
50	TOTAL	CASH <input type="checkbox"/>	CHECK <input checked="" type="checkbox"/> APPROVED BY
			A

(52)

att

Barbara Jo Entwistle

944 4th St

Lowell, Ill 20707

0000 0062

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 53

ARTICLES OF INCORPORATION
OF
SPECTOR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 27, 1985 AT 09:00 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5
RECORDED IN LIBER 2722, FOLIO 000891, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1931302

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

Paul B. Robinson



A 177651

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 54

000815

ARTICLES OF INCORPORATION

OF

ELECTRONIC COMPONENTS, INC.

THIS IS TO CERTIFY:

FIRST: That I the subscriber, Charlotte D. Wheatley, whose address is Suite 6, Maryland Route 3 Center, Millersville, MD. 21108, being at least eighteen (18) years of age, do under and by virtue of the General Laws of the State of Maryland, ~~in testimony whereof~~ ^{CDW} authorizing the formation of close corporations, execute and offer for filing these Articles.

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

ELECTRONIC COMPONENTS INC.

THIRD: This Corporation shall be a close corporation under the provisions of Sections 4-101 to 4-603, Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

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

(a) To contract, engage, and carry on research, development, consultation, sales and training in those matters dealing with all types of electronic components.

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

(c) To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, and selling or otherwise disposing of the same, or any part thereof, or interest therein.

(d) 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.

(e) To develop marketing programs for the promotion, sale and/or distribution of goods, wares and services.

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

(g) 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.

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1985 OCT 23 PM 2:27
AUBREY COLLISON
CLERK

0000 0024

(h) To acquire by purchase, exchange, lease or otherwise and to own, hold, use, develop, operate, sell, assign, lease, transfer, convey, exchange, mortgage, pledge, or otherwise dispose of or deal in and with real or personal property of every class or description and rights and privileges therein whatsoever situate.

(i) To draw, make, accept, endorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtedness whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Maryland.

(j) To manufacture, process, purchase, sell and generate to trade and deal in and with goods, wares and merchandise of every kind, nature and description, and to engage and participate in any mercantile, industrial or trading business of any kind or character whatsoever.

(k) To have all the general powers granted to corporations organized under the laws of the State of Maryland whether granted by specific statutory authority or by construction of law.

The aforesaid enumeration of the purposes, objectives and businesses of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law and is not intended by the mention of any particular purpose, object or business mentioned, or to limit or restrict any of the power 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.

FIFTH: The street address of the principal office of the Corporation in this state is Suite 6, Maryland Route 3 Center, Millersville, MD. 21108. Furthermore, the mailing address for the principal office of the Corporation is P.O. Box 750, Millersville, MD 21108. The name and address of the resident agent of the Corporation in this state is Charlotte D. Wheatley, Suite 6, Maryland Route 3 Center, Millersville, MD 21108. 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 Ten Thousand (10,000) at no par value, all of which shares are of one class and are designated common stock.

SEVENTH: The Corporation shall have no Board of Directors and the business and affairs of the Corporation shall be managed by direct action of the stockholders, as provided for under Section 4-303 Corporations and Associations Article of the Annotated Code of Maryland, and the responsible Director of the Corporation until stock is issued shall be Charlotte D. Wheatley.

EIGHTH: The existence of this Corporation shall be perpetual.

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

ELECTRONIC COMPONENTS, INC.

Charlotte D. Wheatley
Charlotte D. Wheatley

CLERKS NOTATION
BEST COPY
AVAILABLE

000817

BOOK 170 PAGE 56

1985 MAY 24 P 3:36

52

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

70	STREET TAX	NO.	DATE	YEAR
30	RECORDING FEE	5/24	85	
5	MARSHED EMPOWERMENT FEE			
	OTHER	1-00		2
68	POSTAL CHECK	<input checked="" type="checkbox"/>		
	CASH	<input type="checkbox"/>		
	APPROVED BY			

02

CERTIFIED
COPY MADE

ELECTRONIC COMPONENTS, INC.
MD. RT. 3 CENTER
P.O. BOX 750
MILLERSVILLE, MARYLAND 21108

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 57

ARTICLES OF INCORPORATION
OF
ELECTRONIC COMPONENTS INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 24, 1985 AT 03:36 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 2722, FOLIO 000814, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 40

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1930239

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

G. B. Johnson



A 177649

CLERKS NOTICE
BEST COPY
AVAILABLE

000808

BOOK 170 PAGE 58

1985 MAY 21 A 9:55

ARTICLES OF INCORPORATION
OF
SURFCASTER CONDOMINIUM, INC.

* * * * *

THIS IS TO CERTIFY:

FIRST: I, the subscriber, EARL G. SCHAFFER, whose post office address is 4 Evergreen Road, Severna Park, Maryland 21146, being at least eighteen (18) years of age, do under and by virtue of the General Laws of the State of Maryland and amendments thereto authorizing the formation of corporations, form a non-profit corporation for the promotion and conduct of the purposes and objects hereinafter stated, by the execution and filing of these Articles.

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

SURFCASTER CONDOMINIUM, INC.

THIRD: The post office address of the principal office in the State of Maryland shall be 2 Evergreen Road, Severna Park, Maryland 21146. The Resident Agent of the Corporation is Fred Pritt whose post office address is 2 Evergreen Road, Severna Park, Maryland 21146, who is a citizen of the State of Maryland and actually resides therein.

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

- (a) To promote the social and general welfare and the common good of the unit owners and/or members of Surfcaster Condominium, Inc. in connection with the operation, maintenance, and management of the Condominium pursuant to and in conformity with Title 11, Section 101, et. seq., of the Real Property Article, Annotated Code of Maryland (1981 Replacement Volume) as amended from time to time hereinafter referred to as the "Maryland Condominium Act", on a non-profit basis in Worcester County, State of Maryland.
- (b) The Corporation is irrevocably dedicated to and operated exclusively for non-profit purposes, and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual.

RECEIVED FOR RECORD - 1 -
CIRCUIT COURT, A.A. COUNTY

51478196

1985 OCT 23 PM 2:27

E. AUDREY COLLISON
CLERK

0000 0058

CLERK'S OFFICE
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BOOK 170 PAGE 59

FIFTH: In order to carry out its purposes and objectives, the Corporation shall have the following powers:

(a) To buy, own, acquire, sell, convey, assign, mortgage and lease any interest in property, real, personal or mixed, and to construct, maintain and operate improvements thereon necessary or incident to the primary purpose of the Corporation to provide social and general welfare for the members and residents of Surfcafter Condominium, Inc.

(b) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge or other lien on the Corporation's property.

(c) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation, including the execution of all agreements, mortgages, deeds of trust, and any and all other instruments which may be necessary or appropriate to enable the Corporation to further the purposes and objects of the Corporation, including but not limited to the right to act as attorney-in-fact and the exercise of the powers set forth in the Maryland Condominium Act and the Declaration and By-Laws of the Corporation.

(d) To exercise and perform without limitation all of the powers and duties of the Council of Unit Owners of the Condominium in a manner consistent with the provisions of the Maryland Condominium Act and the Declaration and By-Laws of the Condominium.

(e) To do and perform any and all acts and things which a nonstock corporation organized and existing under the general laws of the State of Maryland is or may be empowered to do, without limitation or restriction of any kind including, by way of example rather than of limitation, any and all acts and things which such a corporation is or may be empowered to do under the provisions of Title 2, Section 2-103, and Title 5, Section 5-202 of the Corporations and Associations Article of the Annotated Code of Maryland, (1975 edition), as from time to time amended; and

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BOOK 170 PAGE 60

(f) In the event of the dissolution of the Corporation or the winding up of its affairs, the Corporation's property shall not be conveyed or distributed to any individual, or to any organization created or operated for profit, but shall be conveyed or distributed only to an organization or organizations created and operated for non-profit purposes similar to those of the Corporation; provided, however, that the Corporation shall have at all times the power to convey by deed, deed of trust, or mortgage any or all of its property in order to secure financing necessary or reasonably appropriate to carry out its purposes and objects.

SIXTH: The Corporation shall have perpetual existence.

SEVENTH: The Corporation shall be a membership corporation. Every person, group of persons, corporation, trust or other legal entity, or any combination thereof, who are the holders of interest record title to the fee simple interest to Unit, as that term is defined in the Declaration, or any common or joint interest therein if such unit is owned by more than one person or entity, shall be a member of the Corporation, provided, however, that any person, group of persons, corporation, trust or other legal entity, or any combination thereof, which holds such interest solely as security for the performance of an obligation shall not be a member.

EIGHTH: The Corporation shall have no capital stock and is not authorized to issue capital stock. The affairs of the Corporation shall be controlled and managed by a Board of Directors of the Council of Unit Owners who shall exercise all corporate powers. The Board of Directors shall consist of such number of persons as may be provided by the By-Laws but not less than three (3) nor more than nine (9) and shall always be an uneven number as may be provided from time to time by the By-Laws of the Corporation. The members of the Corporation shall not be liable for the debts, liabilities, or obligations of the Corporation except as provided in Section 11-101(c) of the Maryland Condominium Act.

NINTH: The names and addresses of the individuals who shall constitute the first Board of Directors and shall serve until the first annual meeting of the Corporation, or until their successors are duly elected and qualified are:

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BOOK 170 PAGE 61

<u>Names</u>	<u>Addresses</u>
Fred Pritt	2 Evergreen Road, Severna Park, MD 21146
Tom Carolan, Jr.	7904 Coastal Highway, Suite 5 Ocean City, Maryland 21842
Susan Gebbardt	2 Evergreen Road, Severna Park, MD 21146

TENTH: None of the members of the Board of Directors nor any officer shall receive any compensation for serving in that capacity, but any person may be paid such compensation for services rendered the Corporation as the Board of Directors shall from time to time deem reasonable and any person may be reimbursed for any expenses, disbursements, or liability made or incurred by such person for or on account of the Corporation or in connection with the management and conduct of the affairs of the Corporation. The provisions of this paragraph shall not be deemed to exclude any right of any Director, officer or employee to indemnification as may be provided in the By-Laws of the Corporation and authorized by the Corporations and Associations Article of the Annotated Code of Maryland (1975 edition), as from time to time amended.

ELEVENTH: The Corporation is authorized and empowered to impose a lien on outstanding memberships in order to secure payment of any sums which shall be due or become due from the holder for any loan whatsoever.

TWELFTH: In the event any member sells, assigns, or otherwise transfers of record the fee interest in any condominium unit in which he holds the membership interest at the time such fee interest is transferred, simultaneously therewith there shall be an assignment to the transferee of the condominium unit of that membership interest. The foregoing assignment shall not occur in the event a condominium unit is transferred as security for the performance of an obligation.

THIRTEENTH: The Corporation shall not be conducted or operated for profit, and no part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any Directors, officer, contributor, or private individual, nor shall any of

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BOOK 170 PAGE 62

such net earnings or of the property or assets of the Corporation be used other than for the purposes set forth herein.

FOURTEENTH: The Corporation reserves the right to amend, change, or repeal any of the provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Maryland; provided, however, that any such action shall be calculated exclusively to carry out the objects and purposes for which the Corporation is formed.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged same to be my act, this 22nd day of May, 1985.

Nancy Sanford

Earl G. Schaffer (SEAL)
EARL G. SCHAFFER

512000

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BOOK 170 PAGE 63

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
9:55	5	27	82
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
11	OTHER ICC-5		
51	TOTAL	CASH <input type="checkbox"/>	APPROVED BY
	CHECK <input checked="" type="checkbox"/>	/s/pcm	

CERTIFIED
COPY MADE
STR

52

Earl Schaffer
4 Evergreen Rd
Severna Park, Md 21146 -
3897

0000 0027

CLERKS NOTATION
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BOOK 170 PAGE 64
ARTICLES OF INCORPORATION
OF
SURFCASTER CONDOMINIUM, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 27, 1985 AT 09:55 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

6
RECORDED IN LIBER 2722, FOLIO 000807 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D1930221

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

G. B. Johnson



A 177648

CLERKS NOTATION
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AVAILABLE

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BOOK 170 PAGE 65

HIAWATHA ENTERPRISES, LTD.

ARTICLES OF INCORPORATION

FIRST: I, Paul J. Jones, Jr., whose post office address is P. O. Box 1747, 130 North Washington Street, Easton, Maryland, 21601, 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 (hereinafter called the "Corporation") is:

HIAWATHA ENTERPRISES, LTD.

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

- (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 214 Oak Avenue, Severna Park, Maryland, 21146. The name and post office address of the Resident Agent of the Corporation in this State is Peter J. Bruha, 214 Oak Avenue, Severna Park, Maryland, 21146. Said Resident Agent is an individual 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, no par value.

SIXTH: The number of Directors of the Corporation shall be three, which number may be increased 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: Peter J. Bruha, Frances M. Bruha and Paul J. Jones, Jr.

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 re-classify 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.

RECEIVED FOR RECORD
CIRCUIT COURT, W.A. COUNTY

1965 OCT 23 PM 2:27

E. AUBREY COLLISON
CLERK

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CLERKS NOTICE
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BOOK 170 PAGE 66

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

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

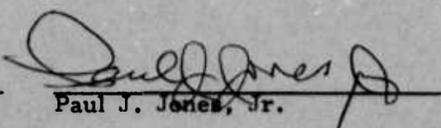
NINTH: (1) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

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

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

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this ___ day of May, 1985.

WITNESS:


Paul J. Jones, Jr.

PJJ1

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BOOK 170 PAGE 67

ARTICLES OF INCORPORATION
HIAMATHA ENTERPRISES, LTD.
<p>LAW OFFICES FRANCH, EARNEST & COWDREY, P.A. 130 N. WASHINGTON STREET P. O. BOX 1747 EASTON, MARYLAND 21601</p>

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

DATE: 10/15/85
BY: 5/20/85

20	RECORDING FEE	
20	LIMITED PARTNERSHIP FEE	
40	TOTAL CASH	<input type="checkbox"/>
	TOTAL CHECK	<input checked="" type="checkbox"/>

BY: A

02

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20

1985 MAY 20 A 10:45

CLERKS NOTATION
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BOOK 170, PAGE 68

ARTICLES OF INCORPORATION
OF
HIAWATHA ENTERPRISES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 20, 1985 AT 10:45 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 2722, FOLIO 000733, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$
D1930098

ANNE ARUNDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

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

[Handwritten Signature]



A 177635

000673

CLERKS NOTATION
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BOOK 170 PAGE 69

SELFFAR, INC.
A CLOSE CORPORATION
ARTICLES OF INCORPORATION

1. Incorporator. The undersigned Leonard E. Moodispaw whose post office address is 80 West Street, P.O. Box 868, Annapolis, Maryland 21404; being at least 21 years of age, does hereby form a corporation under the general laws of the State of Maryland.

2. Name. The name of the Corporation, hereinafter called the Corporation, is Selffar, Inc.

3. Close corporation. The Corporation shall be a close corporation as authorized by the General Corporation Law of Maryland.

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

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

To manufacture, produce, treat, purchase, and otherwise acquire, cook, bake, and otherwise prepare, can, bottle, and otherwise package, and exchange, distribute, sell, and otherwise dispose of, handle, market, store, import, export, deal and trade in and with

51438094

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CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:27

E. AUBREY COLLISON
CLERK

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BOOK 170 PAGE 70

confections, extracts, syrups, food, and food products of every kind and description, coffee, tea, cocoa, wines, liquors, ale, beer, sodas, and other drinks and beverages of every kind and description, ice cubes, crushed and block ice, cigars, cigarettes, tobacco, and smoking supplies; and products, books, newspapers, magazines, and other publications, and all similar, kindred, and allied articles, products, and merchandise.

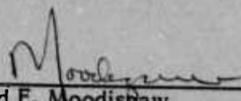
5. Registered officer and agent. The post office address of the principal office of the Corporation in Maryland is 80 West Street, Annapolis, Maryland 21401. The name and post office of the resident agent of the Corporation in Maryland is Leonard E. Moodispaw, 80 West Street, Annapolis, Maryland 21401. Such resident agent is a citizen of Maryland and actually resides therein.

6. Capital stock. The total number of shares of stock which the Corporation has authority to issue is 100 shares without par value, all of one class.

7. Election to have no board of directors. After the completion of the organization 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 director, whose name is Laura Elaine Dyas.

8. Duration. The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on May 8, 1985.

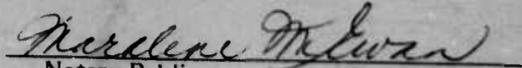


Leonard E. Moodispaw

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

I HEREBY CERTIFY that on this 8th day of May, 1985, before me, the subscriber, a Notary Public in and for the jurisdiction aforesaid personally appeared Leonard E. Moodispaw, the within incorporator, and he acknowledged the foregoing Articles of Incorporation to be his act.

Witness my hand and notarial seal.



Notary Public



My Commission Expires: July 1, 1986

HCB-1
File #: 32412

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BOOK 170 PAGE 71

(52)

ARTICLES OF INCORPORATION

OF

SELFAR, INC.

(02)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:39 NO. 5-23+85

Stark

40	BONUS TAX	
22	RECORDING FEE	
22	UNITED PARTNERSHIP FEE	
	OTHER	
	CASH <input type="checkbox"/> RECEIVED BY	
	TOTAL CHECK <input checked="" type="checkbox"/>	

BLUMENTHAL, DELAVAN, OFFERTT
AND MOODISPAW, P.A.
ATTORNEYS AT LAW
P.O. BOX 866
ANNAPOLIS, MARYLAND 21404

CLERKS NOTATION
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BOOK 170 PAGE 72

ARTICLES OF INCORPORATION
OF
SELFFAR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 23, 1985 AT 09:39 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2722 , FOLIO 000672 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1930007

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Robinson



A 177626

CLERKS NOTATION
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BOOK 170 PAGE 73

CERTIFICATE
OF
LIMITED PARTNERSHIP
OF
ANNAMESSEX ROD AND GUN CLUB LIMITED PARTNERSHIP

This Certificate, made this 20th day of May, 1985, by the undersigned, Frederick L. Willard, authorized general partner and Margaret Frothingham, limited partner of Annamessex Rod and Gun Club Limited Partnership, hereby certify:

Annamessex Rod and Gun Club Limited Partnership (the "Partnership") is electing to be bound by the Maryland Revised Uniform Limited Partnership Act before July 1, 1985.

The following provisions of the Agreement of Limited Partnership are being set forth in this Certificate pursuant to Maryland law:

1. The name of the Limited Partnership is Annamessex Rod and Gun Club Limited Partnership.
2. The Partnership has been formed for the purposes of acquiring and developing real estate and developing the real estate and adjacent navigable waters for purposes of aquiculture and agriculture, land and wildlife conservation practices.
3. The address of the principal office is 1656 Homewood Landing Road, Annapolis, Maryland 21401.
4. The name and address of the resident agent is Jackson Lee Cook, Upper Fairmount, Maryland 21867.
5. The name and the home address of each partner is as follows:

General Partner:

Frederick L. Willard
1656 Homewood Landing Road
Annapolis, Maryland 21401

Original Limited Partners:

Frederick L. Willard
1656 Homewood Landing Road
Annapolis, Maryland 21401

Margaret Frothingham
1656 Homewood Landing Road
Annapolis, Maryland 21401

ANNAPOLIS, MARYLAND
51428284
1985 OCT 23 PM 2:27

E. ADRIAN COLLISON

0000 8013

6. The amount of cash to be contributed by each partner is as follows:

General Partner:

Frederick L. Willard \$28,000.00

Original Limited Partners:

Frederick L. Willard \$ 100.00
Margaret Frothingham \$ 100.00

7. The General and Limited Partners agree to increase their capital contributions as they shall unanimously and hereafter agree.

8. Additional limited partners may be admitted to this Partnership on terms that may be agreed on in writing between the general partner and the new limited partners. No limited partner may substitute an assignee as a limited partner in his place; but the person or persons entitled by Rule or by statute, as the case may be, shall succeed to all the rights of a limited partner as a substituted limited partner.

9. The interest of any limited partner may be terminated by (1) dissolution of the partnership for any reason as provided in the Limited Partnership Agreement, (2) the agreement of all partners, (3) the consent of the personal representative of a deceased limited partner and the partnership, or (4) by operation of law. The interest of a general partner will terminate (1) upon the death of the general partner, (2) the dissolution of the Partnership by operation of law, (3) dissolution at any time designated by the general partner, or (4) dissolution at the close of the month following the qualification and appointment of a personal representative of a deceased general partner.

10. Upon the termination of the interest of a general partner there shall be paid out of the Partnership's assets to the general partner or his personal representative a sum equal to the capital account of the terminated general partner as shown on the books at the time of his death, adjusted to reflect profits or losses from the last closing of the books of the Partnership to the date of the termination by death or otherwise.

11. Limited Partners shall be entitled to receive a share of five per cent (5%) of the annual net profits. Each limited partner shall bear a share

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BOOK 170 PAGE 75

of the losses of the Partnership equal to the share of profits to which each limited partner is entitled. The share of losses of each limited partner shall be charged against the limited partner's capital contribution, if any, or against future profits.

12. The Limited Partnership is to be dissolved and its affairs wound up upon the occurrence of any of the events set forth in paragraph 9 above.

13. Any right of the remaining general partners, if any, to continue the partnership on the happening of an event of the withdrawal of a general partner shall be upon such terms and conditions as the remaining general partners and the limited partners may agree.

This Limited Partnership will be formed at the time of the filing of the initial Certificate of Limited Partnership with the State Department of Assessments and Taxation.

In witness whereof, the parties hereto have caused this instrument to be executed the day and year first above written.

Witness: [Signature]

GENERAL PARTNER

[Signature]
Frederick E. Willard

Witness: [Signature]

ORIGINAL LIMITED PARTNERS

[Signature]
Frederick E. Willard

Witness: [Signature]

[Signature]
Margaret Frothingham

0000 00/15

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BOOK 170 PAGE 76

(05)

(52)

1985 MAY 22 A 9:51

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPLICANT'S FORM TO RECORD

TIME 9:50 MO. MAY YEAR 5-22-85

	BONUS TAX
	RECORDING FEE
50	LIMITED PARTNERSHIP FEE
	OTHER
50	TOTAL

RECEIVED BY *check [signature]*

*Certif of 2P
New*

Make card

*Jones + Jones
PO Box 186
Princess Anne, Md 21853*

0000 00/16

CLERKS NOTATION
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BOOK 170 PAGE 77

CERTIFICATE OF LIMITED PARTNERSHIP
OF
ANNAMESSEX ROD AND GUN CLUB LIMITED PARTNERSHIP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
MAY 22, 1985 09:50 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY

WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2721 , FOR 001225 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

11931609

TO THE CLERK OF THE CIRCUIT 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.

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

G. B. Quinn



A 177868

0000 00/17

COX-CHESAPEAKE CONSTRUCTION COMPANY

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That I, JAMES T. COX III, of 3912 Germantown Road, Edgewater, Maryland 21037, being over the age of twenty-one years, do hereby and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, intend to form a corporation by execution and filing of these Articles.

SECOND: That the name of the Corporation (which is hereinafter called the "Corporation") is: COX-CHESAPEAKE CONSTRUCTION COMPANY, a close corporation.

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

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

(a) To build, construct, develop, erect buildings or developments of any kind or type whatsoever whether for its own account or others or as a general contractor for its own account or others, any and all types of real property.

(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, wares and merchandise of every description.

(e) 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 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, goodwill, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, 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, formulae, and the like, which might be used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(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 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 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.

(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, 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 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; 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 infurtherance, 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 mannner 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.

FIFTH: The post office address of the principal office of the Corporation in this State is 3912 Germantown Road, Edgewater, Maryland 21037. The resident agent of the Corporation is Bruce Magazine, Esq., whose post office address is 414 Hungerford Drive, Suite 330, Rockville, Maryland 20850. Said resident agent 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 (1000) shares of the par value of TEN DOLLARS (\$10.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is TEN THOUSAND AND 00/100 Dollars (\$10,000.00).

SEVENTH: The Corporation shall have no less than one Director nor more than three Directors as may be decided by the stockholders from time to time. Until such time as the first meeting, the Corporation shall have one Director, whose name and address is: *James T. Cox^{TD} & C.*

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:

(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, 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; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this

Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or officer of such other corporation or which is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction.

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

(d) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such

stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

(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 corporation or unincorporated business entities.

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 85

001166

IN WITNESS WHEREOF, we have signed these Articles of
Incorporation on this 17th day of May,
1985, and acknowledged the same to be my act.

James Thomas Cox III
JAMES T. COX III

CERTIFIED
COPY MADE

001167

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 86

CERTIFIED
COPY MADE

02

Stock

52

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 2:31 MO. DAY YEAR
5-28-85

20	BONUS TAX
26	RECORDING FEE
	LIMITED PARTNERSHIP FEE
23	OTHER 2CC 16P
69	TOTAL CASH <input type="checkbox"/> AUTHORIZED BY
	CHECK <input checked="" type="checkbox"/> 945

James Cox
3912 Germantown Rd
Edgewater Md 21037

0000 0035

BOOK 170 PAGE 87

CLERKS NOTATION
BEST COPY
AVAILABLE

ARTICLES OF INCORPORATION
OF
COX-CHESAPEAKE CONSTRUCTION COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1985 AT 02:31 P. O'CLOCK M. AS IN CONFORMITY

WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2721 , FOLIO 001158 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 26 SPECIAL FEE PAID: \$ _____

D1932763

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

G. B. Johnson



A 177772

001149

BOOK 170 PAGE 88

SNIPS, INC.

ARTICLES OF INCORPORATION

FIRST: I, REBECCA A. Bryant, whose post office address is 410 Court Square Building, Calvert and Lexington Streets, Baltimore, Maryland 21202, 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 Snips, Inc.

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

1) To repair, recondition, cut and/or alter hair styles to the customer's specifications, and to conduct any other operations as thought to be profitable by the Corporation.

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 2299 Johns Hopkins Road, Gambrills, Maryland 21054. The name and post office address of the Resident Agent in this State are Phillip J. Fewster, 7223 Balto-Annapolis Boulevard, Ferndale, 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 One Thousand shares of Common Stock, without par value.

SIXTH: The number of directors of the Corporation at the present time 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), unless:

(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 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 and addresses of the directors, who shall act until the first annual meeting and until their successors are duly chosen and qualified are: Diane Smith, 1619 Ridel Road, Crofton, Maryland 21114; Ann Griffin 1490 Vineyard Court, Crofton, Maryland 21114; and Bernardo Alferez 1679 Bryce Court, Crofton, Maryland 21114.

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1985 OCT 23 PM 2:27

E. AUBREY COLLISON
CLERK

51488372

0000 0000

BEST COPY AVAILABLE

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 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 time 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.

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

(4) With respect to:

- (a) the amendment of the Charter of the Corporation;
- (b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;
- (c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;
- (d) the sale, lease, exchange or other transfer of all, or substantially all of the property and assets of the Corporation, including its goodwill and franchises;
- (e) the participation by the Corporation in a share exchange (as defined in the Corporations and associations Article of the Annotated Code of Maryland) as the corporation the stock of which is to be acquired;

(f) the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation; such action shall be effective and valid only if taken or approved by the stockholders by an affirmative vote of all the votes entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article SEVENTH 4.

(5) With respect to the issuance of stock of any class now or hereafter authorized, or any securities exchangeable for, or convertible into, such shares, or warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares, such action shall be effective and valid only if taken or approved by an affirmative vote of the entire number of the members of the Board of Directors, notwithstanding any provision or law requiring any such action to be done or authorized other than as provided in this Article SEVENTH, paragraph (5).

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

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

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

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until

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BOOK 170 PAGE 91

001152

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 28th day of May, 1985, and I acknowledge the same to be my act.

WITNESS:

Donald J. Amos

Rebecca A. Bryant
REBECCA A. BRYANT

0000 0041

CLERKS NOTATION
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001153

BOOK 170 PAGE 92

00

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
2:08	5	28	85
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH <input type="checkbox"/>		
	CHECK <input checked="" type="checkbox"/> <i>WPM</i>		

(52)

STR

Rebecca Bryant
231 St. Paul Pl.
Balto, Md 21202 - 2003

1985 MAY 28 P 2:08

0000 0042

CLERKS NOTATION
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BOOK 170 PAGE 93
ARTICLES OF INCORPORATION
OF
SNIPS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1985 AT 02:08 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2721 , FO 001148 . OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

01932748

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

R. B. Arundel



A 177770

CLERKS NOTATION
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BOOK 170 PAGE 94

091142

ARTICLES OF INCORPORATION
OF

ARCADIA CONSTRUCTION, INC

FIRST: We, the undersigned, MARTIN D. COLONNA, whose post office address is 788 Snodgrass Road, Crownsville, Maryland, 21032, and CANDYCE M. COLONNA, whose post office address is 788 Snodgrass Road, Crownsville, Maryland, 21032 being at least twenty-one (21) 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:

ARCADIA CONSTRUCTION, INC.

THIRD: The Corporation shall be a close Corporation as authorized by the General Corporation Law of Maryland.

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

(a) To contract to build houses, buildings, and the like and to conduct to perform Home Improvements and miscellaneous construction of items of any description. To do any and all acts necessary for the leasing, equipping, settling up, planning, designing, guaranteeing leases, and operating of retail stores, selling goods and items of any description.

(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 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, manufacturing, 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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CIRCUIT COURT, L.A. COUNTY

1985 OCT 23 PM 2:27

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51488369

E. AUBREY COLLISON
CLERK

0000 0044

(e) To purchase, lease or otherwise acquire, all or any parts of the property, rights, businesses, contracts, goodwill, 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 such any property, rights, business, contracts, goodwill, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, 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, formulae, and the like, which might be used for any of the purposes of the Corporation, and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account otherwise turn to account, the same.

(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, 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 states, territory, district, colony or dependency of the United States of America, or of any foreign country, and while the while the owner or holder of any shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof and and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock or a division of the profits of the 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.

(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 and, or either, of any bonds, debentures, notes,

BOOK 170 PAGE 97

001145

tion has authority to issue is 1,000 shares of Common of the par value of \$1.00 a share all of one class, and having an aggregate par value of \$1,000.00.

SEVENTH: The number of directors of the Corporation shall be two (2) which number may be increased pursuant to the By-Laws of the Corporation but shall never be less than one (1). The name of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: MARTIN D. COLONNA and CANDYCE M. COLONNA.

EIGHTH: The Corporation shall exist as a close corporation until such time as the stockholders unanimously consent shall file Articles of Amendment to change such status.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 28th day of may 1985.

Martin D. Colonna
MARTIN D. COLONNA

Candyce M. Colonna
CANDYCE M. COLONNA

CLERKS NOTATION
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001146

BOOK 170 PAGE 98

STATE OF MARYLAND)
)) SS:
))
))
COUNTY OF BALTIMORE)
))
))
COUNTY OF ANNE ARUNDEL)

I HEREBY CERTIFY that on the 28th day of May, 1985, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared the above signees, and acknowledged the foregoing Articles of Incorporation to be their own act.

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



Jeanette Steinhorn
NOTARY PUBLIC

MY COMMISSION EXPIRES July 1, 1986

0000 0048

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001147

BOOK 170 PAGE 99

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
1:14		5	28/85
20	BOND TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH <input type="checkbox"/> APPROVED BY		
	CHECK <input checked="" type="checkbox"/> 4		

(52)

sth

Arcadia Construction
788 Snodgrass Rd.
Cranesville, Del 21032

1985 MAY 28 P 1:14

0000 0049

CLERKS NOTATION
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BOOK 170 PAGE 100

ARTICLES OF INCORPORATION
OF
ARCADIA CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1985 AT 01:14 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2721, FOLIO 6 001141 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1932730

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

G. B. Johnson



A 177769

LAW OFFICES

CLERKS NOTATION
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BOOK 170 PAGE 101

001087

ARTICLES OF INCORPORATION
OF
STYLEMASTERS, INC.
A Maryland Corporation

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the Laws of the State of Maryland, and to that end do hereby adopt Articles of Incorporation as follows:

ARTICLE I: The incorporators, Thomas H. Price, III, 11161 New Hampshire Avenue, Silver Spring, Maryland 20904; Ronald L. Davis, 11608 Maple View Drive, Silver Spring, Maryland 20902; and Sandra A. Staskiel, 12421 Palermo Drive, Silver Spring, Maryland 20904; are all adult individuals and do associate as incorporators with the intention of forming a corporation.

ARTICLE II: The name of the corporation is:
STYLEMASTERS, INC.

ARTICLE III: The nature of the business and the objects and purposes to be transacted, promoted and carried on are to do any or all of the things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

To engage in the business of buying, developing and selling of real estate, including building, constructing, erecting, maintaining, repairing, financing, purchasing, selling and leasing any and all improvements to real property.

To acquire, purchase, own, sell, lease and mortgage land in Anne Arundel County, Maryland, and elsewhere, and to erect, construct, build, maintain and repair dwellings, store buildings, warehouses, office buildings and any other improvements whatsoever on said land and to sell, lease, sublet, rent or otherwise dispose of any of the aforesaid lands, premises, properties and appurtenances.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:27

E. AUDREY COLLISON
CLERK

51488138

0000 0121

LAW OFFICES
THOMAS H. PRICE III, P. A.
WHITE OAK PROFESSIONAL BUILDING
SUITE 410
11161 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 849-6600

001088

BOOK 170 PAGE ⁻²⁻102

To create, establish, build up and maintain a selling organization for the promotion, advertisement, and sale of the properties so owned or build by the corporation.

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 or without the State of Maryland.

To acquire the goodwill, 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, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of indebtedness created by other 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.

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 or otherwise.

To enter into, make and perform contracts of every kind for any lawful purpose with any person, firm, association or corporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

To borrow money for any of the purposes of the corporation and to draw, make, accept, endorse, discount, execute, issue,

Mortgage Bond

LAW OFFICES
THOMAS H. PRICE III, P. A.
WHITE OAK PROFESSIONAL BUILDING
SUITE 410
1161 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 649-6600

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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.

To purchase, hold, sell and transfer the shares of its capital stock.

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 restrictions as to place or amount.

To carry on any other business in connection therewith.

To do any or all of the things herein set forth as principal, agent, contractor, trustee or otherwise, alone or in company with others.

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.

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 laws of the State of Maryland.

ARTICLE IV: The post office address of the principal office of the corporation in the State of Maryland is 552 Pinedale Drive, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the corporation in the State of Maryland is Thomas H. Price, III, 11161 New Hampshire Avenue, Silver Spring, Maryland 20904, and said Resident Agent is an individual actually residing in Maryland.

ARTICLE V: The total number of shares of stock which this corporation is authorized to issue is One Thousand (1,000) shares

without par value.

ARTICLE VI: The stockholders shall have one vote per share of fully paid stock held and the stock of said corporation shall be freely transferable in accordance with the By-Laws of this corporation.

ARTICLE VII: 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 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: Glenn Mathias, Jr. and Dale Adams.

ARTICLE VIII: This corporation is to have perpetual existence.

ARTICLE IX: The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

ARTICLE X: In furtherance and not in limitation of the powers conferred by the laws of the State of Maryland, the board of directors is expressly authorized:

To make, alter, amend and repeal the by-laws;

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to alter or abolish any such reserve; to authorize and cause to be executed mortgages and liens upon the property and franchises of this corporation;

From time to time to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of this corporation, or any of them other than the stock ledger, shall be open to the inspection shall be open to the inspection of the stockholders, and no stockholder shall have any right to inspect any account or book

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or document of the corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders;

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

ARTICLE XI: The stockholders and directors shall have power to hold their meetings, to have an office or offices and to keep the books of this corporation outside of the State of Maryland at such places as may from time to time be designated by the by-laws or by resolution of the directors.

ARTICLE XII: The Board of Directors of the corporation is hereby empowered to authorize from time to time the issuance of non-assessable shares of its stock, and to issue the same, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the corporation.

ARTICLE XIII: This corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on officers, directors and stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, we, the herein named incorporators, have signed these Articles of Incorporation, on this 24th day of May 1985.

WITNESS:

Virginia J. Monaco

THP

Thomas H. Price, III

Sandra A. Staskel

Sandra A. Staskel

Ronald L. Davis

Ronald L. Davis

LAW OFFICES
THOMAS H. PRICE III, P. A.
WHITE OAK PROFESSIONAL BUILDING
SUITE 410
11161 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 849-6600

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STATE OF MARYLAND:

COUNTY OF MONTGOMERY:

I HEREBY CERTIFY that on this 24th day of May, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Montgomery, personally appeared in said State and County, Thomas H. Price, III, Ronald L. Davis and Sandra A. Staskiel and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Virginia L. Monaco
Notary Public, Maryland
My Commission Expires: 7/1/86



LAW OFFICES
THOMAS H. PRICE III, P. A.
WHITE OAK PROFESSIONAL BUILDING
SUITE 410
11161 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 649-6600

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001093

BOOK 170 PAGE 107

52

ARTICLES OF INCORPORATION OF STYLEMASTERS, INC.	
02	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
TIME	9:33
MO.	5
DIV.	28
YEARS	05
BONUS TAX	20
RECORDING FEE	22
LIMITED PARTNERSHIP FEE	
OTHER	
CASH	<input type="checkbox"/>
TOTAL CHECK	<input checked="" type="checkbox"/>
APPROVED BY <i>[Signature]</i>	
LAW OFFICES THOMAS H. PRICE III, P. A. WHITE OAK PROFESSIONAL BUILDING SUITE 410 1181 NEW NARBORNE AVENUE SILVER SPRING, MARYLAND 20904 (301) 548-8500	

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BOOK 170 PAGE 198

ARTICLES OF INCORPORATION
OF
STYLEMASTERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1985 AT 09:33 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2721 , FOR 891086 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1932649

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

Paul B. Robinson



A 177760

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BOOK 170 PAGE 109
OXKO CORPORATION

001078

ARTICLES OF INCORPORATION

FIRST: The undersigned, Steven W. Oxman, whose post office address is Post Office Box 6674, Annapolis, Maryland 21401, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

THIRD: The purpose(s) for which the Corporation is formed are as follows:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Maryland.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 385 Westbury Drive, Riva, Anne Arundel 21140. The name and post office address of the resident agent of the Corporation in Maryland are Steven W. Oxman, 385 Westbury Drive, Riva, Anne Arundel 21140.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 1,000 shares of no par value, all of one class, and having no aggregate 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 so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the name(s) of the director(s) who shall act until the first meeting or until their successors are duly chosen and qualified is Steven W. Oxman.

SEVENTH: 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:

The Directors shall have power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation.

With the consent in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the Directors shall have the authority to dispose, in any manner, of the whole property of this Corporation.

The By-Laws shall determine whether and to what extent the accounts and books of this Corporation, or any of them shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account, or book or document of this Corporation, except as conferred by the law or the By-Laws, or by resolution of the stockholders.

51488139

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CLERK OF COURT, A.A. COUNTY
1985 OCT 23 PM 2:27
E. AUDREY COLLISON
CLERK

BOOK 170 PAGE 110

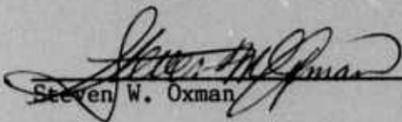
001079

The stockholders and directors shall have power to hold their meetings and keep the books, documents and papers of the Corporation outside of the State of Maryland, at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or directors, except as otherwise required by the laws of Maryland.

It is the intention that the objects, purposes and powers specified in the Third paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or interence from the terms of any other clause or paragraph in there articles of incorporation, but that the objects, purposes and powers specified in the Third paragraph and in each of the clauses or paragraphs of this charter shall be regarded as independent objects, purposes and powers.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on May 23, 1985, and severally acknowledge the same to be my act.


Steven W. Oxman

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BOOK 170 PAGE 111

(52)

(02)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:22 MO. DAY YEAR 5-28-85

Stock

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> JES

Steven Oxman
P.O. Box 85
Riva, Md 21140

1986 MAY 28 A 9:22

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BOOK 170 Page 112

ARTICLES OF INCORPORATION
OF
OXKO CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1985 AT 09:22 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 3751, FILED 601077, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1932623

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

[Handwritten Signature]



A 177758

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 113

000851

ARTICLES OF INCORPORATION

OF

STRICTLY MUSICALS, INC.

THIS IS TO CERTIFY:

FIRST: That, we the subscribers, ELIOT G. STRIAR, whose post office address is 5560 Sterrett Place, Columbia, Maryland 21044 and RICHARD B. TALKIN, whose post office address is 5560 Sterrett Place, Columbia, Maryland 21044, all being of full legal age, do under and by virtue of the general laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

STRICTLY MUSICALS, 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:

To buy, lease and otherwise acquire machinery, tools, equipment, real property and interests in real property of every kind and description improved or unimproved, and wheresoever situated or located; buying, leasing and otherwise acquiring and constructing and erecting, or contracting for the construction and erection of buildings and structures in and on such real property for any uses or purposes; holding, owning, improving,

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:27

E. AUBREY COLLISON
CLERK

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BOOK 170 PAGE 113

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BOOK 170 PAGE 114

developing, subdividing, maintaining, operating, managing, leasing, mortgaging, selling, or otherwise disposing of such property or any part thereof, equipping and operating buildings, warehouses, or any other buildings or structures of whatsoever kind.

To purchase, lease, or otherwise acquire, all or any of the property, rights, businesses, contracts, goodwill, franchise, and assets of every kind, of any corporation, co-partnership, individual (including the estate of a decedent), carrying 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 any such property rights, businesses, contracts, goodwill, franchise, or assets by the issue in accordance with the laws of the State of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

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, and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

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

000853

BOOK 170 PAGE 115

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 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.

To guarantee the payment of dividends upon any shares of, or the performance of any contract, by, any other corporation or association in which the Corporation has an interest, or either, of any bonds, debentures, notes, securities, or other evidences of indebtedness created or issued by any such other corporation or association.

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

CLERKS NOTATION
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BOOK 170 PAGE 116

upon, or pledge or conveyance or assignment in trust of, the whole or part of the property of the Corporation, real or personal, including contract rights whether at the time owned or thereafter acquired; and to sell, pledge, discount, or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

To carry on any of the business 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.

To carry out all or any part of the aforesaid purposes, and to conduct its businesses in all of any of its branches 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 businesses of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object, or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the Articles, Conditions, and

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CLERKS NOTATION
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BOOK 170 PAGE 117

000855

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.

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: The CRW Building, 418 Third Street, Annapolis, Maryland 21403. The resident agent of the Corporation is: RICHARD B. TALKIN whose post office address is c/o Talkin and Abramson, Suite 105, 5560 Sterrett Place, Columbia, Maryland 21044. Said resident agent is a citizen of the State of Maryland, actually residing therein.

FIFTH: The number of Directors of the Corporation shall be two (2) which number may be changed pursuant to the By-Laws of the Corporation, provided that any such change in the number of Directors shall conform with the requirements of the laws of the State of Maryland.

CHARLES WILSON and WINIFRED E. WILSON shall act as such Directors until the first annual meeting, or until their successors are fully chosen and qualified.

SIXTH: The total number of shares of the authorized capital stock of the Corporation shall be 1,000 shares of common stock without nominal or par value. The Corporation shall commence business with a capitalization of at least One Hundred Dollars (\$100.00).

SEVENTH: The Corporation reserves the right to amend, alter or change any provision contained in this Certificate of

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BOOK 170 PAGE 118

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, we have signed these Articles of Incorporation and severally acknowledged the same to be our Act on this 29th day of May, 1985.

Locher N. Wiggins
Witness to All

Eliot G. Striar
ELIOT G. STRIAR

Richard B. Talkin
RICHARD B. TALKIN

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BOOK 170 PAGE 119

02 CERTIFIED
COPY MADE

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
3:11	5	29	85
20	BONUS TAX		
22	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
12	OTHER ICC-6		
54	TOTAL CASH		
	TOTAL CHECK		

APPROVED BY
pcn

52

stk

Talkin + Abramson

5560 Sterrett Place, #105

Columbia Md 21044

0000 0(119

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 120

ARTICLES OF INCORPORATION
OF
STRICTLY MUSICALS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 29, 1985 AT 03:11 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 5701 000850 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1932284

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

[Signature]



A 177729

28

E. AUDREY COLLISON
CLERK

CLERKS NOTICE
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000813

BOOK 170 PAGE 121

ARTICLES OF INCORPORATION
OF
LAWTON TRAVEL CONSULTING, INC.

THIS IS TO CERTIFY:

1. INCORPORATOR. That I, the undersigned, DOROTHY LAWTON, whose post office address is 123 Hatton Drive, Severna Park, Maryland 21146, 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.

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

LAWTON TRAVEL CONSULTING, INC.

3. CLOSE CORPORATION. The corporation shall be a close corporation as authorized by Title 4 of the Maryland Corporations and Associations Annotated Code.

4. PURPOSES. The purposes for which the Corporation is formed are:

a. The advice, consultation and negotiation of travel, travel related activities and all other business generally associated with travel agencies.

b. To buy, sell, negotiate for and enter into agreements relating to the buying and selling of vacations, trips or any other form of travel or travel related activities.

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1985 OCT 23 PM 2:27
E. AUORE / COLLISON
CLERK

RECEIVED
CLERK OF COURT, BALTIMORE COUNTY

CLERKS NOTATION
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BOOK 170 PAGE 122

c. To engage in any other lawful 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.

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

e. The Corporation reserves the right to amend, alter, 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 conferred on stockholders are granted subject to this reservation.

5. PRINCIPAL PLACE OF BUSINESS AND RESIDENT AGENT. The post office address of the principal office of the Corporation is 123 Hatton Drive, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation is Michael J. O'Neill, 150 South Street, Suite 202, Annapolis, Maryland 21401. Said resident agent is a citizen of the State of Maryland and actually resides herein.

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

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000815

BOOK 170 PAGE 123

7. DIRECTORS. 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 Dorothy Lawton.

8. DURATION. The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have set my hand and seal on this the 16 day of May, 1985, to these Articles of Incorporation and acknowledge same to be my act.

WITNESS:

[Signature]

Dorothy Lawton (SEAL)
DOROTHY LAWTON

0000 0123

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BOOK 170 PAGE 124

(02)

(52)

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:56 MO. DAY YEAR 5-29-85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>[Signature]</i>

1985 MAY 29 A 9:56

Michael O'Neill
150 South St # 202
Annap., Md 21401

0000 0(124

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 Page 125

ARTICLES OF INCORPORATION
OF
LAWTON TRAVEL CONSULTING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 29, 1985 AT 09:56 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. A

RECORDED IN LIBER 2721, FOLIO 000812, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1932201

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

Paul B. Arundel



A 177721

BOOK 170 PAGE 126

000702

CRAIN HIGHWAY LIQUOR, INC.

Articles of Incorporation

FIRST: I, the undersigned, John Tibbo, whose post office address is 301 Westshire Road, Baltimore, Maryland 21228, 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.

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

CRAIN HIGHWAY LIQUOR, INC.

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

A. To buy and sell at wholesale and/or retail, for consumption off the premises, whiskies, gins, rums, brandies, cordials, wines, spirits, alcoholic liquors, beers, ales, all kinds of alcoholic and non-alcoholic beverages of any and all kinds, and in general to carry on a store or stores for the purpose of purchase and sale of beers, wines, liquors, and associated products for consumption off the premises.

B. To buy, lease and acquire; to hold, own, use and manage; to sell, lease, mortgage and dispose of; and generally to deal in and with tangible and/or intangible personal property of every description in any manner, not inconsistent with law, located in the State of Maryland or elsewhere.

SILBIGER & ANELLO
ATTORNEYS AT LAW
SILBIGER-ANELLO BUILDING
BALTIMORE, MD. 21207

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BOOK 170 PAGE 127

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C. To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real or leasehold property wheresoever situated.

D. To purchase, lease or otherwise acquire all or any part of the property, rights, businesses, contracts, good will, franchises and assets of any kind, of any corporation, 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 a 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, businesses, 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.

E. To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; to purchase, hold, sell, assign, transfer, exchange, mortgage, pledge or otherwise dispose of any shares of indebtedness issued or created by any other corporation or association organized under the laws of this State or any other state, territory, district or colony of the United States.

F. 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, for money

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BOOK 170 PAGE 128

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.

G. To do all those things reasonable or necessary to advance the purposes 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 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.

FOURTH: The post office address of the principal office of the Corporation in this State is located at 710 Crain Highway, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is John Tibbo, 301 Westshire Road, Baltimore, Maryland 21228. Said Resident Agent of the Corporation is a citizen of this State and actually resides at the above address.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Hundred (100) shares without par value, all of which shares are of one class and are designated as common stock.

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BOOK 170 PAGE 129

SIXTH: The Corporation shall have not less than three (3) nor more than seven (7) Directors. The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: JOHN TIBBO, ALBERT HERB and PATRICK K. FENDLAY.

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 authorized and 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, whether now or hereafter authorized for such consideration as the Board of Directors may deem proper, subject to such limitations and restrictions as hereinafter provided, or that may be set forth in the By-Laws of the Corporation; provided that where any shares of the Corporation's stock are issued for a consideration other than money at par value the Board of Directors shall, by resolution, state that in its opinion such consideration is not less than the aggregate amount of the par value of the shares of stock issued therefore.

B. That the holder or holders of shares of stock in the Corporation shall be entitled to one vote for each share of stock held at any regular or special meeting of the stockholders; and all shares of the Corporation's stock when issued shall be fully paid and non-assessable.

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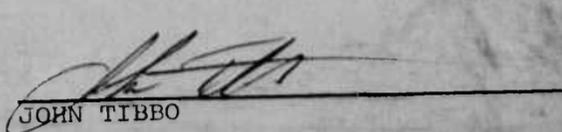
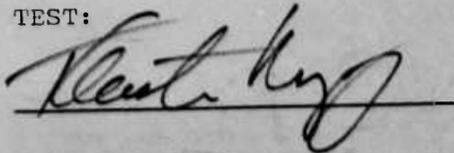
BOOK 170 PAGE 130

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

EIGHTH: Duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 26th day of April, Nineteen Hundred and Eighty-Five, and acknowledge the same to be my act.

TEST:



JOHN TIBBO

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BOOK 170 PAGE 131

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
2:23	5	27	85
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
11	OTHER ICC-5		
57	TOTAL		
	CASH	<input type="checkbox"/>	
	CHECK	<input checked="" type="checkbox"/> JPM	

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T. Austin Murphy
1338 Sulpher Spring Rd
Balto, Md 21227

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BOOK 170 PAGE 132
ARTICLES OF INCORPORATION
OF
CRAIN HIGHWAY LIQUOR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 27, 1985 AT 02:23 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2721 FOLIO 000701 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1932003

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

R. B. Arundel



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BOOK 170 PAGE 133

ARTICLES OF INCORPORATION

FIRST: I, CHARLES P. RODGERS, whose post office address is 1300 Montclair Drive, Pasadena, Maryland 21122, 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 QUALITY SERVICE STATION MAINTENANCE, INC.

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

To perform preventative and repair maintenance on gasoline pumps and dispensers.

FOURTH: The post office address of the principal office of the Corporation in this State is 1300 Montclair Drive, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State are Charles P. Rogers, 1300 Montclair Drive, 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 One Thousand (1,000) shares of common stock, without par value.

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

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BOOK 170 PAGE 134

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

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: CHARLES P. RODGERS, JOANNE B. RODGERS, and REBORAH M. DIGIOVINE.

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

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

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

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any 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 to otherwise acquire such shares.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 22nd day of May, 1985, and I acknowledge the same to be my act.

Charles P. Rodgers
CHARLES P. ROGERS

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BOOK 170 PAGE 136

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:00 MO. DAY YEAR
5-28-85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>js</i>

Jerome Connell
5 Central Ave.
Glen Burnie, Md 21061

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BOOK 170 PAGE 137

ARTICLES OF INCORPORATION
OF
QUALITY SERVICE STATION MAINTENANCE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1985 AT 10:00 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2721, F000591, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

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

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

[Handwritten Signature]



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BOOK 170 PAGE 138

PARKWAY INDUSTRIAL CENTER LIMITED PARTNERSHIP

AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP

THIS AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP is made this 24th day of May, 1985, by and among LESLIE LEGUM and DOUGLAS H. LEGUM (collectively the "General Partners"), and LESLIE LEGUM, NAOMI H. LEGUM, JEFFREY A. LEGUM and DOUGLAS H. LEGUM (collectively the "Limited Partners"), in accordance with the provisions of the Maryland Revised Uniform Limited Partnership Act.

PRELIMINARY STATEMENT

Parkway Industrial Center Limited Partnership (the "Limited Partnership") was formed as a Maryland limited partnership, originally named "Parkway Industrial Center," pursuant to a limited partnership agreement, dated January 8, 1965, by and between Leslie Legum, Naomi H. Legum, Jeffrey A. Legum, Leslie Legum (Trustee for Douglas H. Legum under a Declaration of Trust from Naomi H. Legum, Grantor, dated January 7, 1965), Bernard Manekin, Harold Manekin and Kenneth C. Milford. A Certificate of Limited Partnership was filed for recording among the Land Records of Anne Arundel County, Maryland on or about January 8, 1965. On or about October 31, 1967, October 27, 1970, July 8, 1983 and September 20, 1984, such Certificate of Limited Partnership was amended to effectuate, among other matters, a change in the General Partners and the Limited Partners and a change in the name of the Limited Partnership to "Parkway Industrial Center Limited Partnership."

The General Partners and the Limited Partners desire to amend and restate the Certificate of Limited Partnership so as to continue the business of the Limited Partnership and to set out more fully the rights, obligations and duties of the General Partners and the Limited Partners.

IN CONSIDERATION of the mutual agreement of the parties hereto and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that Certificate of Limited Partnership is hereby amended and restated in its entirety in the form and content as set forth in this Amended and Restated Certificate of Limited Partnership.

1. NAME.

The name of the Limited Partnership shall be PARKWAY INDUSTRIAL CENTER LIMITED PARTNERSHIP (hereinafter sometimes referred to as the Partnership).

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BOOK 170 PAGE 139

2. PURPOSES OF THE PARTNERSHIP.

The purposes of the Partnership are to assemble, invest in, hold, develop, operate and/or market, buy, sell, lease, mortgage, pledge, exchange, convey, grant and exercise options, manage, finance, improve, construct and/or the like, at any time or times during the term of the Partnership, interests in real property and/or personal property including, but not limited to, one or more tracts of land at or near the intersection of the Baltimore Washington Expressway and Dorsey Road in Anne Arundel County, Maryland, and one or more tracts of land at or near Hammonds Ferry Road, Dorsey Road and Allwood Drive, also in Anne Arundel County, Maryland.

3. PRINCIPAL PLACE OF BUSINESS AND OFFICE.

The principal place of business of the Partnership is at or near the intersection of the Baltimore Washington Expressway and Dorsey Road, in Anne Arundel County, Maryland. The principal office of the Partnership is c/o Leslie Legum, General Partner, 7223 Parkway Drive, Dorsey, Maryland 21076. The Partnership may have such additional offices as the General Partners may deem advisable.

4. RESIDENT AGENT.

The Resident Agent for the Partnership is Leslie Legum, whose address is 7223 Parkway Drive, Dorsey, Maryland 21076. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

5. TERM.

The term of the Partnership commenced on or about January 8, 1965 and shall continue until December 31, 2075, unless the Partnership is sooner dissolved (upon the filing of an amendment to cancel the Certificate of Limited Partnership with the State Department of Assessments and Taxation of Maryland) as hereinafter provided.

6. PARTNERS

6.1 General Partners. The names and addresses of the General Partners are as follows:

Leslie Legum
7111 Park Heights Avenue
Baltimore, Maryland 21215

Douglas H. Legum
4415 Clearbrook Lane
Kensington, Maryland 20895

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6.2 Limited Partners. The names and addresses of the Limited Partners are as follows:

Leslie Legum
7111 Park Heights Avenue
Baltimore, Maryland 21215

Naomi H. Legum
7111 Park Heights Avenue
Baltimore, Maryland 21215

Jeffrey A. Legum JEFFREY A. LEGUM
10 Stonehollow Court 10 STONE HOLLOW CT.
Baltimore, Maryland 21208 BALTIMORE, MARYLAND 21208

Douglas H. Legum
4415 Clearbrook Lake
Kensington, Maryland 20895

6.3 Additional Limited Partners. No Additional Limited Partners may be admitted to the Partnership, except upon the consent of Partners holding at least 75% of all the Partnership Interests in and to the Partnership.

7. CAPITAL CONTRIBUTIONS AND PARTNERSHIP INTERESTS.

Each General Partner and Limited Partner has, prior to the execution of this Certificate, made a capital contribution to the Partnership in cash in such amounts as designated opposite its name and shall receive its share of profits and losses in the percentages designated opposite its name:

<u>General Partners</u>	<u>Capital Contribution</u>	<u>Percentage Of Partnership Interest</u>
Leslie Legum	\$ 937.50	18.75%
Douglas H. Legum	42.50	1.00%

<u>Limited Partners</u>	<u>Capital Contribution</u>	<u>Percentage Of Partnership Interest</u>
Leslie Legum	\$ 937.50	18.75%
Naomi H. Legum	1,875.00	37.50%
Jeffrey A. Legum	825.00	12.50%
Douglas H. Legum	382.50	11.50%

No further contributions shall be made to the capital of the Partnership by any Limited Partner.

8. CAPITAL ACCOUNTS AND DRAWING ACCOUNTS.

8.1 Individual Capital Accounts. An individual Capital Account shall be maintained for each Partner. The capital

interest of each Partner shall consist of his original capital contribution, increased by (1) additional capital contributions, and (2) any credit balances transferred from his Drawing Account to his Capital Account, and decreased by (i) distributions in reduction of Partnership capital and (ii) his share of Partnership losses, if charged to the Capital Accounts of the Partners. The Capital Accounts of the Partners shall be maintained at all times in the proportions of their interests in profits or losses of the Partnership as set forth in Sections 7 and 9 hereof.

8.2 Individual Drawing Accounts. An individual Drawing Account shall be maintained for each Partner. All withdrawals by a Partner shall be charged to his Drawing Account. Withdrawals during the year shall be limited to such amounts as the General Partners shall determine from time to time; provided, however, that all withdrawals hereunder shall be in the proportions of the interests of the Partners in profits or losses of the Partnership as set forth in Sections 7 and 9 hereof. Each Partner's share of any Partnership net loss shall be charged to his Drawing Account, unless the Partners agree to charge such loss to the Capital Accounts of the Partners. Each Partner's share of the Partnership profits shall be credited to his Drawing Account. The Partners may determine to transfer to Partnership capital all or any portion of the credit balances in the respective Drawing Accounts of the Partners, provided that the amounts thus transferred shall be in proportions of the Partners' interests in profits or losses of the Partnership, as set forth in Sections 7 and 9 hereof. A credit balance in a Partner's Drawing Account shall constitute a liability of the Partnership to that Partner; it shall not constitute a part of the Partner's interest in the capital of the Partnership. A debit balance in a Partner's Drawing Account, by charging him for his share of Partnership loss, shall constitute an obligation of the Partner to the Partnership and shall not reduce his interest in the capital of the Partnership.

9. PROFITS AND LOSSES.

9.1 Distributive Share. Any profits of the Partnership shall be divided among the Partners, and net losses shall be borne by them, in proportion to each Partner's Partnership Interest in and to the Partnership; provided, however, that no Limited Partner shall be liable for the losses of the Partnership in excess of the amount of his capital account, and provided, however, that no General Partner shall be liable for the losses of the Partnership in excess of the amount of his capital account, unless otherwise required by law.

9.2 Determination of Distributive Share. For purposes of Section 702 and 704 of the Internal Revenue Code of 1954, or the corresponding sections of any future federal internal revenue law, or any similar tax law of any state or jurisdiction,

and for such purposes only, the determination of each Partner's distributive share of all Partnership items of income, gain, deduction, loss, credit or allowance for any period or year shall be made in proportion to each Partner's Partnership Interest in and to the Partnership.

9.3 Transfer Not at Accounting Year End. In the event of the transfer of all or any part of a Partner's Partnership Interest in accordance with the provisions of this Certificate at any time other than the end of the accounting year of the Limited Partnership, the distributive share of the Partnership items referred to in Section 9.2 (concerning the Partnership Interest so transferred), as computed for income tax purposes, shall be allocated between the transferor and the transferee in the same ratio as the number of days in such accounting year before and after such transfer, except that the provisions of this Section 9.3 shall not be applicable to a gain or loss on the sale or other disposition of all or substantially all of the property of the Partnership or to any other extraordinary non-recurring items.

10. DISTRIBUTIONS PRIOR TO DISSOLUTION.

10.1 Definition of Net Profits. As used in this Certificate, the term "net profits" shall mean:

10.1.1 The taxable income for federal income tax purposes as shown on the books of the Partnership, increased by (i) the amount of depreciation deductions taken in computing such taxable income, and (ii) any non-taxable income or receipts of the Partnership and reduced by (i) payments upon the principal of any mortgages upon Partnership assets or of other Partnership loans, and (ii) such expenditures for capital improvements or replacements, such reserves for said improvements and replacements and such reserves for repairs and to meet anticipated expenses as the General Partners shall deem to be reasonably necessary in the efficient conduct of the business; plus

10.1.2 The net proceeds from the sale of any part or all of the property owned by the Partnership; plus

10.1.3 Any excess funds resulting from the placement or refinancing of any mortgages on the Partnership's property or the encumbrancing of such property in any other manner; plus

10.1.4 Any other funds (including amounts previously set aside for reserves by the General Partners, where and to the extent they no longer regard such reserves as reasonably necessary in the efficient conduct of the Partnership business) deemed available for distribution by the General Partners.

10.1.5 In determining the amount of net profits, any negative balances in any category described in the four

preceding paragraphs in this Section 10.1 shall be applied against the positive balance in the other such categories.

10.2 Distributions. The share of net profits of the Partnership shall be distributed, at such time and in such amounts as may be determined by the General Partners, to all Partners in proportion to their capital accounts; provided, however, that in the event the Partners are allocated any ordinary gain or capital gain generated by the Partnership during the Partnership's fiscal year, the General Partners shall distribute at a minimum to each Partner, within sixty (60) days after the Partnership's fiscal year end, an amount equal to any federal or state income tax imposed on each Partner's allocation of such gain generated by the Partnership, assuming that each Partner qualifies for treatment in the highest income tax bracket under Section 1 of the Internal Revenue Code of 1954, as amended, and the highest alternative minimum tax imposed in accordance with Section 55 of the Internal Revenue Code of 1954, as amended.

11. TITLE TO PARTNERSHIP PROPERTY.

All property owned by the Partnership shall be owned by the Partnership as an entity and no partner, individually, shall have any ownership of such property. The Partnership may hold any of its own assets in its own name or in the name of its nominee, which nominee may be one or more individuals, partnerships, trusts or other entities, including the General Partners.

12. RIGHTS, POWERS AND DUTIES OF GENERAL PARTNERS.

12.1 Management. The General Partners shall have full charge of the management, conduct, and operation of the Partnership business in all respects and in all matters.

12.2 Execution of Documents. Any documents required to be signed by the Partnership must be signed by either Leslie Legum or Douglas H. Legum, or in the event that neither Leslie Legum nor Douglas H. Legum is a General Partner, by any one General Partner of the Partnership.

12.3 Power over Assets. The General Partners shall have the power to sell, exchange, or convey, or grant an option for the sale of, all or any part of the assets owned by the Partnership, real, personal or mixed; to execute leases or modify leases of any property, real, personal or mixed owned by the Partnership; to borrow money and, as security therefor, to mortgage or create deeds of trust on all or any part of the assets owned by the Partnership, real, personal, or mixed; to exercise options or rights of first refusal; to prepay in whole or in part, refinance, amend, modify or extend any mortgages or deeds of trust which may affect any of the assets owned by the Partnership and, in connection therewith, to execute for and on behalf of the Partnership any extensions, renewals or modifications of such mortgages or

deeds of trust on any such assets in lieu of then existing mortgages or deeds of trusts; to place record title to any assets in the name or names of a nominee or nominees for the purpose of mortgage financing or any other convenience or benefit to the Partnership; to employ from time to time persons, firms, or corporations for the operation and management of any Partnership asset or to operate same; to change and reorganize the Partnership into any other legal form; and to execute any and all other instruments and documents which may be necessary or in the opinion of the General Partners desirable to carry out the intent and purpose hereof; provided, however, that nothing contained herein shall increase or permit the General Partners to increase the liability of the Limited Partners as herein set forth.

12.4 Acts Binding on Partnership. Nothing in this Certificate shall require any person dealing with the Partnership to inquire with respect to, or to investigate the authority of, the General Partners with respect to, any act performed on behalf of the Partnership, nor require any such person to inquire as to whether the approval of any of the Partners for such act has first been obtained. Any document if executed as set forth in Section 12.2 hereof, shall be binding upon the Partnership and shall have the same effect as if executed by all of the Partners.

12.5 Liability. No General Partner shall be liable, responsible or accountable in damages or otherwise to any of the General or Limited Partners for any acts performed by him in good faith within the scope of this Certificate.

12.6 Contribution. In the event any General Partner is required to pay any liability of the Partnership, he shall have the right of contribution against the other General Partner who was a General Partner at the time the liability was incurred so that the liability shall ultimately be borne in the following proportions: Leslie Legum - 94.5%; Douglas H. Legum - 5.5%.

12.7 Independent Ventures. The General Partners and Limited Partners may engage in other business ventures of every nature and description without limitation, and the Partnership shall not have any rights in and to such independent ventures or the income or profits derived therefrom.

13. TRANSFER OF PARTNERSHIP INTEREST.

13.1 Consent Required. No Partner shall assign, transfer, mortgage, pledge, hypothecate, sell, exchange or otherwise dispose of its interest, in whole or in part, in the Partnership without the consent of all the other Partners unless expressly provided otherwise in this Certificate.

13.2 First Option to Purchase. If a Partner, at any time, shall desire to dispose of any portion or all of his Partnership Interest and shall have obtained a bona fide written offer

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from a financially responsible person to purchase the Partnership Interest, in its entirety or a portion thereof, which offer the Partner desires to accept, the Partner must first offer to sell such Partnership Interest or portion thereof to the other Partners (in proportion to their Partnership Interest or in other proportions as they may agree) upon the exact terms and conditions contained in the offer from the prospective purchaser. The selling Partner shall send a notice of the offer setting forth all the terms and conditions of the proposed purchase to the other Partners. If the other Partners do not exercise their right to purchase the Partnership Interest subject to the offer upon the same terms and conditions within sixty (60) days following receipt of written notice of the offer from the selling Partner, then such right to purchase shall expire and the Partner may sell his Partnership Interest subject to the offer to the prospective purchaser upon the terms and conditions specified in the offer. If the other Partners exercise their right to purchase, settlement shall be held within the time required for settlement under the bona fide offer, but not earlier than the expiration of thirty (30) days from the date such option is exercised. In such event, the proportionate share of the selling Partner's Partnership Interest shall be transferred to each of the purchasing Partner(s) for purposes of calculating the Partnership Interests of the remaining Partners. If the selling Partner does not consummate the sale to the prospective purchaser within ninety (90) days after the rejection by the other Partners of the right of first option to purchase, the other Partners shall have a continuing right of first option to purchase as to any subsequent sale of the Partnership Interest of the selling Partner.

13.3 Substitute Partner. In the event that pursuant to the provisions of Section 13.2, the selling Partner does consummate a sale to a prospective purchaser, such purchaser shall not become a substituted Partner except with the express written consent of all the other Partners. In the event the remaining Partners consent to the admission of the purchaser as a substituted Partner, such purchaser shall execute, acknowledge and deliver to the other Partners such instruments (in form and substance reasonably satisfactory to the other Partners) as the other Partners shall deem necessary or desirable to effectuate the admission and to affirm the agreement by the entity being admitted as a substitute Partner to be bound by all of the terms and provisions of this Certificate (or as this Certificate may have been amended) with respect to the Partnership Interest so acquired. Such purchaser shall pay all reasonable costs and expenses incurred in connection with such admission as a substitute Partner. If the business of the Partnership is so continued after the transfer of a Partner's Partnership Interest, the former Partner, if otherwise liable, shall remain liable for all obligations and liabilities incurred by it and the Partnership while serving as a Partner, and the former Partner shall not incur any obligation or liability on account of Partnership business conducted after the transfer of its interest in the Partnership.

13.4 Assignee Not a Partner. If the purchaser of a Partnership Interest is not admitted as a substituted Partner pursuant to Section 13.2, then his only rights and obligations with respect to the Partnership, or to the property of the Partnership, shall be as follows: (a) he shall assume and be bound by all of the terms, conditions and obligations set forth in this Certificate; (b) he shall be allocated his share of profits, losses and distributions of the Partnership in accordance with his interest in the same manner as the Partners pursuant to this Certificate; and (c) he shall be entitled to assign further his interest, but only in strict accordance with the provisions of this Certificate.

13.5 Death or Insanity of a General Partner. The death or adjudication of insanity of a General Partner will not cause the dissolution of the Partnership and the other General Partner shall have the right to continue the business of the Partnership (or, if there is no other General Partner, all other Partners may agree to continue the business of the Partnership upon their appointment of one or more General Partners). In such event, the successor in interest to the deceased or insane General Partner shall have the status of an assignee, with the rights as set forth in Section 13.4 hereof, and shall not be a substituted General Partner except with the express written consent of the other General Partner. In the event the other General Partner consents to the admission of the successor in interest as a substituted General Partner, such successor in interest shall execute, acknowledge and deliver to the other General Partner such instruments (in form and substance reasonably satisfactory to the other General Partner) as the other General Partner shall deem necessary or desirable to effectuate the admission and to affirm the agreement by the entity being admitted as a substitute General Partner to be bound by all of the terms and provisions of this Certificate (or as this Certificate may be amended) with respect to the Partnership Interest so acquired. Such successor in interest shall pay all reasonable costs and expenses incurred in connection with such admission as a substitute General Partner.

13.6 Dissolution and Continuation of Business. In the event of a dissolution of the Partnership caused by:

(a) The express will of a General Partner in contravention of this Certificate, or

(b) A decree of Court obtained on the grounds that: (i) a General Partner becomes incapable of performing his part of this Certificate, (ii) a General Partner has been guilty of such conduct as tends to affect prejudicially the carrying on of the business of the Partnership, or (iii) a General Partner willfully or persistently commits a breach of this Certificate, or otherwise conducts himself in matters relating to the business of the Partnership so that

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it is not reasonably practicable to carry on the business of the Partnership with him,

the General Partner other than the General Partner whose act, conduct or culpability caused the dissolution shall have the right to continue the business of the Partnership under this Certificate or any modification of this Certificate. If such other General Partner does not elect to continue the business of the Partnership, the Limited partners may elect to do so (and appoint one or more General Partners), and any Partner not so electing shall be treated as if he were a Partner whose act, conduct or circumstances caused the dissolution. If no Partner elects to continue the business of the Partnership, the Partnership shall be wound up in accordance with law or as the Partners may otherwise agree. In the event of such a dissolution and a continuation of the business of the Partnership, the Partnership Interest of the non-continuing Partner(s) shall be transferred to the remaining Partners pro rata in accordance with their respective Partnership Interests, but, said non-continuing Partner(s) shall continue to be liable for the debts of the Partnership incurred before the withdrawal. The purchase price for the Partnership Interest(s) of the non-continuing Partner(s) shall be One Dollar (\$1.00) or an amount equal to the book value of the Partnership Interest as determined by the Partnership's accountants in accordance with generally accepted accounting principles, whichever is greater. The purchase price so determined shall be paid in full or in six (6) equal annual installments of principal, the first installment of which shall be due at the time of purchase, with interest on the unpaid balances at the rate of 12.79% per annum, compounded semi-annually.

13.7 Bankruptcy or Insolvency of a General Partner.
Upon the occurrence of any of the following events or conditions:

- (a) The adjudication of a General Partner as a bankrupt,
- (b) The making of an assignment by a General Partner for the benefit of its creditors,
- (c) The institution of any voluntary or involuntary proceedings resulting in the appointment of a receiver for a General Partner for any portion of the assets of a General Partner, or
- (d) The institution of any voluntary or involuntary proceeding by or against a General Partner, under any state or federal law or laws providing for the relief of debtors, or re-adjustments of debts resulting in adjudication of bankruptcy or insolvency,

BOOK 170 PAGE 148

then automatically upon the happening of any such event or condition, such General Partner shall be deemed to have sold his Partnership Interest as of the time of the filing of any aforesaid petition or institution of any said proceedings or procedures, and the remaining General Partner shall have the right to continue the Partnership and its business (or, if there is no other General Partner, all Limited Partners may agree to continue the business of the Partnership upon their appointment of one or more General Partners). The purchase price of the Partnership Interest shall be payable all in cash and shall be One Dollar (\$1.00) or an amount equal to the book value of such Partnership Interest as determined by the Partnership's accountants in accordance with generally accepted accounting, whichever is greater. The terms of this Section 11.8 shall not be construed to create an executory option in futuro but shall automatically effect a sale, as aforesaid, immediately upon the occurrence of any such event or condition as set forth above. In every case, however, said General Partner shall remain liable for any debt incurred by the Partnership prior to the time of the aforesaid automatic sale.

14. BOOKS AND RECORDS AND ACCOUNTING.

14.1 Books and Records. The General Partners shall keep or cause to be kept complete and accurate books and records of the Partnership and supporting documentation of transactions with respect to the conduct of the Partnership's business, which shall be maintained in accordance with sound accounting practices and shall be available at the principal office of the Partnership or at the office of the General Partners for examination by any Partner or its duly authorized representatives at any and all reasonable times during normal business hours. The Partnership may maintain such books and records and may provide such financial or other statements as the General Partners may deem advisable.

14.2 Income Tax Returns. The General Partners shall prepare or cause to be prepared, at the Partnership's expense, all federal, state and local income tax returns for the Partnership and, in connection therewith, make any available or necessary elections, including the election pursuant to Section 754 of the Internal Revenue Code of 1954 (as amended from time to time). Within sixty (60) days after the end of the Partnership fiscal year, the General Partners shall distribute to the Limited Partners all information necessary for the preparation of their federal, state and local income tax returns.

14.3 Financial Statements. Within sixty (60) days after the end of each fiscal year of the Partnership, the General Partners shall prepare and distribute to the Limited Partners a report containing a balance sheet as of the end of such fiscal year, statements of income, Partnership's equity and change in financial position and cash flow for the fiscal year then ended, all of which shall be prepared in accordance with generally accepted accounting principles.

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14.4 Bank Accounts. The bank accounts of the Partnership shall be maintained in such banking institutions as the General Partners shall determine, and withdrawals shall be made only in the regular course of business on such signature or signatures as the General Partners shall determine. All deposits and other funds not needed in the operation of the business shall be deposited or invested to best effectuate the purposes, business and objectives of the General Partners.

14.5 Accountants. The accountants for the Partnership shall be such firm of certified public accountants as shall be employed by the General Partners. The accountants shall prepare for execution by the General Partners all tax returns of the Partnership

14.6 Tax Elections. All elections required or permitted to be made by the Partnership under the Code shall be made by the General Partners in such a manner as will, in the opinion of the accountants, be most advantageous to the Partnerships.

14.7 Fiscal Year. The fiscal year of the Partnership shall be determined by the General Partners in consultation with the accountants so as to be the fiscal year which, in the opinion of the accountants, is most advantageous to the Partnership.

14.8 Accounting Method. The books of the Partnership shall be kept on the accrual basis or the cash basis as determined by the General Partners in consultation with the accountants so as to be the method which, in the opinion of the accountants, is most advantageous to the Partnership.

15. TERMINATION OF PARTNERSHIP.

15.1 Events of Termination. The Partnership shall terminate upon the expiration of the term or upon the earlier happening of any of the following events:

15.1.1 The sale or distribution of all or substantially all of the property of the Partnership;

15.1.2 The occurrence of an event of bankruptcy of a General Partner, unless otherwise provided in Section 13.7 hereof; or

15.1.3 The election to dissolve the Partnership made in writing by all General Partners and all Limited Partners.

15.2 Procedure on Termination. At the end of the term of the Partnership, or at the earlier dissolution and termination of the Partnership, a reasonable time shall be allowed for the orderly liquidation of the assets of the Partnership and

BOOK 170 PAGE 150

the discharge of liabilities to creditors so as to enable the General Partners to minimize the normal losses attendant upon a liquidation. The General Partners shall not be personally liable for the return of the Capital Accounts of Limited Partners, except in accordance with distributions required hereinbelow. After dissolution of the Partnership and liquidation of the assets, the General Partners shall execute, acknowledge and cause to be filed a Certificate of Cancellation of the Partnership. The proceeds of the liquidation of the assets of the Partnership shall be applied and distributed in the following order of priority:

15.2.1 To the payment of debts and liabilities of the Partnership (including any loans or advances that may have been made by any of the Partners to the Partnership) and the expenses of liquidation.

15.2.2 To the setting up of any reserves which the General Partners may deem reasonably necessary for any contingent or unforeseen liabilities or obligations of the Partnership or of the General Partners, arising out of or in connection with the Partnership. Such reserves shall be paid over by the General Partners to an attorney at law of the State of Maryland, or to a firm of attorneys at law of the State of Maryland, as escrowee, to be held by him or by said firm for the purpose of disbursing such reserves in payment of any of the aforementioned contingencies, and, at the expiration of such period as the aforementioned General Partners shall deem advisable, to distribute the balance thereafter remaining in the manner hereinafter provided.

15.2.3 To the payment of the credit balances in the Drawing Accounts of all of the Partners, but if the amount available for such repayment shall be insufficient, then pro rata on account thereof.

15.2.4 Any balance then remaining shall be distributed among all Partners pro rata, in proportion to the amounts of their respective capital accounts.

16. GENERAL PROVISIONS.

16.1 Loans or Advances by Partners. Each of the parties hereto hereby agrees that if any of them shall make one or more loans and/or advances to or on behalf of the Partnership, such person so lending and/or advancing hereafter, will look only to the Partnership for repayment of any one or more such loans and/or advances and will neither have nor will make any claim whatsoever against any one or more of the Partners hereunder, with regard to any such loan and/or advance, so that such person so lending and/or advancing will look solely to the Partnership and its assets for such repayment.

16.2 Notices. Any and all notices, offers, acceptances, requests, certifications and consents provided for herein

shall (a) be made in writing and mailed by registered or certified mail, return receipt requested; (b) be deemed given when so mailed; (c) be deemed received by the addressee when the registered mail receipt for such mail is executed; and (d) be mailed to the last address which the addressee had given to the Partnership and to the Partnership at its aforesaid Principal Office. Each Partner and the Partnership agree to notify the others of any change of address.

16.3 Arbitration. In the event that any dispute or controversy arises among the parties to this Certificate with respect to any provision hereof, such dispute or controversy shall be submitted for resolution to a board of arbitration in Baltimore, Maryland composed of one member selected by each Partner, plus one member selected by the aforementioned members in the event there is an even number of Partners. Such arbitration shall be conducted pursuant to the rules of the American Arbitration Association or other governing rules and the decision of the board of arbitration (including an award of costs of the board) shall be final and binding upon the parties.

16.4 Separability of Provisions. Each provision of this Certificate shall be considered separable and if for any reason any provision or provisions herein are determined to be invalid and contrary to any existing or future law, such invalidity shall not impair the operation of or affect those portions of this Certificate which are valid.

16.5 Binding Provisions. The covenants and agreements contained herein shall be binding upon, and inure to the benefit of, the heirs, legal representatives, successors and assigns of the respective parties hereto.

16.6 Applicable Law. This Certificate shall be construed and enforced in accordance with the laws of the State of Maryland.

16.7 Entire Agreement. This Agreement sets forth all (and is intended by all parties hereto to be an integration of all) of the promises, agreements, conditions and understandings among the parties hereto with respect to the Partnership, the Partnership business and the property of the Partnership, and there are no promises, agreements, conditions, understandings, oral or written, express or implied, among them other than as set forth herein.

16.8 No Third Party Beneficiary. Any agreement to pay an amount and any assumption of liability herein contained, express or implied, shall be only for the benefit of the undersigned parties and their respective heirs, legal representatives, successors and assigns, and such agreements and assumptions shall not inure to the benefit of the obligees of any indebtedness or

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BOOK 170 PAGE 152

any other party whomsoever, it being the intention of the under-
signed that no one shall be deemed to be a third party beneficiary
of this Certificate.

16.9 Paragraph Titles. Captions contained in this
Certificate are inserted only as a matter of convenience and in no
way define, limit, extend or describe the scope of this Certifi-
cate or the intent of any provision hereof.

16.10 Amendment. This Certificate may not be modi-
fied or amended except with the written consent of all General
Partners.

16.11 Gender. Unless the context otherwise requires,
whenever used in this Certificate, the masculine gender shall
include the feminine and neuter genders.

IN WITNESS WHEREOF, the Partners have executed this
Amended and Restated Certificate of Limited Partnership as of the
date first above written.

WITNESS:

GENERAL PARTNERS:

Roberta O. Caplan

Leslie Legum (SEAL)

Roberta O. Caplan

Douglas H. Legum (SEAL)

LIMITED PARTNERS:

Roberta O. Caplan

Leslie Legum (SEAL)

Roberta O. Caplan

Naomi H. Legum (SEAL)

Harriet C. Legum

Jeffrey A. Legum (SEAL)

[SIGNATURES CONTINUED]

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BOOK 170 PAGE 153

[SIGNATURES CONTINUED]

Roberta O. Capla *Douglas H. Legum* (SEAL)
Douglas H. Legum

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BOOK 170 PAGE 154

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
3:11		5/29/85	
	HOME TAX		
	RECORDING FEE		
50	LETTICED PARTNERSHIP FEE		
22	OTHER 1-cc 16		
72	TOTAL	CASH <input type="checkbox"/>	APPROVED BY
		CHECK <input checked="" type="checkbox"/>	A

do not

*Weinberg + Green
100 S. Charles St.
Balto., Md 21201*

MCS MAY 29 P 3:11

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BOOK 170 Pgs. 155

CERTIFICATE OF AMENDMENT
OF
PARKWAY INDUSTRIAL CENTER, LIMITED PARTNERSHIP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND May 29th, 1985 AT 3:11 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2722 FOLIO 17 **001219** OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____
RECORDING FEE PAID: \$ 50.00
SPECIAL FEE PAID: \$ _____

TO THE CLERK OF THE CIRCUIT 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.

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

G. B. Quinn



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BOOK 170 PAGE 156

FALCO, INC.
ARTICLES OF SALE AND TRANSFER

ARTICLES OF SALE AND TRANSFER entered into this 31 day of May, 1985, by and between FALCO, INC., a Maryland corporation (hereinafter sometimes referred to as the "Transferor"), and PLOOR ENTERPRISES, INC., a Maryland corporation (hereinafter sometimes referred to as the "Transferee").

THIS IS TO CERTIFY:

FIRST: Transferor does hereby agree to sell, assign and transfer substantially all of its property and assets to Transferee, its successors and assigns, as hereinafter set forth.

SECOND: The name, post office address and principal place of business of Transferee is FALCO, INC., 910 West Street Annapolis, Maryland 21403.

THIRD: The name and state of incorporation of each corporation party to these Articles of Sale and Transfer are as follows:

Transferor is FALCO, INC., a corporation organized under the Laws of the State of Maryland.

Transferee is PLOOR ENTERPRISES, INC., a corporation formed under the general laws of the State of Maryland.

FOURTH: The nature and amount of the consideration to be paid by Transferee to Transferor for the property and assets hereby transferred to it as set forth in Article NINTH herein, is ONE HUNDRED THIRYT FIVE THOUSAND and 00/100 DOLLARS (\$135,000.00).

FIFTH: The principal office of Transferor is in Anne Arundel County, State of Maryland.

SIXTH: The location of the principal office of Transferee in the State of Maryland is 910 West Street, Annapolis, Maryland 21403. Transferee owns no property in this State.

SEVENTH: The Board of Directors of Transferor, by unanimous written informal action signed by all the members thereof filed with the minutes of the proceedings of the Board, duly adopted a resolution declaring that the sale, assignment and transfer of substantially all the assets of Transferor as herein set forth is advisable and directing that these Articles of Sale and Transfer be submitted for action thereon by the stockholders of Transferor by unanimous written informal action, all in the manner and by the vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferor.

A unanimous written informal action setting forth approval of these Articles of Sale and Transfer was signed by all of the stockholders of the Transferor entitled to vote thereon, and such unanimous written informal action is filed with the minutes of the proceedings of the stockholders of Transferor, all in the manner and by vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferor.

EIGHTH: The Board of Directors of Transferee, by unanimous written informal action signed by all the members thereof filed with the minutes of the proceedings of the Board, duly adopted a resolution declaring that the sale, assignment and transfer of substantially all the assets of Transferor to Transferee as herein set forth is advisable and directing that these Articles of Sale and Transfer be submitted for action

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E. AUBREY COLLISON
CLERK

0000 0156

LAW OFFICES
BERNSTEIN & FELDMAN, P.A.
ATTORNEYS AT LAW
79 WEST STREET
P.O. BOX 591
ANNAPOLIS, MD. 21404

ANNAPOLIS (301) 267-9010
BALTIMORE (301) 269-1031
WASHINGTON (301) 261-2926

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BOOK 170 PAGE 157

-2-

thereon by the stockholders of Transferor by unanimous written informal action, all in the manner and by the vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferee.

A unanimous written informal action setting forth approval of these Articles of Sale and Transfer was signed by all of the stockholders of the Transferee entitled to vote thereon, and such unanimous written informal action is filed with the minutes of the proceedings of the stockholders of Transferee, all in the manner and by vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferee.

NINTH: In consideration of the payment to Transferor of ONE HUNDRED THIRTY FIVE THOUSAND and 00/100 DOLLARS (\$135,000.00) in accordance with the terms and conditions of the Agreement, Transferor does hereby bargain, sell, deed, grant, convey, transfer, set over and assign to Transferee, its successors and assigns:

	<u>Value</u>
1. Furniture, fixtures and equipment	\$40,000.00
2. Inventory	12,000.00
3. Hertz Contract	40,000.00
4. Goodwill	30,000.00
5. Covenant not to Compete	15,000.00

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

IN WITNESS WHEREOF, FALCO, INC. and FLOOR ENTERPRISES, INC., parties to these Articles of Sale and Transfer, have caused these Articles of Sale and Transfer to be signed and acknowledged in the name and on behalf of each corporation party to these Articles of Sale and Transfer by its president or vice president and attested by the secretary or an assistant secretary, as of the 31st day of May, 1985.

ATTEST: FALCO, INC.

Linda C. Lyford By: Fredrick A. Lyford

ATTEST: FLOOR ENTERPRISES, INC.

Claudia Floor By: David L. Floor

LAW OFFICES
BERNSTEIN & FELDMAN, P.A.
ATTORNEYS AT LAW
79 WEST STREET
P.O. BOX 591
ANNAPOLIS, MD. 21404

ANNAPOLIS (301) 267-9010
BALTIMORE (301) 269-1031
WASHINGTON (301) 261-2926

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BOOK 170 PAGE 158

-3-

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

Frederick A. Lyler
President

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

Amel L. Plam
, President

LAW OFFICES
BERNSTEIN & FELDMAN, P.A.
ATTORNEYS AT LAW
79 WEST STREET
P.O. BOX 591
ANNAPOLIS, MD. 21404

ANNAPOLIS (301) 267-9010
BALTIMORE (301) 269-1031
WASHINGTON (301) 261-2928

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BOOK 170 PAGE 159

Transferor: Falco, Inc.
(a Md corp)

Transferee: Ploor Enterprises, Inc.
(a Md corp)

I.B

Art of Transfer
(12)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:50 MO. DAY YEAR 6-5-85

	STATE TAX
20	RECORDING FEE
	REGISTERED PARTNERSHIP FEE
	VALUE
20	TOTAL CASH <input type="checkbox"/> APPROVED BY
	TOTAL CHECK <input checked="" type="checkbox"/> JES

1986 JUN -5 P 10:51

Bernstein & Feldman
P.O. Box 591
Annapolis, MD 21404

0000 0159

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BOOK 170 Page 160

ARTICLES OF SALE AND TRANSFER
BETWEEN
FALCO, INC. (MD CORP.) TRANSFEROR
AND
FLOOR ENTERPRISES, INC. (MD CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 5, 1985 AT 10:50 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 001056, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____ RECORDING FEE PAID: \$ 20.00 SPECIAL FEE PAID: \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

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

Paul B. Adams



A 177932

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BOOK 170 PAGE 161

THE FRANCIS D. BUCKLER, CORPORATION

ARTICLES OF AMENDMENT

1986 JUN -4 A 9:32

THE FRANCIS D. BUCKLER, CORPORATION, a Maryland corporation having its principal office at 965 Generals Highway, Crownsville, Anne Arundel County, State of Maryland, (hereinafter called the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

1. The charter of the Corporation is hereby amended by striking out, " SECOND: The name of the corporation (which is hereafter referred to as the 'Corporation') is THE FRANCIS D. BUCKLER, CORPORATION." and inserting in lieu thereof the following:

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

2. The Board of Directors of the Corporation, at a meeting duly convened and held on the 8th day of May, 1985, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on the 8th day of May, 1985.

3. Notice setting forth the said amendment of charter as hereinabove set forth, and stating that a purpose of the

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1

1985 OCT 23 PM 2:28

54558156

E. AUBREY COLLISON
CLERK

LAW OFFICES
Phillip F. Scheibe
7339 RITCHIE HIGHWAY
GLEN BURNIE, MARYLAND 21061
TELEPHONE (301) 768-3050

0000 0151

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BOOK 170 PAGE 162

meeting of the stockholders would be to take action thereon, was given to FRANCIS D. BUCKLER, the stockholder of all shares of stock issued and outstanding and entitled to vote thereon, and in accordance with the recommendation of the Board of Directors of the Corporation, he affirmatively voted to approve the Charter Amendment for change of name from THE FRANCIS D. BUCKLER, CORPORATION to UNDERDOG PRODUCTIONS, INC.

4. The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

IN WITNESS WHEREOF, THE FRANCIS D. BUCKLER, CORPORATION, has caused these presents to be signed in its name on its behalf by its President, and attested by its Secretary.

ATTEST:

THE FRANCIS D. BUCKLER, CORPORATION

Patricia C. Buckler
Patricia C. Buckler,
Secretary

BY: *Francis D. Buckler*
Francis D. Buckler, President
and Chairman of the Board of
Directors

SEAL

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BOOK 170 PAGE 163

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY that on this ^{28th} day of *May*, 1985,
before me the subscriber, a notary public of the State of
Maryland, County of Anne Arundel aforesaid, personally appeared
FRANCIS D. BUCKLER, President and Chairman of the Board of
Directors, of THE FRANCIS D. BUCKLER, CORPORATION, and in the
name of and on behalf of Corporation acknowledged the foregoing
corporate act of said Corporation, and further made oath that the
matters and facts set forth in said Articles of Amendment with
respect to the approval thereof are true to the best of his
knowledge, information and belief.

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

Co. Joseph Carey
NOTARY PUBLIC

3

LAW OFFICES
Phillip F. Scheibe
7339 RITCHIE HIGHWAY
GLEN BURNIE, MARYLAND 21061
TELEPHONE (301) 768-3050

0000 0163

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 164

001332

GRANDE OF	
NAME	✓
PRINCIPAL OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

Act of Amend
(9A)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:32 MO. 6 DAY 4 YEAR 85

	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
6	OTHER L.P.S.
26	TOTAL CASH <input type="checkbox"/> APPROVED BY <i>[Signature]</i>
	CHECK <input checked="" type="checkbox"/>

Phillip Scheitse
7339 Ritchie Highway
Glen Burnie Md 21061

0000 0164

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 165

ARTICLES OF AMENDMENT
OF
THE FRANCIS D. BUCKLER, CORPORATION
Changing its name to
UNDERDOG PRODUCTIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 4, 1985 AT 9:32 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2723, FOLIO 001328 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____
RECORDING FEE PAID: \$ 20.00
SPECIAL FEE PAID: \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

G. B. Robinson



A 177931

BOOK 170-455 166

001326

ED CRAIG, INC.

ARTICLES OF AMENDMENT

ED CRAIG, INC., a Maryland corporation, having its principal office at Twenty Randall Street, Annapolis, Maryland (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 thier entirety Articles SECOND and FIFTH and by substituting in lieu thereof the following:

SECOND: The name of the Corporation (which is hereinafter referred to as the "Corporation") is ~~ISLAND ENTERPRISES, INC.~~ *Trans - Atlantic Enterprises, Incorporated*

FIFTH: The post office address of the principal office of the Corporation in Maryland is 65 College Avenue, Annapolis, Maryland. The name and post office address of the resident agent of the Corporation in Maryland is Frank J. Flyntz, 65 College Avenue, Annapolis, Maryland 21401. Said resident is a citizen of Maryland and actually resides therein.

SECOND: By written unanimous stockholders agreement, pursuant to and in accordance with Section 4-101(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the stockholders of the Corporation duly approved said amendments.

IN WITNESS WHEREOF, ED CRAIG, INC. has caused these presents to be signed in its name and on its behalf by the President and its corporate seal to be hereunder affixed and attested by its Secretary on this 1st day of JUNE, 1985, and its President acknowledges that these Articles of Amendment are the act and deed of ED CRAIG, 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:

ED CRAIG, INC.

[Signature]
Secretary

By: *[Signature]*
President

Shirley J. Barden
Notary Public

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:28

51578008

E. AUBREY COLLISON
CLERK

0000 0(136

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 167 001327

CHANGE OF	
NAME	✓
PRINCIPAL OFFICE	✓
RESIDENT AGENT	✓
RESIDENT AGENT ADDRESS	✓

(9A) art of amend

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10:38 Mo. DAY YEAR 6-4-85

(52)

	HONOR TAX	
20	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
6	OTHER 19.5.	
26	TOTAL CASH	APPROVED BY
	CHECK	✓ [Signature]

Frank Flyntz
65 College Av
Annapolis Md 21401

0000 8167

BOOK 170 PAGE 168

CLERKS NOTATION
BEST COPY
AVAILABLE

ARTICLES OF AMENDMENT

OF

ED CRAIG, INC.

Changing its name to

TRANS - ATLANTIC ENTERPRISES, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 4, 1985 AT 10:36 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2729, FOLIO 001325 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____ RECORDING FEE PAID: \$ 20.00 SPECIAL FEE PAID: \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

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

Paul B. Robinson



A 177930

CLERKS NOTATION
BEST COPY
AVAILABLE

001288

BOOK 170 PAGE 169

1986 JUN -3 A 10:09

ROLAND H. WOELPER, INC.

ARTICLES OF AMENDMENT

Roland H. Woelper, Inc., a Maryland Corporation, having its principal office at 702 North Crain Highway, Building B-South side, Glen Burnie, Maryland 21061, hereby certifies to the State Department of Assessment and Taxation of Maryland that:

FIRST: The Charter of the Corporation is hereby amended to include in its charter a statement that it is a "Close Corporation."

SECOND: By formal action, unanimously taken by the board of directors of the Corporation, pursuant to and in accordance with Section 2-408c and Section 4-201b of the Corporation and Association Article of the Annotated Code of Maryland, the board of directors of the Corporation duly advised, the foregoing amendments by written action unanimously taken by the stock holders of the Corporation in accordance with Section 2-505 and Section 4-201b(2) of the Corporation and Association Article of the Annotated Code of Maryland, the stock holder of the Corporation duly approved said amendment.

THIRD: The post office address of the principal office of the Corporation in the state of Maryland is hereby changed to 702 North Crain Highway, Building B-South side, Glen Burnie, Maryland 21061.

FOURTH: The name and post office address of the Resident Agent of the Corporation in the state of Maryland shall be changed to Roland H. Woelper, Jr., 702 North Crain Highway, Building B-South side, Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in the state of Maryland.

IN WITNESS WHEREOF, Roland H. Woelper, Inc. has caused by these presence to be signed in its name and on its behalf by its president and its corporate seal to be hereunder affixed

- 1 -

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1985 OCT 23 PM 2:28
E. AUBREY COLLISON
CLERK

51548584

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BEST COPY AVAILABLE

BOOK 170 PAGE 170

001289

and attended by its secretary on this 28th day of March, 1985, and its president acknowledges that these Articles of Amendment are the act and deed of Roland H. Woelper, Inc. and, under the penalties of perjury, that the matters and facts set forth herein with respect to the authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

Elsie L. Woelper
ELSIE L. WOELPER
Secretary

ROLAND H. WOELPER, INC.
By: *Ronald H. Woelper Jr.*
RONALD H. WOELPER, JR.
President

CLERKS NOTATION
BEST COPY
AVAILABLE

001290

BOOK 170 PAGE 171

CHANGE OF	
NAME	
PRINCIPAL OFFICE	✓
AGENT	
AGENT ADDRESS	✓

(09)
Act of Amend

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:09 MO. DAY YEAR 6-3-85

	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/> <i>gs</i>
	APPROVED BY

Archie Hall
3111 Mountain Rd
Pasadena Md 21122

0000 0(1/1)

BOOK 170 PAGE 172

ARTICLES OF AMENDMENT
OF
ROLAND H. WOELPER, INC.

CLERKS NOTATION
BEST COPY
AVAILABLE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 3, 1985 AT 10:09 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2723, FOLIO 001287 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____
RECORDING FEE PAID: \$ 20.00
SPECIAL FEE PAID: \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

Paul B. Quinn



A 177924

Christopher H.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 173

001278

STURBRIDGE HOMEOWNERS ASSOCIATION INC.
ARTICLES OF AMENDMENT

Sturbridge Homeowners Association Inc., a Maryland nonprofit 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 original Articles of Incorporation of the Corporation, dated March 6, 1985 and filed with the State Department of Assessments and Taxation on March 7, 1985 are hereby amended for the single purpose of changing the property description by striking out that portion of paragraph THIRD (a) which states in pertinent part: "which lots are numbered 1 through and including lot 9, and lot 24 through and including lot 37", and inserting in lieu thereof the following:

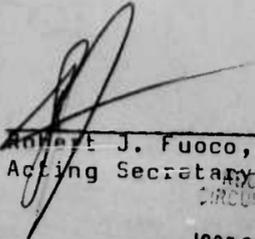
which lots are numbered 1 through and including lot 23,

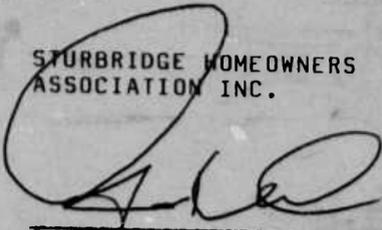
SECOND: These Articles of Amendment of the charter of the corporation as herein above set forth have been duly authorized by the Board of Directors and there are no voting members of the Corporation other than the Directors entitled to vote on the matter either outstanding or subscribed for at the time of approval. No other terms, words or provisions of the original Articles of Incorporation have been amended and remain in full force and effect.

IN WITNESS WHEREOF: Sturbridge Homeowners Association Inc., a nonprofit Maryland corporation, has caused these presents to be signed in its name by its director and attested by its acting secretary on this 31st day of May, 1985.

Law Office of
Christopher Harris Hill
6000 Maplewood Drive
2000 Westgate Center, Suite 111
Columbia, Maryland 21041
(410) 278-1111

ATTESTED BY:


Robert J. Fuoco,
Acting Secretary


STURBRIDGE HOMEOWNERS
ASSOCIATION INC.
Gary W. Koch, Director

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:28

E. AUBREY COLLISON
CLERK

61568172

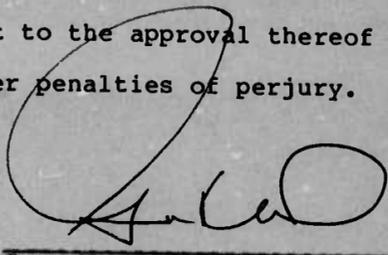
0000 0113

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BOOK 170 PAGE 174

001279

THE UNDERSIGNED, director of Sturbridge Homeowners Association 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 in fact set forth therein with respect to the approval thereof are true in all material respects, under penalties of perjury.



Gary W. Koch, Director

va/45

Law Office of
Christopher Harris Hill
10000 Woodloch Forest
200 Woodloch Drive, Suite 112
Crestwood, Maryland 21117
(301) 766-6733

0000 0(114

CLERKS IN CHARGE
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001280

BOOK 170 PAGE 175

Act of amend

(09)

I.B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:30 MO. 6-5-85

	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>js</i>

1985 JUN -5 A 10:30

*Christopher Hill
200 Hospital Dr. #113
Glen Burnie Md 21061*

0000 0(175

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 176

ARTICLES OF AMENDMENT
OF

STURBRIDGE HOMEOWNERS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 5, 1985 AT 10:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2723, FOLIO 001277 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____ RECORDING FEE PAID: \$ 20.00 SPECIAL FEE PAID: \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

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

[Handwritten Signature]



A 177922

001271

BOOK 170 PAGE 177

ROLAND SMITH REALTORS, INC.
(To Be Changed To Roland Smith Realty, Inc.)

Amended Articles Of Incorporation

FIRST: I, ROLAND F. SMITH, whose post office address is 900 Crain Highway, S.W., Glen Burnie, Maryland 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 ROLAND SMITH REALTY, INC.

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

1. To engage in the business of real estate sales and listings as a licensed professional real estate brokerage and to that purpose to make application for and obtain such licenses, approvals and permits as may be necessary from the Maryland Real Estate Commission, and to purchase such bonds as may be required thereby and to at all times thereafter adhere to the rules and regulations of the Maryland Real Estate Commission and the laws of the State of Maryland governing purchases and sales; 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 900 Crain Highway, S.W., Glen Burnie, Maryland 21061. The name and post office address of the

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY

1985 OCT 23 PM 2:28

E. AUBREY COLLISON
CLERK

51508228

0000 8(177)

CLERKS NOTICE
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001272

BOOK 170 PAGE 178

Resident Agent of the Corporation in the State is Harold B. Murnane, III, 900 Crain Highway, S.W., 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 (5,000) shares of common stock with par value (hereafter referred to as the "Common Stock").

SIXTH: The number of directors of the Corporation shall be four (4) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3) provided that:

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

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

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

- Robert J. Nash
- Joan H. Winn
- Roland F. Smith
- Joan M. Smith

SEVENTH: 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:

0000 8/1/78

001273

BOOK 170 PAGE 179

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

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

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

001274

BOOK 170 Page 180

upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

4. With respect to:

- a. The amendment of the Charter of the Corporation;
 - b. The consolidation of the Corporation with one or more corporations to form a new consolidated corporation;
 - c. The merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;
 - d. The sale, lease, exchange or other transfer of all, or substantially all of the property and assets of the Corporation, including its goodwill and franchises;
 - e. The participation by the Corporation in a share exchange (as defined in the Corporations and Association Article of the Annotated Code of Maryland) as the Corporation the stock of which is to be acquired;
 - f. The voluntary or involuntary liquidation, dissolution or winding-up of the Corporation;
- such action shall be effective and valid if taken or approved by a vote of not less than a majority of the shares entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors, as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article Seventh(4).

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

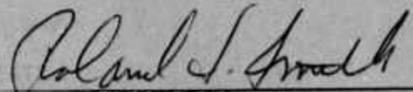
CLERKS POSITION
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AVAILABLE

BOOK 170 PAGE 181

001275

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 Amended Articles of Incorporation this 4th day of June, 1985, and I acknowledge the same to be my act.


ROLAND F. SMITH

CLERKS NOTATION
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BOOK 170 PAGE 182

001276

SEARCHED	
INDEXED	✓
SERIALIZED	
FILED	

*Amended Plat
10A*

IB

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:40 MO. 6 DAY 5 YEAR 85

	BONUS TAX	
20	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
	OTHER	
20	TOTAL	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> <i>JPCM</i>

*Harold Murnane
900 Crain Hwy, SW
Glen Burnie, Md 21061*

JUN - 5 P 10:42

0000 0182

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 183

AMENDED ARTICLES OF INCORPORATION
of
ROLAND SMITH REALTORS, INC.
Changing its name to
ROLAND SMITH REALTY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 5, 1985 AT 10:40 O'CLOCK A. M. AS IN CONFORMITY
Effective: 4/3/85, at 12:00 Noon
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2723, FOLIO 001270 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____
RECORDING FEE PAID: \$ 20.00
SPECIAL FEE PAID: \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

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

R. B. Arundel



A 177921

CLERKS NOTATION
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001257

BOOK 170 PAGE 184

S H E, INC.

ARTICLES OF DISSOLUTION

S H E, INC., a Maryland Corporation, having its principal office at 44 Gentry Court, Annapolis, Anne Arundel County, Maryland 21403, hereinafter called the Corporation, hereby certifies to the State Department of Assessments and Taxation in accordance with the Annotated Code of Maryland, Corporations and Associations, Title 3, Sub-title 4, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation and the address of its principal office are: S H E, INC.; 44 Gentry Court, Annapolis, Anne Arundel County, Maryland 21403.

THIRD: The name and address of the resident agent of the Corporation, who shall serve for one (1) year after dissolution and until the affairs of the Corporation are wound up is: Mr. Ronald L. Hendrick, 44 Gentry Court, Annapolis, Maryland 21403.

FOURTH: The name and address of the sole director of the Corporation, in accordance with the Annotated Code of Maryland, Corporations and Associations article section 2-402 (a) (ii) is Ronald L. Hendrick, 44 Gentry Court, Annapolis, Maryland 21403.

FIFTH: The name, title, and address of each officer of the Corporation are as follows: 1. Ronald L. Hendrick, President, 44 Gentry Court, Annapolis, Maryland 21403. 2. L. Diane Sherbert, Secretary and Treasurer, 44 Gentry Court, Annapolis,

RECEIVED FOR RECORD
CIRCUIT COURT, ANNE ARUNDEL COUNTY

1985 OCT 23 PM 2:28

E. AUBREY COLLISON
CLERK

51558018

0000 0184

Maryland 21403.

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, by unanimous written and formal action of and duly executed by the entire Board of Directors of the Corporation, deemed advisable and directed that the proposed Voluntary Dissolution be submitted for consideration to the stockholders of the Corporation; and further, in that the Voluntary Dissolution of the Corporation was, by unanimous written and formal action of and duly executed by all stockholders of the Corporation, by the affirmative vote of all the votes entitled to be cast on the matter.

SEVENTH: There are no known creditors of the Corporation to whom Notice of Dissolution should be mailed.

EIGHTH: These Articles of Voluntary Dissolution are accompanied by certificates provided by Section 3407 (c)2 of the Corporation 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 WHEREFORE, S H E, INC., has caused these presents

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 170 PAGE 186

001259

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 April, 1985, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of the S H E, INC., under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true, and all material respects to the best of his knowledge, information and belief.

ATTEST:

L. Diane Sherbert
L. Diane Sherbert, Secretary

S H E, INC.

Ronald L. Hendrick
Ronald L. Hendrick, President

0000 0496

CLERKS NOTATION
BEST COPY
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BOOK 170 PAGE 187



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P.O. BOX 466 PHONE (301)-269-3814
ANNAPOLIS, MARYLAND 21404

001260
LOUIS GOLDSTEIN
COMPTROLLER

J BASIL WISNER
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION
ARNOLD G. HOLZ, C.P.A.
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

S.H.E. INC.

have been paid.

WITNESS my hand and official seal this

29th day of APRIL A.D. 1985.

Patricia A. Mekeal
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

P S-400

0000 0187

CLERKS NOTATION
BEST COPY
AVAILABLE

001261

BOOK 170 PAGE 188

NAME	
PRINCIPAL OFFICE	✓
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	✓

(19) Art of Dissolution
I.B

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 12:00 MO. 6 DAY 4 YEAR 85

30	SPECIAL FEE
20	...
40	OTHER 1985 Form 781
90	TOTAL

CASH CHECK APPROVED BY *[Signature]*

Philip W. Hale
P.O. Box 947
Annapolis Md 21404

0000 0138

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 Page 189
ARTICLES OF DISSOLUTION
OF
S H E, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 4, 1985 AT 12:00 O'CLOCK Noon-~~M~~ AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 5 2723, FOLIO 001256 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____
RECORDING FEE PAID: \$ 20.00
SPECIAL FEE PAID: \$ 30.00

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

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

G. B. Johnson



A 177919

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 190

002296

RESTAURANT ASSOCIATES OF ANNAPOLIS, INC

Articles of Revival

The name of the corporation at the time the charter was forfeited was RESTAURANT ASSOCIATES OF ANNAPOLIS, INC.

The name the corporation will use after revival is RESTAURANT ASSOCIATES OF ANNAPOLIS, INC.

The name and address of the resident agent are GONZALO FERNANDEZ SUAREZ, 132 Conley Drive, Annapolis MD. 21401. ✓

The Articles of Revival are for the purpose of reviving the charter of the corporation.

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

Paid all fees required by law;

Files all annual reports which should have been filed by the corporation if its charter had not been forfeited;

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.

The address of the principal office in this state is 58 STATE CIRCLE, ANNAPOLIS, MARYLAND, 21401

The undersigned who were respectively the last acting president and secretary-Treasurer of the corporation severally acknowledge the Articles to be their act.

Gonzalo Fernandez
Last Acting President

Archie L. Lyton
Last Acting Secretary-Treasurer

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1985 OCT 23 PM 2:28
E. AUBREY COLLISON
CLERK

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51568041

0000 0100

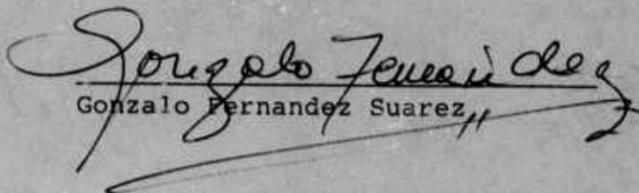
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BOOK 170 PAGE 191

002297

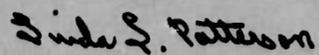
AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Gonzalo Fernandez Suarez of Restaurant Associates of Annapolis, Inc. hereby declare that the previously mentioned corporation has paid all State and local 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.


Gonzalo Fernandez Suarez

I hereby certify that on 4th of June before me, the subscriber, a notary public of the State of Maryland, in and for Anne Arundel County personally appeared Gonzalo Fernandez Suarez 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 July 1, 1986

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BOOK 170 PAGE 192

002298

NAME OF	
DEPT	
PROPERTY OFFICE	
RECORD AGENT	✓
RECORDING AGENT	✓

Art of Revival
18

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
9:00	6	5	85
30	PROPERTY TAX <i>Specialty</i>		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
6	OTHER <i>Good Stand</i>		
36	TOTAL		
	CASH <input type="checkbox"/>	APPROVED BY	
	CHECK <input checked="" type="checkbox"/>	<i>PCM</i>	

Historic Inns of Annapolis
16 Church Circle
Annapolis, Md 21401



0000 0142

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 193

ARTICLES OF REVIVAL
OF
RESTAURANT ASSOCIATES OF ANNAPOLIS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 5, 1985 AT 9:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2722, FOLIO 002295, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: RECORDING FEE PAID: SPECIAL FEE PAID:
\$ _____ \$ 20.00 \$ 30.00

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

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

[Handwritten Signature]



A 177891

BOOK 170 PAGE 194

001285

CLERKS NOTATION
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LIMITED
CERTIFICATE OF PARTNERSHIP

32 EAST LAKE DRIVE LIMITED PARTNERSHIP

The principal place of business is located at 311 4th Street, Annapolis, Md. 21403. The resident agent is Donald J. Sheehy. The address of the resident agent is 311 4th Street, Annapolis, Maryland 21403.

The purpose of the Limited Partnership is to acquire, own, develop, lease, operate and dispose off, for the production of a profit, of real estate and to carry on any and all activities related thereto.

GENERAL PARTNER: John Simpson
473 H Street, N.W.
Washington, D.C. 20001

LIMITED PARTNER A: Doris Burgess
473 H Street, N.W.
Washington, D.C. 20001

LIMITED PARTNER B: John Simpson
473 H Street, N.W.
Washington, D.C. 20001

LIMITED PARTNER C: John Simpson, nominee
473 H Street, N.W.
Washington, D.C. 20001

The Partnership is to exist until the year 2015.

The Limited Partner A is to contribute \$ 30,000 during the term of the partnership. Limited Partner B will contribute \$ 42,000 and Limited Partner C will contribute \$ 15,000 over the term of the Partnership.

Any additional contributions shall be made by the General Partner.

The Percentage interests of the partners are as follows:

General Partner:	9.99 %
Limited Partner A:	25.00 %
Limited Partner B:	52.51 %
Limited Partner C:	12.50 %

No partner shall have the right to continue the partnership and its business on the retirement, death, withdrawal, adjudication of insanity or incompetency, or adjudication of bankruptcy of a General Partner except insofar as may be necessary to the liquidation and winding up of the affairs of the Partnership.

No right is reserved to admit additional Limited Partners to the Partnership except by unanimous agreement of all Partners and in the event of the assignment by a Limited Partner of all or any part of his Limited Partnership Interest, each such assignee may become a substituted Limited Partner.

RECEIVED FOR RECORD
SHERIFF COURT, ANNAPOLIS COUNTY

1985 OCT 23 PM 2:28

E. AUBREY COLLISON
CLERK

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CLERKS NOTATION
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AVAILABLE

No Limited Partner shall have any right to demand Property in lieu of cash in return of his capital account. His demand for the return of his capital account, if otherwise proper shall be for cash only.

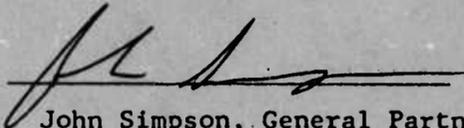
All profits and losses shall be borne by the parties pursuant to their respective percentage of capital interest, provided however, that the liability of a Limited Partner for the losses shall in no event exceed, in the aggregate, the amount of his cash contribution to the capital of the partnership.

The profits of the Partnership shall be distributed at such time(s) as may be agreed upon by the unanimous consent of all parties hereto and in accordance with the percentage of capital interest.

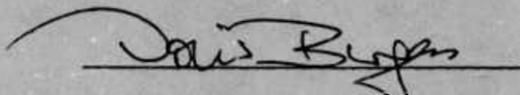
The capital account of any Limited Partner, properly adjusted to reflect his distributed share of the Partnership profits and losses and distributions by the Partnership to him, shall be returned to him in cash only upon ninety (90) days written notice by such Limited Partner to all other Partners on or before December 31, 2014, provided that the assets of the Partnership are then sufficient to cover all of its liabilities.

We shall hereby affirm that we have formed a Limited Partnership that is in substantial compliance with the requirements of the Uniform Limited Partnership Act of the Maryland Annotated Code.

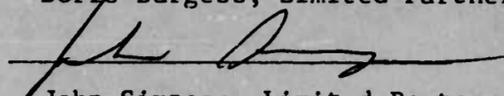
S-20-85


John Simpson, General Partner

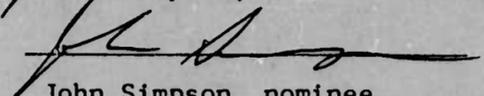
S-20-85


Doris Burgess, Limited Partner A

S-20-85

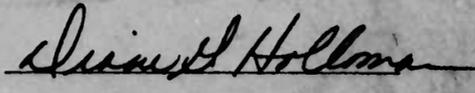

John Simpson, Limited Partner B

S-20-85


John Simpson, nominee
Limited Partner C

I, Diane G. Holloman, a Notary in and for the District of Columbia do hereby certify that John Simpson and Doris Burgess, parties to the foregoing Certificate of Partnership bearing date on the 20 day of MAY, 1985 and hereto annexed personally appeared before me in the said District of Columbia, being personally well known to me as the persons executing the said agreement and acknowledged the same to be their act and deed.

My Commission expires: 7/31/86


Notary Public

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AVAILABLE

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BOOK 170 PAGE 196

Cent of L.P.
05

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 4:00 MO. 5 DAY 23 YEAR 88

(52)

	EONUS TAX	
	RECORDING FEE	
50	LIMITED PARTNERSHIP FEE	new
8	OTHER 100-2	
58	TOTAL CASH <input type="checkbox"/>	APPROVED BY
	CHECK <input checked="" type="checkbox"/>	pcn

John Simpson
473 H St, N.W.
Wash, D.C. 20001

1988 MAY 20 PM 4:24

0000 0146

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 Page 197
CERTIFICATE OF LIMITED PARTNERSHIP
OF
32 EAST LAKE DRIVE LIMITED PARTNERSHIP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
MAY 23, 1985 04:00 P.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 3721, FOR 001284, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 0
RECORDING FEE PAID: \$ 50
SPECIAL FEE PAID: \$

M1931666

ANNE ARUNDEL COUNTY

TO THE CLERK OF THE CIRCUIT COURT OF

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

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

G. B. Arlindel



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CLERKS NOTATION
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001100

BOOK 170 PAGE 198

ARTICLES OF INCORPORATION
OF
EVERGREEN BUILDERS, INC.

FIRST: I, ROBERT W. WARFIELD, whose post office address is 4 Evergreen Road, Severna Park, Maryland 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:

EVERGREEN BUILDERS, INC.

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

- (1) To engage in the business of acquiring, holding, owning, improving and renovating 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 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 by concessions, rights, options, patents, patent rights, privileges, inventions,

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:28

E. AUBREY COLLISON
CLERK

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BOOK 170 Part 199

processes, copyrights, trademarks, 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 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 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, 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 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;

(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;

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001102

BOOK 170 PAGE 200

(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 2 Evergreen Road, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is RICHARD NASH, 2 Evergreen Road, 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 5,000 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 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.

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001103

BOOK 170 PAGE 201

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Richard Nash, Robert W. Warfield and Donna Burnett.

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

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

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

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

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

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001104

BOOK 170 PAGE 202

(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 28th day of May, 1985, and I acknowledge the same to be my act.

WITNESS:

Karen J. Oradsky

Robert W. Warfield
ROBERT W. WARFIELD

0000 0000

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BOOK 170 PAGE 203

02

CERTIFIED
COPY MADE

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
11:51			5/31/85
20	BONUS FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
11	OTHER 1-cc	5	att
51	TOTAL		A

1985 MAY 31 A 11:51

Corbin, Warfield et al
4 Evergreen Rd
Savona Park, Ind 21146

0000 0223

CLERKS NOTATION
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BOOK 170 Page 204

ARTICLES OF INCORPORATION
OF
EVERGREEN BUILDERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 31, 1985 AT 11:51 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2723, FOLIO 001099 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1934876

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

R. B. Arthur



A 178150

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CLERKS NOTATION
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BOOK 170 PAGE 205

001063

KELLENBENZ, LIMITED

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: we, Charles W. Kellenbenz and Linda S. Kellenbenz, whose post office address is 203 Mill Court, Arnold, Maryland 21012, 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 hereinafter called the "Corporation") is KELLENBENZ, LIMITED.

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 sale and distribution of bicycles, bicycle accessories, parts, equipment, clothing, and related articles.

(2). To engage in the promotion of the demonstration and sale of bicycles and bicycle equipment, accessories, parts and clothing and related articles.

(3). To deal in goods, wares, merchandise and commodities of every class and description, to deal in real and personal property of every kind, including stocks, shares, bonds, or other evidences of indebtedness of any corporation; to lend money belonging to the corporation; to buy, sell and negotiate, either on its own account or for other persons, individuals or corporations, loans, investments, evidence of indebtedness of all kinds and nature, businesses, other corporations, partnerships or entities.

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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:28

E. AUBREY COLLISON
CLERK

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CLERKS NOTICE
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AVAILABLE

BOOK 170 PAGE 206

001064

(5). 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 futherance, 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, or 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 caluse 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 203 Mill Court, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State is Charles W. Kellenbenz, 203 Mill Court, Arnold, Maryland 21012. The 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: There shall be two (2) directors whose names are Charles W. Kellenbenz and Linda S. Kellenbenz.

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

Be: Michael J. [Signature]
Witness

Charles W. Kellenbenz
Charles W. Kellenbenz

Be: Michael J. [Signature]
Witness

Linda S. Kellenbenz
Linda S. Kellenbenz

0054C

0000 0000

CLERKS NOTATION
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Decker

BOOK 170 Vol. 207

(52)

CERTIFIED
COPY MADE

ARTICLES OF INCORPORATION FOR KELLSBERG LIMITED		STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD DATE 5-31-15 NO. 11-30
(02)		
20	POWER TAX	
20	RECORDING FEE	
8	LIMITED PARTNERSHIP FEE	
8	OTHER (CCC 2)	
48	TOTAL CASH <input type="checkbox"/> APPROVED BY <input checked="" type="checkbox"/>	
	TOTAL CHECK <input type="checkbox"/>	

LAW OFFICES
MICHAELSON & SIMMONS, P.A.
215 MAIN STREET
POST OFFICE BOX 11
ANNAPOLIS, MARYLAND 21404-0011

Stale

1955 MAY 24 A 10:35

1955 MAY 20 A 10:43

CLERKS NOTATION
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BOOK 170 PAGE 208

ARTICLES OF INCORPORATION
OF
KELLENBENZ, LIMITED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 31, 1985 AT 11:30 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 2723, FOLIO 001062 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1934819

ANNE ARUNDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

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

Paul B. Johnson



A 178144

CLERKS NOTATION
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BOOK 170 PAGE 209

001041

ARTICLES OF INCORPORATION
OF
BRASWELL PRECISION, INC.
(A Maryland Close Corporation)

The undersigned, James K. Braswell, 93 Lakeshore Drive, Pasadena, Maryland 21122, being at least eighteen (18) years of age, does hereby form a corporation under the General Laws of the State of Maryland.

ARTICLE I

The name of the Corporation (which is hereinafter called the Corporation) is Braswell Precision, Inc. The Corporation shall be a Close Corporation in accordance with Title 4 of the Corporations and Associations Article.

ARTICLE II

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

To operate a machine shop and fabricate machine parts of all types including but not limited to medical, defense related, commercial and satellite machine parts and to purchase or sell equipment and supplies necessary for the above stated purposes; and to do all things, generally necessary or incident to, or related to the above stated purposes.

ARTICLE III

The post office address of the principal office of the Corporation in Maryland is 93 Lakeshore Drive, Pasadena, Maryland 21122.

ARTICLE IV

The name and post office address of the resident agent of the Corporation in Maryland is James K. Braswell, 93 Lakeshore Drive, Pasadena, Maryland 21122. Said resident agent is a citizen of Maryland and actually resides therein.

ARTICLE V

The total number of shares of stock which the Corporation has

1985 OCT 23 PM 2:28

E. AUBREY COLLISON
CLERK

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CLERKS NOTATION
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BOOK 170 PAGE 210

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authorization to issue is 1,000 shares of the par value of \$1.00 each, all of one class, having aggregate par value of \$1,000.00.

ARTICLE VI

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: James K. Braswell, being eighteen (18) years of age or older.

ARTICLE VII

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 28 day of MAY, 1985.

Pretchen C. Hansen James K. Braswell
JAMES K. BRASWELL

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

I HEREBY CERTIFY that on this 28th day of May, 1985, before me, the subscriber, a Notary Public in the State of Maryland, in and for the County aforesaid, personally appeared JAMES K. BRASWELL, who acknowledged the foregoing Articles of Incorporation to be his act and deed.

Pretchen C. Hansen
NOTARY PUBLIC
My Commission Expires: 7/1/86



LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7708 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061

0000 0210

CLERKS NOTATION
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001043

BOOK 170 PAGE 211

(02)

COPY MADE

(52)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:13 MO. 6 DAY 3 YEAR 85 *Stoke*

20	MOVES TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER <i>LCC 27</i>
48	TOTAL CASH <input checked="" type="checkbox"/> APPROVED BY <i>gws</i>
	CHECK <input type="checkbox"/>

Alan Forman
7709 Quarterfield Rd
6609 Burmie Rd 21061-4497

0000 8211

CLERKS NOTATION
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AVAILABLE

BOOK 170 Page 212

ARTICLES OF INCORPORATION
OF
BRASWELL PRECISION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 03, 1985 AT 10:13 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2723, FOLIO 001040 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1934777

ANNE ARUNDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

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

G. B. Arundel



A 178140

CLERKS NOTATION
BEST COPY
AVAILABLE

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BOOK 170 PAGE 213

ARTICLES OF INCORPORATION
OF
JOHN P. COHEN ANTIQUES, INC.
(A Close Corporation)

We, the undersigned, JOHN P. COHEN and BARBARA BEARD COHEN, both of whose post office address is 2418 Rutland Road, Gambrills, Maryland 21054, each being at least eighteen (18) 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.

ARTICLE I - NAME

The name of the corporation, hereinafter called the Corporation, is:

JOHN P. COHEN ANTIQUES, 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 retail sales, marketing, distribution, acquisition, and sale of antiques, antique accessories, and all other types of merchandise, products, equipment and supplies, including, but not limited to, antiques and its accessories; 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.

51058277

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CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:28

E. AUBREY COLLISON
CLERK

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BOOK 170 PAGE 214

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.

ARTICLE III - POWERS

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 Corporations 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 of the Corporation is 2418 Rutland Road, Gambrills, Maryland 21054. The resident agent of the Corporation, as stated, is John P. Cohen, whose post office address is 2418 Rutland Road, Gambrills, Maryland 21054, 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 two (2), which number may be increased or decreased, pursuant to the By-Laws of the Corporation. The names of the Directors who shall act until the

CLERKS NOTATION
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BOOK 170 PAGE 215

first annual meeting or until their successors are duly chosen and qualified are:

JOHN P. COHEN

BARBARA BEARD COHEN

ARTICLE VIII - OFFICERS

The executive officers of the Corporation shall be a President, a Secretary and a Treasurer and the offices of the Secretary and Treasurer may be held by the same person. Additional officers may be appointed in the discretion of the Board of Directors. Executive officers shall be elected by the Board of Directors by majority vote at the annual meeting of the Board, to be held immediately following the annual meeting of the stockholders. The officers of the Corporation shall have only such powers as are granted to them by the By-Laws of the Corporation, or by the Board of Directors by action taken at any regular or special meeting thereof.

ARTICLE IX - DURATION

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 4 day of June, 1985, and we acknowledge the same to be our act.

Witness:

Patricia M. Gagne

John P. Cohen (SEAL)
JOHN P. COHEN

Patricia M. Gagne

Barbara Beard Cohen (SEAL)
BARBARA BEARD COHEN

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ALL STATE LEGAL SUPPLY CO. 500 CL
ONE COMMERCIAL DRIVE, CHARLOTTE, N. C. 28202

000564

BOOK 170 PAGE 216

(B)

Articles of Incorporation	
JOHN P. COHEN ANTIQUES, INC. (A Close Corporation)	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
NO. 1057	DATE 6 4 85
30	BONUS TAX
30	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
46	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>
	APPROVED BY

Christopher Beard
pp bet 28
Annapolis Md

Att

2/10/84

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BOOK 170 PAGE 217

ARTICLES OF INCORPORATION
OF
JOHN P. COHEN ANTIQUES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 04, 1985 AT 10:57 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2723 , FOLIO 4 **000561** , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1934355

TO THE CLERK OF THE CIRCUIT 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.

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

G. B. Robinson



A 178098

CLERKS NOTATION
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BOOK 170 PAGE 218

000480

ARTICLES OF INCORPORATION

OF

AJB CLOTHIERS, INC.

FIRST: The undersigned, David A. Deckelbaum, whose mailing address is 1140 Connecticut Avenue, N.W., Suite 703 Washington, D.C. 20036, being an adult individual and with the intent of forming a corporation under and by virtue of the Laws of the State of Maryland, does set forth the following provisions:

SECOND: The name of the corporation (which is hereinafter called "Corporation") is AJB CLOTHIERS, INC.

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

To acquire, by purchase, lease or otherwise, and to establish, own, maintain and operate shops, stores and any type of mercantile establishments for the purpose, and therein to manufacture, make, produce, assemble, buy, sell, trade and deal in and with, men's, boy's and women's wear, clothing, suits, coats, haberdashery, footwear, headwear, sportswear, apparel of all kinds, accessories, novelties, jewelry, articles and goods, wares and merchandise of every class and description.

To acquire by purchase or lease, or otherwise, lands and interests in lands, whether for investment purposes or for its own use, or for other purposes, and to own, lease, hold, improve, develop and manage any real estate so acquired and to erect or cause to be erected on any lands owned, leased, held or occupied by the corporation, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter or improve any

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:28

E. AUBREY COLLISON
CLERK

51548579

0000 0218

CLERKS NOTATION
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BOOK 170 PAGE 219

000481

buildings or other structures now or hereafter erected on any land so owned, leased, held or occupied, and to mortgage, sell, lease, or otherwise dispose of any lands or interests 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, leased or held by the corporation.

In connection with the purposes aforesaid, to lease and/or sell property to others for use at the business premises of such others for such period and upon such terms and conditions as to the Corporation shall be reasonable and acceptable.

To acquire, take, own, hold, lease, deal in, mortgage, pledge, sell, exchange, transfer or in any manner whatever dispose, deal in, and trade in real and personal property of any class and description within or without the State of Maryland.

To manufacture, purchase or acquire in any lawful manner and to hold, own, mortgage, pledge, sell, transfer or in any manner dispose of and deal in trading goods, wares, merchandise and property of any and every class and description and in any part of the world.

To acquire the good will, rights and property, and to undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of this Corporation, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and

management of such business.

To apply for, purchase or in any manner to acquire, and to hold, own, use and operate, and to sell or in any manner dispose of, and to grant license or other rights in respect of, and in any manner deal with, any and all rights, inventions, improvements and processes used in connection with or secured under letters patent or copyrights of the United States or other countries or otherwise, and to work, operate or develop the same and to carry on any business, manufacturing or otherwise, which may directly or indirectly effectuate these objects or any of them.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations of this State or any other state, country, nation or government, and while the owner of said stock may exercise all the rights, powers and privileges of ownership, including the right to vote thereon, to the same extent as natural persons might or could do.

To enter into, make and perform contracts of every kind with any person, firm, association or corporation, municipality, body politic, county, territory, state, government or colony or dependency thereof, and without limit as to amount to draw, make, accept, endorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtedness whether secured by mortgage or otherwise, so far as may be permitted by the laws of the State of Maryland.

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000483

To have offices, conduct its business and promote its objects within and without the State of Maryland, in other States, the District of Columbia, the territories and colonies of the United States, and in foreign countries, without restriction as to place or amount.

To do any or all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees, or otherwise, and either alone or in conjunction with others, to the extent not prohibited to corporations by law.

The foregoing enumeration of the purposes, objects and businesses of the Corporation is made in furtherance of 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 having the right to engage in any other businesses for which it shall be lawful for corporations of the State of Maryland to engage in, including the performance of all lawful and appropriate actions and things with respect thereto, from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 442 Harundale Mall, Glen Burnie, Maryland 21061. The name and post office address of the initial registered agent and registered office of the Corporation is Albert J. Bachman, III, 512 Elizabeth Road, Glen Burnie, Maryland

000484

BOOK 170 PAGE 222

21061, said registered agent being a citizen of this State and actually residing therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Hundred (100) shares with no par value, all of one class and designated as Common Stock.

SIXTH: From the date of filing these Articles of Incorporation up to such time as the actual issuance of shares of capital stock of the Corporation shall be accomplished, the Corporation shall have three (3) Directors, to wit:

Evelyn Bachman

Albert J. Bachman, Jr.

Albert J. Bachman, III

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers and/or rights of the Corporation and its officers and Stockholders:

The Corporation shall have all the powers and rights provided for corporations by the laws of the State of Maryland and all other rights and privileges not specifically forbidden by said laws.

The private property of the Stockholders and officers shall not be subject to the payment of the Corporation's debts to any extent whatsoever.

No contract or other transaction between the Corporation and any person, firm, association or other corporation shall, in the absence of fraud, shall be invalidated or in any way affected by the fact that any of the Stockholders of this Corporation are pecuniarily or otherwise interested, directly or

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BOOK 170 PAGE 223

000485

indirectly, in such contract or transaction, or are related to or otherwise interested in as Director, Stockholders, officer, employee, member, or otherwise, of such other person, firm, association or corporation. Any Stockholder so interested or related, as aforesaid, who is present at any meeting at which action on any such contract or transaction is taken, may be counted in determining the presence of a quorum at such meeting and vote thereat with respect to such contract or transaction. No Stockholder interested or related shall, because of such interest or relationship, be disqualified from holding his office or be liable to the Corporation or any Stockholder or creditor thereof for any loss incurred by this Corporation under or by reason of such contract or transaction, or be accountable for any personal gains or profits he may have realized thereby.

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the statutes of the State of Maryland. All rights conferred on Stockholders and officers herein are granted subject to this reservation. The Stockholders shall adopt such rules, appoint such officers, designate responsibilities and do all other things necessary in the conduct of the business of the Corporation.

EIGHTH: The duration of this Corporation shall be perpetual.

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BOOK 170 PAGE 224

000486

IN WITNESS WHEREOF, I do hereby declare and affirm under the penalty of perjury that the contents of the foregoing Articles of Incorporation are true and correct to the best of my knowledge, information and belief, and have hereunto affixed my signatures as my free and voluntary act, all on the 30th day of May, 1985.

WITNESS:

Brenda Coffin David Deckelbaum [SEAL]
DAVID A. DECKELBAUM

0000 0224

CLERKS NOTATION
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BOOK 170 PAGE 225

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:34 NO. 6 DAY 3 YEAR 85

20	BONUS TAX
24	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
44	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> PCM

52

SKR

David Deskelbaum, Esq.

1140 Connecticut Ave

Wash, D.C. 20036

1985 JUN -3 A 11:34

0000 0225

CLERKS NOTATION
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BOOK 170 Part 226

ARTICLES OF INCORPORATION
OF
AJB CLOTHIERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 03, 1985 AT 11:34 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. *f*

RECORDED IN LIBER 2723, FOLIO 000479, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1934215

ANNE ARUNDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

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

R. B. Arundel



A 178084

000372

BOOK 170 PAGE 227

M. A. MARSH CUSTOM DESIGNS, INC.

ARTICLES OF INCORPORATION
(Of a Close Corporation)

THIS IS TO CERTIFY:

FIRST: That I, the Incorporator, Thomas J. Aversa, Jr., 2634 Mountain Road, Pasadena, Maryland 21122, being at least eighteen years of age, do hereby express my intention of forming a corporation under and by virtue of the general laws of the State of Maryland and as authorized by Section 4-101, et. seq., Corporations and Associations Article, of the Annotated Code of Maryland.

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

M. A. MARSH CUSTOM DESIGNS, INC.

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

(a) To engage in the business of construction and home improvements and any other related services and to engage in any other lawful purpose and business.

(b) To purchase, sell, lease or otherwise acquire, hold, develop, improve, mortgage, exchange, let or in any manner encumber or dispose of real property, fee simple and leasehold, wherever situate.

(c) To borrow money and to pledge as collateral therefor, any and all of the assets of the Corporation.

RECEIVED FOR RECORD
CIRCUIT COURT, S.S. COUNTY

1985 OCT 23 PM 2:28

E. AUBREY COLLISON
CLERK

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BOOK 170 PAGE 228

(d) To engage in any other business of whatsoever kind and description within the State of Maryland or elsewhere that may be directly or indirectly calculated to effectuate the objects and purposes of the Corporation or any of them.

(e) To acquire goodwill, trade name, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm or association or corporation engaged in a similar business, and to pay for same in cash and stock of this Corporation or otherwise.

(f) To acquire by subscription, purchase, exchange, or to otherwise acquire and hold for investment or otherwise to use, sell, dispose, pledge, mortgage or hypothecate any bonds, stocks or other obligations of any Corporation while the owner thereof, to exercise all the rights, powers and privileges of ownership thereof, to borrow money and issue notes and bonds as authorized by the laws of this State and to execute mortgages, deeds of trust, or other forms of contracts as securities for same and guaranteeing the payment thereof.

(g) In general, to carry on any lawful business and to have and to exercise all powers conferred by the general laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all of the powers, rights, and privileges granted to or conferred upon corporations of this character by said general laws, now or hereafter in force; and the enumeration of certain powers as herein specified not being

0000 0228

000374

BOOK 170 PAGE 229

intended to exclude any other powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said Corporation is formed under these articles, conditions, and provisions herein expressed and subject in all particulars to the limitations pertaining to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the place at which the principal office of the Corporation shall be located is 7967 East Shore Road, Pasadena, Maryland 21122 . The Resident Agent of the Corporation is Michael Marsh, whose post office address is 7967 East Shore Road, Pasadena, Maryland 21122. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock is One Hundred Thousand (100,000) shares at a par value of One Dollar (\$1.00) per share of one class of stock.

SIXTH: Thomas J. Aversa, Jr., alone, shall be the Director of the Corporation, but only until such time that any capital stock of the Corporation shall be issued and be outstanding, whereupon he shall cease to be such Director and thereafter the Corporation shall have no Director or Board of Directors, as such.

0000 0229

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000375

BOOK 170 PAGE 230

SEVENTH: The above granted powers of the Corporation are in furtherance and not in limitation of the general powers conferred by law upon the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 28th day of May, 1985.

WITNESS:

Menna Jean Eisenhower
Thomas J. Aversa, Jr.
THOMAS J. AVERSA, JR.

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 28 day of May 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Thomas J. Aversa, Jr., and acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Menna Jean Eisenhower
Notary Public

My Commission Expires:

My Commission Expires July 1, 1986

0000 0230

CLERKS NOTATION
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ALL STATE LEGAL SUPPLY CO. INC. 000376

BOOK 170 PAGE 231

(5)

ARTICLES OF INCORPORATION	
OF	
M. A. MARSH CUSTOM DESIGNS, INC.	
Dated: May 24, 1985	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION	
APPROVED FOR RECORD	
TIME	MO. DAY YEAR
10:48	5 24 85
20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> cm

LAW OFFICES
Thomas J. Aversta, Jr.
2534 MOUNTAIN ROAD
PASADENA, MARYLAND 21122

(301) 255-1320

1985 MAY 31 A 10:48

0000 0681

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 232

ARTICLES OF INCORPORATION
OF
M. A. MARSH CUSTOM DESIGNS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 31, 1985 AT 10:48 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2723, FOLIO 000371, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1934017

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

[Handwritten Signature]



A 178064

CARDIN & G
211 SAINT
BALTIMORE, M.
301-72

CLERKS NOTICE
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AVAILABLE

BOOK 170 PAGE 233

001138

ARTICLES OF INCORPORATION

PHILLIPS MOTORS, INC.

We, the undersigned residents of the State of Maryland, being at least eighteen (18) years of age, do hereby form a coporation under the general laws of the State of Maryland.

<u>NAME</u>	<u>ADDRESS</u>
Annette Phillips	7997 E. Riverside Drive Pasadena, Maryland 21122
Anthony Phillips	7997 E. Riverside Drive Pasadena, Maryland 21122

ARTICLE ONE

The name of the coporation, which is hereafter called the coporation is:

PHILLIPS MOTORS, INC.

ARTICLE TWO

The purpose of the coporation is to own and manage a used car lot under the name of Phillips Motors, Inc., and any other lawful business whatsoever in connection with the foregoing which is calculated directly or indirectly to promote the interest of the coporation or to enhance the value of its properties and to engage in other lawful activity.

ARTICLE THREE

The post office address of the principle office of the coporation doing business in the State of Maryland is 7106 Fort Smallwood Road, Baltimore, Maryland, 21226. The name and post office address of the resident agent of the coporation is Annette Phillips, 7106 Fort Smallwood Road, Baltimore, Maryland, 21226.

ARTICLE FOUR

The total number of shares of stock which the Coporation has the authority to issue is One Thousand shares (1,000) of One Dollar (\$1.00) par value.

1985 OCT 23 PM 2:28

E. AUBREY COLLISON
CLERK

51518221

0000 0233

CARDIN & GITOMER, P. A.
211 SAINT PAUL PLACE
BALTIMORE, MARYLAND 21202
301-727-3868

BEST COPY AVAILABLE

BOOK 170 PAGE 234

001139

-2-

value having an aggregate par value of One Thousand Dollars (\$1,000.00).

ARTICLE FIVE

The Corporation shall have two (2) directors who shall be Annette Phillips and Anthony Phillips who shall act until the first annual meeting or until their successors are duly chosen and qualified.

ARTICLE SIX

The duration of the Corporation is perpetual.

IN WITNESS WHEREOF, we have hereunto signed these Articles of Incorporation and acknowledge them to be our act on this day of 1985.

WITNESS:

Donna Schuetz

Annette Phillips
ANNETTE PHILLIPS

Donna Schuetz

Anthony Phillips
ANTHONY PHILLIPS

CARDIN & GITOMER, P. A.
211 SAINT PAUL PLACE
BALTIMORE, MARYLAND 21202
301-727-3888

0000 8234

CLERKS NOTATION
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AVAILABLE

001140

BOOK 170 PAGE 235

(02)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:56 MO. DAY YEAR 5-31-85

(9)

(74)

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> <i>915</i>

Hark

*Howard Cardin
211 St Paul Pl
Balt, Md 21202*

0000 02/85

CLERKS NOTATION
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AVAILABLE

BOOK 170 ^{LIBER} 236

ARTICLES OF INCORPORATION
OF
PHILLIPS MOTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 31, 1985 AT 10:56 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2723, FOLIO 001137 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1934009

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Quinn



A 178063

002840

BOOK 170 PAGE 237

ARTICLES OF INCORPORATION
OF 1986 JUN -3 A 10: 00
AUTO DOCTOR, INC.
A CLOSE CORPORATION

THIS IS TO CERTIFY:

That, the undersigned, Raymond Reichard, whose post office address is 622 Chapelview Drive, Odenton, Maryland, 21113, who is at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE I

The name of the Corporation, which is hereafter called the Corporation, is: Auto Doctor, Inc.

ARTICLE II

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

(1) To carry on a general business as a Automobile Repair Shop and, further, to engage in the repair, restoration, and resale of motor vehicles and to do every act and thing commonly done by auto repair shops; to buy and sell automobile parts and accessories and to enter into contracts incident to such activities.

(2) To engage in such other lawful business activities as are permitted under The General Corporation Laws of the State of Maryland.

51548539

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 OCT 23 PM 2:29

E AUBREY COLLISON
CLERK

0000 8621

002841

BOOK 170 PAGE 238

(3) 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.

ARTICLE III

The principal office of the Corporation in the State of Maryland will be maintained at 622 Chapelview Drive, Odenton, Maryland, 21113; the present post office address is 622 Chapelview Drive, Odenton, Maryland, 21113. The resident agent of the Corporation is Raymond Reichard whose post office address is 622 Chapelview Drive, Odenton, Maryland, 21113. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV

The Corporation shall exist as a close corporation until such time as the stockholders by unanimous consent shall file Article of Amendment to change such status.

ARTICLE V

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 corporation shall have one director whose name is: Raymond Reichard.

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BOOK 170 PAGE 239

ARTICLE VI

The total amount of the authorized stock of the Corporation is five thousand shares of common stock of no par value.

The Shareholders of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock, without par value, for such considerations as said Shareholders may deem advisable, irrespective of the value or amount of such considerations, after first obtaining the unanimous approval of all stockholders of the Corporation.

ARTICLE VII

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

ARTICLE VIII

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 31 day of May, 1985, and acknowledge the same to be my act.


Raymond Reichard

WITNESS:


(as to all)

0000 0239

CLERKS NOTATION
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002843

BOOK 170 PAGE 240

SS: STATE OF MARYLAND
COUNTY OF

I HEREBY CERTIFY that on the 31st day of May,
1985 before me, the subscribed, a notary public of the State
of Maryland in and for the County of Anne Arundel personally
appeared Raymond & Reichard and the foregoing Article of Incorpor-
ation to be his act.

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

Leucaria N. Smith
Notary Public

My Commission expires: July 1, 1986

0000 0240

CLERKS NOTATION
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AVAILABLE

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BOOK 170 PAGE 241

(02)

stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:00 MO. 6 DAY 3 YEAR 85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	TOTAL CHECK <input checked="" type="checkbox"/> 90

Bettye Matthews
2168 Branchwood Ct
Cambrills, Md 21054

0000 0241

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 242

ARTICLES OF INCORPORATION
OF
AUTO DOCTOR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 03, 1985 AT 10:00 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2722, FOLIO 002839, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1933795

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

[Handwritten Signature]



A 178042

BOOK 170 PAGE 243

002762

ARTICLES OF INCORPORATION
OF
WHEET WOODWORK, INC.

The undersigned natural person, HELEN H. PAEFFGEN, whose post office address is 3299 Green Ash Road, Davidsonville, Maryland 21035, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE I

Name

The name of the corporation (which is hereinafter called the "Corporation") is: WHEET WOODWORK, INC.

ARTICLE II

Period of Duration

The period of duration of the Corporation is perpetual.

ARTICLE III

Purposes and Powers

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

To engage in the business of general construction and contracting of homes, apartments, and townhouses and to perform services in connection therewith.

To engage in the business of cabinetmaking and millwork, including the design and construction of fine furniture and cabinets.

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 laws of the State of Maryland or by these Articles of Incorporation.

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY
1985 OCT 23 PM 2:29

E. AUBREY COLLISON
CLERK

0000 0243

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 244

002763

- 2 -

The Corporation, subject to any specific written limitations or restrictions imposed by the laws of the State of Maryland or by these Articles of Incorporation, shall have and exercise the following powers:

To have and exercise all the powers specified by the laws of the State of Maryland.

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.

To purchase, hold, own, improve, develop, subdivide, lease, maintain, and sell real estate.

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.

To carry out all or any part of the aforesaid purposes, and to conduct its businesses in all of any of its branches in any or all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries.

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 a like nature.

The Board of Directors, subject to any specific written limitations or restrictions imposed by the laws of the State of Maryland or by these Articles of Incorporation, shall direct the Corporation without previous authorization or subsequent approval by the shareholders of the Corporation, to carry out the purposes and exercise the powers set forth above.

51548241

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ARTICLE IV

Address of Registered Office and
Name of Registered Agent

The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is: 1080 Mt. Airy Road, Davidsonville, Maryland 21035. ✓

The registered agent of the Corporation is GREGORY T. WHEET, whose post office address is: 1080 Mt. Airy Road, Davidsonville, Maryland 21035. Said resident agent is a citizen of the State of Maryland, actually residing therein. ✓

ARTICLE V

Authorized Shares

The total number of shares of the authorized capital stock of the Corporation shall be 10,000 shares of common stock with par value of \$5.00 per share.

The holders of the Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, solely out of unreserved and unrestricted earned surplus, dividends payable either in cash, in property, or in shares of the Capital Stock.

ARTICLE VI

Receipt of Minimum Capital

The Corporation shall commence business with a capitalization of at least \$1,000.

ARTICLE VII

Preemptive Right

The registered holders of the shares of Capital Stock shall have only a preemptive right as set forth in this Article to purchase, at such respective equitable prices, terms, and conditions as shall be fixed by the Board of Directors, such of the shares of Capital Stock of the Corporation or securities convertible into, or carrying options or warrants to purchase such shares of, Capital Stock as may be issued for money from time to time, after the issue of the first 800 shares of Capital Stock that have never previously been issued. Such preemptive right shall apply to all shares issued after the first

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AVAILABLE

800 shares, whether the additional shares constitute as part of the shares presently or subsequently authorized or constitute shares held in the treasury of the Corporation. No shares shall be issued for money to directors, officers, or employees of the Corporation or to directors, officers, or employees of any subsidiaries, as such, unless first offered to the holders of the Capital Stock in accordance with their preemptive right.

ARTICLE VIII

Directors

The initial Board of Directors shall consist of three members, who need not be residents of the State of Maryland or shareholders of the Corporation.

The names and addresses of the persons who are to serve as Directors until the first annual meeting or until their successors shall have been elected and qualified, are:

Gregory T. Wheet
1080 Mt. Airy Road
Davidsonville, Maryland 21035

Virginia Therese Wheet
110 Woodside Road
Riva, Maryland 21140

William A. Bagdasian
1082 Mt. Airy Road
Davidsonville, Maryland 21035

ARTICLE IX

Provisions for Regulation of the Internal
Affairs of the Corporation

The initial Bylaws should be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or to adopt new Bylaws shall be vested in the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with Maryland law or these Articles of Incorporation.

Any contract or other transaction between the Corporation and one or more of its directors, or between the Corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the

CLERKS NOTATION
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AVAILABLE

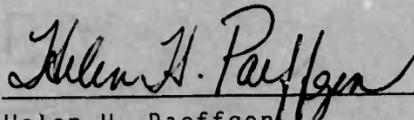
BOOK 170 PAGE 247 - 5 -

002766

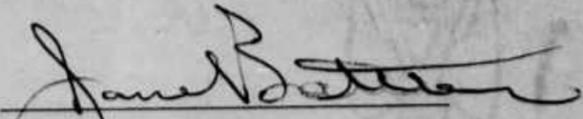
Corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the Corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or their participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction, the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification. This section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the laws of the State of Maryland.

The Corporation reserves the right to amend the Articles of Incorporation in any manner now or hereafter permitted or prescribed by the laws of the State of Maryland, and all rights conferred on stockholders herein are granted subject to this provision.

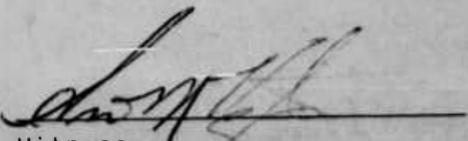
IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my Act this 30 day of May, 1985.



Helen H. Paeffgen



Witness



Witness

0000 0247

CLERKS NOTATION
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002767

BOOK 170 PAGE 248

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

(52)

TIME MO. DAY YEAR
10:58 6 3 85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>[Signature]</i>

SKR

1985 JUN -3 A 10:58

Helen Pasfjger
3299 Green Ash Rd.
Davidsonville, Md 21035

0000 0248

CLERKS NOTATION
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BOOK 170 PAGE 249

ARTICLES OF INCORPORATION
OF
WHEET WOODWORK, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 03, 1985 AT 10:58 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2722, FOLIO 002761, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 20 SPECIAL FEE PAID: \$ _____
D1933670

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

Gal B. Quinn



A 178030

1985 OCT 23 PM 2:29
E. AUBREY COLLISON
CLERK

D'ALESSANDRO, MILIM
& YERMAN
ATTORNEYS AT LAW
8 LIGHT STREET, 11TH FLOOR
BALTIMORE, MD 21201
SARATOGA 7 0114

CLERKS NOTATION
BEST COPY
AVAILABLE

002752

BOOK 170 PAGE 250

^{1986 MAY 29 A 10:48}
^{1986 MAY 29 A 10:48}
DALGLIESH ASSOCIATES, INC.
(A close corporation under Title 4,
Corporations and Associations Article,
Annotated Code of Maryland)

Articles of Incorporation

FIRST: The undersigned, Jeffrey S. Dalgliesh, whose post office address is 1230 Heartwood Court, Arnold, Maryland, 21012, being at least twenty-one years of age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

DALGLIESH ASSOCIATES, INC.

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

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

(a) To own, conduct, operate, maintain and carry on a business including sales, advertising, promoting and merchandising of all forms of wares, commodities and merchandise and to conduct a general retail and wholesale business for the sale of all forms of commodities, products and merchandise, and doing any and all things necessary and pertinent to said business.

(b) To purchase, lease, sell, mortgage, transfer or otherwise acquire or dispose of all land, buildings, warehouses or other structures and all other property, real, personal or mixed, necessary or desirable for the carrying on of the business conducted hereunder.

(c) To acquire by purchase, lease or otherwise, the property rights, business, goodwill, franchises and assets of any kind of any corporation, association or individual carrying on the aforesaid business, or any part thereof, and to pay for the assets so acquired in stocks, bonds, or other

51498269

0000 0260

RECEIVED FROM RECORDS
CIRCUIT COURT BALTIMORE COUNTY
1985 OCT 23 PM 2:29
E. AUBREY COLLISON
CLERK

D'ALESSANDRO, MILIMAN
& YERMAN
ATTORNEYS AT LAW
8 LIGHT STREET, 11TH FLOOR
BALTIMORE, MD 21202

SARATOGA 7 0114

CLERKS NOTATION
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BOOK 170 PAGE 251

securities of this Corporation, or otherwise, in the manner permitted by law.

(d) The above granted powers of the said Corporation are in furtherance and not in limitation of the general powers conferred by law upon corporations, and it shall exercise and enjoy all powers and privileges granted to or conferred upon corporations of this character by the General Laws of the State of Maryland now or hereafter in force.

FIFTH: The post office address of the principal office of the Corporation in this State is 1230 Heartwood Court, Arnold, Maryland, 21012. The name and post office address of the Resident Agent of the Corporation in this State is Jeffrey S. Dalgliesh, 1230 Heartwood Court, Arnold, Maryland, 21012. Said Resident Agent is a citizen of this State and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1000) shares without par value, all of one class.

SEVENTH: 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 director, Jeffrey S. Dalgliesh.

EIGHTH: The duration of the Corporation shall be perpetual.

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

WITNESS:

Bernard Shuman Jeffrey S. Dalgliesh (SEAL)
Jeffrey S. Dalgliesh

D'ALESSANDRO, MILIMAN
& YERMAN
ATTORNEYS AT LAW
5 LIGHT STREET, 11TH FLOOR
BALTIMORE, MD. 21202

SARATOGA 7 0114

STATE OF MARYLAND, ~~CITY~~/COUNTY OF Anne Arundel, to wit:

I HEREBY CERTIFY that on this 25 day of May, 1985,
before me, the subscriber, a Notary Public of the State of

0000 0261

CLERKS NOTATION
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002754

BOOK 170 Page 252

Maryland, in and for the ~~City~~/County aforesaid, personally appeared Jeffrey S. Dalgliesh, who made oath, in due form of law, that the foregoing Articles of Incorporation is his executed act.

AS WITNESSED by my hand and Notarial Seal.



Kenneth Shiner
Notary Public

My Commission expires July 1, 1986

D'ALESSANDRO, MILIMAN
& YERMAN
ATTORNEYS AT LAW
8 LIGHT STREET, 11TH FLOOR
BALTIMORE, MD. 21202
SARATOGA 7-0114

0000 0252

CLERKS NOTATION
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002755

BOOK 170 PAGE 253

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
10:48	5	29	85
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL	CASH <input type="checkbox"/>	APPROVED BY
		CHECK <input checked="" type="checkbox"/>	A

(52)

stt

D'Alencastro, Trulemin + Gorman
5 Light St.
Balt. Md 21202

0000 0253

CLERKS NOTATION
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BOOK 170 PAGE 254

ARTICLES OF INCORPORATION
OF
DALGLIESH ASSOCIATES, INC.

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

RECORDED IN LIBER 2722, FOLIO 002751, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1933654

ANNE ARUNDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

Carl B. Robinson



A 178028

CLERKS NOTATION
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Limited Partnership

Book 170 no's 255-304

Papermill Investors

0000 0265

CLERKS NOTATION
BEST COPY
AVAILABLE

Certificate of
Limited Partnership

Watermill Limited
Partnership

Book 170 - pages
305-309

0000 0256

CLERKS NOTATION
BEST COPY
AVAILABLE

003743

BOOK 170 PAGE 310

1985 JUN 12 A 10:21

COLLEEN'S WINES, INC.
ARTICLES OF SALE AND TRANSFER

ARTICLES OF SALE AND TRANSFER entered into this 20 day of May, 1985, by and between COLLEEN'S WINES, INC., a Maryland corporation (hereinafter sometimes referred to as the "Transferor"), and BRYCAP, INC., a Maryland corporation (hereinafter sometimes referred to as the "Transferee").

THIS IS TO CERTIFY:

FIRST: Transferor does hereby agree to sell, assign and transfer substantially all of its property and assets to Transferee, its successors and assigns, as hereinafter set forth.

SECOND: The name, post office address and principal place of business of Transferee is BRYCAP, INC., 196 Annapolis Mall, Annapolis, Maryland 21401.

THIRD: The name and state of incorporation of each corporation party to these Articles of Sale and Transfer are as follows:

Transferor is COLLEEN'S WINES, INC., a corporation organized under the Laws of the State of Maryland.

Transferee is BRYCAP, INC., a corporation formed under the general laws of the State of Maryland.

FOURTH: The nature and amount of the consideration to be paid by Transferee to Transferor for the property and assets hereby transferred to it as set forth in Article NINTH herein, is ONE HUNDRED SEVENTY SIX THOUSAND and 00/100 DOLLARS (\$176,000.00).

FIFTH: The principal office of Transferor is in the City of Annapolis, State of Maryland. There is no county in which Transferor owns property, the title to which could be affected by the recording of an instrument.

SIXTH: The location of the principal office of Transferee in the State of Maryland is 196 Annapolis Mall Annapolis, Maryland 21401. Transferee owns no property in this State.

SEVENTH: The Board of Directors of Transferor, by unanimous written informal action signed by all the members thereof filed with the minutes of the proceedings of the Board, duly adopted a resolution declaring that the sale, assignment and transfer of substantially all the assets of Transferor as herein set forth is advisable and directing that these Articles of Sale and Transfer be submitted for action thereon by the stockholders of Transferor by unanimous written informal action, all in the manner and by the vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferor.

A unanimous written informal action setting forth approval of these Articles of Sale and Transfer was signed by all of the stockholders of the Transferor entitled to vote thereon, and such unanimous written informal action is filed with the minutes of the proceedings of the stockholders of Transferor, all in the manner and by vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferor.

EIGHTH: The Board of Directors of Transferee, by unanimous written informal action signed by all the members thereof filed with the minutes of the proceedings of the Board, duly adopted a resolution declaring that the sale, assignment and transfer of substantially all

LAW OFFICES
BERNSTEIN & FELDMAN, P.A.
ATTORNEYS AT LAW
78 WEST STREET
P.O. BOX 591
ANNAPOLIS, MD. 21404

ANNAPOLIS (301) 267-9010
BALTIMORE (301) 269-1031
WASHINGTON (301) 261-2926

RECEIVED FOR RECORD
COURT CLERK, A.A. COUNTY

1985 OCT 23 PM 2:29

51638132

E. AUBREY COLLISON
CLERK

0000 0267

CLERKS NOTATION
BEST COPY
AVAILABLE

003744

BOOK 170 PAGE 311

-2-

the assets of Transferor to Transferee as herein set forth is advisable and directing that these Articles of Sale and Transfer be submitted for action thereon by the stockholders of Transferor by unanimous written informal action, all in the manner and by the vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferee.

A unanimous written informal action setting forth approval of these Articles of Sale and Transfer was signed by all of the stockholders of the Transferee entitled to vote thereon, and such unanimous written informal action is filed with the minutes of the proceedings of the stockholders of Transferee, all in the manner and by vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferee.

NINTH: In consideration of the payment to Transferor of ONE HUNDRED SEVENTY SIX THOUSAND and 00/100 DOLLARS (\$176,000.00) in accordance with the terms and conditions of the Agreement, Transferor does hereby bargain, sell, deed, grant, convey, transfer, set over and assign to Transferee, its successors and assigns:

	Value
1. Inventory	25,000.00
2. Fixtures consisting of store fixtures and equipment	25,000.00
3. Goodwill.	5,000.00
4. Covenant not to compete.	5,000.00
5. Franchise.	5.00
6. Leasehold Improvements	115,995.00

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

IN WITNESS WHEREOF, COLLEEN'S WINES, INC. and BRYCAP, INC., parties to these Articles of Sale and Transfer, have caused these Articles of Sale and Transfer to be signed and acknowledged in the name and on behalf of each corporation party to these Articles of Sale and Transfer by its president or vice president and attested by the secretary or an assistant secretary, as of the ___ day of May, 1985.

ATTEST:

COLLEEN'S WINES, INC.

Colleen Brennan By: *Timothy Hearn*
Secretary, President

ATTEST:

BRYCAP, INC.

Bonnie Sheath By: *Paul Guenther*
Secretary, President

LAW OFFICES
BERNSTEIN & FELDMAN, P.A.
ATTORNEYS AT LAW
78 WEST STREET
P.O. BOX 591
ANNAPOLIS, MD. 21404

ANNAPOLIS (301) 267-9010
BALTIMORE (301) 269-1031
WASHINGTON (301) 261-2926

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BOOK 170 Page 312

-3-

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

ATTEST:

Colleen M. Brennan Timothy Hearn
(as Sec) , President

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

ATTEST:

Bonta Sheeter Paul Gunther
secretary , President

Read and agreed by the shareholders of Colleen's Wines, Inc.

WITNESS:

Paul Rhode Timothy Hearn
Timothy Hearn

Paul Rhode Colleen Brennan
Colleen Brennan

Paul Rhode Gary Thompson
Gary Thompson

LAW OFFICES
BERNSTEIN & FELDMAN, P.A.
ATTORNEYS AT LAW
79 WEST STREET
P.O. BOX 561
ANNAPOLIS, MD. 21404

ANNAPOLIS (301) 267-9010
BALTIMORE (301) 269-1031
WASHINGTON (301) 261-2926

0000 0269

Colleen's Wines, Inc. (Del) transfer

selling to

BOOK 170 PAGE 313

003746

Boycap, Inc. (Del) transfer

CLERKS NOTATION
BEST COPY
AVAILABLE

12

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:21 MO. 6 DAY 12 YEAR 85

13

	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> #

Bernstein + Feldman

PO Box 591

Amesbury, Del 21404

0000 0260

CLERKS NOTATION
BEST COPY
AVAILABLE

ARTICLES OF SALE AND TRANSFER

BETWEEN

COLLEEN'S WINES, INC. (MD CORP.) TRANSFEROR

AND

BRYCAP, INC. (MD CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 12, 1985 AT 10:21 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FOLIO 003742 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ _____

RECORDING FEE PAID:
\$ 20.00

SPECIAL FEE PAID:
\$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

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

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

Gal. B. Robinson



A 178279

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 315

001650

NATIONAL MORTGAGE FUNDING CORPORATION
ARTICLES OF AMENDMENT

National Mortgage Funding Corporation, 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 Charter of the Corporation is hereby amended by striking out ARTICLE SECOND of the Articles of Incorporation of the Corporation and inserting in lieu thereof the following:

"SECOND: The name of the Corporation (which is hereinafter referred to as the "Corporation") is POTOMAC HOME FUNDING, INC."

SECOND: The Board of Directors of the Corporation at a special meeting duly convened and held on the 4th day of June, 1985, adopted a resolution in which was set forth the foregoing Amendment of the Charter, declaring that the said Amendment of the Charter was advisable and directing that it be submitted for action thereon at a special meeting of the Stockholders of the Corporation to be held on June 4, 1985.

THIRD: Notice setting forth the said Amendment of the Charter and stating a purpose of the meeting of the Stockholders would be to take action thereon, was given, as required by law, to all Stockholders entitled to vote thereon. There are no Stockholders of the Corporation not entitled to vote thereon, whose contract rights are expressly set forth in the Charter would be altered by the Amendment.

FOURTH: The Amendment of the Charter of the Corporation as hereinabove set forth was approved by the Stockholders of the Corporation at said meeting by the affirmative vote of all the votes entitled to be cast thereon.

RECEIVED FOR RECORD
CIRCUIT COURT, ANN. COUNTY

1985 OCT 23 PM 2:29

E. AUBREY COLLISON
CLERK

51658261

0000 0262

LAW OFFICES
KIVITZ & LIFTZ
932 HUNGERFORD DRIVE
ROCKVILLE, MARYLAND 20850
(301) 762-5523
4801 MASSACHUSETTS AVE., N. W.
WASHINGTON, D. C. 20016
(202) 363-7900

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 316

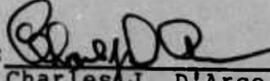
001651

FIFTH: The Amendment of the Charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the Stockholders of the Corporation.

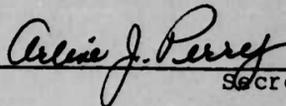
SIXTH: The name of the Corporation was heretofore National Mortgage Funding Corporation.

IN WITNESS WHEREOF, National Mortgage Funding Corporation has caused these presents to be signed in its corporate name and on its behalf by its Chairman of the Board and its corporate seal to be hereunto affixed and attested by its Secretary on June 10th 1985.

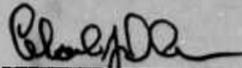
NATIONAL MORTGAGE FUNDING CORPORATION

By: 
Charles J. D'Arco
Chairman of the Board

ATTEST:


Secretary

The undersigned, Chairman of the Board of National Mortgage Funding Corporation, 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 of and on behalf of the 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.


Charles J. D'Arco

0800L

-2-

LAW OFFICES

KIVITZ & LIPTZ

4801 MASSACHUSETTS AVE., N. W. 932 HUNGERFORD DRIVE
WASHINGTON, D. C. 20016 ROCKVILLE, MARYLAND 20850

(301) 762-5523

(202) 363-7900

0000 0263

BOOK 170 Page 317

001652

CLERKS NOTATION
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AVAILABLE

NAME OF	
NAME	✓
PRINCIPAL OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

09A

1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 3:28 MO. DAY YEAR 6/13/85

	BONUS TAX	
20	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
16	OTHER 40-CC 79	
36	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>	APPROVED BY A

Kivity + Liptz
932 Hungerford Dr.
Rockville, Md 20850

1985 JUN 13 P 3:28

0000 0264

BOOK 170 Page 318

CLERKS NOTATION
BEST COPY
AVAILABLE

ARTICLES OF AMENDMENT
OF
NATIONAL MORTGAGE FUNDING CORPORATION
Changing its name to
POTOMAC HOME FUNDING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 13, 1985 AT 3:28 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FOLIO 001649, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: RECORDING FEE PAID: SPECIAL FEE PAID:
\$ _____ \$ 20.00 \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

Carl B. Robinson



A 178265

001489

BOOK 170 PAGE 319

H.J. GREER DRILLING CO., INC.
ARTICLES OF REVIVAL

First: The name of the corporation at the time the charter was forfeited was H.J. Greer Drilling Co., Inc.

Second: The name which the corporation will use after revival is H.J. Greer Drilling Co., Inc.

Third: The name and address of the resident agent are Harold J. Greer, Rt. 3 North & Millersville Road, Gambrills, Maryland 21054.

Fourth: These Articles of Revival are for the purpose of reviving the charter of the corporation.

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.

Sixth: The address of the principal office in this state is Rt. 3 North & Millersville Road, Gambrills, Maryland 21054.

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.

Harold J. Greer

Last Acting President
(or Vice-President)

Knocking H. Greer

Last Acting Secretary
(or Treasurer)

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:29

E. AUBREY COLLISON
CLERK

51618189

0000 0264

001490

BOOK 170 PAGE 320

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, HAROLD J. GREER / PRESIDENT of H. J. GREER DRILLING CO., 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.

H. J. Greer
H. J. GREER
(PRINT NAME BENEATH SIGNATURE)

I hereby certify that on MAY 20, 1985 before me, the
(insert date)

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

Anne Arundel Co. personally appeared
(insert name or county for which notary is appointed)

H. J. Greer 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

Alan G. Miller
(Signature of notary public)

My Commission expires July 1, 1986.

0000 0257

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 Page 321

001491

NAME	
PRINCIPAL OFFICE	✓
RESIDENT AGENT	✓
RESIDENT AGENT ADDRESS	✓

Out of Revival
(18) L.B

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:00 MO. DAY YEAR 6-10-85

30	Special fee
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
50	TOTAL CASH CHECK <i>gls</i>

Harold Greer
Rt 3 North + Millersville Rd
Gambvills, Md 21054

0000 0268

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 322
ARTICLES OF REVIVAL
OF
H. J. GREER DRILLING CO., INC.

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

RECORDED IN LIBER 2724, FOLIO 001488 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____
RECORDING FEE PAID: \$ 20.00
SPECIAL FEE PAID: \$ 30.00

TO THE CLERK OF THE CIRCUIT COURT OF 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.

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

Carl B. Johnson



A 178237

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 323

001363

ARTICLES OF MERGER

THESE ARTICLES OF MERGER, dated as of the 29th day of April, 1985, pursuant to Section 3-109 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended (the "Code"), are entered into by and between the corporations named in Article SECOND below, which are referred to collectively as the "Constituent Corporations."

FIRST: The Constituent Corporations have agreed to merge. The terms and conditions of the merger, the mode of carrying it into effect, the manner and basis of converting or exchanging the shares of issued stock of each of the Constituent Corporations into different stock or other consideration pursuant to Section 3-103 of the Code, and the manner of dealing with any issued stock of the Constituent Corporations not to be so converted or exchanged, are and shall be as set forth herein.

SECOND: The parties to these Articles of Merger are NUMBER ONE SUPPLY CORPORATION, a Maryland corporation ("No. One"), and NUMBER ONE INTERNATIONAL CORPORATION, also a Maryland corporation ("International"). International is a wholly-owned subsidiary of No. One.

THIRD: No. One shall be the Successor corporation (hereinafter sometimes referred to as "Successor").

FOURTH: The principal office of No. One in the State of Maryland is 7700 Shipley Avenue, Harmans, Maryland 21077. The principal office of International in the State of Maryland is 7700 Shipley Avenue, Harmans, Maryland 21077. Neither of the Constituent Corporations owns property in any county in Maryland, the title to which could be affected by the recording of an instrument among the land records.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:29

E. AUBREY COLLISON
CLERK

51618001

0000 06/10

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AVAILABLE

001364

BOOK 170 PAGE 324

FIFTH: The Board of Directors of .No. One, by a Memorandum of Unanimous Consent dated April 29, 1985, unanimously adopted a resolution declaring that a merger substantially upon the terms and conditions set forth in these Articles of Merger was advised, authorized and approved in the manner required by the Charter of No. One.

SIXTH: The Board of Directors of International, by a Memorandum of Unanimous Consent dated April 29, 1985, unanimously adopted a resolution declaring that a merger substantially upon the terms and conditions set forth in these Articles of Merger was advised, authorized and approved in the manner required by the Charter of No. One.

SEVENTH: No Amendment to the Articles of Incorporation of the Successor is made.

EIGHTH: No. One has authority to issue shares of one (1) class of stock, namely one thousand (1,000) shares of Common Stock with no par value.

NINTH: International has authority to issue shares of one (1) class of stock, namely two thousand five hundred (2,500) shares of Common Stock with a par value of One Dollar (\$1.00) per share.

TENTH: Because International is a wholly-owned subsidiary of No. One, there will be no conversion or exchanging of issued stock of the Constituent Corporations.

ELEVENTH: Upon the Effective Date:

(a) The assets and liabilities of International shall be taken up on the books of the Successor at the amount prescribed by the applicable provisions of the U.S. Internal Revenue Code (1954 Edition), as amended.

CLERKS ROOM
BEST COPY
AVAILABLE

001365

BOOK 170 PAGE 325

(b) All of the rights, privileges, immunities, powers, purposes, and franchises of International and all property, real, personal and mixed, and all debts due to International shall be vested in the Successor, and all debts, liabilities, obligations and duties of International shall thenceforth attach to the Successor and may be enforced against it to the same extent as if said debts, liabilities, obligations and duties had been incurred or contracted by it.

The merger provided for by these Articles of Merger shall become effective (the "Effective Date") and the separate existence of International shall cease on the date that these Articles of Merger are accepted for record by the State Department of Assessments and Taxation of Maryland, as required by the laws of the State of Maryland.

IN WITNESS WHEREOF, NUMBER ONE SUPPLY CORPORATION and NUMBER ONE INTERNATIONAL CORPORATION, have caused these Articles of Merger to be signed in their respective corporate names and on their behalf by their respective Presidents and witnessed or attested by their respective Secretaries as of the 29th day of April, 1985.

ATTEST:

NUMBER ONE SUPPLY CORPORATION

Leigh R. Bench, Jr.
LEIGH R. BENCH, JR., Secretary

By: Leigh R. Bench (SEAL)
LEIGH R. BENCH, President

NUMBER ONE INTERNATIONAL CORPORATION

Leigh R. Bench, Jr.
LEIGH R. BENCH, JR., Secretary

By: Leigh R. Bench (SEAL)
LEIGH R. BENCH, President

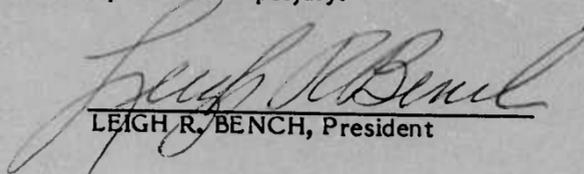
0000 0212

BEST COPY AVAILABLE

001366

BOOK 170 PAGE 326

The undersigned, LEIGH R. BENCH, President of each of NUMBER ONE SUPPLY CORPORATION and NUMBER ONE INTERNATIONAL CORPORATION, who executed the foregoing Articles of Merger, on behalf of each said corporation of which this certificate is made a part, hereby acknowledges, in the name and on behalf of each said corporation, the foregoing Articles of Merger to be the corporate act of each 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.


LEIGH R. BENCH, President

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 327

001367

Merging out: Number One International Corporation
(a Md corp)

Successor: Number One Supply Corporation
(a Md corp)

Art. of Merger
(11)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 11:27 MO. DAY YEAR 6-7-85

	BONUS TAX	
20	RECORDING FEE	
	UNITED PARTNERSHIP FEE	
	GRANT	
20	TOTAL	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
		APPROVED BY: [Signature]

Adelberg, Rudaw
K. Barry
2 Hopkins Plaza # 600
Baltimore Md 21201

1985 JUN -7 11:27

0000 06/14

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 328

ARTICLES OF MERGER
MERGING
NUMBER ONE INTERNATIONAL CORPORATION (MD CORP.)
INTO
NUMBER ONE SUPPLY CORPORATION (MD CORP.) SURVIVOR

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 7, 1985 AT 11:27 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2723, FOLIO 001362 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: _____ RECORDING FEE PAID: \$ 20.00 SPECIAL FEE PAID: \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

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

Gal B. Arburn



A 178221

CLERKS NOTATION
BEST COPY
AVAILABLE

001359

BOOK 170 PAGE 329

AVANT GUARD SECURITY, INC.
ARTICLES OF AMENDMENT

Avant Guard Security, Inc. a Maryland corporation, having its principal office in Baltimore City, Maryland (which is hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended as follows:

(a) Article Second of the Charter is amended in its entirety to read as follows:

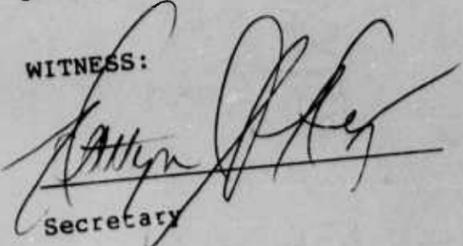
The name of the corporation (which is hereinafter called the "Corporation") is:
PRAETORIAN SECURITY, INC.

SECOND: The amendment does not increase the authorized stock of the Corporation.

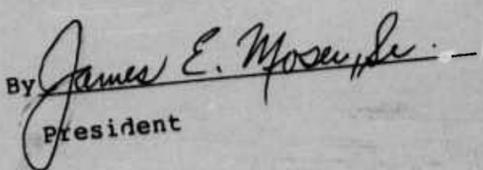
THIRD: The foregoing amendment to the Charter of the Corporation has been advised by the Board of Directors and approved by the stockholders of the Corporation.

IN WITNESS WHEREOF, Avant Security Guard, Inc. has caused these presents to be signed in its name and on its behalf by its President and witnessed by its Secretary on June 10, 1985.

WITNESS:


Secretary

AVANT GUARD SECURITY, INC.

By 
President

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:29

2173a:06/10/85
13070-20

E. AUBREY COLLISON
CLERK

51628265

51628266

0000 0216

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 330

001360

THE UNDERSIGNED, President of Avant Guard Security, Inc. who executed on behalf of the 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 hereby certifies that to the best of his knowledge, information, and belief the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.

James E. Moser, Jr.
President

CLERKS NOTATION
BEST COPY
AVAILABLE

001361

BOOK 170 PAGE 331

NAME OF	
PLAT	
PROJECT OR OFFICE	
RECORDS ACCOUNT	
RECORDS UNIT ADDRESS	

Copy Made

Out of Amend
09A

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

L.B

TIME 11:46 NO. 6 DAY 11 YEAR 85

	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER 100-2
28	TOTAL CASH
	CHECK

APPROVED BY
EPC/M

Piper + Marbury
365. Charles St
Balto Md 21201

1985 JUN 11 11:46

0000 02/8

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 Page 332

ARTICLES OF AMENDMENT
OF
AVANT GUARD SECURITY, INC.
Changing its name to
PRAETORIAN SECURITY, INC.

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

RECORDED IN LIBER 2723, FOLIO 001358 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____ RECORDING FEE PAID: \$ 20.00 SPECIAL FEE PAID: \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

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

G. B. Johnson



A 178220

000049

BOOK 170 PAGE 333

ARTICLES OF INCORPORATION
OF
OMEGA DRYWALL, LTD.

1985 JUN -3 A 10: 19

FIRST: I, J. B. STEVENS, JR., whose post office address is 7 Willow 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:

OMEGA DRYWALL, LTD.

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

(1) To buy, sell, mill, mix, make, manufacture, prepare, treat, import, export, explout, advertise, lay, apply, erect, build, repair, and construct, and in all ways to market, handle, and deal in and with gypsum plaster, gypsum blocks, plaster boards, drywall, and all other products of gypsum, either calcined or uncalcined, and all other products made entirely from, or in combination with, gypsum; lime, lime rock, and all products made entirely from, or in combination with, lime; plasterers' materials, plasterers' supplies; and all products upon which guypsum or its products, and lime or its products, are used or applied.

(2) To do all business relating to engineering, construction management, inspection services, contracting, and subcontracting for all construction and building trades and related activities including the construction of buildings, homes, utilities, roadways, and any other public or private construction, to do said construction activities or services, in whole or in part, as either a general contractor or as a subcontractor.

(3) To purchase, own, hold, lease, convey, mortgage, pledge, transfer, or otherwise acquire or dispose of land, tenements, hereditaments, buildings, structures,

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:29

E. AUBREY COLLISON
CLERK

51548597

0000 0280

000050

BOOK 170 PAGE 334

and all other property, real or personal, of every character and description or any interest therein.

(4) 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 therefor property, cash, bonds, stocks, or any other things of value.

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 to all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 2129-10 Baldwin Avenue, Crofton, Maryland, 21114. The name and post office address of the Resident Agent of the Corporation in this State are J. B. Stevens, Jr., 7 Willow Street, Annapolis, Maryland, 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 (hereinafter referred to as the "Common Stock").

SIXTH: The 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 (3), unless there are less than three (3) stockholders, in which event the number of directors shall be at least 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:

CLERKS NOTATION
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BOOK 170 PAGE 335

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ORA BLAW
J. B. STEVENS, JR.
PHYLLIS GORDON

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 the same rights as an objecting stockholder in the case of a consolidation, merger, share exchange, or sale, lease, exchange, or transfer of all or substantially all of the assets of the Corporation.

(4) The Board of Directors shall have power, if authorized by the Bylaws, 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 extent provided in said resolutions or in the Bylaws 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

CLERKS NOTATION
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BOOK 170 PAGE 336

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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.

(5) If the Bylaws 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.

(6) 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 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.

(7) 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

BOOK 170 PAGE 337

000053

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.

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

- (i) the amendment of the Charter of the Corporation;
- (ii) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;
- (iii) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;
- (iv) the sale, lease, exchange, or other transfer of all, or substantially all, of the property and assets of the Corporation, including its good will and franchises;
- (v) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the corporation the stock of which is to be acquired; and
- (vi) the voluntary or involuntary liquidation, dissolution, or winding-up of the Corporation.

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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation

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BOOK 170 PAGE 338

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this 31st day of May, 1985, and acknowledged the same to be his act, and that to the best of his knowledge, information, and belief, all matters and facts stated herein are true in all material respects, and that this statement is made under the penalties of perjury.

J. B. Stevens, Jr.

J. B. STEVENS, JR.

0000 0245

CLERKS NOTATION
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BOOK 170 PAGE 339

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(02)

(52)

Stock

STATE DEPARTMENT OF
RECORDS AND TAXATION
APPROVED FOR RECORD

TAX NO. 10:19 MO. DAY YEAR 6-3-85

20	STAMP TAX
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL CASH <input type="checkbox"/> <input checked="" type="checkbox"/> CHECK BY <i>js</i>

J.B. Stevens
7 Willow St
Annapolis, Md 21401

0000 0286

CLERKS MOTATION
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BOOK 170 PAGE 340
ARTICLES OF INCORPORATION
OF
OMEGA DRYWALL, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 03, 1985 AT 10:19 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 7 2723, FOLIO 000048, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1935865

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

[Handwritten Signature]



A 178206

CLERKS NOTATION
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BOOK 170 PAGE 341
ARTICLES OF INCORPORATION

OF

ELITE SECURITY SERVICES, INC.
(A CLOSE CORPORATION)

THIS IS TO CERTIFY:

That we, the subscribers: DAVID HARTLOVE, III, whose post office address is Apt. 108, 250 B Hilltop Lane, Annapolis, Maryland 21403, and ARTHUR J. THOMAS, whose post office address is 951 St. Johns Drive, Annapolis, Maryland 21401, and PURNELL E. DOMNEYS, Jr. whose post office address is 7991 Highlander Glen, Glen Burnie, Maryland 21061, being at least 18 years of age, do hereby designate themselves as incorporators 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 (which is hereafter referred to as Corporation) is: ELITE SECURITY SERVICES, INC.

ARTICLE II: PURPOSE

The purpose for which the Corporation is formed and the business and objects to be carried on and promoted by it are to do any and all things hereinafter set forth to the same extent as natural persons might or could do in any part of the world, namely:

1. To conduct and operate a general detective and security guard business; to provide and furnish general and specific detective service, security guard service, detectives and security guards to individuals, firms corporations, or associations requiring or seeking such service; 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.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:29

E. AUBREY COLLISON
CLERK

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51578183

0000 0244

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BOOK 170 PAGE 342

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-2-

2. To own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage and dispose of real property, personal property, chattels, rights, easements and privileges, choses in action, notes, bonds, mortgages and securities as may lawfully be acquired, held or disposed of.

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

4. To borrow money for its corporate purposes, and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures or other obligations from time to time, for the purchase of property or for any purpose in or about the business of the company, and, if deemed proper to secure the payments of any such obligations by mortgages, pledge, deed of trust or otherwise.

5. To underwrite, purchase, acquire, pledge, hold, hypothecate, exchange, sell, deal in and dispose of, alone or in syndicates or otherwise in conjunction with others, stocks, bonds, and other evidences of indebtedness and obligations of any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, and evidences of any interest, in respect of any such stocks, bonds and other evidences of indebtedness and obligations; to issue in exchange therefor its own stocks, bonds and other obligations; and, while the owner or holder of any such, to exercise all the rights, powers and privileges of ownership in respect thereof; and, to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty or otherwise those issuing, creating or responsible for any such stocks, bonds or other evidences of indebtedness or obligations or evidences of any interest in respect thereof.

1000 4624

CLERKS NOTATION
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6. To purchase, hold, transfer, re-issue or cancel the shares of its own capital stock or any securities or other obligations of the Corporation organized under the laws of the State of Maryland; provided, that the Corporation shall not use its funds or other assets for the purchase of its own shares of stock when such use would cause any impairment of the capital of the Corporation, and provided further, that shares of its own capital stock belonging to the Corporation shall not be voted upon directly or indirectly.

7. To apply for, purchase, register or in any manner acquire, and to hold, own, use, operate, and introduce, and to sell, lease, assign, pledge, or in any manner deal with patents, patent rights, licenses, copyrights, trademarks, trade names, and to acquire, own, use or in any manner dispose of any and all inventions, improvements, and processes, labels, designs, brands, or other rights, and to work, operate, or develop, the same, and to carry on any similar business, manufacturing or otherwise, which may directly or indirectly effectuate those objects or any of them.

8. To acquire and to take over as a going concern and thereafter to carry on the business of any person, firm, or corporation engaged in any business which this Corporation is authorized to carry on, and in connection therewith, to acquire the good will and all or any of the assets and to assume or otherwise provide for all or any of the liabilities of any such business.

9. 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.

10. To undertake, contract for or carry on any business, incidental to or in aid of, or advantageous in pursuance of, any of the objects or purposes of the Corporation.

CLERKS NOTATION
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AVAILABLE

11. To do any and all things hereinbefore enumerated for itself or for account of others and to make and perform contracts for doing any part thereof.

12. To enter into, make, perform and carry out contracts of every part 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 colony thereof, or in any foreign government, so far as and to the extent that the same may be done and performed by corporations organized under the laws of the State of Maryland.

13. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with other corporations, firms, or individuals and either as principals, co-partners, or agents, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes or powers of any of them.

14. The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the Corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Maryland upon corporations organized under the provisions of the laws of the State of Maryland.

15. To purchase, acquire, hold, issue, and re-issue the shares of its capital stock subject to the Laws of the State of Maryland.

ARTICLE III: ADDRESS

The principal office of the Corporation in the State of Maryland will be maintained at 407 Crain Highway, Suite T11, Glen Burnie, Maryland 21061.

CLERKS NOTATION
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ARTICLE IV: RESIDENT AGENT

The name of the resident agent in the State of Maryland is DAVID HARTLOVE, III., whose post office address is Apt. 108 250 B Hilltop Lane, Annapolis, Maryland 21403.

ARTICLE V: DIRECTORS

The Corporation shall have three (3) or more directors which number may be increased or changed from time to time, subject to the provisions of the by-laws, and DAVID HARTLOVE, III., ARTHUR J. THOMAS, and PURNELL E. DOMNEYS, Jr. shall act as directors until the first annual meeting or until their successors are duly chosen and qualified.

ARTICLE VI: CLOSE CORPORATION

The Corporation shall be a close corporation as authorized by Title 4.

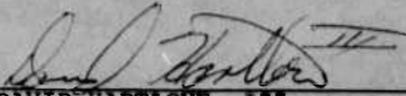
ARTICLE VII: CAPITAL STOCK

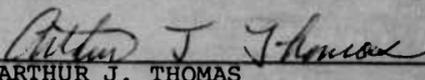
The total amount of authorized stock of the Corporation is five thousand (5,000) shares of common stock of no par value.

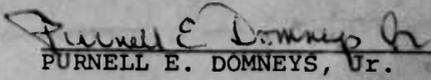
ARTICLE VIII: DURATION

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed this 5th day of June, 1985 and severally acknowledge the same to be our act.


DAVID HARTLOVE, III.


ARTHUR J. THOMAS


PURNELL E. DOMNEYS, Jr.

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003818

BOOK 170 PAGE 346

(02)

CERTIFIED
COPY MADE

Stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:23 MO. DAY YEAR
6-6-85

20	MANUS TAX
20	RECORDING FEE
11	1CC5P
51	<i>igs</i>

O.J. Shuck
1358 Cape St. Claire Rd.
Annapolis, Md 21401

1985 JUN -6 A 11:23

0000 0243

CLERKS NOTATION
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AVAILABLE

BOOK **170** PAGE **347**
ARTICLES OF INCORPORATION
OF
ELITE SECURITY SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 06, 1985 AT 11:23 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 FOLIO **003812** OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1935758

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

G. B. Arundel



A 178195

BOOK 170 PAGE 348

FLORA DESIGNS, INC.

001129

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Charles C. Blanton whose post office address is 32 Kellington Drive, Pasadena, Maryland 21211 and Linda A. Blanton whose post office address is 32 Kellington Drive, Pasadena, Maryland 21211, each 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

FLORA DESIGNS, INC.

THIRD: 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 operate a retail and wholesale florist business.
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 transactions 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 THIRD shall not, unless otherwise specified herein, be in any wise 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 corporation

RECEIVED FOR RECORD
CIRCUIT COURT, L.A. COUNTY
1985 OCT 23 PM 2:29
E. AUBREY COLLISON
CLERK

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BOOK 170 PAGE 349

001130

shall be authorized to exercise and enjoy all powers, rights, franchises, and privileges, granted to or conferred upon 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.

✓
FOURTH: The post office address of the place at which the principal office of the corporation in this State shall be located is at 7339 Furnace Branch Road, Glen Burnie, Maryland 21061. The resident agent of the corporation is Linda A. Blanton whose post office address is 32 Kellington Drive, Pasadena, Maryland 21122. Said resident 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 (1,000) shares of the par value of One Hundred Dollars (\$100.00) a share Common stock and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00.)

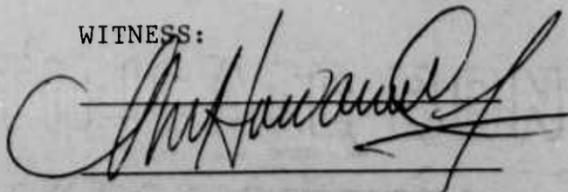
SIXTH: The corporation shall have two directors and Charles C. Blanton and Linda A. Blanton shall act as such until the first annual meeting or until their successors are duly chosen and qualified; provided, however that the stockholders of said corporation shall have the power to increase the number of directors to not more than fifteen (15) by amendment to the By-Laws.

SEVENTH: 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, and securities convertible into 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 such limitations or restrictions, if any, as may be set forth in the By-Laws of the corporation.

EIGHTH: The duration of the corporation shall be perpetual.

In Witness Whereof, we have signed these Articles of Incorporation this 29th day of MAY, 1985 and acknowledge the same to be our act.

WITNESS:



Charles C. Blanton
Charles C. Blanton
Linda A. Blanton
Linda A. Blanton

0000 0244

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BOOK 170 PAGE 350

02

CERTIFIED
COPY MADE

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:20 MO. DAY YEAR 5-31-85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER ICC 2P
48	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> [Signature]

1985 MAY 31 A 10:20

DDS Services, Inc
8118 Solley Rd
Pasadena, Md 21122

0000 02X7

CLERKS NOTATION
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BOOK **170** PAGE **351**

ARTICLES OF INCORPORATION
OF
FLORA DESIGNS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 31, 1985 AT 10:20 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER **2723**, FOLIO **001128** OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1934934

ANNE ARUNDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

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

Raf B. Arundel



A 178156

CLERKS NOTATION
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BOOK 170 PAGE 352

000209

**ALL SAFETY COMPANY
A MARYLAND CLOSE CORPORATION
ARTICLES OF INCORPORATION**

FIRST: I, Deneen L. Lins, whose post office address is 1 Birwood Court, Pasadena, Maryland 21122, 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 ALL SAFETY COMPANY.

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 marketing and distribution of industrial safety equipment and supplies and to engage in all related lawful activities incident to the sale, leasing and financing of industrial supplies, and to engage in any lawful purposes 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.

FIFTH: The post office address of the principal office of the Corporation in this State is: 8467 Garden Road, Pasadena, Maryland 21122.

The name and post office address of the Resident Agent of the Corporation in this State is Lee Espegren, 8467 Garden Road, Pasadena, Maryland 21122.

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 Thousand (1000) shares

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1965 OCT 23 PM 2:30

E. AUBREY COLLISON
CLERK

51618208

0000 0244

CLERKS NOTICE
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AVAILABLE

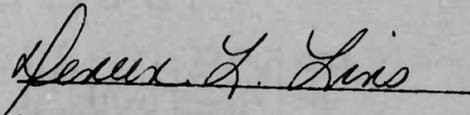
BOOK 170 PAGE 353

000210

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 Lee Espegren.

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


DENEEN L. LINS

LAW OFFICES
LESSANS & TATE
7419 BALTIMORE
ANNAPOLIS BOULEVARD
POST OFFICE BOX 1330
GLEN BURNIE, MO 21061
(301) 780-8000

CLERKS NOTATION
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AVAILABLE

000211

BOOK 170 PAGE 354

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02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:21 MO. DAY YEAR 6/10/85

(52)

20	BONUS TAX
30	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER 1-CC 2
48	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> A

att

Lesons + Tate

Bob 1330

Al Bunnie, Tel 21016 -
21061 - 3592

0000 8621

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 355

ARTICLES OF INCORPORATION
OF
ALL SAFETY COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 10, 1985 AT 10:21 O'CLOCK^A M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 3 2724, FOLIO 000208 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1937150

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Robinson



A-178410

CLERKS NOTATION
BEST COPY
AVAILABLE

TIMBERLINE BUILDERS, INC.
Articles of Incorporation

000182

BOOK 170 PAGE 356

FIRST: The undersigned Thomas D. Keith whose post office address is 993 Summer Hill Dr, Gambrills, Maryland 21054 and Tammie L. Ragan whose post office address is 934 Autumnwood Dr, Gambrills, Maryland 21054, respectively, each 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 hereinafter called the Corporation is Timberline Builders, Inc.

THIRD: The purpose for which the Corporation is formed as follows: To design and build decks, homes and home improvements.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 993 Summer Hill Dr, Gambrills, Maryland 21054. The name and post office address of the resident agent of the Corporation in Maryland is Thomas D. Keith, c/o Timberline Builders Inc. 993 Summer Hill Dr, Gambrills, Maryland 21054. 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 5,000 shares without par value, all of one class. The class of stock is common.

1986 JUN -3 A 10:19
✓
✓

51548543

RECEIVED FOR RECORD
COURT CLERK, A.A. COUNTY

1965 OCT 23 PM 2:30

E. AUBREY COLLISON
CLERK

0000 0323

000183

BOOK 170 PAGE 357

SIX: The number of directors of the Corporation shall be three, which may be increased or decreased pursuant to the by-laws of the Corporation, and so long as there are less than three stockholders, the number of directors may be 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 Thomas D. Keith, Tammie L. Ragan and Benjamin H. Keith III.

SEVENTH: The duration of the Corporation shall be perpetual

IN WITNESS WHEREOF, we have signed these Articles of Incorporation and severally acknowledged the same to be our act on.

Witness:

Maria M. Gorman

Thomas D. Keith
Thomas D. Keith

Mary Louise Ragan

Tammie L. Ragan
Tammie L. Ragan

Subscribed and sworn to before me, in my presence,
this 31st day of May 1955, a Notary Public

in and for the State of Maryland
Maria M. Gorman
Notary Public
My commission expires July 1, 1956

0000 0324

CLERKS NOTATION
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AVAILABLE

BOOK 171 PAGE 353

000184

02 IB

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:19 MO. 6 DAY 3 YEAR 85

(52)

20	BONDS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/> A
	APPROVED BY

stt

Thomas Keith
993 Summer Hill Dr
Gambrell, Ill 21054

0000 03/85

CLERKS NOTATION
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BOOK 170 PAGE 359
ARTICLES OF INCORPORATION
OF
TIMBERLINE BUILDERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 03, 1985 AT 10:19 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 2724 , FO 000181 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1936996

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Quinn



A 178405

SONEX, INC., A CLOSE CORPORATION
ARTICLES OF INCORPORATION
STATE OF MARYLAND

FIRST:

THE UNDERSIGNED Saul Steven Kushner, whose Post Office Address is 1279 Thompson Avenue, Severn, Maryland 21144, 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 SONEX, INC., which is hereinafter called the Corporation.

THIRD:

THE PURPOSES FOR WHICH THIS CORPORATION IS FORMED ARE AS FOLLOWS: (a) To buy, sell, hold, lease, develop or improve real property including residential, commercial, industrial or any other type of real property both within and without the United States.

To manufacture, purchase, or otherwise acquire, invest in, own, mortgage, pledge, sell, assign, and transfer, or otherwise dispose of, trade, deal in and with goods, wares, merchandise, personal property and real property of every class and description.

To acquire and pay for in cash, stock or bonds of the Corporation or otherwise, the goodwill, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic, government, or colony or dependency thereof.

To borrow or raise monies for any of the purposes of the Corporation and, from time to time, without limit as to amount, to draw, raise, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures or other negotiable and non-negotiable instruments and evidence of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage or upon pledge, conveyance or assignment in trust of the whole or any part of the property of the Corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the Corporation for its corporate purposes.

1985 OCT 23 PM 2:30

E. AUBREY COLLISON
CLERK

51568221

0000 0000

To loan to any person, firm or corporation any of its surplus funds, either with or without security.

To purchase, hold, sell, and transfer the shares of its own capital stock, provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

To have one or more offices, to carry on all or any of its operations and business without restriction or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description 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 states, districts, territories, colonies, or countries.

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.

(b) To engage in any business related or unrelated to those described in paragraph (a) of this Article III and from time to time authorized or approved by the Board of Directors of this Corporation.

(c) To do business anywhere in the world;

(d) To act as principal, agent, partner or joint venturer in any transaction; The previous purpose clause shall not be limited by reference to or inference from one another, but each such purpose clause shall be construed as separate conferring independent purposes and powers upon the Corporation.

✓
FOURTH:

THE POST OFFICE ADDRESS OF THE principle office of the Corporation in Maryland is 1279 Thompson Avenue, Severn, Maryland 21144. The name and post office address of the Resident Agent of the Corporation in Maryland is Saul Steven Kushner, 1279 Thompson Avenue, Severn, Maryland 21144. The said Resident Agent is a citizen of Maryland.

BOOK 170 PAGE 362

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, \$1 par value.

SIXTH:

THE NUMBERS 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 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 is duly chosen and qualified is:

NAME	Saul Steven Kushner
ADDRESS	1279 Thompson Avenue Severn, Maryland 21144

SEVENTH;

The directors of the Corporation shall have the power, if the By-Laws so provide, to hold their meetings wither within or without the state; and the Corporation may have one or more offices in addition to the principal office in Maryland.

EIGHTH:

The Board of Directors is expressly authorized to make, alter, amend, and repeal the By-Laws of the Corporation to the extent permitted by law; to fix the times for the declaration and payment of dividends; to fix and vary the amount to be reserved as working capital; to authorize and cause to be executed mortgages and loans upon all property owned by the Corporation or any part thereof. The Board of Directors may revoke at any time any officer elected or appointed by the Board of Directors, but only by the affirmative vote of the majority of the whole Directors. Any other employee of the Corporation may be removed at any time by a vote of the Board of Directors. Any removal of any person made hereunder shall be subject to any contractual right of any such person.

NINTH:

The Corporation reserves the right to amend, alter, change or repeal any provision herein contained in these Articles or Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted and subject to this reservation.

CLERKS NOTATION
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000102

BOOK 170 PAGE 363

TENTH:

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.

ELEVENTH:

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 or any class, whether now or hereafter authorized.
2. The Board of Directors may classify or re-classify 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 time and prices of redemption of, and the conversion rights of, such shares.

TWELFTH:

THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation the 22nd day of April, 1985.

WITNESS:

Sandra Bush

Saul Steven Kushner
Saul Steven Kushner
Incorporator

STATE OF MARYLAND

COUNTY OF ANNE ARUNDEL

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on the 22nd day of April, 1985.

WITNESS:

Sandra Bush

Saul Steven Kushner
Saul Steven Kushner
Incorporator

CLERKS NOTATION
BEST COPY
AVAILABLE

000103

BOOK 170 PAGE 364

(02) I.B.

(52)

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:13 MO. 6 DAY 5 YEAR 85

20	FOCUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

Saul Kushner
1279 Thompson Av
Severn Md 21144

1986 JUN -5 P 10:12

0000 0011

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 365

ARTICLES OF INCORPORATION
OF
SONEX, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 05, 1985 AT 10:13 O'CLOCK^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724 FOLIO 000098 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1936640

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Quinn



A 178390

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 366

000057

ARTICLES OF INCORPORATION

OF

SEEN CONTRACTING CORPORATION A CLOSE CORPORATION

FIRST: I, James P. Seen, whose post office address is 123-B Revell Highway, Annapolis, Maryland, 21401 being at least eighteen years of age, am hereby forming a corporation under and by virtue of the State of Maryland.

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

SEEN CONTRACTING CORPORATION A CLOSE CORPORATION

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 contracting, consulting, construction, and all other phases of the building trades business.;
- (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 equipments;
- (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 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

REC-111-5 P 11:09

HILLMAN BROWN & DARROW
Attorneys at Law
Post Office Box 698
Annapolis, Maryland 21404-0698
(301) 263-3131
(301) 269-5555
(301) 858-5500

4544
85-0486

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

51558206

1985 OCT 23 PM 2:30

E. AUBREY COLLISON
CLERK

0000 0313

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 367

000058

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 123-B Revell Highway, Annapolis, Maryland, 21401. The name and post office address of the Resident Agent of the Corporation are James P. Seen, 123-B Revell Highway, Annapolis, Maryland, 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 shares (5,000) of capital stock without par value.

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

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

JAMES P. SEEN

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, 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.

for such consideration as the said Board of Directors may deem advisable, subject to such limitations and restriction, if any, as may be set forth in the By-Laws of the Corporation.

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 claims, 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 in the circumstances.

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

TENTH: The duration of this Corporation shall be perpetual.

CLERKS NOTATION
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BOOK 170 PAGE 369

000060

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

WITNESS:

David J. Miller

James P. Seen
James P. Seen

0000 0016

CLERK'S STATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 370

000061

(02)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

(52)

TIME 11:09 MO. DAY YEAR 6-5-85

State

20	PONDS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
10	OTHER <i>CCCP</i>
50	TOTAL CASH <input checked="" type="checkbox"/> CHECK <input type="checkbox"/>

James Leen
123-B Revell Highway
Annapolis Md 21401

0000 0011

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 Page 371

ARTICLES OF INCORPORATION
OF
SEEN CONTRACTING CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 05, 1985 AT 11:09 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724 FOLIO 5 000056 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1936574

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

G. B. Quinn



A 178383

CLERKS NOTATION
BEST COPY
AVAILABLE

000034

BOOK 170 PAGE 372

ARTICLES OF INCORPORATION
OF
PASADENA GENERAL CONTRACTORS INC.
A Close Corporation

FIRST: The undersigned, **HERBERT A. THALER, JR.** whose post office address is 343 North Charles Street, Baltimore, Maryland 21201, being at least eighteen years of age, does hereby form a corporation under and by virtue of the general laws of the State of Maryland.

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

PASADENA GENERAL CONTRACTORS, 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:

a) To engage generally in the general contracting and construction business in the State of Maryland and elsewhere and in all business incidental or in anyway connected therewith and in any other lawful purpose and/or business.

b) To purchase, own, hold, lease, convey, mortgage, pledge, transfer or otherwise acquire or dispose of lands, tenements, hereditaments, building, structures and all other property, both real and personal, of every class and description, or any interest therein, necessary or desirable for the purpose of carrying on the aforesaid businesses or objects, or any of them.

HERBERT A. THALER, JR.
ATTORNEY AT LAW
43 NORTH CHARLES STREET
BALTIMORE, MARYLAND 21201
(301) 539-6664

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1985 OCT 23 PM 2:30
E. AUBREY COLLISON
CLERK

51578343

0000 0319

CLERKS NOTATION
BEST COPY
AVAILABLE

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BOOK 170 PAGE 373

c) 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 therefor property, cash, bonds, stocks or any 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 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, pledge, discount or otherwise dispose of such notes, bonds, 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, copyrights, privileges, inventions, improvements, formulas, processes, trade-marks and trade-names relating to or useful in connection with any business carried on by the corporation.

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, co-partnership or individual carrying on in whole or in part any of the aforesaid businesses or any other business that this corporation may be authorized to carry on, and to undertake, guarantee, assume and pay for any such property, rights,

HERBERT A. THALER, JR.
ATTORNEY AT LAW
30 NORTH CHARLES STREET
BALTIMORE, MARYLAND 21201
(301) 339-6664

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CLERKS NOTATION
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BOOK 170 PAGE 374

business, contracts, good will, franchises or assets by the issuance, in accordance with the laws of Maryland, of stocks, bonds or other securities of this corporation or otherwise.

g) To subscribe or otherwise contract for purchase or otherwise acquire, own, hold, sell or otherwise dispose of any stock, 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 country, and to exercise all rights and powers of ownership thereof, including the right to vote and to make contracts (including contract 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 any of whose stock or securities it shall have any 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 its aforesaid businesses, or any of them, or any part of them, or the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property, business 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 conjunction with any person, firm, association, partnership or corporation.

j) The foregoing objects or purposes shall, except when otherwise expressed, be in no wise 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

HERBERT A. THALER, JR.
ATTORNEY AT LAW
343 NORTH CHARLES STREET
BALTIMORE, MARYLAND 21201
(301) 539-6664

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CLERKS NOTATION
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AVAILABLE

000037

BOOK 170 PAGE 375

incorporation, or any amendment thereto, and shall each be regarded as independent and construed as powers as well as objects and purposes.

k) It is distinctly understood that the above powers 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 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.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 8178 Forest Glen Drive, Pasadena, Maryland 21122. The name of the resident agent of the Corporation in Maryland is **HERBERT A. THALER, JR.**, 343 North Charles Street, Baltimore, Maryland 21201. The 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 FIVE THOUSAND (5,000) shares without par value.

SEVENTH: After the completion of the organization 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 director, whose name is **J. GUY HARDESTY**.

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

a) The stockholders of the corporation are hereby empowered to authorize the issuance, from time to time,

HERBERT A. THALER, JR.
ATTORNEY AT LAW
343 NORTH CHARLES STREET
BALTIMORE, MARYLAND 21201
(301) 539-0864

CLERKS NOTATION
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BOOK 170 PAGE 376

000038

of stock, for such considerations as said stockholders may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the corporation.

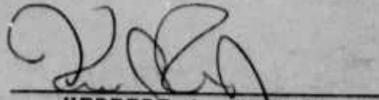
b) No contract or other transaction between this corporation and any other corporation and no act of this corporation shall in anywise be affected or invalidated by the fact that any of the officers of this corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation.

c) The stockholders 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 the dividends and paid to the stockholders, subject, however, to the provisions of the charter; to direct and determine the use and disposition of any of such surplus or net profits. The stockholders may, in their discretion, use and apply any of such surplus of net profits in purchasing or acquiring any of the shares of stock of the corporation or other evidence of indebtedness to such extent and in such manner and upon such lawful terms as the stockholders shall deem expedient.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on the 20 day of June, 1985.

WITNESS:



HERBERT A. THALER, JR. (SEAL)

- 5 -

HERBERT A. THALER, JR.
ATTORNEY AT LAW
341 NORTH CHARLES STREET
BALTIMORE, MARYLAND 21201
(301) 519-6664

0000 0323

CLERKS NOTATION
BEST COPY
AVAILABLE

000039

BOOK 170 PAGE 377

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
1:38		6	1985
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
11	OTHER 1-CC 5		
51	TOTAL		
	CASH	<input type="checkbox"/>	APPROVED BY
	CHECK	<input checked="" type="checkbox"/>	A

52

etl

Herbert Thaler

343 N. Charles St.

Balt. Md 21201

1905 JUN - 6 P 44

0000 0324

CLERKS NOTATION
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BOOK 170 Page 378

ARTICLES OF INCORPORATION
OF
PASADENA GENERAL CONTRACTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 06, 1985 AT 01:38 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2724 , F000033 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1936541

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL.

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

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

R. B. Robinson



A 178380

CLERKS NOTATION
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953:082:06/05/85(2#):FK 2

BOOK 170 PAGE 379

002584

ARTICLES OF INCORPORATION
OF
DAIKIM, INC.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, John J. Ghingher, III, whose address is 100 South Charles Street, Baltimore, Maryland 21201, 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:

DAIKIM, INC.

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

(a) To own and operate a Chinese restaurant.

(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 reference to any particular purpose, object or business to exclude any other purpose, object or business authorized or permitted by law.

FOURTH: The address of the principal office of the Corporation in this State is Daikim, Southgate Shopping Center, 332 Hospital Drive, Glen Burnie, Maryland 21061.

FIFTH: The Resident Agent of the Corporation is Daikim Loo, whose address is c/o Daikim, Southgate Shopping Center, 332 Hospital Drive, Glen Burnie, Maryland 21061. Said Resident Agent 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 hundred thousand (100,000) shares, \$1.00 par value, all of one class. The aggregate par value of all authorized shares having a par value is One Hundred Thousand Dollars (\$100,000.00).

WEINBERG AND GREEN
BALTIMORE, MD. 21201

1985 OCT 23 PM 2:30

E. AUBREY COLLISON
CLERK

51588197

0000 0026

SEVENTH: The Corporation shall have a Board of one (1) Director. The number of Directors may be increased or decreased in accordance with the Bylaws of the Corporation but shall never be less than the minimum number required by the provisions of the Corporations and Associations Article of the Annotated Code of Maryland. The name of the Director who shall serve as such until the first annual meeting of the Stockholders and until his successor is duly elected and qualifies is:

Daikim Loo

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 Bylaws 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 the powers of the Corporation except such as are by law or this Charter or the Bylaws 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:

(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 into 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 Bylaws of the Corporation;

(2) By articles supplementary to this Charter, to classify or reclassify any unissued stock from time to time by setting or changing the preferences,

CLERKS NOTICE
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953:082:06/05/85:FK42

002586

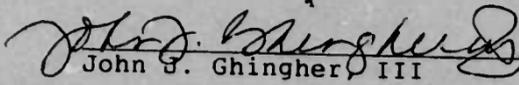
BOOK 170 PAGE 381

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: The Corporation shall indemnify any person against reasonable expenses to the extent that he has been successful, on the merits or otherwise, 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 or any other entity at the request of the Corporation, in any capacity, while an officer or Director of the Corporation. Except as the Bylaws may otherwise provide, no other indemnification shall be provided for any officer or Director or for any employee or agent of the Corporation or of any predecessor of the Corporation or any other entity.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act on this 7th day of JUNE, 1985.


John S. Ghingher, III

WEINBERG AND GREEN
BALTIMORE, MD. 21201

0000 0328

CLERKS NOTATION
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AVAILABLE

BOOK 170 Page 382

002587

02 IB

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
10:50		6/7	85
20			
20			
13	2-CC		6
53	TOTAL		

APPROVED BY
A

att

Winberg - Green
100 S. Charles St.
Baltimore, Md 21201

1985 JUN - 7 A 10:50

0000 0629

CLERKS NOTATION
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BOOK 170 PAGE 383
ARTICLES OF INCORPORATION
OF
DAIKIM, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 07, 1985 AT 10:50 O'CLOCK^A M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

4

RECORDED IN LIBER 2723, FOLIO 002583 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1936079

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

G. B. Quinn



A 178333

CLERKS POSITION
BEST COPY
AVAILABLE

002569

BOOK 170 PAGE 384

ARTICLES OF INCORPORATION

FIRST: The undersigned, John Harlee, Jr., whose post office address is 1050 Connecticut Avenue, N.W., Washington, D.C. 20036, being at least eighteen (18) years of age, does hereby form a corporation under the General Corporation Law of the State of Maryland.

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

Ward Marine, Inc.

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

1. To engage in the charter brokerage business as broker, agent or principal and on commission or otherwise; to acquire boats, vessels and watercraft of all kinds, and any equipment or real estate necessary for the proper conduct of such charter brokerage business.

2. The Corporation is further authorized to have and exercise any and all powers or privileges now or hereafter conferred by the General Corporation Law of the State of Maryland or under any Act amendatory thereof or supplemental thereto or in substitution therefor.

FOURTH: The post office address of the principal office of the Corporation in Maryland is:

1125 Cumberstone Road
Harwood, Maryland 20776

FIFTH: The name and post office address of the resident agent of the Corporation in Maryland is:

Harry J. Smith, Jr.
1125 Cumberstone Road
Harwood, Maryland 20776

Said resident agent is an individual actually residing in the State of Maryland.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:30

E. AUBREY COLLISON
CLERK

51548239

0000 0071

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002570

BOOK 170 PAGE 385

- 2 -

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one hundred (100) shares of one class of common stock with a par value of One Dollar (\$1.00) per share.

SEVENTH: The number of directors of the Corporation shall be one (1), which number may be increased pursuant to the Bylaws of the Corporation, the General Corporation Law of the State of Maryland and the name of the director who shall act until the first annual meeting of the stockholders or until his successor(s) are elected and qualified is:

Harry J. Smith, Jr.

EIGHTH: Provisions limiting or denying to stockholders the preemptive right to acquire additional shares of capital stock of the Corporation are as follows: No holder of capital stock shall be entitled as a matter of right to subscribe for or purchase any part of any new or additional issue of capital stock of any class, whether now or hereafter authorized or whether issued for money, for a consideration other than money, or by way of dividend.

NINTH: The provisions for the regulation of the internal affairs of the Corporation are to be stated in the Bylaws of the Corporation, as the same may be amended from time to time.

I have signed these Articles of Incorporation on May 31, 1985, acknowledging them to be my act and that the matters and facts set forth herein are true in all material respects.

John Harlee, Jr.

0000 0072

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BOOK 170 PAGE 386

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02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
10:58		6/3/85	
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
11	OTHER 2-CC 4		
51	TOTAL		
	CASH	APPROVED BY	
	CHECK	A	

(52)

att

1995 JUN -3 A 10:58

Arat, Fox et al
1050 Conn. Ave N.W.
Wash., D.C. 20036-5339

0000 0077

CLERKS NOTATION
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BOOK 170 PAGE 387

ARTICLES OF INCORPORATION
OF
WARD MARINE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 03, 1985 AT 10:58 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3
RECORDED IN LIBER 2723, FOLIO 002568 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1936046

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Quinn



A 178330

CLERKS NOTICE
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AVAILABLE

002563

BOOK 170 PAGE 388

ROGGE VETERINARY HOSPITAL, P.C.
ARTICLES OF INCORPORATION

1986 JUN - 6
A
D

FIRST: I, ROBERT W. WARFIELD, whose post office address is 4th Evergreen Road, Severna Park, Maryland 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, including the Professional Service Corporations Subtitle of the Corporations and Associations Article of the Maryland Annotated Code, as amended.

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

ROGGE VETERINARY HOSPITAL, P.C.

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

- (1) To engage in the business of veterinary medicine; 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 Maryland Annotated Code, and as limited by the Professional Service Corporations Subtitle of said Corporations and Associations Article, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 542 Old Annapolis Road, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is Carl E. Rogge, 542 Old Annapolis Road, 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 5,000 shares of Common Stock, without par value.

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than one. The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Carl E. Rogge

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:30

51578215

E. AUBREY COLLISON
CLERK

0000 0335

CLERKS DEPARTMENT
BEST COPY
AVAILABLE

BOOK 170 PAGE 389

002564

SEVENTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class nor or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

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

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class 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 time 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.

3. With respect to:

- (a) the amendment of the Charter of the Corporation;
- (b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;
- (c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

CLERKS NOTATION
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BOOK 170 PAGE 390

(d) the issuance of shares of stock of any class nor or hereafter authorized, or any securities exchangeable for, or convertible into such shares, or warrant or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares;

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

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

(g) the voluntary or involuntary liquidation, dissolution, or winding-up of the Corporation;

such action shall be effective and valid only if taken or approved by the stockholders by an affirmative vote of all the votes entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article EIGHTH, Section 3.

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

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

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer

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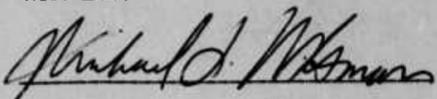
002566

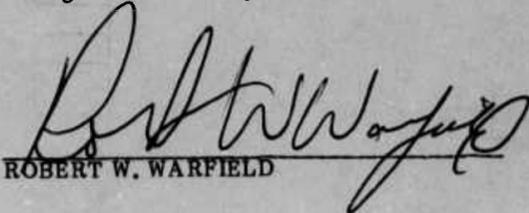
BOOK 170 PAGE 391

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 4th day of June, 1985, and I acknowledge same to be my act.

WITNESS:




ROBERT W. WARFIELD

CLERKS NOTATION
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AVAILABLE

002567

BOOK 170 PAGE 392

02 INB

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:01 MO. DAY YEAR 6-6-85

(52)

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
10	OTHER ICC-4
50	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>pcm</i>

STR-06

Robert Warfield

4 Evergreen Rd.

Severna Park, Md 21146-3897

0000 0039

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 393

ARTICLES OF INCORPORATION
OF
ROGGE VETERINARY HOSPITAL, P.C.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 06, 1985 AT 10:01 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2723, FOLIO 002562 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1936038

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Arundel



A 178329

CLERKS NOTATION
BEST COPY
AVAILABLE

002531

BOOK 170 Page 394

1985 JUN -3 A 10:55

WARMAX CONSTRUCTION COMPANY, INC.
ARTICLES OF INCORPORATION

FIRST: I, Alan W. Bernstein, whose post office address is 79 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 WARMAX CONSTRUCTION COMPANY, INC.

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

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

- (1) To engage in commercial and residential construction.
- (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 1323 Cape St. Claire Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Alan W. Bernstein, 79 West Street, 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 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 Warren Holland.

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

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CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:30

E. AUBREY COLLISON
CLERK

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AVAILABLE

BOOK 170 PAGE 395

002532

-2-

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 Articles of Incorporation this 29th day of May, 1985, and I acknowledge the same to be my act.



Alan W. Bernstein

0000 0342

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AVAILABLE

002533

BOOK 170 PAGE 396

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
10:35	6	3	85
20	LOCAL TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH	<input type="checkbox"/>	APPROVED BY
	TOTAL CHECK	<input checked="" type="checkbox"/>	A

(52)

alt

Bernstein + Feldman

PO Box 591

Annapolis, Md 21404-0591

0000 0343

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 397

ARTICLES OF INCORPORATION
OF
WARMAX CONSTRUCTION COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 03, 1985 AT 10:35 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 3 2723, FOLIO 002530 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1935980

TO THE CLERK OF THE CIRCUIT 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.

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

Paul B. Adams



A 178324

CLERKS NOTATION
BEST COPY
AVAILABLE

002526

BOOK 170 PAGE 398

ARTICLES OF INCORPORATION

OF

SOUTH HARBOR RESTAURANT CORPORATION

FIRST: I, M. Willson Offutt, IV, whose post office address is 80 West Street, Annapolis, Maryland 21401, 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:

SOUTH HARBOR RESTAURANT CORPORATION

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

1. To engage in the business of operating a restaurant facility; and
2. 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; and
3. To do anything permitted by the Corporations and Associations Article (Section 2-103) of the Maryland Code, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 1711 South Harbor Lane, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is David Novak, 1711 South Harbor Lane, Annapolis, Maryland 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 one thousand (1,000) shares, all of one class, of the par value of One Dollar (\$1.00) each and of the aggregate par value of One Thousand Dollars (\$1,000.00).

SIXTH: The number of directors of the Corporation shall be three (3) or the minimum number permitted by the Corporations and Associations Article, whichever number is lower. The names of the directors who shall act until the first annual meeting of the stockholders of the Corporation and until their successors are duly chosen and qualified are David Novak, Cynthia L. Novak and John F. Shay.

SEVENTH: 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 thereof:

1985 JUN -3 A 10-11

RECEIVED FOR RECORD
CLERK COURT, A.A. COUNTY

1985 OCT 23 PM 2:30

51508509 LISON
CLERK

1985 JUN -3 A 10-11

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CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 399

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, convertible securities, whether now or hereafter authorized, for such consideration as may be deemed advisable by the Board of Directors and without any action by the stockholders.

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

3. The Corporation elects to be treated as a "Small Business Corporation" as defined in Section 1244 of the Internal Revenue Code of 1954 and the 1978 Revenue Act, as the same may be amended from time to time.

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

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.

5. With respect to: (1) the amendment of the Charter of the Corporation; (2) the consolidation of the Corporation with one or more other corporations to form a new consolidated corporation; (3) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation; (4) the sale, lease, exchange or transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises; and (5) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the Corporation the stock of which is to be acquired; (6) the voluntary liquidation, dissolution, or winding-up of the Corporation, notwithstanding any

CLERKS NOTATION
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002528

BOOK 170 PAGE 400

provision of law requiring any action to be taken or authorized by the affirmative vote of two-thirds (2/3) of the votes entitled to be cast thereon, such action shall be effective and valid if taken or authorized by a majority of the votes entitled to be cast thereon.

EIGHTH: The holders of common shares shall have pre-emptive rights to purchase any shares of the Corporation hereafter issued 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 have perpetual existence.

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

WITNESS:

John M. Estebell

M. Willson Offutt, IV (SEAL)
M. Willson Offutt, IV
Incorporator

MWO--4

ALL STATE BOND
DOCUMENT

0000 0347

ARTICLES OF INCORPORATION

SOUTH HARBOR RESTAURANT CORPORATION

002529

CLERKS NOTATION
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BOOK 170 PAGE 401

Return to:
M. Willson Offutt, IV
P.O. Box 868
Annapolis, Maryland 21404

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10/16 MD. 6/3/85 YEAR

20	LOUIS TAX	
20	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
	OTHER	
40	TOTAL CHECK	<input checked="" type="checkbox"/> CASH <input type="checkbox"/> APPROVED BY

edt

52

CLERKS NOTATION
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BOOK 170 PAGE 402

ARTICLES OF INCORPORATION
OF
SOUTH HARBOR RESTAURANT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULINE 03, 1985 AT 10:06 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 4 2723, FOLIO 002525, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1935972

TO THE CLERK OF THE CIRCUIT 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.

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

Gal B. Robinson



A 178323

BOOK 170 PAGE 403

000851

ARTICLES OF INCORPORATION
OF
LAPSOMPHOP CORPORATION

FIRST: I, MICHAEL G. WAGNER, whose post office address is 1754 East Joppa Road, Baltimore, Maryland 21234, 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 LAPSOMPHOP CORPORATION.

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

1. To engage in the dispensing of food, operating as a restaurant, and generally to purchase or otherwise acquire restaurants, and to own, lease, rent or sell such business or businesses.

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 685 Old Mill Road, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in this State are: MICHAEL G. WAGNER, 1754 East Joppa Road, Baltimore, Maryland 21234. 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 Hundred Thousand (100,000) shares of common stock, with a par value of One Dollar (\$1.00).

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, 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: SUTHIPOL LAPSOMPHOP and WONGDUEAN MC CULLOUGH.

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:

1985 OCT 23 PM 2:30

Page 1 of 2

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E. AUBREY COLLISON
CLERK

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000852

BOOK 170 PAGE 404

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 to 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 10th day of June, 1985, and I acknowledge the same to be my act.

WITNESS:

Speldie R. Davis

Michael M. [Signature]

CLERKS NOTATION
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AVAILABLE

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21108

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BOOK 170 PAGE 405

(02) LB

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:43 MO. 6 DAY. 11 YEAR 85

(52)

20	BONUS TAX
80	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>gs</i>

Stroh

*Michael Wagner
1754 E. Joppa Rd
Belt, Md 21234*

1985 JUN 11 A 9:43

0000 0362

CLERK'S NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 406

ARTICLES OF INCORPORATION
OF
LAPSOMPHOP CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 11, 1985 AT 09:43 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 3 2724, FOLIO 000850, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1938489

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Arundel



A 178495

CLERKS NOTATION
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BOOK 170 PAGE 407

000777

ROOSTER WOODCRAFTS, INC.

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

ARTICLES OF INCORPORATION

* * * * *

ARTICLE ONE: Incorporators.

The undersigned, George T. Lawson, whose post office address is Post Office Box 3365, Annapolis Yacht Basin, Compromise Street, Annapolis, Maryland 21404, being at least eighteen years of age, herewith forms a close corporation under the general laws of the State of Maryland pursuant to Corporation and Associations, Section 4-201 of the Annotated Code of Maryland.

ARTICLE TWO: Name.

1. The name of the corporation is Rooster Woodcrafts Inc. *AB*

ARTICLE THREE: Purpose:

1. To design, assemble, manufacture, craft, display, sell and market a range of products including, but not limited to, cabinets, shelving, and counter tops for residential and commercial application, and

2. To purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal

CIRCUIT COURT, S.A. COUNTY

1985 OCT 23 PM 2:30

E. AUBREY COLLISON
CLERK

51628101

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BOOK 170 PAGE 408

000778

property or equipment of every kind, for the furtherance of the corporation, and

3. To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interest of this corporation, and to do all things specified in and to have and to emphasize all powers conferred by the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations, and in any part of the world, and

4. To acquire by purchase, lease or otherwise; to own, use and operate, lands, buildings, equipment, appliances, warehouses, stores, merchandise and other property within and without the State of Maryland, which may be useful to accomplish any of the purposes or carry on any business of the corporation, and

5. To borrow money for any of the purposes of this corporation and to issue notes and other obligations therefor, and to secure the same, pledge or mortgage of the whole or any part of the property of this corporation, both real or personal, and

6. 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, businesses or rights, and

7. To maintain margin accounts and make short sales of all kinds and descriptions, and

8. To acquire good will, trade name, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation engaged in a similar business, and to pay for same in cash and stock of this Corporation or otherwise, and

9. To acquire by subscription, purchase, exchange, or to otherwise acquire and hold for investment or otherwise to sell, use, dispose, pledge, mortgage or hypothecate any bonds, stocks or other obligations of any corporation while the owner thereof, to exercise all of the rights, powers and privileges of ownership thereof, to borrow money and issue notes and bonds as authorized by the laws of this state, and to execute mortgages, deeds of trust, or other forms of contracts and securities for same and guaranteeing the payment thereof.

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 to restrict the generality of any other purpose, object or business mentioned or

BOOK 170 PAGE 410

000780

to limit or restrict any of the powers of the corporation, and said corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon the corporation.

ARTICLE FOUR: Principal Office and Resident Agent.

The post office address of the principal office of the Corporation is Building B, Suite 131, Gibraltar Street, Annapolis, Maryland 21401. The name of the Resident Agent of the Corporation in this state is Richard F. Mayer, P.O. Box 1747, 166 West Street, Annapolis, Maryland 21404. Said Resident Agent is a citizen actually residing in this state.

ARTICLE FIVE: Authorized Shares:

The total number of shares of capital stock which the Corporation has authority to issue is Six Hundred (600) shares of common stock, without par value.

ARTICLE SIX: Directors:

The number of Directors of the corporation shall be one (1) which number may be increased pursuant to the By-Laws of the corporation, but shall never be less than the number permitted by Section 4-301 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 their successors are duly chosen and qualified is:

George T. Lawson

ARTICLE SEVEN: Issuance of Shares.

The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of not more than Six Hundred (600) shares fully paid and non-assessable

BOOK 170 PAGE 411

000781

shares of no par value of the common stock of the corporation for such consideration as may be fixed by the Board of Directors. Any and all such shares shall be deemed fully paid stock and not liable for any further call or assessment thereon, and the holders of such shares shall not be liable for further payment thereon.

ARTICLE EIGHT: Indemnification.

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

1. The Corporation shall indemnify any director, officer or shareholder 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 any action by or in the right of the Corporation) by reason of the fact that he is or was such director, officer, shareholder, employee or agent of the Corporation, or is or was serving at the request of the corporation as a director, officer, shareholder, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney 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 interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe this

conduct was unlawful.

BOOK 170 PAGE 412

000782

2) The Corporation shall indemnify any director, shareholder or officer of the Corporation who was or is a party or is threatened to be made a party of 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 director, officer, shareholder, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, shareholder, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney fees) actually or 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 which such court shall deem proper.

3. To the extent that a director, shareholder or officer 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 EIGHTH or in defense of any claim, issue or matter therein, he shall be indemnified against expense (including attorney 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 EIGHT.

4) Any indemnification under Paragraph 1) or 2) of this ARTICLE EIGHTH (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 director, shareholder or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in Paragraph 1) or 2) of this ARTICLE EIGHT. Such determination shall be made: a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding; b) if such a quorum is not obtainable, or, even if obtainable, if such quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive; or, c) by a majority vote of shareholders who were not parties to such action, suit or proceeding or, if all shareholders were parties to such action, suit or proceeding, then by majority vote of all shareholders.

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

BOOK 170 PAGE 414

000784

proceeding as authorized by the Board of Directors or shareholders in the specific case upon receipt of an undertaking by or on behalf of the director, shareholder or 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 directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation or shareholders.

7) Any indemnification pursuant to this ARTICLE EIGHT 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 a director, officer or shareholder and shall inure to the benefit of the heirs and personal representatives of such person.

IN WITNESS WHEREOF, I have signed these ARTICLES OF INCORPORATION this 11 day of 6/11/85, 1985 and acknowledge the same to be my act. June

Bob Cranham
Witness

George T. Lawson
GEORGE T. LAWSON

CLERKS NOTATION
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000785

BOOK 170 PAGE 415

08 2B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:30 MO. 6 DAY 11 YEAR 85

30	BONUS TAX
26	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
46	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

APPROVED BY *PCM*

stk

(52)

Rooster Woodcrafts, Inc.
P.O. Box 4069
Annapolis, Md 21403

1985 JUN 11 A 9:30

8888 8888

CLERK'S NOTATION
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AVAILABLE

BOOK 170 PAGE 416

ARTICLES OF INCORPORATION
OF
ROOSTER WOODCRAFTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 11, 1985 AT 09:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FOLIO 000776 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 26 SPECIAL FEE PAID: \$ _____

D1938364

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

R. B. Quinn



A 178483

CLERKS NOTATION
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000634

BOOK 170 PAGE 417

M. L. M. Travel World, Inc.
A CLOSE CORPORATION UNDER TITLE 4

ARTICLES OF INCORPORATION

1985 APR 30
4:10 PM

FIRST: The undersigned Evelyn Mae Glass whose post office address is 11717A Reisterstown Road, Baltimore, Maryland 21136 being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is M. L. M. TRAVEL WORLD, INC.

THIRD: The corporation shall be a close corporation as authorized by Title 4.

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

A. To engage in the business of a travel agent. To consult concerning travel arrangements and to book such trips.

B. And to do everything necessary, proper, advisable, or convenient for the accomplishment of the foregoing purpose, and to do all things incidental to them or connected with them that are not forbidden by law or by these Articles of Incorporation.

C. To purchase, transfer, sell convey, acquire, own, operate, exchange, lease, improve, develop, mortgage, manage, and otherwise deal in interests in personal and real property of any nature or kind.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 53 McKinsey Road, Severna Park, Maryland, 21146. The name and post office address of the resident agent of the Corporation in Maryland is Margaret L. McClean, 201 St. Andrews Road, Severna Park, Maryland, 21146. ✓

SIXTH: The total number of shares of stock which the Corporation has authority to issue is 5,000 shares of the par value of \$20.00 a share, all of one class, and having an aggregate par value of \$100,000.

SEVENTH: 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 director, whose name is Margaret L. McLean. ✓

RECEIVED FOR RECORD
CIRCUIT COURT D.A. COUNTY

1985 OCT 23 PM 2:30

Page 1

E. AUBREY COLLISON
CLERK

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CLERKS NOTATION
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000635

BOOK 170 PAGE 418

(2)
Articles of Incorporation
M. L. M. Travel World, Inc.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation
on 4-29-85, and severally acknowledge the same to be my
act.

Evelyn Mae Glass

Evelyn Mae Glass

0000 0354

CLERKS NOTATION
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BOOK 170 PAGE 419

000636

02 L.B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	9:53	MO.	6	DAY	5	YEAR	85
	20	TOWNS TAX					
	20	RECORDING FEE					
		LIMITED PARTNERSHIP FEE					
		OTHER					
	40	TOTAL	CASH <input type="checkbox"/>	CHECK <input checked="" type="checkbox"/>	APPROVED BY	A	

(52)

out

Evelyn Glass
~~8 Stonehedge Cir.~~
~~Balt. Md 21208~~
11717A Restrotom Rd
Restrotom, Md 21136

JUN - 5 P 9:51

0000 0000

CLERKS NOTATION
BEST COPY
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BOOK 170 PAGE 420

ARTICLES OF INCORPORATION
OF
M. L. M. TRAVEL WORLD, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 05, 1985 AT 09:53 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2724, FOLIO 000638 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D1938133

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL.

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

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

Gal B. Arundel



A 178460

CLERKS NOTATION
BEST COPY
AVAILABLE

000627

BOOK 170 PAGE 421

ARTICLES OF INCORPORATION
OF

OLD BAY DRYWALL CONTRACTORS, INCORPORATED

(A CLOSE CORPORATION)

FIRST: THAT I, the undersigned JUDITH L. SAIN, whose post office address is 7839 Outing Avenue, Pasadena, Maryland 21122 in the County of Anne Arundel being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of Corporations, hereby declare myself as incorporator with the intention of forming a corporation by the execution and filing of these Articles.

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

OLD BAY DRYWALL CONTRACTORS, INCORPORATED

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

(1) To carry on the general business of painting, varnishing, shellacking, enameling, staining, oiling, priming, and otherwise coloring, tinting, papering, decorating, weatherproofing, or coating, outside or inside surfaces of buildings, water craft, vehicles, machinery and other structures, articles, and things of all kinds for which such treatment may be suitable. To manufacture, mix, compound, buy sell, and deal in paints, wallpapers, varnishes, shellacs, enamels, waxes, stains, colors, pigments, dyes, turpentines, dryers, japans, leads, zincs, bildings, gold leaf, oils, whiting, putty, crack and crevice fillers, oakum, calking, sandpaper, glues, pastes, steel wool, brushes, scrapers, blow-pipes, ladders, scaffolds, ropes, tackle, sawhorses, buck-horses, and all other materials, supplies, machinery, tools, apparatus, and equipment suitable for the use of painters, decorators, paperhangers and drywall installation.

(2) To manufacture, produce, prepare, compound, import, export, buy, sell, handle, distribute, and generally trade and deal in and with, at wholesale and retail, paints, paint pigments, varnishes, lacquers, oils, colors, stains, enamels, veneers, polishes, graphite, lead, and other minerals and ores

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:30

E. AUBREY COLLISON
CLERK

51558

0000 0358

CLERKS NOTATION
BEST COPY
AVAILABLE

000628

BOOK 170 PAGE 422

of all kinds, cement, mixtures, compounds, waterproofing, fireproofing, and chemical compounds and products of all kinds, painters' supplies and equipment of every kind and description, and similar articles, substances and products of every kind and character, for any and all purposes; and to purchase and acquire licenses or other rights in respect to, and to sell and generally deal in and with same.

(3) To the extent permitted by law, to lend to any person, firm or corporation any of its uninvested funds, either with or without security.

(4) To purchase or otherwise acquire, hold, sell and transfer the shares of its own capital stock, provided it shall not use its funds or property for the purchase or acquisition of its own shares of capital stock when such use would cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

(5) To have and exercise all the powers conferred by the laws of Maryland upon corporations formed under the General Corporation Law of the State of Maryland, and to do any and all of the things hereinbefore set forth to the same extent as natural persons might or could do.

(6) To undertake, contract for or carry on any business incidental to or in aid of, or convenient or advantageous in the pursuance of, any of the objects or purposes of the Corporation.

FOURTH: The post office address of the principal office of this Corporation in this State is 7839 Outing Avenue, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is Judith L. Sain, 7839 Outing Avenue, Pasadena, Maryland 21122. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares all of which are to be without par value. Shares without par value may be issued for such consideration as may from time to time be fixed by the shareholders or by the Board of Directors under authorization of the shareholders. In the absence of fraud, the judgment of

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BOOK 170 PAGE 423

the shareholders or of the Board of Directors as to the value of the consideration received for such shares shall be conclusive.

SIXTH: The Corporation shall have one (1) Director, and Judith L. Sain shall act as such until the first annual meeting and her successor is duly chosen and qualifies.

SEVENTH: The Corporation shall indemnify and hold harmless each of its directors and officers or his or her estate against any and all expenses and liabilities as permitted by Section 2-418 of the Corporations and Associations Article of the Maryland Annotated Code, including attorney's fees, actually and necessarily incurred by him or her in connection with the defense of any action, suit or proceeding, civil, criminal, or administrative, in which he or she is made a party by reason of his or her being or having been a director or officer of the Corporation (whether or not a director or officer at the time such expenses and liabilities are imposed or incurred by him or her), except in relation to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for willful misconduct, negligence of duties or criminal acts in the performance of his or her duties as such director or officer. In the event of settlement of such action, suit or proceeding without adjudication, indemnity shall include reimbursement of amounts paid in settlement and expenses actually and necessarily incurred, including attorney's fees, by such director or officer in connection therewith, but such indemnification shall be provided only if the corporation is advised by its counsel that in his or her opinion (1) such settlement is for the best interests of the Corporation, (2) that in his or her opinion, the director or officer of the Corporation to be indemnified has not been guilty of willful misconduct, neglect of duties or criminal acts in respect of any matter covered by such settlement. Such right of indemnification shall not be deemed exclusive of any other right, or rights, to which he or she may be entitled under any By-Laws, agreement, vote of stockholders or otherwise. Such indemnification shall extend to any officer or employee of the Corporation who in the performance of his or her duties as such is serving or has served as a director or officer of another corporation in which this corporation owns shares of capital stock or of which it is a creditor.

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BOOK 170 PAGE 424

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

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stocks, with or without par value, of any class, for such consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations.

(2) 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 corporations, and directors individually or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or officer of such other corporation or 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.

(3) Nonholders of stock of the Corporation, of whatever class, shall not have any preferential right of subscription to any shares of any class of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix, 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.

(4) The Board of Directors shall have power, subject to any limitations or restrictions imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter from time to time before issuance of such

CLERKS NOTATION
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BOOK 170 PAGE 425

shares, to 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.

(5) 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.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 22 day of May, 1985.

Annisa Stewart WITNESS Judith L. Sain (SEAL)
JUDITH L. SAIN

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 22 day of May, 1985, before me, the subscriber, a Notary Public in and for the State of Maryland, County aforesaid, personally appeared JUDITH L. SAIN, and she acknowledged the foregoing Articles of Incorporation to be her act.

As Witness my Hand and Notarial Seal the day and year first above written.

JOANN SAIN
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires 11-1-86
My commission expires:

Joann Sain
Notary Public

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BOOK 170 PAGE 426

02 2.B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

9:19 TIME ~~9:46~~ MO. DAY YEAR 6/4/85

(52)

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> A

att

Judith Sain
7839 Outing Ave
Pasadena, Cal 91122



1985 MAY 24 A 9 46

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BOOK 170 PAGE 427

ARTICLES OF INCORPORATION
OF
OLD BAY DRYWALL CONTRACTORS, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 04, 1985 AT 09:19 O'CLOCK^A M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2724, FOLIO 000626 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1938125

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Quinn



A 178459

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BOOK 170 PAGE 428

ANNAPOLIS HEAD INJURY SUPPORT GROUP, INC.

1985 JUN - 6 P. 9-11-85

ARTICLES OF INCORPORATION

FIRST: I, Alva Retta Trahan, whose post office address is 13531 Forest Drive, Mitchellville, Maryland, 20716, being at least eighteen (18) years of age, am hereby forming a corporation under by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which hereinafter is called the "Corporation") is ANNAPOLIS HEAD INJURY SUPPORT GROUP, INC.

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

(a) The Corporation is organized exclusively for educational and charitable purposes, including, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically: to receive and administer funds for such charitable and educational purposes, all for the public welfare, and for no other purposes, and to that end to take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY

1985 OCT 23 PM 2:31

E. AUBREY COLLISON
CLERK

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BOOK 170 PAGE 429

organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article NINTH of these Articles of Incorporation, or as in the opinion of the Board of Directors may jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterward amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or those purposes hereinafter set forth; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for scientific, educational, and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

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

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

To promote the welfare of individuals under intellectual or behavioral disability, or both, resulting from physical injury to the head; to formulate and contribute to programs dealing with the prevention and treatment of head injuries; to formulate and contribute to programs dealing with rehabilitation and long-term care of individuals suffering the consequences of head injury; to provide information concerning care of individuals who are disabled due to head injury to persons responsible for their care, including without limitation, information relating to the rights of handicapped persons and lists of facilities for their

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BOOK 170 PAGE 430

care; to serve as a clearing house for the gathering and dissemination of information relating to head injury and victims of head injury; to provide emotional support to those persons responsible for the care of head-injured persons; to develop new facilities and aid existing facilities for permanent or transitional living environments for head-injured persons; to support recreational and social activities for head-injured persons; to encourage and to participate with other organizations in carrying out the goals of aiding persons with head injuries, both in general and in specific circumstances where adequate financial resources are not otherwise available; and to engage in other related charitable, educational and scientific purposes (including, without limitation: (1) Fostering efforts to prevent head injuries and to provide immediate treatment for the head injured; (2) Promoting the general welfare of individuals suffering physical, intellectual, and/or behavioral disabilities by reason of head injury; (3) Promoting public understanding of problems of the head injured; (4) Providing educational and emotional aid to the head injured, their families, and their supporters; (5) Assisting area families in obtaining medical, rehabilitative, educational and psychological care for the head injured; (6) Assisting in procuring benefits for the head injured and their families through public education and public agencies; (7) Advocating and fostering research in the treatment of the head injured and their families; (8) Promoting the development of programs and facilities, including transitional and independent living programs, to assist the rehabilitated head injured in re-entering full participation in community life; (9) Supporting vocational training programs and job placement services for the rehabilitated head injured; and (10) Assisting in the search for financial support for head-injured individuals).

✓
FOURTH: The post office address of the principal office of the Corporation in this State is 2008 Generals Highway, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Alva Retta Trahan, 13531 Forest Drive, Mitchellville, Maryland 20716. Said Resident Agent is an individual actually residing in this State.

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

SIXTH: (a) The Corporation shall be managed under the direction and control of the Board of Directors. The number of initial Directors shall be six (6) which number may be increased or decreased in accordance with the by-laws of the Corporation, but shall never be less than three (3).

(b) All active Members of the Corporation shall be eligible to become Directors of the Corporation; provided, to the extent

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BOOK 170 PAGE 431

practicable, not more than forty-five percentum (45%) of the Directors in office at any one time shall be professionals actively engaged in the provision of rehabilitative services to head injured persons; and the remaining Directors shall be head injured persons or members of their families or other persons who are not head injury rehabilitation professionals (as hereinbefore described).

(c) The Board of Directors shall be divided into three classes, equal in number insofar as may be practicable. With the exception of the initial terms hereinafter set forth, the terms of office for all Directors-at-large shall be three (3) years or until their respective successors are elected at the annual meeting and qualified in accordance with the by-laws of the Corporation. The names of the initial Directors of Class I who shall serve until July 1986, or until their respective successors are elected at the first annual meeting and qualified, are: Eileen Gittons. The names of the initial Directors of Class II who shall serve until July 1987, or until their respective successors are elected at the second annual meeting and qualified, are: Marilyn McClure. The names of the initial Directors of Class III who shall serve until July 1988 or until their respective successors are elected and qualified at the third annual meeting, are William E. O'Donnell, Barbara Darr, Jane Cook, and Alva Retta Trahan.

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

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

NINTH: In these Articles of Incorporation,

(a) References to "charitable organizations" or "charitable organization" means corporations, trusts, funds, foundations, or community chests created or organized in the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting, to influence

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BOOK 170 PAGE 432

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legislation and which do not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article NINTH shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended.

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

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

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

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

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

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

ELEVENTH: Amendments to these Articles of Incorporation shall be proposed by the affirmative vote of a majority of the entire Board of Directors. Amendments shall be approved by the affirmative vote of two-thirds (2/3) of the Active Members entitled to vote thereon who are present at the meeting duly called for such purpose; provided, no Amendment of these Articles shall be approved except upon the affirmative vote (in person or by proxy) of at least ten percent (10%) of the entire Active Membership.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this *1st* day of *June*, 1985, and I acknowledge the same to be my act.

WITNESS

John A. Charney

Alva Retta Trahan (SEAL)
ALVA RETTA TRAHAN

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BOOK 170 PAGE 433

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Non-Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:52 MO. DAY YEAR 6-6-85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>gws</i>

Alva Retta Traham
13531 Forest Dr.
Mitchellville, Md 20716

0000 0340

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BOOK 170 PAGE 434

ARTICLES OF INCORPORATION
OF
ANNAPOLIS HEAD INJURY SUPPORT GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 06, 1985 AT 09:52 O'CLOCK^A M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FOLIO 000400 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1937531

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

G. B. Johnson



A 178433

BROWN & MOORE, INC.

A Maryland Close Corporation
Organized Pursuant to Title Four
of the Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: We, RUSSELL W. BROWN, and TIMOTHY H. MOORE whose Post Office address is 2151 Defense Highway, Suite C. Crofton Maryland, 21114, 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 BROWN & MOORE, 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:

(a) To carry on the business of developing land, building residences and/or other buildings, including but not limited to purchasing, selling and/or encumbering land, whether improved or unimproved, and generally engaging in the construction and real estate business.

(b) To do anything permitted by Section 2-103 of the Corporation & Associations Article of the Annotated Code of Maryland, as amended from time to time, including but not limited to, having perpetual existence.

FIFTH: The Post Office address of the principal office of the Corporation in this State is 2151 Defense Highway, Suite C, Crofton Maryland, 21114. The name and Post Office address of the Resident Agent of the Corporation in this State is Russell W. Brown, 2151 Defense Highway, Suite C, Crofton Maryland, 21114. 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.

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1985 OCT 23 PM 2:31

E. AUBREY COLLISON
CLERK

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BOOK 170 PAGE 436

CLERKS NOTATION
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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 Russell W. Brown and Timothy H. Moore.

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 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 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 holders of all of the stock outstanding and issued and entitled to vote, shall have the power and authority to amend, alter or repeal this Charter or any provision thereof.

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BOOK 170 PAGE 437

TENTH: The holders of all of the stock outstanding and issued and entitled to vote thereon, shall have the power and authority to approve and effect the following extraordinary corporate acts: consolidation, merger, share exchange or transfer assets.

IN WITNESS WHEREOF WE have signed these Articles of Incorporation this 5 day of June, 1985 and WE acknowledge the same to be our act.

WITNESS:

Marjorie Lynn Nelson

Russell W. Brown
RUSSELL W. BROWN

Marjorie Lynn Nelson

Timothy H. Moore
TIMOTHY H. MOORE

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BOOK 170 PAGE 438

(02)

L.B.

1985 JUN -7 A 9:21

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:21 MO. DAY YEAR 6-7-85

Stock

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>gib</i>

Russell Brown
2151 Weyense Highway #C
Crofton Md 21114

0000 0325

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 439

ARTICLES OF INCORPORATION
OF
BROWN & MOORE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 07, 1985 AT 09:21 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 4

RECORDED IN LIBER 2724, FOLIO 000395 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1937523

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Quinn



A 178432

000358

BORN 170 PAGE 440

**GPR INTERNATIONAL, INC.
A CLOSE CORPORATION UNDER TITLE 4
ARTICLES OF INCORPORATION**

FIRST: The undersigned, Gary P. Rowley, whose post office address is 1306 Eva Gude Drive, Crownsville, Maryland 21032, 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: GPR International, Inc.

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

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

(1) to engage in the business of purchasing, financing, selling, holding, managing, and otherwise dealing in capital equipment and other personal property, and to enter into all manner of contracts, agreements, leases, notes, mortgages, letters of credit or other similar instruments in connection with the purchase, sale, lease, design, import and export of any inventory or stock of the business;

(2) any other lawful purposes; and

(3) to exercise all the powers conferred by law upon corporations under the general laws of the State of Maryland.

RECEIVED FOR RECORD
CIRCUIT COURT, S.S. COUNTY

1985 OCT 23 PM 2:31

E. AUBREY COLLISON
CLERK

51610003

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CLERKS NOTATION
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BOOK 170 PAGE 441
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FIFTH: The post office address of the principal office of the Corporation in Maryland is 1306 Eva Gude Drive, Crownsville, Maryland 21032. The name and post office address of the resident agent of the Corporation in Maryland is Gary P. Rowley at the same address. ✓

SIXTH: The Corporation has authority to issue 100 shares of stock, par value of \$10.00 per share, all of one class, and having an aggregate par value of \$1,000.00. ✓

SEVENTH: The Corporation shall have a Board of Directors consisting of Gary P. Rowley.

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

(A) The Corporation shall have the power to receive or exercise rights of ownership or possession in shares or obligations in individuals, associations, partnerships, corporations, or government.

(B) The Corporation shall have the power to hold tangible and intangible property rights,

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BOOK 170 PAGE 442

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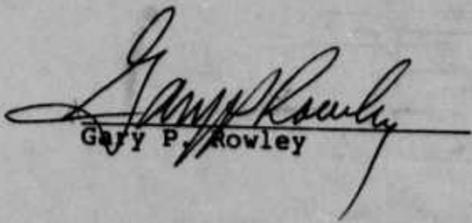
including copyright and other intellectual property rights.

(C) Amendment of the Corporation's by-laws shall require approval by at least two-thirds of the voting shares.

(D) For a period of four (4) years from the date of its formation, the Corporation shall not have the power, in any capacity whatsoever, to engage in the blueprinting or reprographics business in Northern Virginia, Washington, D.C. or Maryland.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on June 6, 1985, and acknowledge the same to be my act.


Gary P. Rowley

0000 0389

CLERKS NOTATION
BEST COPY
AVAILABLE

000000

STATE DEPT OF ASSESSMENTS AND TAXATION

000361

BOOK 170 PAGE 443

02 LB

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
2:15		6/6/85	
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL	CASH <input checked="" type="checkbox"/>	APPROVED BY
		CHECK <input type="checkbox"/>	A

(52)

stt

Gary Rowley
1306 Eva Gude Dr.
Crownsville, Md 21032

1985 JUN -6 P 2:15

0000 0340

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 444

ARTICLES OF INCORPORATION
OF
GPR INTERNATIONAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 06, 1985 AT 02:15 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FOL 000357, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1937457

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

R. B. Quinn



A 178425

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 445

000341

985, INC.

ARTICLES OF INCORPORATION

WJS
FIRST: I, J. B. Stevens, Jr., whose post office address is 7 Willow 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

985, INC.

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

(1) To own, lease, manage, operate, and conduct taverns, restaurants, cafes, and bars and to carry on, conduct, and manage any and all business and activities, incident to and forming a part of such business; generally, to do any and all things, and to perform any and all acts, incident to the business hereinbefore stated, including the right to purchase, acquire, hold, and dispose of the stocks, bonds, and other evidences of indebtedness of any corporation, domestic or foreign, and to issue in exchange therefor its stocks, bonds, or other obligations.

To buy, sell, and deal in, as wholesalers, retailers, jobbers, or otherwise, food stuffs, wines, liquors, and commodities of every kind needed in and about the construction, maintenance, and operation of restaurants, cafes, and bars and for any purpose whatsoever; and generally to do and perform everything necessary for the aforesaid purposes; and to engage in any other lawful purpose and business.

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY

1985 OCT 23 PM 2:31

E. AUBREY COLLISON
CLERK

51578067

0000 0342

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 446

000342

(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 985 Bay Ridge Avenue, Annapolis, Maryland, 21403. The name and post office address of the Resident Agent of the Corporation in this State are J. B. Stevens, Jr., 7 Willow Street, Annapolis, Maryland, 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 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 successors are duly chosen and qualified is:

J. B. STEVENS, JR.

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

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

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

(3) 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.

(4) 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 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.

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 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.

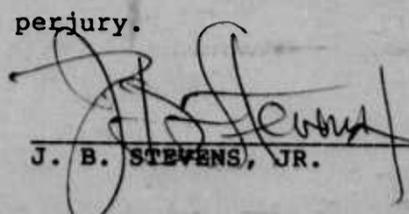
(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may

BOOK 170 PAGE 449

000345

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 of 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, the undersigned has executed these Articles of Incorporation this 5th day of June, 1985, and acknowledged the same to be his act, and that, to the best of his knowledge, information, and belief, all matters and facts stated herein are true in all material respects, and that this statement is made under the penalties of perjury.



J. B. STEVENS, JR.

CLERKS NOTATION
BEST COPY
AVAILABLE

000346

BOOK 170 PAGE 450

(02) L.B.

(52)

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:44 MO. DAY YEAR
6-6-85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY CHECK <input checked="" type="checkbox"/>

J.B. Stevens
7 Willow St.
Annapolis Md 21401

0000 0347

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 451

ARTICLES OF INCORPORATION
OF
985, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 06, 1985 AT 09:44 O'CLOCK A M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FOLIO 000340 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1937424

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL.

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

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

[Signature]



A-178422

E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 452

000256

ARTICLES OF INCORPORATION
OF

J.M.S. Construction, Ltd.

FIRST: I, Robert Allen Sapero, whose post office address is 211 Francis Scott Key Highway, Baltimore, Maryland 21230, 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 "J.M.S. Construction, Ltd."

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

(1) To sell, service and install heating, ventilating and air-conditioning equipment and supplies, to contract as a general contractor and as a subcontractor in new commercial, industrial and residential construction, to contract as a general contractor and as a subcontractor in renovation and rehabilitation construction work, and to engage in any other lawful purpose and/or business.

(2) To do anything permitted by Md. Corps. & Assoc. Code Ann. Sec. 2-103, as amended from time to time.

FOURTH: The post office address of the Corporation in this State is 907 Geis Circle, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is John C. Kozenski, 907 Geis Circle, 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 (5,000) shares of common stock, without par value.

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

(1) If there is no stock outstanding, the number of directors may be less than three but no 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:

0000 0349

1985 OCT 23 PM 2:31
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 453.

000257

John C. Kozenski

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

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

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

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

EIGHTH: (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 corporate representative of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 31st day of May, 1985 and I acknowledge the same to be my act.

WITNESS:

[Handwritten signature]

[Handwritten signature]
ROBERT ALLEN SARGO
211 Francis Scott Key Highway
Baltimore, Maryland 21230
(301) 685-4797

0000 0420

CLERKS NOTATION
BEST COPY
AVAILABLE

000258

BOOK 170 PAGE 454

Lib. *82*

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR

<i>10:01</i>		<i>6</i>	<i>6</i>	<i>85</i>
<i>20</i>	BONUS TAX			
<i>20</i>	RECORDING FEE			
	LIMITED PARTNERSHIP FEE			
	OTHER			
<i>40</i>	TOTAL			
	CASH <input type="checkbox"/>			
	CHECK <input checked="" type="checkbox"/>			

STR

(52)

2 docs

Sapero + Sapero
211 Francis Scott Key Hwy
Balto, Md 21230

0000 0401

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 455

ARTICLES OF INCORPORATION
OF
J.M.S. CONSTRUCTION, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 06, 1985 AT 10:01 O'CLOCK^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FO 000255 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1937341

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

G. B. Robinson



A 178418

BOOK 170 PAGE 456

000252

ARTICLES OF INCORPORATION

OF

A & B Satellite TV, Inc.

1966 JUN 8 - 4:10 PM

FIRST: I, Robert Allen Sapero, whose post office address is 211 Francis Scott Key Highway, Baltimore, Maryland 21230, 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 "A & B Satellite TV, Inc."

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

(1) To sell, service and install satellite television, video, film and electronic equipment and supplies and to engage in any other lawful purpose and/or business.

(2) To do anything permitted by Md. Corps. & Assoc. Code Ann. Sec. 2-103, as amended from time to time.

FOURTH: The post office address of the Corporation in this State is 124 Maryland Route Three South, Route 3 Center, Bay 2, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in this State is Barry L. Buckwalter, P. O. Box 51, Millersville, Maryland 21108. Said Resident Agent is an individual actually residing in this State.

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

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

(1) If there is no stock outstanding, the number of directors may be less than three but no 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:

Barry L. Buckwalter
Christopher J. Astor
Joan A. Buckwalter

RECEIVED FOR RECORD
CLERK OF COURT, BALTIMORE COUNTY
1965 OCT 23 PM 2:31
E. AUBREY COLLISON
CLERK

51578202

0000 0423

000253

BOOK 170 PAGE 457

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

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

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

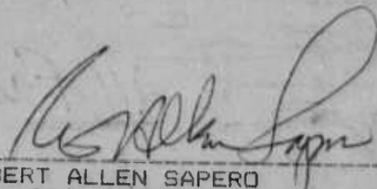
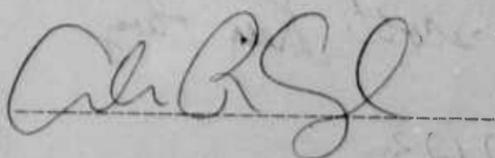
The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by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

EIGHTH: (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 corporate representative of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 31st day of May, 1985 and I acknowledge the same to be my act.

WITNESS:



ROBERT ALLEN SAPERO
211 Francis Scott Key Highway
Baltimore, Maryland 21230
(301) 685-4797

CLERKS NOTATION
BEST COPY
AVAILABLE

000254

BOOK 170 PAGE 458

VB 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
10:01	6	6	85
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL	CASH <input type="checkbox"/>	CHECK <input checked="" type="checkbox"/>
		APPROVED BY <i>PCM</i>	

2doc (52)

AKK

Sapero & Sapero
211 Francis Scott Key Hwy
Balto, Md 21230

0000 0425

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 459

ARTICLES OF INCORPORATION
OF
A & B SATELLITE TV, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 06, 1985 AT 10:01 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724 , FO 000251 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

01937333

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Raf B. Robinson



A 178417

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 460

003296

TSF, INC.

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

1985
JUN - 6
P 9:49

ARTICLES OF INCORPORATION

FIRST: I, Thomas S. Fazekas, whose post office address is 200 Main 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 hereinafter called the "Corporation") is TSF, 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 operate a restaurant and all related services;
 - (2). To operate a catering service and all related operations;
- and
- (3). To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;
 - (4). 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 futherance, 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, or to limit or restrict the generality of any other purpose, object or business, or to limit or restrict

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:31

E. AUBREY COLLISON
CLERK

51578079

0000 0407

CLERKS ROOM
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AVAILABLE

BOOK 170 PAGE 461

003297

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.

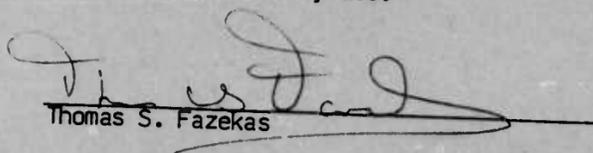
FIFTH: The post office address of the principal office of the Corporation in this State is 200 Main Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Thomas S. Fazekas, 200 Main Street, Annapolis, Maryland 21401. The Resident 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 Thomas S. Fazekas.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 31st day of May, 1985, and I acknowledge the same to be my act.

Witness


Thomas S. Fazekas

3165A

0000 0428

CLERKS NOTATION
BEST COPY
AVAILABLE

003298

BOOK 170 PAGE 462

U.B. 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:49 NO. DAY YEAR 6/6/85

(52)

20	BONUS TAX
30	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/> A
	APPROVED BY

ett

Michaelson + Simmons
PO Box 11
Annapolis, Md 21404-0011

0000 0409

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 463
ARTICLES OF INCORPORATION
OF
TSF, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND
JUNE 06, 1985 AT 09:49 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FOLIO 003295 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1939305

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

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



A 178655

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 464

003227

INDEPENDENT ALLIGATOR PRODUCTION COMPANY
ARTICLES OF INCORPORATION

FIRST: I, James F. Patton, whose post office address is, 106 Old County Road, Severna Park, Maryland 21146, 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 (hereafter referred to as the "Corporation") is Independent Alligator Production Company.

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

(1) To engage in production of musical records and promotion of musical ensembles; and to engage in any other lawful purpose and business.

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

FOURTH: The post office address of the Corporation in this State is 106 Old County Road, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is James F. Patton, 106 Old County Road, Severna Park, Maryland 21146.

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

SIXTH: The number of directors of the Corporation shall be three (3). The names of the directors who shall act until the

RECEIVED FOR RECORD
COURT, A.A. COUNTY

1965 OCT 23 PM 2:31

E. AUBREY COLLISON
CLERK

51588225



0000 0411

first annual meeting or until their successors are duly chosen and qualified are: Steven Schwarz, James F. Patton, Frank Mirenzi.

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

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

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

(3) 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 references 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.

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003229

EIGHTH: Except as may otherwise be provided herein or by the Board of Directors of the Corporation, no holder of any shares of 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 representatives other than a present or former director or officer, the Corporation may indemnify such corporate representatives 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

CLERK'S OFFICE
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BOOK 170 PAGE 467

003230

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 all the vote 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 1 day of June, 1985, and I acknowledge the same to be my act.

WITNESS:

Sherry Brooks Patton
Witness

James F. Patton
James F. Patton

0000 0414

CLERKS NOTATION
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003231

BOOK 170 PAGE 468

L.B 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR

10:02 6/7/85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> A

(52)

stt

David Semison
124 South St.
Annapolis, Md 21401

0000 04/15

CLERKS NOTATION
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BOOK 170 PAGE 469

ARTICLES OF INCORPORATION
OF
INDEPENDENT ALLIGATOR PRODUCTION COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 07, 1985 AT 10:02 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2724 FOLIO 003226 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 20 SPECIAL FEE PAID: \$ _____
D1939198

ANNE ARUNDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

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

G. B. Quinn



A 178644

CLERKS NOTATION
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003178

BOOK 170 PAGE 470

B & K ENTERPRISES, INC.

ARTICLES OF INCORPORATION

FIRST: I, Kathleen B. Roop, whose post office address is 972 Placid Court, 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 hereinafter called the Corporation) is B & K Enterprises, Inc.

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

- (1) To engage in the sale of merchandise to retailers and wholesalers.
- (2) To act as a selling agent for manufacturers, wholesalers, and other principals.
- (3) To provide retail services for manufacturers, wholesalers, and other principals.
- (4) To provide secretarial services to the general public.
- (5) To rent or lease real estate.
- (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.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 972 Placid Court, Arnold, Maryland 21012. The name and post office address of the resident agent of the Corporation in Maryland are Kathleen B. Roop, 972 Placid Court, Arnold, Maryland 21012.

FIFTH: 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.

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CIRCUIT COURT, S.A. COUNTY

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E. AUBREY COLLISON
CLERK

0000 0417

SIXTH: 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, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are:

William H. Roop

Kathleen B. Roop

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 share 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 share 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 term 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 170 PAGE 472

003180

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EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 7th day of June, 1985, and severally acknowledge the same to be my act.

WITNESS:

LLR

Kathleen B. Roop
Kathleen B. Roop

CLERKS NOTATION
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003181

BOOK 170 PAGE 473

02 LB

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
1:01	6	2	85
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH	<input type="checkbox"/>	APPROVED BY
	CHECK	<input checked="" type="checkbox"/>	A

(52)

att

Kathleen Roop
972 Grand Ct.
Arnold, Md 21012

1985 JUN - 7 P 1:01

0000 0020

CLERKS NOTATION
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BOOK 170 PAGE 474

ARTICLES OF INCORPORATION
OF
B & K ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JUNE 07, 1985 01:01 P.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. H

RECORDED IN LIBER 2724, FOLIO 003179 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1939081

ANNE ARLINDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

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

G. B. Arlin



A 178633

CLERKS NOTATION
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BOOK 170 PAGE 475

003111

A CLOSE CORPORATION
ARTICLES OF INCORPORATION
OF
SUMMER HOOPS BASKETBALL CAMP, INC.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, Jacob B. Davis, whose post office address is P. O. Box 849, 7439 Baltimore-Annapolis Boulevard, Glen Burnie, Maryland 21061-0849, 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 (hereinafter the "Corporation") is:

"SUMMER HOOPS BASKETBALL CAMP, 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 conduct one or more basketball and other athletic training camps and clinics.

(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.

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CIRCUIT COURT, D.A. COUNTY

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E. AUBREY COLLISON
CLERK

0000 0422

BOOK 170 PAGE 476

003112

FIFTH: The post office address of the principal office of the Corporation in this State is 449 Kingwood Road, Linthicum, Maryland 21090. The Resident Agent of the Corporation is Artheme St. Martin, whose post office address is 449 Kingwood Road, Linthicum, Maryland 21090. Said Resident Agent is a citizen of the State of Maryland and actually resides therein. ✓

SIXTH: The Corporation shall have one (1) Director, Artheme St. Martin, 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 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 is so interested, such fact shall be disclosed or shall have been known to the stockholders or a majority thereof. Any stockholder 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 meeting of the stockholders of the Corporation which shall authorize any such

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003113

BOOK 170 PAGE 477

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: 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 3rd day of June, 1985.

J. B. D.
JACOB B. DAVIS

0000 0424

CLERKS NOTATION
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BOOK 170 PAGE 478

003114

02
L.B.

CERTIFIED
COPY MADE

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

(52)

TIME	11:03	MO.	DAY	YEAR
		6	5	85
30	BONUS TAX			
22	RECORDING FEE			
	LIMITED PARTNERSHIP FEE			
9	OTHER 1-0			3
49	TOTAL			
	CASH	<input type="checkbox"/>	APPROVED BY	
	CHECK	<input checked="" type="checkbox"/>	A	

att

Lechowicz, Loney & Davis
PO Box 849
Glen Burnie, Md 21061-0849

0000 0849

CLERKS NOTATION
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BOOK 170 PAGE 479
ARTICLES OF INCORPORATION
OF
SUMMER HOOPS BASKETBALL CAMP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 05, 1985 AT 11:03 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 4

RECORDED IN LIBER 2724, FOLIO 003110 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D1938976

ANNE ARUNDEL COUNTY
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

Paul B. Robinson



A 178622

Law Off
Herbert
7525 Gr
Greenbe
(301) 44

BOOK 170 PAGE 480

003103

SHARMA, Inc.
A Maryland Closed Corporation under Title 4 of Corporation
and Associations of Annotated Code of Maryland

ARTICLES OF INCORPORATION

ARTICLE ONE: INCORPORATORS:

The undersigned, Pramod K. Sharma, 1829 Jay Bird Court, Severn, Maryland 21144, and Shashi B. Sharma, 1829 Jay Bird Court, Severn, Maryland 21144 ; being at least eighteen (18) years of age or older, do hereby form a corporation under the general laws of the State of Maryland.

ARTICLE TWO: NAME:

The name of the corporation (which is hereinafter called the Corporation) is SHARMA, Inc.

ARTICLE THREE: AUTHORIZATION:

The Corporation shall be a closed corporation as authorized by Title 4 of the General Corporation Law of Maryland.

ARTICLE FOUR: PURPOSES:

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

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

To introduce, erect, operate, conduct, manage, maintain, and carry on a restaurant, cafe, and cabaret business; to buy, sell, lease, or otherwise dispose of, and to operate, conduct, furnish, equip, and manage restaurants, inns, eating houses, tavern, cabarets, cafes, or places of entertainment, and generally to go and perform everything necessary for carrying out the aforesaid purposes; to buy, or otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with,

1985 OCT 23 PM 2:31

E. AUBREY COLLISON
CLERK

51618017

BOOK 170 PAGE 481

003104

import, and export food and food products of every class and description, fresh, canned, preserved, or otherwise; and to prepare and serve all food, beverages, alcoholic or nonalcoholic, and other preparations and refreshments of all kinds.

To operate theater concessions; to buy, sell, and deal in food products, confectioneries, soft drinks, and other articles and products customarily dealt in by theater concessionaires; to carry on any trade or business incidental thereto or connected therewith; and to own, rent, lease, sell, or otherwise manage, control, deal in, or dispose of any and all property, real or personal of every description, incidental to or capable of being used in connection with such trade or business.

In general, to manage, operate, and carry on any other business in connection with the foregoing powers, and to have and exercise all the powers conferred on any business, or as the case may be corporations formed under the laws of the State of Maryland, and any amendments thereto.

To enter into and perform all manner and kinds of contracts, agreements, and obligations for any lawful purpose by or with any person, firm, association, corporation, or governmental division or subdivision.

To acquire all or any part of the good will, rights, franchises, property, and business of any person, firm, association, or corporation engaged in any business similar to the business of this corporation, and to pay for it in cash or in stock or obligations of the corporation or otherwise, and to hold, utilize, enjoy, and in any manner dispose of the whole or any part of the rights and properties so acquired, and to assume in connection therewith any liabilities of any such person, firm, association, or corporation, and to conduct in a lawful manner the whole or any part of the business thus acquired.

0000 0428

To purchase, to receive or contribute by way of gift, subscribe for, invest in, and in all other ways acquire, import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of design, develop, invest, improve and equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal and mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges and immunities of individual owners or holders thereof.

To hire and employ agents, servants and employees, and to enter into

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BOOK 170 PAGE 483

003106

agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

To promote or aid in any manner, financially or otherwise, any person, firm, association or corporation.

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

To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to have and to exercise all powers conferred by the laws of the State of Maryland on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereinafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no way limited or restricted by any terms or provisions of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the

0000 0430

CLERKS DEPARTMENT
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003107

BOOK 170 PAGE 484

enumerated as to specific powers, shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and addition to and not in limitation of said general powers.

ARTICLE FIVE: PRINCIPAL OFFICE:

The post office address of said principal office of the Corporation in Maryland is 1829 Jay Bird Court, Severn, Maryland 21144. ✓

ARTICLE SIX: RESIDENT AGENT:

The name and post office address of the resident agent of the Corporation in Maryland is Herbert T. Nelson, Law Offices of Herbert T. Nelson, 7525 Greenway Center Drive, #114-B, Greenbelt, Maryland 20770. ✓
Said resident agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE SEVEN: SHARES:

The total number of shares of stock which the Corporation has authority to issue is 1,000 shares without par value, all of one class.

ARTICLE EIGHT: DIRECTORS:

The Corporation shall have two Directors, whose names are Mr. Pramod Sharma, 1829 Jay Bird Court, Severn, Maryland 21144, and Mrs. Shashi B. Sharma, 1829 Jay Bird Court, Severn, Maryland 21144.

ARTICLE NINE: DURATION:

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation and acknowledge the same to be our act on this 5th day of April, 1985.

0000 0431

CLERKS NOTICE
BEST COPY
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BOOK 170 PAGE 485

003108

Shirley McCarthy
Witness

P. K. Sharma
Pramod K. Sharma

Shashi B. Sharma
Witness

Shashi B. Sharma
Shashi B. Sharma

STATE OF MARYLAND

SS:
COUNTY OF Prince Georges

I HEREBY CERTIFY, that on this 5th day of April, 1985,
before the subscriber, a Notary Public in and for the State and County
aforesaid, personally appeared in the said State and County, Mr. Pramod K.
Sharma, and Mrs. Shashi B. Sharma, who acknowledge the foregoing Articles
of Incorporation to be their act.

In TESTIMONY WHEREOF, I have affixed my official seal this 5th day
of April, 1985.

Shirley A. McCarthy
Notary Public

My Commission expires: 7/1/86

0000 0432

CLERKS NOTATION
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003109

BOOK 170 PAGE 486

02 2.6

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

CERTIFIED
COPY MADE
(52)

TIME	NO.	DAY	YEAR
12:45	10	16	6/7/85
20	BONUS TAX		
22	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
12	OTHER 1-CC 60		
54	TOTAL	CASH <input type="checkbox"/>	APPROVED BY
	CHECK <input checked="" type="checkbox"/>		A

sth

Herbert Nelson
7525 Greenway Center Dr. #114B
Greenbelt, Md 20770

1985 MAY 14 A 10:54

0000 0483

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 487

ARTICLES OF INCORPORATION
OF
SHARMA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JUNE 07, 1985 12:45 P.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724 FOLIO 003102 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1938968

ANNE ARUNDEL COUNTY
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

Paul B. Quinn



A 178621

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 488

003051

ATLANTIC MARKETING AND GRAPHICS, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Elmer Charles Jubb, Jr., whose post office address is 962 Waterview Drive, Crownsville, Maryland 21032, 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 ATLANTIC MARKETING AND GRAPHICS, INC.

THIRD: The purpose for which the Corporation is formed is as follows: The sale of advertising and marketing services; the production and sale of advertising and marketing materials; the production and distribution of publications and the sale of advertising for said publications.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 1205 Generals Hwy., Crownsville, Md. 21032. ✓
The name and post office of the resident agent of the Corporation in Maryland is Elmer Charles Jubb, Jr.; 962 Waterview Dr., Crownsville, Maryland 21032. Said resident agent of the Corporation is a citizen of Maryland and actually resides therein. ✓

FIFTH: The total number of shares of stock the Corporation has authority to issue is one hundred (100) shares of per value of one dollar (\$1.00) a share, all of one class, and having an aggregate par value of one hundred dollars (\$100.00).

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 three

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:31

E. AUBREY COLLISON
CLERK

51628313

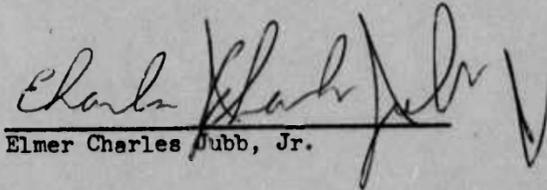
0000 0425

stockholders, the number of directors may be less than three 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 Elmer Charles Jubb, Jr. and Melsnie Gsmache Spurlock.

SEVENTH: The duration of the Corporation shall be perpetual.

EIGHTH: The Corporation reserves the right to amend, alter or repeal any provision contained in the Articles of Incorporation in the manner now or hereafter prescribed by statute for the amendment of the Articles of Incorporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on May 28, 1985; and acknowledge the same to be my act.


Elmer Charles Jubb, Jr.

On May 28, 1985, Elmer Charles Jubb, Jr. appeared before me, a Notary Public for Anne Arundel County, Maryland, and acknowledged the above to be his act.

Maria A. Dunes
Notary Public, Md.
Comm. Expires July 1, 1986

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 490

003053

0218

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:46 MO. DAY YEAR 6/1/85

52

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>
	APPROVED BY A

stt

Atlantic Marketing & Graphics
1205 Generals Hwy.

Crownsville, Md 21032

1985 JUN 11 P 2:46

0000 0487

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 491

ARTICLES OF INCORPORATION
OF
ATLANTIC MARKETING AND GRAPHICS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND
JUNE 11, 1985 AT 02:46 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 2724, FOLIO 003050 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1938885

ANNE ARUNDEL COUNTY

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

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

Paul B. Quinn



A 178613

BOOK 170 PAGE 492

003801

GARBCO, INC.
ARTICLES SUPPLEMENTARY

GARBCO, INC., a Maryland corporation having its principal office at 719(S) N. Hammonds Ferry Road, Linthicum, Maryland 21090 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: Pursuant to authority expressly vested in the Board of Directors of the Corporation by Article Seventh, Section 2 of the Charter of the Corporation, the Board of Directors has duly reclassified Seven Hundred (700) shares of the Preferred Stock of the Corporation as Common Stock.

SECOND: A description of such Common Stock including preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, qualifications and terms and conditions for redemption, as set by the Board of Directors of the Corporation for the stock originally designated as Common Stock is as follows:

1. Designation and Initial Number. The seven hundred shares of Preferred Stock hereby reclassified shall be designated Common Stock.
2. Dividends. Dividends on Common Stock shall be payable only when and as authorized by the Board of Directors of the Corporation, and the payment of such dividends is subject to the right of Preferred Stockholders to receive dividends.
3. Liquidation or Dissolution. 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 Common Stock, subject to the rights of the holders of the Preferred Stock, 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, without interest.
 - (b) Second, thereafter, the remaining assets of the Corporation available for distribution to its stockholders shall be distributed among and paid to the holders of Preferred Stock and Common Stock, share and share alike and without any distinction as to class, in proportion to their respective holdings.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:32

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E. AUBREY COLLISON
CLERK

0000 0489

003802

BOOK 170 PAGE 493

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 voluntary or involuntary liquidation (in whole or in part), dissolution or winding-up of the Corporation, within the meaning of this paragraph 3.

4. No Sinking Fund. The shares of Common Stock shall not be subject to the operation of a purchase, retirement or sinking fund.
5. Conversion Privilege. The holders of the shares of Common Stock shall have no right to convert such shares into shares of other stock of the Corporation.
6. Voting Rights. The holders of shares of the Common Stock shall be entitled to full voting rights, share for share with the then outstanding Preferred Stock concerning any matter being voted upon. Except as so provided, shares of the Common Stock shall be at no time entitled, as a series, class or otherwise, to any other or special or restrictive voting rights of any kind whatsoever, except only as and when and to the extent required by law.
7. No Implied Limitations. Except as provided by express provision of these Articles Supplementary, nothing herein shall limit, by inference or otherwise, the discretionary right of the Board of Directors to classify and reclassify and issue any shares of Common Stock and to fix or alter any terms there of to the full extent provided in the Charter of the Corporation.
7. General Charter Provisions. In addition to the above provisions with respect to the Common Stock, such Common Stock shall be subject to, and entitled to the benefits of, the provisions set forth in the Corporation's Charter with respect to Common Stock generally.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 494

003803

IN WITNESS WHEREOF, GARBCO, INC. has caused these Articles Supplementary to be signed and acknowledged in its name and on its behalf by its President and attested by its Secretary on the 23rd day of April, 1985.

ATTEST: GARBCO, INC.

Regina Briggs sec.
Regina Briggs, Secretary

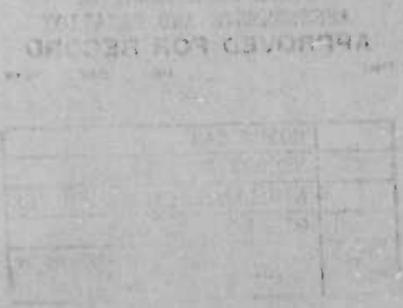
By: G. H. Briggs Pres
George H. Briggs, President

THE UNDERSIGNED, President of GARBCO, INC., who executed on behalf of said Corporation the foregoing Articles Supplementary to the Charter, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said Corporation, the foregoing Articles Supplementary to the Charter 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.

DATED: April 23, 1985

G. H. Briggs Pres.
George H. Briggs, President

COR175
18:05:11/28/84
42195-01



0000 04X1

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 495

003804

(16) Articles Supplementary
1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 3:47 MO. DAY YEAR 6-17-85

	BONUS TAX
00	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>gs</i>

Shapiro & Olander
36 S. Charles # 2000
Belt, Md 21001

1985 JUN 17 P 3:47

1985 APR 24 A 10:48
1985 MAY -6 P 11:23

0000 0472

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 496
ARTICLES SUPPLEMENTARY
OF
GARBCO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 17, 1985 AT 3:47 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FOLIO 003800 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: RECORDING FEE PAID: SPECIAL FEE PAID:
\$ _____ \$ 20.00 \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

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

Gal B. Robinson



A 178542

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 497

003806

GARBCO, INC.

Articles of Revival

GARBCO, Inc., a Maryland corporation having its principal office in 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 purposes of reviving the Charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its Charter was GARBCO, Inc.

THIRD: The name which the Corporation will use after the revival of its Charter pursuant to these Articles of Revival shall be GARBCO, 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 719(S) N. Hammonds Ferry Road, Linthicum, Maryland 21090, 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 George Briggs, 719 (S) N. Hammonds Ferry Road, Linthicum, Maryland 21090. 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 would 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.

IN WITNESS WHEREOF, the Corporation had caused these Articles of Revival to be signed and acknowledged in its name and

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:32

E. AUBREY COLLISON
CLERK

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0000 0444

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AVAILABLE

BOOK 170 PAGE 498

003807

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 2nd day of May, 1985.

ATTEST: GARBCO, INC.

Regina Briggs
Regina Briggs, Secretary

By: George Briggs PRES.
George Briggs, President

THE UNDERSIGNED, the last acting President and Secretary of GARBCO, Inc., who executed on behalf of said Corporation the foregoing Articles of Revival, of which this certificate is made a part, hereby acknowledge the foregoing Articles of Revival to be their act.

Dated: May 2, 1985

George Briggs PRES.
George Briggs

Regina Briggs Sec.
Regina Briggs

COR191-ocr.101
18:01:4/26/85
42195-10

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 499
AFFIDAVIT

003808

I, George Briggs III, President of GARBCO, 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 not barred by limitations.

George Briggs III

GEORGE BRIGGS III

I hereby certify that on June 12, 1985 before me, the subscriber, a notary public of the State of Maryland, in and for Baltimore county, personally appeared George Briggs III 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 July 1, 1986.

Barbara A. Miller
Notary Public

0000 0445

CLERKS NOTATION
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BOOK 170 PAGE 500

003809

CHANGE OF	
NAME	
PRINCIPAL OFFICE	<input checked="" type="checkbox"/>
RESIDENT AGENT	<input checked="" type="checkbox"/>
RESIDENT AGENT ADDRESS	<input checked="" type="checkbox"/>

(18) Art of Revival

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 3:46 MO. DAY YEAR
6-17-85

30	BONUS TAX <i>Special</i>
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
23	OTHER <i>Penalty</i>
73	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>JP</i>

(52)

73

Shapiro & Olander
36 S. Charles # 2000
Balt Md 21201

0000 0447

CLERKS NOTATION
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BOOK 170 PAGE 501

ARTICLES OF REVIVAL
OF
GARBCO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 17, 1985 AT 3:46 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FOLIO 803805, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ 20.00	\$ 30.00

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

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

Gal B. Auburn



A 178541

CLERKS NOTATION
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X

BOOK 170 PAGE 502

003761

ARTICLES OF TRANSFER

These Articles Of Transfer are entered into this 20th day of February, 1985, by and between B & A FOODS, INC. a Maryland Corporation (hereinafter sometimes referred to as the "Transferor"), and SANT SAI, INC., a Maryland Corporation (hereinafter sometimes referred to as "Transferee").

THIS IS TO CERTIFY:

FIRST: The Transferor does hereby sell, assign and transfer substantially all of its operating property and assets to Transferee, its successors and assigns, as hereinafter set forth.

SECOND: The name, post office address and principal place of business of the Transferee is Sant Sai, Inc., 7175 Baltimore-Annapolis Boulevard, Ferndale, Maryland 21061.

THIRD: The name and State of incorporation of the corporate transfer to these Articles of Transfer is as follows:

(a) Transferor is B & A Foods, Inc., a Maryland Corporation, organized under the general laws of the State of Maryland.

(b) Transferee is Sant Sai, Inc., a Maryland Corporation, organized under the general laws of the State of Maryland.

FOURTH: The nature and amount of the consideration to be paid by Transferee for the property and assets hereby transferred to it as set forth in Article Ninth hereof is Ninety Thousand Dollars (\$90,000.00), allotted as follows:

(a) Equipment- Fifty-Five Thousand Dollars (\$55,000.00)

(b) Covenant not to compete - Fifteen Thousand Dollars (\$15,000.00).

(c) Good Will - ~~Twenty Thousand~~ ^{Twenty Thousand} Dollars (\$20,000.00).

1985 OCT 23 PM 2:32

E. AUBREY COLLISON
CLERK

51688495

0000 0449

BOOK 170 PAGE 503

003762

FIFTH: The principal office of the Transferor is in Anne Arundel County, State of Maryland. Transferor owns no property, the title to which could be affected by the recording of an instrument among the Land Records.

SIXTH: The location of the principal office of the Transferee is in Anne Arundel County, State of Maryland.

SEVENTH: That by unanimous consent of the Directors of the Transferor, at a special meeting thereof, these Articles of Transfer were, by unanimous vote, duly advised by its Board of Directors and were duly submitted by action thereupon by its Stockholders, whereupon, these Articles of Transfer were duly approved by the unanimous vote of said Stockholders.

EIGHTH: As to the Transferee, the sale, assignment and transfer to be affected pursuant to these Articles Of Transfer was duly advised, authorized and approved in the manner and by the vote required by the Charter of the Transferee and by the laws of the State of Maryland under which the Transferee was organized.

NINTH: In consideration of the payment to the Transferor of the sum of Ninety Thousand Dollars (\$90,000.00), in accordance with the terms and conditions of the Agreement of the parties dated January 8, 1985, the Transferor does hereby bargain, sell, deed, grant, convey, transfer and set over and assign to the Transferee, its successors and assigns, the retail grocery mart located at 7175 Baltimore-Annapolis Boulevard, Ferndale, Maryland 21061, together with and including the following:

(i) All of the furniture, fixtures and equipment listed on Exhibit A attached hereto as part hereof.

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 504

003763

(ii) All of the leasehold improvements now upon the premises of the said business at 7175 Baltimore-Annapolis Boulevard, Ferndale, Maryland 21061.

(iii) The goodwill of the aforesaid business, the exclusive right to the use of its trade name, "Ferndale Super Mart", and the right to the use of its telephone numbers and listings.

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

ELEVENTH: The officers signing this instrument below hereby acknowledge it to be the corporate act of Transferor and the Corporate act of the Transferee hereto and hereby certify under the penalties of perjury that to the best of its knowledge, information and belief, all matters and facts set forth with respect to authorization and approval are true in all material respects.

IN WITNESS WHEREOF, each of the undersigned corporations has caused this instrument to be executed in its name and on its behalf, and its corporate seal to be hereunto affixed by the respective corporate officers set forth below, the day and year first above written.

ATTEST:

Jacklyn Albert Secretary
SECRETARY

B & A FOODS, INC.
BY: Donald Albert Hendon (SEAL)
DONALD ALBERT, PRESIDENT

Rajee Patel
SECRETARY

SANT SAI, INC.
BY: Shailesh Patel (SEAL)
SHAILESH J. PATEL, PRESIDENT

0000 0461

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Corporate Investm.
Business Brokers

7/31/84

BOOK 170 PAGE 505

EXHIBIT A

FERNDALÉ SUPER-MART

EQUIPMENT LIST

003764

<u>QTY.</u>	<u>DESCRIPTION</u>
1	Zero Zone-4 Door F.F.Reach-In Case-Ice Cream
1	16 ft. Bread Rack-Shelving & Mirrors
3	34 ft. Hussman Fresh Meat Cases (2-12 ft.; 1-10ft.)
2	8 ft. (16 ft. total) Hussman Deli Cases
3	Hussman Dairy Cases (20 ft.) 1-8 ft.; 1-12 ft.
3	Hussman Produce Cases (36 ft.) 3-12 ft.-1 non-refrigerated
3	Hussman F.F.Cases (36 ft.) 3-12 ft.
2	McCray F.F. Cases-(16 ft.) 2-8ft
1	380 ft. Hussman Shelving with shelves approx.1520-2300 Linear ft.
1	Royal Hydraulic Compactor-chain broken
2	Plastic Top Mt. Cutting Tables 2-8 ft. + 6 ft.(14 ft. total)
1	Biro Meat Saw
1	Technibolt Tray Rack
1	84 ft. Metal Rollers
1	BBQ King Oven-not used-unknown condition (ID)
1	Hobart 3000 Scale with printer and quantity of slugs-Meat Dept.
1	Dove Wrapper Station
1	Hobart 1000 Scale with printer-Deli
1	Berkel Meat Slicer-2 years old
1	3-Compartment Sink
1	Meat Grinder
1	Meat Mixer & Grinder
1	Hussman Refrigerated Storage Box with evaporator
1	Hussman Refrigerated Storage Box with 2 evaporators
1	Hussman Storage Box with evaporator
1	2-Compartment Sink
1	Hobart Meat Rail System with scales
1	Mop Sink
4	Fire Extinguishers
1	Rapidstand Electric Conveyer Belt
1	Follett Ice Machine-500 lb. capacity
	Large Office-Desk & 4 chairs
10	Compressors-9 operating, 1 good condition-not hooked up
3	Hand Trucks

0000 0452

CLERKS POSITION
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AVAILABLE

Corporate Investment
Business Brokers

BOOK 170 PAGE 506

7/31/84

FERNDALÉ SUPER-MART

003765

506 mg 051
EQUIPMENT LIST

<u>QTY.</u>	<u>DESCRIPTION</u>
3	Hussman Register Booths
3	Casio Electronic Cash Registers
2	Fawn Vending Machines
1	Diebold-2 Compartment Safe
1	Metal Desk with chair
1	Simplex Time Clock
18	Shopping Carts
1	Hobart 1000 scale
1	Calculator
	Various used equipment in basement
	1) Display Racks
	2) Excess Shelving
	3) Broken Registers-Victor

0000 0463

CLERKS NOTATION
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B & A Foods, Inc. (Phil) transfer
sell to BOOK 170 PAGE 507
Sant Sai, Inc. (Phil) transfer

003766

12

13

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:32 MO. DAY YEAR 6/17/85

	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
24	TOTAL

CASH CHECK APPROVED BY A

4 Better City Corp. Inc. - Calif.
Trans.

1985 JUN 17 A 11:32

Harold Inmanone
900 Crain Hwy S.W.
Blm Buene, Va 24206 21061

0000 0484

CLERKS NOTATION
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BOOK 170 PAGE 508
ARTICLES OF TRANSFER

BETWEEN
B & A FOODS, INC. (MD CORP.) TRANSFEROR
AND
SANT SAI, INC. (MD CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 17, 1985 AT 11:32 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FOLIO 003760 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ 20.00	\$ _____
Cert. of Transfer-Balto. City-Corp. Rcds.	4.00	
	<u>24.00</u>	

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

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

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

Gal B. Arlman



A 178534

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 170 PAGE 509

CHANGE OF PRINCIPAL OFFICE AND RESIDENT AGENT
NATIONAL CANDY WHOLESALERS ASSOCIATION, INC.

"RESOLVED, by the Board of Directors of the National Candy Wholesalers Association, Inc., that the location of the principal office of that corporation in the State of Maryland is changed to 1536 Ellsworth Avenue, Crofton, Anne Arundel County, Maryland 21114, and that the resident agent is changed to Russell L. Shipley, Jr., a citizen of that State residing at that address."

* * * *

I certify that the foregoing resolution was duly adopted by the Board of Directors of the National Candy Wholesalers Association, Inc., at its meeting in La Quinta, California on May 5, 1985, and is presently in effect.

Certified this 3rd day of June, 1985.

Lewis W. Dallolio
Lewis W. Dallolio, President
National Candy Wholesalers
Association, Inc.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
FOREIGN CORPORATION DOCUMENTS

Attest:

Received June 5, 1985 @ 8:30 AM

Folio 000006 Liber 2724

- Qualification
- Registration
- Resolution of Agent's Address Change
- Other
- Amendment
- Merger

Dorothea L. Russell
Dorothea L. Russell, Secretary
National Candy Wholesalers Association, Inc.

51568171

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:32

E. AUBREY COLLISON
CLERK

0000 0466

CLERKS NOTATION
BEST COPY
AVAILABLE

001018

BOOK 170 PAGE 510

National Candy Wholesalers Association, Inc.

1120 VERMONT AVE., N.W., SUITE 1120, WASHINGTON, D.C. 20005 TELEPHONE (202) 463-2124



RUSS SHIPLEY
Executive Vice President



OFFICERS AND DIRECTORS

- President
LEWIS W. DALLOLIO
Duryea PA
- Vice President
CHARLES P. INMAN
Richmond VA
- Board Chairman
GERALD J. PRESCOTT, JR.
Ann Arbor MI
- Region One
MARVIN M. RUZANSKY
Hartford CT
- ROBERT J. NAGLE
Houlton ME
- Region Two
ERNEST D. MAY
Grove City PA
- EDMUND M. KLEINER
Hoboken NJ
- Region Three
BERTRAND A. TROMPETER
Louisville KY
- IRVING PINSKER
Greensboro NC
- Region Four
T. W. McDONALD, JR.
Monroe GA
- E. SHIRLEY BRIGGS
Corinth MS
- Region Five
VIRGINIA J. YERGENS
Fort Wayne IN
- DONALD BLOOM
Countryside IL
- Region Six
A. PAUL OWEN, JR.
Janesville WI
- JOSEPH A. CAREW
Dubuque IA
- Region Seven
LESTER J. SCHULTE
Omaha NE
- DUANE RIEDEL
Aberdeen SD
- Region Eight
JAMES A. DICK, JR.
El Paso TX
- J. J. LEHMAN
Oklahoma City OK
- Region Nine
STANLEY R. FLAKS
Colorado Springs CO
- WILLIAM ELFENBEIN
Denver CO
- Region Ten
NORMAN LIEBMAN
Los Angeles CA
- WILLIAM C. DAVIS, JR.
Longview WA
- DIRECTORS AT LARGE
MICHAEL BENNETT
Long Beach CA
- T. W. BONNER, JR.
Kilmarnock VA
- TONY GUIDO
Salt Lake City UT
- JOHN F. HEAD, JR.
Atlanta GA
- NORMAN J. LEVEN
Grand Rapids MI
- ARTHUR B. RANSOM
Dodgeville WI
- GRADY E. SMITH
Florence AL
- WAYNE W. WEEKE
Fairview Heights IL
- DONALD P. ZANDI
Valparaiso IN
- EX OFFICIO DIRECTORS
STANLEY BERMAN
Burlingame NJ
- CLIFF R. LOSEY
Big Rapids MI
- GENERAL COUNSEL
WILLIAM A. QUINLAN
Riva MD

May 22, 1985

Maryland State Department of
Assessments and Taxation
301 West Preston Street
Baltimore, Maryland 21201

Gentlemen:

Attached is our "Certificate of Adoption" of a Resolution adopted by our Board of Directors changing the principal office and resident agent of the National Candy Wholesalers Association, Inc.

Enclosed is our check in the amount of \$8.00 for the filing and recording fees.

Should you require further information, please contact the undersigned at 202-463-2124.

Cordially,

Dorothea L. Russell, CAE
Secretary

1985 JUN -5 P 10:27

Encl: As stated

cc: File

Enjoy candy ♥ your energy snack

0000 0457

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 170 PAGE 511

NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND RESIDENT AGENT

OF

NATIONAL CANDY WHOLESALERS ASSOCIATION, INC.

received for record June 5, 1985

, at 8:30 A.M.

and recorded on Film No. 2724

Frame No. 001018

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

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22118

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

Return to: National Candy Wholesalers Association, Inc.
1120 Vermont Avenue, N.W., Suite 1120
Washington, D.C. 20005

rc

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 170 PAGE 512

001009



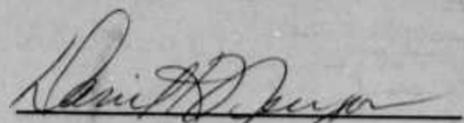
CERTIFICATE OF RESOLUTION
OF
CHANGE OF RESIDENT AGENT
AND
CHANGE OF RESIDENT AGENT'S ADDRESS

- CONNECTICUT
Fairfield
Milford
- MARYLAND
Bel Air
Bethesda
Catonsville
Clinton
Dundalk
Gaithersburg
Glen Burnie
Linthicum
Marlow Heights
Middle River
North Wheaton
Parkville
Randallstown
Rockville
Silver Spring
Timonium
White Oak
- NEW JERSEY
Cherry Hill
Fords
Hackensack
Lawrence
Paramus
Union
Westmont
West Orange
- VIRGINIA
Fairfax
Landmark
Mt. Vernon
7 Corners
Springfield
Tysons Corner
Woodbridge
- WASHINGTON, D.C.

I, David K. Newson, Secretary of Patapsco Spa Lady, Inc., a corporation duly organized and existing under by virtue of the laws of the State of Maryland, do hereby certify that by informal action of the Board of Directors of the Corporation, the following resolution was adopted by the unanimous consent of all of the Directors:

RESOLVED: That the name of the Resident Agent of the Corporation be changed from George M. Stevens to Jeffrey T. Gruver and that the address of the Resident Agent be changed from 310 Wood Shadows Court, Millersville, MD 21108 to 11718 Springhaven Court, Ellicott City, MD 21043.

IN WITNESS WHEREOF, I have set my hand and affixed the Seal of the Corporation on this 14th day of June, 1985.


David K. Newson, Secretary

RECEIVED FOR RECORD
CIRCUIT COURT, N.A. COUNTY
1985 OCT 23 PM 2:32
Administrative Offices
7626 Little River Turnpike, Manassas, Virginia 22003
CLERK

51088286

0000 0459

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 513

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

PATAPSCO SPA LADY, INC.

received for record June 17, 1985

, at 10:22 A.M.

and recorded on Film No. 2724

Frame No. 001008 of

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

To the clerk of the Circuit court of Anne Arundel County 52

AA No 22114

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

Return to: SPA LADY
7620 Little River Turnpike
Annandale, Virginia 22003

rc

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 514

001003

Spa Lady

EXCLUSIVELY FOR WOMEN

CERTIFICATE OF RESOLUTION

OF

CHANGE OF RESIDENT AGENT

AND

CHANGE OF RESIDENT AGENT'S ADDRESS

CONNECTICUT
Fairfield
Milford

MARYLAND
Bel Air
Bethesda
Catonsville
Clinton
Dundalk
Gaithersburg
Glen Burnie
Linthicum
Marlow Heights
Middle River
North Wheaton
Parkville
Randallstown
Rockville
Silver Spring
Timonium
White Oak

NEW JERSEY
Cherry Hill
Fords
Hackensack
Lawrence
Paramus
Union
Westmont
West Orange

VIRGINIA
Fairfax
Landmark
Mt. Vernon
7 Corners
Springfield
Tysons Corner
Woodbridge

WASHINGTON, D.C.

I, David K. Newson, Secretary of Capital Spas, Inc., a corporation duly organized and existing under by virtue of the laws of the State of Maryland, do hereby certify that by informal action of the Board of Directors of the Corporation, the following resolution was adopted by the unanimous consent of all of the Directors:

RESOLVED: That the name of the Resident Agent of the Corporation be changed from George M. Stevens to Jeffrey T. Gruver and that the address of the Resident Agent be changed from 310 Wood Shadows Court, Millersville, MD 21108 to 11718 Springhaven Court, Ellicott City, MD 21043.

IN WITNESS WHEREOF, I have set my hand and affixed the Seal of the Corporation on this 14th day of June, 1985.


David K. Newson, Secretary

RECEIVED FOR RECORD
COURT CLERK, S.S. COUNTY

1985 OCT 23 PM 2:32

E. AUBREY COLLISON
CLERK

Administrative Offices
7020 Little River Turnpike • Annandale, Virginia 22003

51688296

0000 8451

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 515

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

CAPITAL SPAS, INC.

received for record June 17, 1985

, at 10:22 A.M.

and recorded on Film No. 2724

Frame No. 001002 of

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

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22111

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

Return to: SPA LADY
7620 Little River Turnpike
Annandale, Virginia 22003

rc

BOOK 170 PAGE 516

000964

MINUTES OF ANNUAL MEETING

of

BOARD OF DIRECTORS

of

DeNAC, INC.

The annual meeting of the Board of Directors of the Corporation immediately followed the annual meeting of shareholders.

There were present the following:

Stephen Settle
Morris Heefner
Betty Heefner

being all of the Directors of the Corporation.

The meeting was called to order by Morris Heefner. It was moved, seconded and unanimously carried that Stephen Settle act as chairman and Betty Heefner act as secretary.

The Chairman noted that it was in order to consider electing officers for the ensuing year. Upon nominations duly made and seconded, the following were unanimously elected officers of the Corporation, to serve for the ensuing year and until their successors are elected and qualify:

President	:	Stephen Settle
Vice-President	:	Morris Heefner
Secretary	:	Betty Heefner
Treasurer	:	Betty Heefner

There was a discussion concerning changing the Resident Agent who is currently Jerry Culbertson. Upon motion duly made, seconded and unanimously carried, it was

RECEIVED FOR RECORD
CIRCUIT COURT, T.A.A. COUNTY

1985 OCT 23 PM 2:32

E AUBREY COLLISON
CLERK

51648302

0000 0463

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 517

000965

RESOLVED, that the Resident Agent of the Corporation in the State of Maryland be and is hereby changed from Jerry B. Culbertson whose address is 1244 Baliol Lane, Odenton, Maryland 21113 to Betty Heefner whose address is 7705 Woodyard Road, Clinton, Maryland 20735.

RESOLVED again that the proper office 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.

The Chairman then discussed the potential purchase of Jerry and Dena Culbertson's stock by the Corporation. Upon motion duly made and seconded, it was

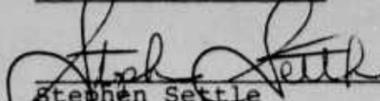
RESOLVED, the Corporation offer to purchase a total of 300 shares of common stock of the Corporation from Jerry and Dena Culbertson at a price of FIFTY EIGHT THOUSAND DOLLARS (\$58,000.00), to be held by the Corporation in a transaction exempt from registration under the Federal Securities Act of 1933 and the State of Maryland Security Act be and the same is hereby authorized by the Board of Directors.

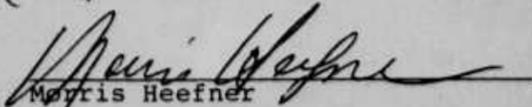
There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, it was adjourned.

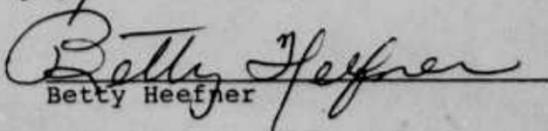

BETTY HEEFNER, Secretary

Attest:

Board of Directors


Stephen Settle


Morris Heefner


Betty Heefner

- 2 -

0000 0464

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 518

000966

CERTIFICATION

I HEREBY CERTIFY that the attached minutes of the annual meeting of the Board of Directors of DeNac, Inc. are true and correct to the best of my knowledge.

Betty Heppner
BETTY HEBNER, Secretary

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 519

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

DENAC, INC.

received for record June 13, 1985, at 8:30 A. M.
and recorded on Film No. 2724 Frame No. 000963 of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22094

Special Fee Paid	\$5.00
Recording Fee Paid	<u>\$9.00</u>
Total	\$14.00

Return to: Farmer & Chapman
P. O. Box 942
Waldorf, Maryland 20601

rc

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 520

001532

LAW OFFICES
LECHOWICZ, LONEY & DAVIS
7439 BALTIMORE-ANNAPOLIS BOULEVARD
POST OFFICE BOX 849
GLEN BURNIE, MARYLAND 21061-0849

EDWIN A. LECHOWICZ
MICHAEL E. LONEY
JACOB B. DAVIS
ROBERT A. HENLEY

TELEPHONE
(301) 766-0000

June 3, 1985

State Department of Assessments
and Taxation
301 West Preston Street
Baltimore, Maryland 21201

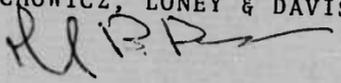
Re: Athlete's Choice Sporting Goods, Inc.

Gentlemen:

Enclosed herewith for filing is certificate changing the
resident agent of the above-captioned Maryland corporation.

Very truly yours,

LECHOWICZ, LONEY & DAVIS



JACOB B. DAVIS

JUN -5 P 9:52

JBD:mjn

Enclosure

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:32

E. AUBREY COLLISON
CLERK

0000 0467

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 521

001533

ATHLETE'S CHOICE SPORTING GOODS, INC.

The undersigned, Secretary of Athlete's Choice Sporting Goods, Inc., a Maryland corporation, hereby certifies under the penalties of perjury that the following Resolution was unanimously adopted on May 21, 1985 by all of the Directors of said Corporation and still remains in full force and effect:

RESOLVED: That William F. Dreibelbis, whose post office address is 143 Ocean Parkway, Berlin, Maryland 21811, is hereby designated as Resident Agent of the Corporation to replace Daniel C. Dreibelbis. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

WITNESS my hand and the seal of the Corporation this 25 day of May, 1985.

Lucy M. Dreibelbis (SEAL)
LUCY M. DREIBELBIS
Secretary

51558167

0000 0458

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 522

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

ATHLETE'S CHOICE SPORTING GOODS, INC.

received for record June 5, 1985
and recorded on Film No. 2721

, at 9:52 A. M.
Frame No. 001531 one of

the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22049

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

Return to: Lechowicz, Loney & Davis
7439 Baltimore Annapolis Boulevard
Glen Burnie, Maryland 21061

rc

CLERKS NOTATION
BEST COPY
AVAILABLE

signature return

BOOK 170 PAGE 523

001527

CERTIFICATE OF CHANGE OF RESIDENT AGENT
OF
ANNAPOLIS TOYOTA, INC.

RESOLUTION OF DIRECTORS

RESOLVED: That the Resident Agent of the Corporation is hereby changed to John Smallwood, 1103 West Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

CERTIFICATION

I HEREBY CERTIFY, that the foregoing resolution was duly adopted by the Board of Directors of Annapolis Toyota, Inc. on May 28, 1985.

James Koons
James Koons, President

Dated:
5/28/85

6364e

51558010

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

Recd 6/3/85 @ 4:13 P.M.

1985 OCT 23 PM 2:32

E. AUBREY COLLISON
CLERK

0000 0470

CLERKS NOTICE
BEST COPY
AVAILABLE

170 PAGE 524

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

ANNAPOLIS-TOYOTA, INC.

received for record June 3, 1985
and recorded on Film No. 2721

, at 4:13 P.M.
Frame No. 001526 one of

the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22047

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

Return to: Frank, Bernstein, Conaway & Goldman
Attn: Alice L. Ward
300 East Lombard Street
Baltimore, Maryland 21202

rc

CLERKS NOTATION
BEST COPY
AVAILABLE

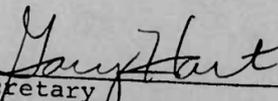
003688

BOOK 170 PAGE 525

RESOLUTION OF BOARD OF DIRECTORS
OF
GARY HART & ASSOCIATES, LTD.

RESOLVED, It is hereby resolved, this 5th day of May, 1985 that Gill Cochran, Esquire, be appointed Resident Agent for Gary Hart & Associates, Ltd. The actual address for Gill Cochran is 116B Cathedral Street, Annapolis, Maryland 21401.

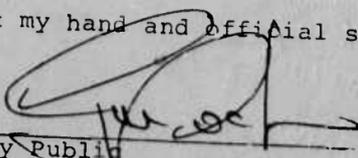
The Board of Directors of Gary Hart & Associates, Ltd unani-
mously approves the naming of Gill Cochran, Esquire as their
Resident Agent.


Secretary
GARY HART & ASSOCIATES, LTD.

State of Maryland
County of Anne Arundel

On this 28 day of May, 1985, before me, the undersigned officer personally appeared Gary Hart who made acknowledg-
ment on behalf of the corporation, who acknowledged herself to be
the Secretary of Gary Hart & Associates, Ltd., a corporation, and
that she, as such Secretary, being authorized so to do, executed
the foregoing instrument for the purposes therein contained by
signing the name of the corporation by herself as Secretary.

In witness whereof I hereunto set my hand and official seal.


Notary Public
GILL COCHRAN
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires July 1, 1986

LAW OFFICES
GILL COCHRAN
POST OFFICE BOX 1088
116B CATHEDRAL STREET
ANNAPOLIS MD 21404

BALTIMORE AREA
(301) 269-1552
ANNAPOLIS AREA
(301) 268-5515

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1985 OCT 23 PM 2:33
E. AUBREY COLLISON
CLERK

57578363
Rec 5/31/85 @ 8:30 AM

0000 0412

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 526
NOTICE OF DESIGNATION OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF
GARY HART AND ASSOCIATES, LTD.

received for record May 31, 1985 , at 8:30 A.M.
and recorded on Film No. 2721 Frame No. 003687 of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22036

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

Return to: Gill Cochran
116B Cathedral Street
Annapolis, Maryland 21404

rc

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 527

003676

FRAME, HALL & DUVALL, P.A.
ATTORNEYS AT LAW

VERNON G. FRAME
ARCHIE C. HALL
WEEMS W. DUVALL, JR.

PASADENA PROFESSIONAL BUILDING
3111 MOUNTAIN ROAD
PASADENA, MARYLAND 21122
(301) 855-0370
855-0370
437-1775

May 15, 1985

Thomas Motor Tours, Inc.
5047 Solomons Island Road
Lothian, Md 20820

Attention: Norman Thomas, President

Dear Mr. Thomas:

Please be advised that ten (10) days after the date of this letter, May 25, 1985, I shall resign as resident agent of your corporation.

It is my suggestion and recommendation that immediately make arrangements to appoint a new resident agent.

Very truly yours,

Archie C. Hall

ACH/gh

COPY

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:33

E. AUBREY COLLISON
CLERK

51498064

Recd 5/25/85 @ 8:30 AM

0000 04/14

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 528

NOTICE OF RESIGNATION OF RESIDENT AGENT

OF

THOMAS MOTOR TOURS, INC.

received for record May 29, 1985

, at 8:30 A. M.

and recorded on Film No. 2721

Frame No. 003678 of

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

To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22030

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

Return to: Frame, Hall & Duvall
3111 Mountain Road
Pasadena, Maryland 21122

rc

CLERKS NOTATION
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AVAILABLE

003664

BOOK 170 PAGE 529

NOTICE OF CHANGE OF RESIDENT AGENT
OF
FARMERS NATIONAL BANCORP

Charter Department
State Department of Assessments
and Taxation
301 West Preston Street
Baltimore, Maryland 21201

May 21, 1985

I, Norma K. Behlke, Secretary of Farmers National Bancorp (the "Corporation"), certify that at a meeting of the Board of Directors of the Corporation held on the 21st day of May, 1985, the following resolutions were unanimously adopted:

RESOLVED: That the resident agent of the Corporation in Maryland is hereby changed from Gilbert L. Hardesty to Louis A. Supanek, who is a resident of Maryland and whose post office address is 5 Church Circle, Annapolis, Maryland 21401.

RESOLVED: That the Secretary of the Corporation file a certified copy of these resolutions with the State Department of Assessments and Taxation of the State of Maryland.

I further certify that the above resolutions have not been amended or rescinded and are in full force and effect.

Enclosed is a check for \$8.00 to cover the costs of filing and recording this notice.

Norma K. Behlke (SEAL)
Norma K. Behlke
Secretary

rw/JTM6/1

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:33

E. AUBREY COLLISON
CLERK

51498320

0000 04/16

CLERKS NOTATION
BEST COPY
AVAILABLE

003665

BOOK 170 PAGE 530

CHANGE OF	
NAME	
PRINCIPAL OFFICE	
REGISTERED AGENT	✓
REGISTERED AGENT ADDRESS	

Resolution 26

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 11:11 MO. 5 DAY YEAR 85

5	special fee
3	RECORDING FEE
	UNRECORDED PARTNERSHIP FEE
	OTHER
8	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>yes</i>

J. Miraglia
Miles + Stoddard
10 Knight St
Balt Md 21202

1985 MAY 29 A 11:11

RECEIVED

0000 04/17

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 ~~531~~

NOTICE OF CHANGE OF RESIDENT AGENT
OF
FARMERS NATIONAL BANCORP

received for record May 29, 1985 , at 11:11 A. M.
and recorded on Film No. 2721 Frame No. 003683 of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22025

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

Return to: Miles & Stockbridge
10 Light Street
Baltimore, Maryland 21202

rc

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 532

003662

LAW OFFICES
JONES AND MANCK, P. A.
13 FRANCIS STREET
ANNAPOLIS, MARYLAND 21401
263-7788

MONTGOMERY COUNTY OFFICE
6110 EXECUTIVE BLVD.
SUITE 760
ROCKVILLE, MD 20852
269-8878

JOSEPH P. MANCK
WILLIAM F. JONES
MEMBERS MARYLAND, BAR
AND
DISTRICT OF COLUMBIA BAR

May 13, 1985

State Department of Assessments
& Taxation
301 West Preston Street
Baltimore, Maryland 21201

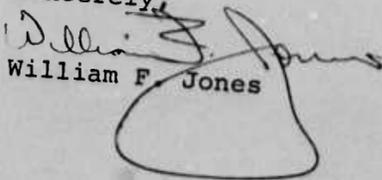
1985 MAY 14

Re: Annapolis Industries, Inc.

Gentlemen:

Pursuant to Article 2-108 of the Corporations and Associations
Article of the Annotated Code of Maryland, I hereby tender my
resignation as Resident Agent of Annapolis Industries, Inc.

Sincerely,


William F. Jones

WFJ:cgk

cc: Mr. William F. Brown
Annapolis Industries, Inc.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 OCT 23 PM 2:33

E. AUBREY COLLISON
CLERK

51488224

0000 0419

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 170 PAGE 533

NOTICE OF RESIGNATION OF RESIDENT AGENT
OF
ANNAPOLIS INDUSTRIES, INC.

received for record May 14, 1985

, at 9:26 A. M.

and recorded on Film No. 2721

Frame No. 003661e of

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

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22024

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

Return to: Jones and Manck
13 Francis Street
Annapolis, Maryland 21401

rc

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 534

001803

ADELBERG, RUDOW, DORF, HENDLER & SAMETH

ATTORNEYS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

600 MERCANTILE BANK & TRUST BUILDING
2 HOPKINS PLAZA
BALTIMORE, MARYLAND 21201

TELEPHONE
301-539-5195

JERALD B. LURIE

May 22, 1985

Mr. Robert Cierkes
State Department of Assessments
and Taxation
301 W. Preston Street
Baltimore, Maryland 21201

Re: RIM Corporation
Resident Agent - Change of Address

Dear Mr. Cierkes:

As Resident Agent for the captioned corporation, whose principal office is located in Anne Arundel County, Maryland, this letter will serve as notice to the State Department of Assessments and Taxation that my mailing address has been changed as follows:

Old Address: 2800 Maryland National Bank Bldg.
10 Light Street
Baltimore, Maryland 21202

New Address: 600 Mercantile Bank & Trust Bldg.
2 Hopkins Plaza
Baltimore, Maryland 21201

~~The effective date of this change is December 3, 1984.~~ The Corporation will be duly notified of the change.

Enclosed is a check in the amount of \$8.00 to cover the filing fee.

If you have any questions, please contact me.

Sincerely,



Jerald B. Lurie

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

51438020

JBL/dlw
Enclosure

1985 OCT 23 PM 2:33

E. AUBREY COLLISON
CLERK

0000 0421

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 535

Change of agent address

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:49
NO. 5 DAY 22 YEAR 85

3	BOND TAX	special fee
	RECORDING FEE	
	LIMITED PARTNERSHIP	
	OTHER	
8	TOTAL	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
		APPROVED BY <i>PCM</i>

1985 MAY 22 P 2:49

0000 0482

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 536

NOTICE OF CHANGE OF RESIDENT AGENT'S ADDRESS

OF
RIM CORPORATION

received for record May 22, 1985
and recorded on Film No. 2720

, at 2:49 P.M.
Frame No. 001802 one of

the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22013

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

Return to: Adelberg, Rudow, Dorf, Hendler & Sameth
600 Mercantile Bank & Trust Building
2 Hopkins Plaza
Baltimore, Maryland 21201

rc

M. DALE BUR
STUART G. B
DANIEL G. I

Ma
As
30
Ba

CLERKS NOTATION
BEST COPY
AVAILABLE

001772

BOOK 170 PAGE 537

BURGMEIER, BUPPERT & DOWNER
ATTORNEYS AT LAW
204 DUKE OF GLOUCESTER STREET
POST OFFICE BOX 1983
ANNAPOLIS, MARYLAND 21404
(301) 263-1800 ANNAPOLIS
(301) 269-6986 BALTIMORE

GLEN BURNIE OFFICE
SUITE 103
200 HOSPITAL DRIVE
GLEN BURNIE, MARYLAND 21061
(301) 768-5640

L. DALE BURGMEIER
STUART G. BUPPERT, II
DANIEL G. DOWNER, JR.

May 22, 1985

Maryland State Department of
Assessments & Taxation
301 W. Preston Street
Baltimore, MD 21202

RE: Action Printing and Graphics, Inc.
Resolution of
Change of Principal Office
Our File No. 83-335

Dear Ladies and Gentlemen:

Enclosed please find the original Resolution of Change of
Principal Office of Action Printing and Graphics, Inc. and our
check in the amount of \$8.00 for filing.

Please advise if anything additional is required.

Sincerely,
Daniel G. Downer, Jr.
Daniel G. Downer, Jr.

DGDJr:ds

Encls.

cc: client

51478156

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY
1985 OCT 23 PM 2:33
E. AUBREY COLLISON
CLERK

0000 0484

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 538

001773

RESOLUTION OF CHANGE OF PRINCIPAL OFFICE

The undersigned, constituting all the Stockholders of Action Printing and Graphics, Inc., a Maryland close corporation, subsequently simply called "the Corporation", in accordance with Section 4-303, 2-505, 2-408(e), 2-501(d) and 4-402(a) of the Corporations and Associations Article of the Annotated Code of Maryland, do hereby take the actions set forth below, waiving any right to dissent from them or to receive notice in advance of them.

RESOLUTION: Effective October 6, 1984, the principal office of the Corporation shall be 2525 Riva Road, Annapolis, Maryland 21401.

RESOLUTION: That the Secretary shall certify this Resolution and cause the same to be filed with the State Department of Assessments and Taxation in Baltimore at her earliest convenience.

AS WITNESS the execution of this Informal Action of Stockholders on the day and year below written.

WITNESS:

STOCKHOLDER

Deborah Baker

[Signature] 3/13/85
Harry Monroe, III *Wes* Date

Deborah Baker

Claire L. Monroe 3/13/85
Claire L. Monroe Date

552

51478106
Rec'd 1/5/85 @ 8:30am

0000 0484

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 539
NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF
ACTION PRINTING AND GRAPHICS, INC.

received for record May 27, 1985 , at 8:30 A.M.
and recorded on Film No. 2720 Frame No. 001774 of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA No 21999

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

Return to: Burgmeier, Buppert & Downer
2054 Duke of Gloucester Court
Annapolis, Md. 21404

rc

CLERKS NOTATION
BEST COPY
AVAILABLE

001745

BOOK 170 PAGE 540

May 3, 1985

State Department
of Assessments & Taxation
301 W. Preston St.
Baltimore, MD 21201

Re: Wahab Associates, Ltd.
a Maryland Close Corporation

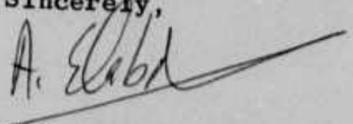
Dear Sirs,

I am resigning all positions, including my position
as Resident Agent of the above Corporation. Please
file this immediately. I understand that this resignation
will be effective Ten (10) days after filing.

The Corporation is on notice to contact your office
and name a new Resident Agent.

Thank you...

Sincerely,



Abdelwahab Elabd

AE:dlm

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY
1985 OCT 23 PM 2:33
E. AUBREY COLLISON
CLERK

51448042
Rec 5/24/85
@ 8:30 AM

0000 0427

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 541

NOTICE OF RESIGNATION OF RESIDENT AGENT
OF
WAHAB ASSOCIATES, LTD.

received for record May 24, 1985 , at 8:30 A.M.
and recorded on Film No. 2720 Frame N001744 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 21986

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

Return to: Abdelwahab Elabd
673 Quail Drive
Glen Burnie, Maryland 21061

rc

CLERKS NOTATION
BEST COPY
AVAILABLE

003228

BOOK 170 PAGE 542

THE BODY WRAP, 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, SAUNDRA DEVESE, whose post office address is 308 First Street, 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 THE BODY WRAP, 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 conduct and operate body wrapping centers for the general public, subject to state or municipal rules and regulations that may now exist or be hereafter promulgated; and to engage in any other lawful purpose and/or 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.

RECORD FEE 864.50
#23844 C040 R01 T09:34
JAN 31 86

FIFTH: The post office address of the principal office of the Corporation in this State is 308 First Street, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is Sandra DeVese, 308 First Street, 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.

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 921
ANNAPOLIS, MD 21404
(301) 263-8858

RECEIVED FOR RECORD
CIRCUIT COURT, A. A. COUNTY

1 1986 JAN 31 AM 10:25

E. AUBREY COLLISON
CLERK

52648176

0000 0489

864.50

90

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CLERKS NOTATION
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AVAILABLE

003229

BOOK 170 PAGE 543

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 Sandra DeVese.

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

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

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

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 921
ANNAPOLIS, MD 21404
(301) 263-8855

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 544

003230

NINTH: The duration of the Corporation shall be perpetual.

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

WITNESS:

William A. Bush SAUNDRA DE VESE
SAUNDRA DEVESE

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 921
ANNAPOLIS, MD 21404
(301) 263-8855

CLERKS NOTATION
BEST COPY
AVAILABLE

003231

(52) BOOK 170 PAGE 545

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD		(02)
TIME	9:58	7-23
DATE		
YEAR		
90	ORG. & CAP. FEE	
20	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
9	OTHER	100.00
49	TOTAL	100.00
	CASE	
	CENT	

LAW OFFICES
MANN, WILKINSON, SMITH & GOLDSBOROUGH
CHARTERED
145 MAIN/GOVERNOR STREETS
P.O. BOX 821
ANNAPOLIS, MARYLAND 21404

85
Styple

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 546

ARTICLES OF INCORPORATION
OF
THE BODY WRAP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 23, 1985 AT 09:58 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 4 2737, FOLIO 003227 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D1973510

ANNE ARUNDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

Paul B. Arundel



A 182198

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 547

002013

BOARD OF DIRECTOR'S RESOLUTION AUTHORIZING
CHANGE OF RESIDENT AGENT

The undersigned, constituting the sole Director of Manor-Lee Real Estate Investments, Inc., a Maryland corporation (hereinafter referred to as the "Corporation") as named in the Articles of Incorporation of the Corporation, does hereby consent to, approve and adopt the action set forth below:

RESOLVED: That the resident agent of the Corporation in the State of Maryland be and is hereby changed from Robert E. Scher, whose post office address is Suite 2110, 36 South Charles Street, Baltimore, Maryland 21201 to Alegra J. Saragosey, whose post office address is Suite 2110, 36 South Charles Street, Baltimore, Maryland 21201, 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 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.

Betty Lee Perry, Director
Betty Lee Perry, Director

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY
1986 JAN 31 AM 10:25
E. AUBREY COLLISON
CLERK

52078194
Filed 1/26/85 @ 8:30 AM
ML

0000 0444

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAIR 548

NOTICE OF DESIGNATION OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

MANOR-LEE REAL ESTATE INVESTMENT, INC.

received for record July 26, 1985
and recorded on Film No. 2727

APR 012 A.M.
Frame No. one of

the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22310

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

Return to: Klein, Aluisi & Williamson
21st Floor, Charles Center South
Baltimore, Maryland 21201

rc

002040

BOOK 170 PAGE 549

CERTIFIED COPY OF BOARD OF DIRECTORS RESOLUTION
of
MOTION TECHNOLOGY INCORPORATED

I, Jean Razzano, hereby certify that I am the duly elected and qualified secretary of Motion Technology Incorporated, a Maryland Corporation (hereinafter referred to as the "Corporation"), and do hereby certify that the following is a true and correct copy of the resolution adopted in accordance with the provisions of Section 2-408(c) of the Corporation and Associations Article of the Annotated Code of Maryland, by unanimous written consent dated July 12, 1985:

"RESOLVED, that the principal office of the Corporation be and it is hereby changed from 859 Bywater Road, Annapolis, Maryland 21401 to 703 Giddings Avenue, Suite M6, Annapolis, Maryland 21401 and 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 all other necessary and proper acts incident thereto.

IN WITNESS WHEREOF, I have hereto affixed my name as Secretary and have caused the corporate seal of said corporation to be affixed hereto.

Date: 7/22/85


Jean Razzano, Secretary

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:25

E. AUBREY COLLISON
CLERK

1

0000 0446

CLERKS NOTATION
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AVAILABLE

NOTICE OF CHANGE OF PRINCIPAL OFFICE

BOOK 170 PAGE 550

OF

MOTION TECHNOLOGY INCORPORATED

received for record July 26, 1985

, at 9:34 A.M.

and recorded on Film No. 2737

Frame No. 002039 one of

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

To the clerk of the Circuit Court of Anne Arundel County 52

AA N^o 22323

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

Return to: Alan D. Rothenberg
1721 Sunrise Drive
Rockville, Maryland 20854

re

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 551

000880

18 July 1985

Mr. Robert. Cierkes
Room 809
301 W. Preston St.
Baltimore, MD 21201

I am the registered agent for Paullinda, Inc., a corporation that was incorporated within the State of Maryland on 17 May 1984.

By this letter I am formally giving notice to the State of Maryland and to Paullinda, Inc. that I am resigning as registered agent for the corporation.

Enclosed, please find a check made payable to the Maryland State Department of Assessments & Taxation for \$ 8.00, to effectuate this resignation.

Thanking you in advance for your cooperation.

Sincerely yours,

Paul S. Blumenthal

Paul S. Blumenthal

1985 JUL 23 P 3:00

CC to: Paullinda, Inc.
C/o Capone's Hideaway
Galesville, MD 20765

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 JAN 31 AM 10:25

E. AUBREY COLLISON
CLERK

52043265

0000 0448

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 552

NOTICE OF RESIGNATION OF RESIDENT AGENT
OF
PAULLINDA, INC.

received for record July 23, 1985
and recorded on Film No. 2788

, at 3:00 P.M.
Frame No. 000879 one of

the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22341

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

Return to: Paul S. Blumenthal
1703 Governors Bridge Road
Davidsonville, Maryland 21035

rc

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 553

CHESAPEAKE REPRESENTATIVES, INC.

002843

410 SEVERN AVENUE • SUITE 205B • ANNAPOLIS, MD. 21403 • (301) 268-3907

June 30, 1985

The Board of Directors of Chesapeake Representatives, Inc., a corporation organized in the State of Maryland in May of 1976, duly approved a resolution, as follows:

RESOLVED: That the principal office of the corporation is changed to 410 Severn Avenue, Suite 205B, Annapolis, MD 21403.

I, Thomas C. C. Bond, Jr., Vice-President of the named corporation, certify under penalties of perjury that to the best of my knowledge, information and belief the foregoing resolution is true in all material respects.

Thomas C. C. Bond, Jr.
Thomas C. C. Bond, Jr.

Doreen Bond
Notary Public
Commission Expires 7/1/86

52218240
Recd 8/9/85 @ 8:30 AM

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:25

BALTIMORE: 269-5043
E. AUBREY COLLISON
CLERK

WASHINGTON: 261-1232

0000 0500

CLERKS DEPARTMENT
BEST COPY
AVAILABLE

BOOK 170 PAGE 554

NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF
CHESAPEAKE REPRESENTATIVES, INC.

received for record August 9, 1985 , at 8:30 A.M.
and recorded on Film No. 2739 Frame No. 002842 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 22369

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

Return to Chesapeake Representatives, Inc.
410 Severn Avenue, Suite 205B
Annapolis, Maryland 21403

rc

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 555

002901

RESOLUTION APPOINTING RESIDENT AGENT FOR THE
CAPE ST. CLAIRE VOLUNTEER FIRE COMPANY, INC.

WHEREAS it is necessary to name a new Resident Agent for the corporation, now therefore, be it resolved by the Board of Directors of the Cape St. Claire Volunteer Fire Co., Inc. that G. William Hill, 709 Hillcrest Drive Annapolis, Md. 21401 is named Resident Agent for this corporation.

Passed this 9th day of July, 1985.

G. William Hill, President

Jack Lyder

Keith C. Lippin

Benjamin Jordan

Clint Hawry

Monty Starny

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:25

E. AUBREY COLLISON
CLERK

0000 0522

CLERKS NOTATION
BEST COPY
AVAILABLE

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

BOOK 170 PAGE 556

OF

THE CAPE ST. CLAIRE VOLUNTEER FIRE COMPANY, INCORPORATED

received for record August 7, 1985

, at 8:30 A.M.

and recorded on Film No. 2799

Frame No. 002900 one of

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

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22397

Recording Fee Paid

No fee required pursuant to Title 1-203.1
of the Annotated Code of Maryland Corporations
and Associations Article

Return to: The Cape St. Claire Volunteer Fire Company, Incorporated
1373 Cape St. Claire Road
Annapolis, Maryland 21401

rc

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 170 PAGE 557 000937

CHANGE OF ADDRESS OF PRINCIPAL OFFICE
AND CHANGE OF NAME AND ADDRESS OF RESIDENT AGENT
OF GEORG INTERNATIONAL, INC., a Maryland Corporation

I, Priscilla A. MacKie, Secretary of Georg International, Inc., a Maryland Corporation, hereby certify the following resolutions changing the address of the principal office of the Corporation, and changing the name and address of the resident agent of the Corporation were adopted by the Board of Directors of the Corporation duly held on July 1, 1985 in Kreuztal, West Germany:

... Corporation in the State of Maryland be and he is hereby changed from Nicholas Goldsbrough, Esquire whose address is 150 South Street, Annapolis, Maryland 21401 to Robert A. Baker, Jr. whose post office address is 1918A Forest Drive, Annapolis, Anne Arundel County, Maryland 21401, and who is a resident of the State of Maryland, and

RESOLVED: That the principal office of the Corporation be and it is hereby changed from 3 Market Quay, Annapolis, Maryland 21401 to 1918A Forest Drive, Annapolis, Anne Arundel County, Maryland 21401, and

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 two 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.

AS WITNESS my hand and seal this 6th day of August, 1985.

Priscilla A. MacKie
Priscilla A. MacKie, Secretary
Georg International, Inc.

52268040

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:25
E. AUBREY COLLISON
CLERK

0000 0584

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 558

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

OF

GEORG INTERNATIONAL, INC.

received for record August 14, 1985

and recorded on Film No. 2741

, at 9:05 A.M.
Frame No. 000936 one of

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

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 22411

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

Return to: Roger A. Perkins
P. O. Box 665
Annapolis, Maryland 21404

rc

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 170 PAGE 559

000935

CERTIFIED COPY OF RESOLUTION
OF BOARD OF DIRECTORS
FOR CHANGE OF RESIDENT AGENT
AND PRINCIPAL OFFICE

I, Deborah Elliott, do hereby certify that I am the duly elected, qualified and acting secretary of Human Performance Technologies, Inc., a corporation formed and existing under the laws of the State of Maryland and that in the organization meeting by unanimous written consent of the board of directors of said corporation, the following resolutions were adopted, which said resolutions remain in full force and effect:

RESOLVED that the resident agent of this corporation in the State of Maryland be and it hereby is changed to Paul H. Elliott, whose post office address is 141 Cardamon Drive, Edgewater, Maryland 20137. The said resident agent so designated is a resident of the State of Maryland.

FURTHER RESOLVED that the principal office of this corporation be and it hereby is changed from c/o The Corporation Trust Incorporated, 32 South Street, Baltimore, Maryland 21202, to 141 Cardamon Drive, Edgewater, Maryland 20137.

Deborah Y. Elliott
Secretary

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:25

E. AUBREY COLLISON
CLERK

52268100

0000 0644

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 560

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

OF

HUMAN PERFORMANCE TECHNOLOGIES, INC.

received for record August 14, 1985
and recorded on Film No. 2741

000934 A.M.

Frame No. one of

the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N° 22410

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

Return to: Winston & Strawn
2550 M Street, N.W.
Washington, D.C. 20037

rc

003288

BOOK 170 PAGE 561

ARTICLES OF INCORPORATION
OF
VINTAGE REPRODUCTIONS, INC.
a Maryland Corporation

1985 JUL 24 A 9:32

20
FIRST: I, Keith Anthony, of 2804 Broadview Terrace, 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 hereinafter referred to as "the Corporation") is Vintage Reproductions, Inc.

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

1. To engage in the acquisition, holding, maintenance, operation, leasing, development, and disposition of real property to be purchased by the corporation; and
2. The construction of buildings or dwellings on property for the purposes of resale; and
3. To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;
4. 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 power;
5. To have and exercise any and all powers and privileges now or hereinafter conferred by the laws of the State of Maryland upon Corporations formed under the acts above referred to, or any act amendatory thereof or supplemental thereto or in substitution thereof.

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 the generality of any other purpose, object, or business, or to limit or restrict any of the powers of the Corporation, and the 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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:25

E. AUBREY COLLISON
CLERK

52058122

BOOK 170 PAGE 562

003289

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 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 2804 Broadview Terrace, Annapolis, Maryland, 21401. The Resident Agent is Keith Anthony, 2804 Broadview Terrace, Annapolis, Maryland 21401.

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. The common stock shall be divided into two (2) separate classes, being Class A and Class B stock. The corporation may issue no more than Two Thousand Five Hundred (2,500) shares of any class of stock. Each class of stock is entitled to elect two (2) Directors.

SIXTH: The number of directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (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 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 Keith Anthony, Alan Bernstein, Ralph Calvert and Peter G. McCallion.

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

1. The Corporation shall indemnify any officer 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, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee, or agent of another Corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by

003290

BOOK 170 PAGE 563

him in connection with such 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 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 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, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, 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 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 Seventh or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorney's 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 Seventh.

4. Any indemnification under paragraphs 1 or 2 of this Article Seventh (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 is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraphs 1 or 2 of this Article Seventh. 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.

CLERKS NOTATION
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AVAILABLE

003291

BOOK 170 PAGE 584

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.

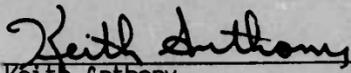
6. Agents and employees of the Corporation who are not officers of the Corporation may be indemnified under the same standard and procedures set forth above, in the discretion of the shareholders of the Corporation.

7. Any indemnification pursuant to this Article Seventh 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, and shall inure to the benefit of the heirs and personal representatives of such a person.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21st day of July, 1985, and I acknowledge the same to be my act.

LAW OFFICES MICHAELSON & SIMMONS, P. A. ANNAPOLIS, MARYLAND 21404


Keith Anthony

0057C

0000 06/11

CLERKS NOTATION
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003292

BOOK 170 PAGE 565

(02)

L.A.

(52)

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:30 MO. DAY YEAR 7-24-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> APPROVED BY <i>JW</i>

William Simmons
P.O. Box 11
Annapolis, Md 21404-0011

0000 06/12

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 566

ARTICLES OF INCORPORATION
OF
VINTAGE REPRODUCTIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 24, 1985 AT 09:30 A. O'CLOCK M. AS IN CONFORMITY
OF MARYLAND WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737 FOLIO 5 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND
003287

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

D1973619

ANNE ARUNDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

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

Paul B. Arundel



A 182208

BOOK 170 PAGE 567

003294

TREND SETTER HOUSING CORPORATION

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, QUENTIN CURRY, whose post office address is 128 Severn Way, 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 hereinafter called the "Corporation") is TREND SETTER HOUSING CORPORATION.

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 build, sell, and develop housing.
- (2). To acquire land for the purpose of development and building.
- (3). And to do all other acts necessary or incident to the construction and development trade.
- (4). To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;
- (5). 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 futherance, 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, or to limit or restrict the generality of any other purpose, object or business, or to limit or restrict

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:25

E. AUBREY COLLISON
CLERK

52058121

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CLERKS NOTICE
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AVAILABLE

BOOK 170 PAGE 568

003295

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 128 Severn Way, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State is H. Quentin Curry, 128 Severn Way, Arnold, Maryland 21012. The 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 H. Quentin Curry, and Glenn Curry.

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

Witness

H. Quentin Curry

0075C

0000 06/15

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009295

BOOK 170 PAGE 569

(52)

(02)

L.H.

stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:31 NO. DAY YEAR 7-24-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> JRS

William Simmons
P.O. Box 11
Annapolis, Md 21404-0011

0000 05/16

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 570

ARTICLES OF INCORPORATION
OF
TREND SETTER HOUSING CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 24, 1985 AT 09:31 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737 , FOL 003293 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1973627

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

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

[Handwritten Signature]



A 182209

CLERKS NOTATION
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AVAILABLE

000097

BOOK 170 PAGE 571
ARTICLES OF INCORPORATION
OF
AQUARIUS BUILDERS, INC.

FIRST: I, JAMES D. BARTON, whose post office address is 306 Woodleaf Court, Glen Burnie, Maryland 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 hereinafter referred to as "the Corporation") is AQUARIUS BUILDERS, 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 purpose for which the Corporation is formed is as follows:

- (1) To engage in the business of home improvement construction, including, but not limited to the bidding and planning, site preparation, and construction of decks, porches, room additions, building renovations and new structures.
- (2) To engage in any other lawful purpose and/or business.
- (3) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the

52068223

0000 05/18

gao

RECEIVED FOR RECORD
CLERK COURT IN A COUNTY
1986 JUN 31 AM 10:25
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
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AVAILABLE

000098

BOOK 170 PAGE 572

Annotated Code of Maryland as amended from time to time, and to do anything permitted by 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.

FIFTH: The post office address of the principal office of the Corporation in this State is 306 Woodleaf Court, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Betty L. Barton, 306 Woodleaf Court, Glen Burnie, Maryland 21061. Said agent is an individual, actually residing in the State of Maryland.

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

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) Director, whose name is James D. Barton.

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

WITNESS:

William J. Custer III James D. Barton
James D. Barton

0000 05/19

CLERKS NOTATION
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BOOK 170 PAGE 573

LW. (02)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:35 MO. DAY YEAR
7-25-85

(52)

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> JRS

Stack

James Barton
306 Woodleaf Ct
Glen Burnie Md 21061

0000 0620

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 574

ARTICLES OF INCORPORATION
OF
AQUARIUS BUILDERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 25, 1985 10:35 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3
RECORDED IN LIBER 2738, FOLIO 000096 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1973916

ANNE ARUNDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

[Handwritten Signature]



A 182217

BOOK 170 PAGE 575
ARTICLES OF INCORPORATION

000149

OF.

BLADEN CORPORATION

THIS IS TO CERTIFY:

FIRST: I, Stanley S. Fine, whose post office address is Suite 300, 222 East Redwood Street, Baltimore, Maryland, 21202, being at least eighteen (18) 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 (which is hereinafter called the "Corporation") is Bladen Corporation.

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

(1) To enter into partnerships, joint ventures, syndications, and other business associations for any lawful purpose; 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; to perform all necessary and proper related services and activities in connection therewith; and to engage in any lawful purposes 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 7682 Water Oak Point Road, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is W. Dennis Gilligan, 7682 Water Oak Point Road, Pasadena, Maryland 21122. Said Resident Agent is a Maryland citizen, actually residing in this State.

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

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. The number of directors may be less than three (3) 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.

1

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E. AUBREY COLLISON
CLERK

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BOOK 170 PAGE 576

000150

The name of the director who shall act until the first annual meeting or until his successor is duly elected and qualified is W. Dennis Gilligan.

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.

(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 24th day of July, 1985, and I acknowledge the same to be my act.

WITNESS:

Theresa S. Taylor

Stanley S. Fine
STANLEY S. FINE

ssfartic#10

CLERKS NOTATION
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BOOK 170 PAGE 577

(02)

LAD

Stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:15 MO. DAY YEAR
7-25-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

Stanley Fine
222 E. Redwood #300
Balt, Md 21202

1985 JUL 25 A 10:15

0000 0624

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 578

ARTICLES OF INCORPORATION
OF
BLADEN CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 25, 1985 AT 10:15 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738 FOLIO 3 000148 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1974005

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

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

R. B. Johnson



A 182225

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 579
ARTICLES OF INCORPORATION

MORTGAGE BANKERS INVESTMENT, INC.

000187

940
PREAMBLE: The undersigned, for the purpose of organizing a corporation pursuant to the laws of the State of Maryland, do hereby adopt the following certificate of incorporation.

FIRST: (INCORPORATORS) : That I, the subscriber,
Susan L. Grant, 249 Bay Front Drive, Pasadena, Maryland 21122

being of full lawful age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate myself with the intention of forming a corporation.

SECOND: (NAME) : The name of the corporation (which is hereinafter called the Corporation) is MORTGAGE BANKERS INVESTMENT, INC.

THIRD: (PURPOSE) : 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. The general nature of its business shall be to buy, sell, and otherwise deal in notes, stocks, bonds, or other investments, including the right to hold, buy, sell, lease, mortgage, or otherwise encumber, sell, and dispose of real and personal property of all kinds and descriptions.

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

C. To purchase, lease, hire or otherwise acquire, hold, own, develop, improve, and in any manner dispose of and to aid and subscribe toward the acquisition, development or improvement of, real or personal property, and the rights and privileges therein, suitable or convenient for any of the businesses of the Corporation.

D. To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage, operate and in any manner dispose of and to aid and subscribe toward the acquisition, construction or improvement of plants, mills, factories, works, buildings, machinery, equipment and facilities, and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the Corporation.

E. To acquire all or any part of the goodwill, rights, property and business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any businesses 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.

F. To apply for, obtain, purchase or otherwise acquire any patent, copyright, rights, licenses, trademarks, tradenames, rights, processes, formulae and the like, which

Corp.-Art.-1

52078371
1966 JAN 31 AM ID: 25
E. AUBREY COLLISON
CLERK

0000 0526

may seem capable of being used for any of the purposes of the Corporation, and to use, exercise, develop, and grant licenses in respect of, sell, and otherwise turn to account the same.

G. 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, 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 rights or interest therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates or by any governments or sub-divisions thereof; to possess and exercise in respect thereof any and all rights, powers and privileges of individual holders.

H. To purchase or otherwise acquire, and to hold, sell or otherwise dispose of, and to retire and reissue; shares of its own stock of any class in any manner now or hereinafter authorized or permitted by law.

I. 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 of any nature purchased, or for any other lawful consideration and to secure the payment thereof and 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, pledge, discount or otherwise dispose of such bonds, debentures, notes or other obligations of the Corporation for its corporate purposes.

J. To aid in any manner, any person, firm, association, corporation or syndicate whose shares of stock, shares, bonds, debentures, notes, mortgages or other obligations of which, or any certificates, receipts, warrants, or other instruments evidencing rights for options to receive, purchase or subscribe for the same, or representing any other rights or interests therein, are held by or for this Corporation, or in the welfare of which this Corporation shall have any interests, and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interests, or any other property of this Corporation.

K. To guarantee the payment of dividends upon any shares of stock or shares, in, or the performance of any contract by, any other corporation, firm, 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 any other evidences of indebtedness created or issued by any such other corporation or association.

L. To sell on credit, conditional sales contracts or chattel mortgages, any or all of its stock in trade, and to pledge discount or otherwise deal with said credit, conditional sales contracts, and/or chattel mortgages as principal, factor, agent, contractor or otherwise necessary for the conduct of its business.

M. To carry out all or any 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, for which at any time may appear conducive to or expedient for the accomplishment of any such objects or purposes.

BOOK 170 PAGE 581

000189

N. 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.

O. 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 nature 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: (LOCATION) : The post office address of the place at which the principal office of the Corporation in this State will be located is:

249 Bay Front Drive, Pasadena, Maryland 21122

✓ The name and post office address of the resident agent of the Corporation in this State is: Susan L. Grant, 249 Bay Front Drive, Pasadena, Maryland 21122

said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: (DIRECTORS) : The management of this corporation shall be vested in a board initially of one director but the number of directors can be fixed by the bylaws up to a maximum of 15 directors. The directors shall be elected at the first annual meeting of the stockholders and thereafter at each annual meeting. Until such election, the director of the said corporation shall be the said:

SUSAN L. GRANT

SIXTH: (STOCK) : The total number of the shares of stock which the corporation has authority to issue shall be:

One Thousand (1000) shares of non-par stock

said stock to be held, sold, and paid for at such a time and in such a manner as the Board of Directors may from time to time determine.

SEVENTH: (COMMON STOCK) : The following rights and restrictions shall be imposed upon the authorized issued common stock:

(a) (VOTING RIGHTS) Each issued share of the common stock hereinabove referred to, shall be entitled to one vote. Each unissued share of said common stock shall be entitled to no vote.

(b) (PREEMPTIVE RIGHTS) The holders of the common stock will have first preemptive rights with respect to the sale of all classes of authorized issued stock as well as to the sale of any stock the issuance of which will hereinafter be promulgated.

(c) (DIVIDENDS) All dividends will be shared by the issued common stock on a share and share alike basis.

(d) (TRANSFER AND RECALL) There shall be no restriction as to transfer, except with the unanimous approval of the Board of Directors of the said corporation; there shall be no right of recall of the common stock.

Corp.-Art.-3

0000 0528

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 582

000190

EIGHTH: (OFFICERS) : The annual meeting of the Board of Directors shall be held immediately following the annual meeting of the stockholders, and at the same place. Executive officers of this corporation shall be president, vice-president, secretary and treasurer. The office of any two may be held by the same person, except that of president and vice-president. Such executive officers shall be elected by the Board of Directors at each annual meeting held as aforesaid. The Board of Directors shall have power to fill any vacancy in the Board of Directors or in any other office.

NINTH: (POWERS) : 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 hereinafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized for such considerations as said Board of Directors may deem advisable, subject to such limitation and restrictions, if any, as may be set forth in the by-laws of the Corporation.

TENTH: (DURATION) : The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed this Articles of Incorporation on this 24 day of July, 19 85

WITNESS:

Valerie Smitheman

Susan L. Grant (SEAL)

STATE OF MARYLAND,

OF BALTIMORE, to wit:

I HEREBY CERTIFY, that on this 24 day of July, 19 85 before me, the subscriber, a Notary Public of the State of Maryland, ~~in~~ and for the of Baltimore, personally appeared

and she acknowledged the foregoing Articles of Incorporation to be her act.

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

Kimberly L. Mannion
Notary Public

My Commission Expires July 1, 1986

Corp.-Art.-4

0000 0629

CLERKS NOTATION
BEST COPY
AVAILABLE

000191

BOOK 170 PAGE 583

CERTIFIED
COPY MADE

02

Finance/01
Stock

52

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:11 MO. DAY YEAR 7-25-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
10	ORDER ICCYP
50	TOTAL CASH <input type="checkbox"/> BY <input checked="" type="checkbox"/> <i>Jgs</i>

1985 JUL 25 P 2:11

Kaplan + Kaplan
11 E. Mt Royal Av
Balt Md 21202

0000 0630

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 584

ARTICLES OF INCORPORATION
OF
MORTGAGE BANKERS INVESTMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 25, 1985 02:11 P.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738, FOLIO 000186 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1974104

ANNE ARUNDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

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

Paul B. Johnson



A 182231

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 585

000213

PREVAILING PRODUCTIONS, INC.
ARTICLES OF INCORPORATION

First: The undersigned, Roy Carson, 1327 Poplar Hill Drive, Annapolis, Md. 21401, and Thomas Puwalski, 329 Tennessee Avenue, Pasadena, Md. 21122, being at least eighteen years of age and being citizens of the United States, do hereby form a non-profit corporation under the general laws of the State of Maryland.

Second: The name of the corporation (which is hereinafter called the Corporation) is Prevailing Productions, Inc.

Third: The purpose for which the Corporation is formed is as follows: To produce musical performances and related activities within the limitations of section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

✓
Same as
p. 0.

Fourth: The post office address of the principal office of the Corporation in Maryland is 1327 Poplar Hill Drive, Annapolis, Anne Arundel County, Maryland 21401. The name and post office address of the resident agent of the Corporation in Maryland is Roy Carson, 1327 Poplar Hill Drive, Annapolis, Anne Arundel County, Maryland 21401.

Fifth: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

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

52078378

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:25

E. AUBREY COLLISON
CLERK

0000 0582

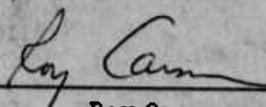
BOOK 170 PAGE 586 000214

Seventh: Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

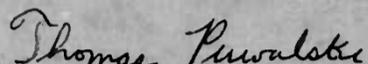
Eighth: The number of directors of the Corporation shall be two (2) which number may be increased or decreased pursuant to the by-laws of the Corporation, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Roy Carson and Thomas Puwalski.

Ninth: The duration of the Corporation shall be perpetual.

In witness whereof, we have signed these Articles of Incorporation on July 25, 1985, and severally acknowledge the same to be by our act.



Roy Carson



Thomas Puwalski

1985 JUL 25 P 3:38

0000 0543

CLERKS NOTATION
BEST COPY
AVAILABLE

... 000215 ...
... BOOK 170 PAGE 587 ...

**CERTIFIED
COPY MADE**

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

(52)

TIME 3:38 NO. DAY YEAR 7-25-85

Non-Stock

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER ICC 2p
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 40

Roy Carson
1327 Poplar Hill Dr.
Annapolis, Md 21401

0000 0584

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 588

ARTICLES OF INCORPORATION
OF
PREVAILING PRODUCTIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 25, 1985 AT 03:38 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738, FOLIO 000212 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1974138

ANNE ARLINDEL

TO THE CLERK OF THE CIRCUIT COURT OF

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

Paul B. Arlin



A 182234

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 589

BAY AREA EVANGELISTIC ASSOCIATION, INC.

Articles of Revival

000358

First: The name of the corporation at the time the charter was forfeited was Bay Area Evangelistic Association, INC.

Second: The name which the corporation will use after revival is VICTORY BIBLE CHURCH AND FELLOWSHIP, INC.

Third: The name and address of the resident agent are Maurice W. Hartley, 1149 Wharf Drive, Pasadena, MD, 21122.

Fourth: These Articles of Revival are for the purpose of reviving the charter of the corporation.

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.

Sixth: The address of the principal office in this state is 1149 Wharf Drive, Pasadena, MD, 21122.

The undersigned who were respectively the last acting President and Secretary of the corporation severally acknowledge the Articles to be their act.

Maurice W. Hartley
MAURICE W. HARTLEY
Last Acting President

Geraldine W. Hartley
GERALDINE W. HARTLEY
Last Acting Secretary

July 24, 1985

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:25

E. AUBREY COLLISON
CLERK

0000 0536

CLERKS NOTATION
BEST COPY
AVAILABLE

102 071 X008

BOOK 170 PAGE 590

000359

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Maurice W. Hartley, Chairman, Board of Directors of Victory Bible Church (formerly Bay Area Evangelistic Association) 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.

Maurice W. Hartley
MAURICE W. HARTLEY

I hereby certify that on July 24, 1985, before me, the subscriber, a notary public of the State of Maryland, in and for Anne Arundel County personally appeared Maurice W. Hartley 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

Samuel L. Runk
(Signature of Notary Public)

My commission expires July, 1986

52108292

0000 0587

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 591

CHANGE OF	
NAME	<input checked="" type="checkbox"/>
PRINCIPAL OFFICE	<input checked="" type="checkbox"/>
RESIDENT AGENT	<input checked="" type="checkbox"/>
RESIDENT AGENT ADDRESS	<input checked="" type="checkbox"/>

000360

83 → 85 in (NA) filed 7/29

18 A

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD *John*

TIME 10:41 MO. DAY YEAR 7/29/85

20	RECORDING FEE
10	LIMITED PARTNERSHIP FEE
10	OTHER <i>Special Fee</i>
30	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> APPROVED BY <i>A</i>

Victory Bible Church
1149 Wharf Dr.
Pasadena, Cal 91102

2310233

0000 0588

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 593

WIL - MIL, INC.
(A Close Corporation)

000153

ARTICLES OF AMENDMENT

WIL-MIL, INC., a Maryland Corporation, having its principal office in Anne Arundel County, Maryland, (hereinafter called the "Corporation"), hereby certifies that:

FIRST: The Charter of the Corporation is hereby amended by inserting the words: The Corporation is a Close Corporation Without Directors.

SECOND: The Charter of the Corporation is hereby amended by striking out the name of the Resident Agent of the Corporation in Maryland, from "WILLIAM O'MAHONY, 11400 Cherry Hill Road, Apartment 104, Beltsville, Prince George's County, Maryland;" as listed in Article FOURTH of the original Articles of Incorporation, and inserting in lieu thereof: "MILDRED M. O'MAHONY, 6101 Drum Point Road, Deale, Anne Arundel County, Maryland, 20751. Said Resident Agent is a citizen of the United States of America and of Anne Arundel County in the State of Maryland, and actually resides therein.

THIRD: The Charter of the Corporation is hereby amended by striking out that portion of Article FIFTH providing for three (3) Directors.

FOURTH: The Amendments of the Charter of the Corporation as hereinabove set forth have been duly advised by the Directors and approved by same and the stockholders of the Corporation.

IN WITNESS WHEREOF, WIL-MIL, INC., has caused these presents to be signed in its name and on its behalf by its President and its Secretary, on May 1, 1985.

Mildred M. O'Mahony (SEAL)
PRESIDENT- MILDRED O'MAHONY

Carole Johnson
SECRETARY- CAROLE JOHNSON

The undersigned, President of Wil-Mil, Inc., who executed on behalf of said Corporation, the foregoing Articles of Amendment, of which this Corporation Certificate is made a part, hereby acknowledges on the name of 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 her 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.

Mildred M. O'Mahony
MILDRED M. O'MAHONY

RECEIVED FOR RECORD
CREDIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:25

E. AUBREY COLLISON
CLERK

52178233

0000 0540

CLERKS NOTATION
BEST COPY
AVAILABLE

000454

BOOK 170 PAGE 594

NAME	
ADDRESS	
CITY	
STATE	
ZIP	
DATE	
TIME	
BY	

RA ✓
RAA ✓ JES

Art of amend (09)

11 30 11 5-4 10 11

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:11 MO. DAY YEAR 8-5-85

20	ORG. & CAP. FEE
	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL COST - JES

Mildred M. O'Mahony
6101 Drum Point Rd
Deale, Md 20751

0000 0541

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 595
ARTICLES OF AMENDMENT
OF
WIL-MIL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 5, 1985 AT 10:11 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 000152 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: _____ RECORDING FEE PAID: \$ 20.00 SPECIAL FEE PAID: \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb
IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

R. B. Arthur



A 182337

CLERKS NOTATION
BEST COPY
AVAILABLE

001752

BOOK 170 PAGE 596

ARTICLES OF INCORPORATION
OF
MORGAN BUILDERS & GENERAL CONTRACTORS, INC.

THIS IS TO CERTIFY:

FIRST: That I, Marilyn L. Morgan, as Incorporator, whose post office address is 405 Third Avenue, S.W., Glen Burnie, Maryland 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: That the name of the Corporation (which is hereinafter called "Corporation") is MORGAN BUILDERS & GENERAL CONTRACTORS, INC.

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

FOURTH: That the purpose for which the Corporation is formed is to construct commercial and residential structures of any description. In the discharge of the forgoing purpose, the Corporation is empowered to enter into and perform contracts of any sort and description with any person, firm, association, corporation, municipality, county, state or other jurisdictional unit as necessary and to exercise other authority as confirmed by the General Laws of the State of Maryland.

FIFTH: That the post office address of the principle office of the Corporation in this State is 300 Stiemly Avenue, Glen Burnie, Maryland 21061. The Name and post office address of the Resident Agent of the Corporation in this State is Joan D. Morgan, 300 Stiemly Avenue, Glen Burnie, Maryland 21061. Said Resident Agent is a citizen actually residing in this State. *Same as P.O.*

SIXTH: That the Corporation shall have two (2) Directors (which may be increased and decreased to a number not fewer than two (2) by a majority vote of the existing Directors), and Marilyn L. Morgan and Joan D. Morgan shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SEVENTH: That the Corporation is authorized to issue 5,000 shares of common stock, with par value of twenty-five (25) dollars per share.

EIGHTH: That the name and places of residence of the Officers of the Corporation who are to manage the affairs of the Corporation until their successors are duly chosen and qualified are:

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:26

E. AUBREY COLSON
CLERK 53078141

0000 0543

BOOK 170 PAGE 597

001753

CLERKS NOTATION
BEST COPY
AVAILABLE

ARTICLES OF INCORPORATION OF
MORGAN BUILDERS & GENERAL CONTRACTORS,
INC.

MARILYN L. MORGAN, Glen Burnie, Maryland
(President/Treasurer)

JOAN D. MORGAN, Glen Burnie, Maryland
(Vice President/Secretary)

NINETH: That the period for the duration of the Corporation is perpetual.

TENTH: (1) As used in this Article Tenth, any word or words that are defined in Section 2-418 of the Corporation and Association 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 directors or officers 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; however, that to the extent a corporate representative other than a present or former director or officer successfully 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 the majority of the Board of Directors who were not parties to the proceedings; or, (ii) an affirmative vote, at a duly constituted meeting of a majority of all votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director(s) or officer(s) is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23 day of July, 1985, and I acknowledge the same to be my act.

WITNESS: Lisa Lico

Marilyn Morgan
MARILYN J. MORGAN

0000 06A4

CLERKS NOTATION
BEST COPY
AVAILABLE

001754

BOOK 170 PAGE 598

02

LH

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:22 NO. 7 DAY 26 YEAR 85

25	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER ICC-2
53	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> PCM

stb

1985 JUL 26 A 9:22

52

Joan Morgan
300 Stiemly Ave.
Glen Burnie, Md 21061

0000 0645

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 599

ARTICLES OF INCORPORATION
OF
MORGAN BUILDERS & GENERAL CONTRACTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 26, 1985 AT 09:22 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738, FOLIO 3 001751 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 25 RECORDING FEE PAID: \$ 20 SPECIAL FEE PAID: \$ _____

D1974336

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Arundel



A 182352

CLERKS NOTATION
BEST COPY
AVAILABLE

001771

1985 JUL 24 A 10:19

BOOK 170 PAGE 600
ARTICLES OF INCORPORATION

OF

THE FOUNTAINHEAD TITLE GROUP CORPORATION OF ANNAPOLIS

FIRST: The undersigned, Edward J. Brush whose post office address is 101 Sterrett Building, Columbia, Maryland 21044, being at least eighteen years of age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

The Fountainhead Title Group Corporation of Annapolis ✓

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 as follows:

1. To accept applications for title examinations and title insurance from individual clients, real estate brokers, mortgage bankers, commercial banks and federal savings and loan associations; and to process said applications, order title abstracts, conduct settlements, to enter into agency agreements with any title insurance company for the purpose of becoming an authorized agent and to apply for licenses in order to do business as a binder and policy issuing agent for any Title Insurance Company. Generally, to do everything otherwise suitable, proper, and conducive to the successful conduct of a title company in all of its branches and departments.
2. To act as agent (other than fiscal or transfer), attorney-in-fact, factor, or broker, on commission or otherwise, for individuals, co-partnerships, joint-stock associations, or corporations, foreign or domestic, including governments or governmental authorities; to aid and assist, promote, and conserve the interests of, and afford facilities for the convenient transaction of business, by, its principal and patrons in all parts of the world.
3. To acquire (by purchase, exchange, lease, hire or otherwise), hold, own, use, assign, lease, sell, convey, or mortgage, either alone or in conjunction with others, the rights, property and business of any person, entity, partnership, association, or corporation heretofore or hereafter engaged in any business.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:26

52058190

E. AUBREY COLLISON
CLERK

0000 0547

CLERKS NOTATION
BEST COPY
AVAILABLE

001772

BOOK 170 PAGE 601

4. 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 by letters, patents, copyrights or otherwise.

5. To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association or corporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

6. 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, transferrable or nontransferrable instruments and evidence of indebtedness, and to secure the payment there 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.

7. Generally to carry on and engage in any lawful business, undertaking, enterprise, venture or activity, in this State and elsewhere, as fully as any natural person might do, whether the same relates to property or services, or to or of any other matter, kind or thing -- as principal or agent or otherwise.

8. The Corporation shall have all the powers which any ordinary business stock corporation, organized under the laws of the State of Maryland, may possess and without limiting the generality of the foregoing, shall have, enjoy and exercise all of the powers and rights, now or hereafter conferred by statute upon corporations; and to engage in any other lawful purpose and/or business and to do anything permitted by Section 2-103 of the Corporation and Associations Article of the Annotated Code of Maryland as Amended.

FIFTH: The post office address of the principal office of the Corporation in this State is 815 Ritchie Highway, Severna Park, Maryland 21146

The name and post office address of the resident agent of the Corporation in this State is Edward J. Brush, 101 Sterrett Building, Columbia, Maryland 21044.

Said resident agent is an individual actually residing in this State, and is a citizen thereof.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is 1,000 shares without par value, all of one class.

SEVENTH: The number of Directors of the Corporation shall be one (1), which may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one (1); and the name of the Director who shall act until the first annual meeting, or until his successor is duly chosen and qualifies is: Edward J. Brush

0000 0648

CLERKS NOTATION
BEST COPY
AVAILABLE

001773

BOOK 170 PAGE 692

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

(1) The Corporation shall indemnify any director or officer 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 director, officer, employee, or agent of the Corporation, or is or was serving at the request of the 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 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 director or officer 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 a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, 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 reasonable 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 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 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 indemnify for such expense which such court shall deem proper.

(3) To the extent that a director or officer 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 EIGHTH or in defense of any claim, issue or matter therein, he shall be indemnified

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BOOK 170 PAGE 603

against expense (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 EIGHTH.

(4) Any indemnification under paragraph (1) or (2) of this Article EIGHTH (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 director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph (1) or (2) of this Article EIGHTH. Such determination shall be made: (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors 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 directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

(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 Board of Directors in the specific case, upon receipt of an undertaking by or on behalf of the director or 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 directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

(7) Any indemnification pursuant to this Article EIGHTH 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 a director or officer and shall inure to the benefit of the heirs and personal representatives of such a person.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 1st day of April, 19 85.

WITNESS:

Leslie P. Travers
Leslie P. Travers

Edward J. Brush
Edward J. Brush

0000 0560

CLERKS NOTATION
BEST COPY
AVAILABLE

001775

BOOK 170 PAGE 604

STATE OF MARYLAND, COUNTY OF HOWARD, TO WIT:
I HEREBY CERTIFY, that on this 1st day of April
, 19 85, before me, the subscriber, a Notary of the State of Maryland,
in and for the County of Baltimore personally appeared
Edward J. Brush, and acknowledged that the foregoing
Articles of Incorporation to be his act.

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

Leslie P. Travers

Notary Public
Leslie P. Travers



My Commission Expires:

7-1-86

0000 0651

FOUNTAINHEAD TITLE GROUP-CORPORATE
101 STERRETT BUILDING
COLUMBIA, MD 21044

001776

CLERKS NOTATION
BEST COPY
AVAILABLE

Return to

BOOK 170 PAGE 605

(52)

LA

(02)

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:19 MO. DAY YEAR
7-24-85

20	ORG. & GAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> [Signature]

The Fountain Title Group
Suite 101, Sterrett Bldg
Columbia Md 21044-2676

0000 0552

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 606

ARTICLES OF INCORPORATION
OF
THE FOUNTAINHEAD TITLE GROUP CORPORATION OF ANNAPOLIS

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 24, 1985 AT 10:19 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2738, FOLIO 001770 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1974377

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Gal B. Robinson



A 182356

E. AUGREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

001811

BOOK 170 PAGE 607

1985 JUL 24 A 9:09

BENEFITNESS, INC.

ARTICLES OF INCORPORATION

FIRST: I, Richard E. Polm, whose post office address is, 1197 Baltimore-Annapolis Boulevard, 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 (hereafter referred to as the "Corporation") is Benefitness, Inc. ✓

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

(1) To design and implement and sell employee health benefit packages; and to engage in any other lawful purpose and business.

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

FOURTH: The post office address of the Corporation in this State is 1197 Baltimore-Annapolis Boulevard, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State is Frank M. Albrecht, 208 West Street, Annapolis, Maryland 21401. ✓

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 2,000 shares of common stock.

SIXTH: The corporation shall have as many Directors as stock holders not to exceed four or such other number later established by the Board of Directors. There shall be four

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22

RECEIVED FOR RECORD
CLERK COURT, BAL. COUNTY
1986 JAN 31 AM 10:26
E. AUDREY COLLISON
CLERK

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 608

001812

initial Directors who shall serve until the first annual meeting or until their successors are duly chosen and qualified whose names are:

Richard E. Polm

Frank M. Albrecht

Martin A. Kranitz

Alfred C. Boswell, Jr.

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

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

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

(3) 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 references 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

BOOK 170 PAGE 609

001813

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 herein or by the Board of Directors of the Corporation, no holder of any shares of 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 has the general power to sue, be sued, complain and defend in all courts; have, use, alter or abandon a corporate seal; transact its business, carry on its operations and exercise the powers granted by the State of Maryland, in any state, territory, district or possession of the United States and in any foreign country; make contracts and guarantees, incur liabilities and borrow money; sell, lease, exchange, transfer, convey, mortgage, pledge and otherwise dispose of any or all of its assets; issue bonds, notes, and any other obligations and secure them by mortgage or deed of trust on any or all of its assets; acquire by purchase or in any other manner, and take, receive, own, hold, use, employ, improve and otherwise deal with any interest in real or personal property, where ever

001814

BOOK 170 PAGE 610

located; purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, loan, pledge, or otherwise dispose of and otherwise use and deal in and with stock and other interests in and obligations of other Maryland and foreign corporations, associations, partnerships and individuals; except as provided by law, acquire any of its own stock, bonds, notes and other obligations and securities; invest its surplus funds, lend money from time to time in any manner which may be appropriate to enable it to carry on its operations or fulfill the purposes specified in this charter, and take and hold real and personal property as security for the payment of funds or loans; be a promotor, partner, member, associate or manager of any partnership, joint venture, trust or other enterprise; elect its officers and appoint as agents, define their duties, determine their compensation, and adopt and carry into effect employee and other benefit plans; adopt, alter and repeal its by-laws not inconsistent with law or its charter for its regulation and management of its affairs; and do every other act not inconsistent with law which is appropriate to promote and obtain the purposes set forth herein.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23 day of July, 1985, and I acknowledge the same to be my act.

WITNESS:

Sharon K. Williams
Witness

Richard E. Polm
Richard E. Polm

CLERKS NOTATION
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AVAILABLE

001815

BOOK 170 PAGE 611

(02)

L.P.

Stade

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:59 MO. DAY YEAR 7-24-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>Ugs</i>

David Simison
124 South St.
Annapolis Md 21401

0000 0568

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 612
ARTICLES OF INCORPORATION
OF
BENEFITNESS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 24, 1985 AT 09:49 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738, FOLIO 5, 001810 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1974443

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Oshorn



A 182362

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 613

001833

ARTICLES OF INCORPORATION
OF
CANTOR AND ANTEL - COMPREHENSIVE DIAGNOSTIC AND TREATMENT
SERVICES, INC.

FIRST: I, Lauren M. Parker, whose post office address is 8410 Ft. Smallwood Road, Pasadena, Md. 21122, being at least eighteen years of age, hereby form a Professional Corporation under and by virtue of the General Laws of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is Cantor and Antel - Comprehensive Diagnostic and Treatment Services, P.A.

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

1. To provide psychological treatment, psychological assessment services and diagnostic services of psychological problems by licensed psychologists of the State of Maryland;
2. To engage in the practice of psychological diagnostic and treatment and assessment profession; to perform all necessary and proper related services and activities in connection therewith;
3. 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 and their appurtenances, and to rebuild, enlarge, 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 interests in lands and in buildings or structures, and any stores, shops, suites, rooms or parts of any buildings or other structures at any time owned or held by the Corporation.
4. To acquire the goodwill, right and property to undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation, to pay for the same in cash, the stock of the Corporation, bonds or otherwise, in the manner permitted by law; to hold or in any manner dispose of the whole or any part of the business so acquired, and to exercise all the power necessary or convenient in and about the conduct and management of such business.
5. To purchase, lease or otherwise acquire property, real, personal, or mixed, and to own, hold sell, lease, convey, exchange, encumber by mortgage or by deed of trust, and otherwise deal in, utilize, or dispose of such property, real, personal and mixed, and also any rights, interest, equity, mortgages and options in, upon or affecting any property.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:26

E AUBREY COLLISON
CLERK

52008032

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001834

BOOK 170 PAGE 614

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.

FOURTH: The post office address of the principal office of the Corporation in this state is:

1254 Doris Avenue
Pasadena, Md. 21122

The name and post office address of the Resident Agent for the Corporation in this state are:

David Cantor, Ph.D.
1254 Doris Avenue
Pasadena, Md. 21122

Said Resident Agent is 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.

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 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 David Cantor, Ph.D. and Susan Antel, Ph.D.

SEVENTH: The following provisions are adopted by and 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 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 for redemption of, and the conversion rights of, such shares.

2. 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.

3. The enumeration and definition of a particular power in the foregoing regarding the powers of the Board of Directors shall in no way be limited or restricted by reference to or infer-

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BOOK 170 PAGE 615

001835

ence from the terms of any other clause of this or any other article of the Corporation Charter, or construed as or deemed by inference or otherwise in any other 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 otherwise may 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 warrants of 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.

TENTH: The duration of the Corporation shall be perpetual.

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

WITNESS:

Tom Rungs

Lauren M. Parker SEAL

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL:

I HEREBY CERTIFY that on this 16th day of June, 1985, before me, the Subscriber, a Notary Public, in and for the state and county aforesaid, personally appeared Lauren M. Parker, and she made oath in due form of law the foregoing Articles of Incorporation are her act.

AS WITNESS my hand and Notarial Seal.

Elizabeth M. Stinger
Notary

My commission expires:

7/1/86

CLERKS NOTATION
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001836

BOOK 170 PAGE 616

L.A.

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:59 NO. DAY YEAR 7/26/85

(52)

30	ORG. & CAP. FEE
30	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> A

sth - 06

Laver Parker

8410 FT Smallwood Rd

Pasadena, Cal 91122

0000 0563

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 617

ARTICLES OF INCORPORATION
OF
CANTOR AND ANTEL-COMPREHENSIVE DIAGNOSTIC AND TREATMENT
SERVICES, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 26, 1985 AT 09:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738 , FOLIO 001832 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1974484

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Bel B. Arundel



A 182366

BOOK 170 PAGE 618

ARTICLES OF INCORPORATION

001842

FIRST: I, JOHN S. PARKER, whose post office address is 1345 University Boulevard, East, Hyattsville, Maryland 20783, 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

B. G. GRAPHICS, INC. ✓

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

(1) To buy, sell, manufacturer and generally deal in all manner of printing, publishing, binding and engraving of all kinds and descriptions, and to do a general brokerage and commission business, both in the printing, publishing, binding and engraving business and with respect to merchandise of all kinds and descriptions. To buy property of judicial, fiduciary trustees, pledges and other liquidating or private sales, other than corporate stock and real estate, and to convert the same into money, but not to engage in the business of loaning money;

(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:

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:26 2058280

E. AUBREY COLLISON
CLERK

0000 0565

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 619

001843

(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 1111 Flowering Tree Court, Gambrills, Maryland 21054. The name and post office address of the Resident Agent of the Corporation in this State is ✓ John S. Parker, Esquire, 1345 University Boulevard, East, Hyattsville, Maryland 20783. 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 shares of 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) all of one class.

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased, or decreased, pursuant to the By-Laws of the Corporation, but shall never be less than three (3) or the number of stockholders, whichever is less. The names of the directors who shall act until the first annual meeting and until their successors shall be duly chosen and qualified, shall be:

BARBARA ELLEN LOCH

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.

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 620

001844

(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 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.

CLERKS NOTATION
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BOOK 170 PAGE 621 001845

(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; of (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 pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock

0000 0658

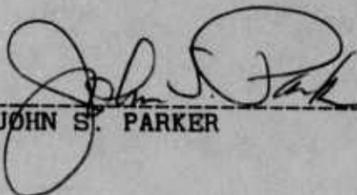
CLERKS NOTICE
BEST COPY
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BOOK 170 PAGE 622 001846

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



JOHN S. PARKER

CLERKS NOTATION
BEST COPY
AVAILABLE

001847

BOOK 170 PAGE 623

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:28 MO. 7 DAY 24 YEAR 85

(52)

LP.

Stak

20	ORG. & CAP. FEE	
28	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
17	OTHER	acc 10p
57	TOTAL	CASH <input type="checkbox"/> APPROVED BY
		CHECK <input checked="" type="checkbox"/> 90

Joseph, Greenwald
John Parker
1345 University Blvd East
Hyattsville Md 20783-4683

1985 JUL 24 A 11:28

0000 06/10

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 624

ARTICLES OF INCORPORATION
OF
B.G. GRAPHICS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 24, 1985 AT 11:28 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2728, FOLIO 001841 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1974500

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Johnson



A 182368

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 625

001876

MCL Construction Inc.
1137 Cumberstone Rd.
Harwood Md. 20776
867-0378

FIRST: The undersigned William R. Mclenagan, whose post office address is 1137 Cumberstone Rd. Harwood Md. 20776, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the Corporation) is MCL Construction Inc. ✓

THIRD: The purpose for which the Corporation is formed is as followed: New Construction Business.

FOURTH: The post office address of the principal office of the Corporation in Maryland is Cumberstone Rd. , Harwood, Anne Arundel County, 20776. The name and post office address of the resident agent of the Corporation in Maryland are William R. Mclenagan, 1137 Cumberstone Rd. Harwood Md. 20776. ✓

FIFTH: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

SIXTH: 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, and the name of the director who shall act until the first meeting or until their successors are duly chosen and qualified is William R. Mclenagan.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I William R. Mclenagan have signed these Articles of Incorporation on 5/30/85, and severally acknowledge the same to be my act.

William R. Mclenagan
William R. Mclenagan

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:26
E. AUBREY COLLISON
CLERK

52048100

8888 8572

CLERKS NOTATION
BEST COPY
AVAILABLE

001877

BOOK 170 PAGE 626

L.H.

(02)

Non Stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:23 MO. 7 DAY 23 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>[Signature]</i>

MCL Construction Inc.
Cumberstone Rd
Harwood, Md 20776

0000 05/3

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 627
ARTICLES OF INCORPORATION
OF
MCL CONSTRUCTION INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 23, 1985 AT 09:23 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738, FOLIO 001875 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1974559

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Ashman



A 182373

BOOK 170 PAGE 628

001899

MARYLAND HORSE COUNCIL, INC.
ARTICLES OF INCORPORATION

FIRST: I, SANDRA R. BULLINGTON, whose post office address is P. O. Box 8, Harwood, Maryland 20776, 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 call "Corporation") is Maryland Horse Council, Inc.

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

(a) The Corporation is organized for the common interests of Maryland's horsemen and is intended to function as a business league which qualifies as a tax-exempt organization pursuant to Section 501 (c)(6) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). The Corporation will promote interest in horses and horse related activities and will monitor legislation and administrative decisions which would affect horses and/or horsemen. The Corporation will seek to be a spokesman within the horse industry and with those outside the horse industry. The Corporation is empowered to receive and administer funds for such purposes and for no other purposes, and to that end to take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any

52068095

52068096

0000 05/15

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY
1986 JAN 31 AM 10:26
E. AUBREY COLLISON
CLERK

001900

BOOK 170 PAGE 629

of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any Will, Deed of Trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c)(6) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

CLERKS NOTICE
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BOOK 170 PAGE 630

001901

✓
Same
as
P.O.

FOURTH: The post office address of the principal office of the Corporation in this State is P. O. Box 8, Harwood, Maryland 20776. The name and post office address of the Resident Agent of the Corporation in this State is SANDRA R. BULLINGTON, P. O. Box 8, Harwood, Maryland 20776. Said Resident Agent is an individual actually residing in this State.

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

SIXTH: The number of Directors of the Corporation shall be fifteen (15), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified, are: KEN PARMELEE and SANDRA R. BULLINGTON.

SEVENTH: Upon dissolution of the Corporation, the Board shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation to a public, quasi-public or non-profit organization for the purpose of assisting such horse-related projects as the Board shall designate. The nonprofit organization to which such assets go must be

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BOOK 170 PAGE 631

001902

operated exclusively for charitable, educational or scientific purposes and at the time qualify as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of an future United States Internal Revenue Law. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes as said Court shall determine.

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

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

[Signature]
WITNESS

[Signature]
SANDRA R. BULLINGTON

HC071101.D12

0000 0518

CLERKS NOTATION
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AVAILABLE

001903

BOOK 170 PAGE 632

(02) L.H.

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:00 MO. DAY YEAR 7-25-85

Non Stock

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
10	OTHER 1004P
50	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> [Signature]

(2 checks)

Robert Schmechel
P.O. Box 8
Harwood, Md 20776-0008

0000 06/19

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 Page 633

ARTICLES OF INCORPORATION
OF
MARYLAND HORSE COUNCIL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 25, 1985 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2738 FOLIO 801898 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1974732

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

G. B. Arundel



A 182377

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 170 PAGE 634

602717

MERGARDT CONSTRUCTION COMPANY, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned; Zane Gray Nichols, whose post office address is 1200 West Street, Annapolis, Maryland 21401; Frank B. Walsh, Jr., whose post office address is 1200 West Street, Annapolis, Maryland 21401; and Nancy L. Ireland, whose post office address is 1200 West Street, Annapolis, Maryland, each being at least eighteen years of age, do hereby form a Corporation under the Corporation and Associations Article of the Annotated Code of Maryland.

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

Mergardt Construction Company, Inc. ✓

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

(a) To own, hold, rent, control, lease, operate, conduct, manage, maintain, carry on and engage in the general contracting and carpentry industry, and activities incident thereto, and generally to do and perform everything necessary for carrying out the aforesaid purposes. To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares, merchandise and real and personal property of every class and description, calculated or designed to be profitable to this Corporation and in conformity with the Laws of the State of Maryland; to enter into partnerships, joint ventures, syndicates and other business associations, and to engage in any other lawful purpose and/or business.

(b) To do anything permitted under 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 Maryland is 514 Andrew Hill Road, Arnold, Maryland 21012. The name and post office address of the resident agent of the Corporation in Maryland is Zane Gray Nichols, 1200 West Street, Annapolis, Maryland 21401. Said resident agent is an adult citizen of Maryland and actually resides therein.

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.

RECEIVED FOR RECORD
CIRCUIT COURT, A. A. COUNTY

52118028

1986 JAN 31 AM 10:26

E. AUBREY COLLISON
CLERK

0000 8581

002718

BOOK 170 PAGE 635

SIXTH: The numbers of Directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Steven Mergardt, Joseph Moylan, and Nancy Moylan, all of whom reside at 514 Andrew Hill Road, (Anne Arundel County) Annapolis, Maryland 21012.

SEVENTH: If any holder of any shares of Stock desires to dispose of the same or any part thereof, he shall have no right or power to dispose of said shares to any person without first making a written offer to sell the same to the Corporation, which shall have the right, within fifteen (15) days after receipt of such offer, to elect to purchase the same at the book value thereof, as shown upon the last Annual Statement of the Corporation, plus or minus the Stock's pro rata proportion of the net profits or losses of the Corporation for the part of the fiscal year elapsed since the date of the last Annual Statement to the date of acceptance by the Corporation of the offer to sell the said Stock.

EIGHTH: 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 29th day of August, 1985.

ZANE GRAY NICHOLS
Witness

ZANE GRAY NICHOLS (SEAL)
Zane Gray Nichols

FRANK B. WALSH, JR.
Witness

FRANK B. WALSH, JR. (SEAL)
Frank B. Walsh, Jr.

NANCY L. IRELAND
Witness

NANCY L. IRELAND (SEAL)
Nancy L. Ireland

7000 0692

CLERKS NOTATION
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AVAILABLE

002719

BOOK 170 PAGE 636

L.H.

(02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:10 MO. DAY YEAR

7-29-85

stock

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input checked="" type="checkbox"/> APPROVED BY
	CHECK <input type="checkbox"/>

Jane Gray Nichols
1200 West St
Annapolis, Md 21401

1985 JUL 29 P 2:10

0000 0683

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 637

ARTICLES OF INCORPORATION
OF
MERGARDT CONSTRUCTION COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 29, 1985 AT 02:10 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738 FOLIO 3 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1975218

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

[Handwritten Signature]



A 182425

CLERKS NOTATION
BEST COPY
AVAILABLE

002889

1985 JUL 26 AM 10:43

BOOK 170 PAGE 638

RITCHIE PLAZA VENTURE CORPORATION, INC.

ARTICLES OF INCORPORATION

FIRST: I, Christopher H. Hill, whose address is 200 Hospital Drive, Empire Medical Building, Suite 113, Glen Burnie, Maryland 21061, being over 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 "Ritchie Plaza Venture Corporation, Inc."

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

(a) To engage in real estate construction activities, engage in real property transactions, engage in commercial construction, and to act in the field of real estate and land development in Anne Arundel County, Maryland and making investments in furtherance of that purpose and disbursements reasonably related thereto. In addition, the Corporation may engage in any other lawful purpose and/or business which a corporation may legally enter into.

(b) 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 in this state is 7779 New York Lane, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this state is Christopher H. Hill, 200 Hospital Drive, Empire Medical Building, Suite 113, Glen Burnie, Maryland 21061. Said resident agent is an individual actually residing in this state and is at least eighteen (18) years old.

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.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:26

E. AUBREY COLLISON
CLERK

52078157

0000 0685

Law Office of
Christopher Harris Hill
Empire Medical Building
200 Hospital Drive, Suite 113
Glen Burnie, Maryland 21061
(301) 768-7111

CLERKS NOTICE
BEST COPY
AVAILABLE

002890

BOOK 170 PAGE 639

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), 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 Leonard J. Attman and Gary T. Attman.

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

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

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

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

Law Office of
Christopher Harris Hill
Emory Medical Building
200 Maryland Drive, Suite 113
Baltimore, Maryland 21201
(410) 955-8711

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 170 PAGE 640

002891

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:

(a) 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.

(b) 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.

(c) 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

CLERKS NOTICE
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002892

BOOK 170 PAGE 641

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 1st day of July, 1985 and I acknowledge the same to be my act.

WITNESS:

David R. Lidd

va/45

Christopher H. Hill

(Faint watermark text: Gilbert Bond Association)

0000 0698

Law Office of
Christopher Harris Hill
Empire Medical Building
200 Hospital Street, Suite 113
Glen Burnie, Maryland 21061
1987, Vol. 173

190... 071

002893

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 642

(02) LA.

(52)

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:43 MO. DAY YEAR 7-26-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> RECEIVED BY
	CHECK <input checked="" type="checkbox"/> JPS

Christopher Hill
200 Hospital Dr. #113
Glen Burnie, Md 21061

0000 0589

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 643

ARTICLES OF INCORPORATION
OF
RITCHIE PLAZA VENTURE CORPORATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 26, 1985 AT 10:43 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738, FOLIO 002888 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1975705

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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



[Handwritten Signature]
A 182474

003047

BOOK 170 PAGE 644

Articles of Incorporation of

Maryland Graphic Specialties, Inc.

WE, THE UNDERSIGNED, natural persons of legal age, acting as incorporators of a corporation under the General laws of the State of Maryland, adopt the following articles of incorporation for such corporation:

- FIRST: The name of the corporation is Maryland Graphic Specialties, Inc.
- SECOND: The period of its duration is Perpetual
- THIRD: The purpose(s) for which the corporation is organized are: To operate a glass decorating facility and transact any other lawful business activity for which this corporation may be incorporated
- FOURTH: The aggregate number of shares which the corporation shall have authority to issue is two thousand (2000) of par value of twelve dollars (\$12.00) per share, common stock, one class no series
for a total authorized capital of \$24,000.00
- FIFTH: The corporation will not commence business until at least one thousand dollars (\$1,000) have been received by it as consideration for the issuance of shares.
- SIXTH: Cumulative voting of shares of stock is not authorized.
- SEVENTH: Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are: None
- EIGHTH: Provisions for the regulation of the internal affairs of the corporation are: governed by the bylaws which shall be adopted by the majority of the directors
- NINTH: The address of the initial registered office of the corporation is: 3381 Vale Summit So., Laurel, Maryland 20707
and the name of its initial registered agent at such address is David E. Maxham
- TENTH: Address of the principal place of business is 3381 Vale Summit So., Laurel, Maryland 20707
- ELEVENTH: The number of directors constituting the initial board of directors of the corporation is four (4) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Address
<u>David E. Maxham</u>	<u>3381 Vale Summit, Laurel, Md. 20707</u>
<u>Paul E. Maxham</u>	<u>9 Sunbirch Dr., Jeannette, Pa. 15644</u>
<u>Ann Maxham</u>	<u>3381 Vale Summit, Laurel, Md. 20707</u>

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:27

52068057

E. AUBREY COLLISON
CLERK

0000 0641

CLERKS NOTATION
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AVAILABLE

003049

BOOK 170 PAGE 646

12
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 2:25 MO. DAY YEAR 7 24 85
L.A.

(52)

<i>20</i>	ORG. & CAP. FEE
<i>20</i>	RECORDING FEE
	LIMITED PARTNERSHIP FEE <i>Hand</i>
<i>8</i>	OTHER - 1002P
<i>48</i>	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

David C. Matham
3381 Vale Summit So.
Land, Md 20707

0000 0543

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 647

ARTICLES OF INCORPORATION
OF
MARYLAND GRAPHIC SPECIALTIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 24, 1985 AT 02:25 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 3 , FOLIO 2738 , FOLIO 003046 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1976661

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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



[Signature]
A 182498

CLERKS NOTATION
BEST COPY
AVAILABLE

003157

BOOK 170 PAGE 648

ARTICLES OF INCORPORATION

KITCHEN BY DESIGN, INC.

FIRST: The undersigned, ARTHUR STUMP, whose address is 2927 Edgewater Drive, Edgewater, Maryland 21037, being at least twenty-one (21) years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

Kitchen by Design, Inc. ✓

THIRD: The Corporation shall be a Corporation as authorized by the General Corporation Law of Maryland.

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

(a) To sell, install, broker, contract for or in any other manner deal in cabinetry, furniture, fixtures and/or equipment.

(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 or personal 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, manu-factured products and marketable goods, wares and merchandise of every description, to carry on and transact any and all business concerning real estate transactions and business associated thereto.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:27

E. AUBREY COLLISON
CLERK

52108632

0000 0645

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 649

003458

(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 a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good will, franchises or assets by the issue, in accordance with the laws of Maryland, of 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, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(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 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

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BOOK 170 PAGE 650

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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 to 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.

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

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

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BOOK 170 PAGE 651

003460

(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 in Maryland is: 2927 Edgewater Drive, Edgewater, Maryland 21037.

*Some
500
Pd*
The name and post office address of the resident agent of the Corporation is: Arthur Stump, 2927 Edgewater Drive, Edgewater, Maryland 21037.

SIXTH: 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.

SEVENTH: The number of initial directors of the Corporation shall be three (3), which number may be increased but not decreased, pursuant to the By-laws of the Corporation. The name of the Directors who shall act until their successors are duly chosen and qualified are: ARTHUR STUMP, BARBARA A. SUSIE and JOHN P. SUSIE.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 19th day of July 1985.

Arthur E. Stump III

ARTHUR STUMP

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003461

BOOK 170 PAGE 652

STATE OF MARYLAND)
COUNTY OF Anne Arundel) ss: MIDDERS WILLS

On this 19th day of July, before me, the undersigned officer, personally appeared ARTHUR STUMP, known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Moll F. Maffin
Notary Public
My Commission Expires: 7-186



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003462

MILLERS WALK
EXHIBIT
COTTON CONTENT

BOOK 170 PAGE 653

1905 JUL 29 P 10:55

(02) Jhm

(52)

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:22 MO. 7 DAY 29 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 90

Merle Maffei
113 Cathedral St.
Annapolis Md 21401

0000 0600

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BOOK 170 PAGE 654
ARTICLES OF INCORPORATION
OF
KITCHEN BY DESIGN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 29, 1985 AT 10:22 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2738, FOLIO 003456 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D1976836

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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



[Handwritten Signature]

A 182515

CLERKS NOTATION
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PS

BOOK 170 PAGE 655
ARTICLES OF INCORPORATION

003522

of

CHALLENGER ALARM SYSTEMS, INC.
A Close Corporation

We, the undersigned, natural persons of the age of twenty one or more,
acting as incorporators under the general laws of the State of Maryland, adopt
the following articles of incorporation.

I

The name of the corporation is CHALLENGER ALARM SYSTEMS, INC.

II

The period of duration of the corporation shall be perpetual.

III

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

1. To manufacture, assemble, buy, develop, distribute, sell, import, export, install and deal generally in and with all and every variety of production, devices, systems and plans, including, but not limited to local and central holdup alarms, supervisory alarms, close circuit televisions, fire alarms, and electronic card and intercom access systems, for the suppression or prevention of burglary, theft, robbery and other criminal acts and for the prevention of fire or other catastrophes; to patent or otherwise legally protect and exploit new designs and ideas in such fields; and to undertake all other lawful activities necessary or appropriate to such endeavors.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:27
E. AUBREY COLLISON
CLERK

52108606

CLERKS NOTICE
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AVAILABLE

VI

The address, including street and number of the principal office of the corporation in the State of Maryland is 410 Heitzman Road, Davidsonville, Md. 21035 and the name of the initial registered agent at such address is Michael A. Calloway.

✓
✓
same
as
PO

VII

The number of directors constituting the initial board of directors is three. The name and addresses of the persons who are to serve as directors until the shareholders of the corporation elect to eliminate the board of directors are:

Michael A. Calloway	410 Heitzman Road	Davidsonville, Md. 21035
Daniel Weitzel, Jr.	218 Ridgvill Road	Edgewater, Md. 21707
Kenneth W. Avery	5R1, Box 170Q	Huntingtown, Md. 20639

The names and addresses of each incorporator are:

Michael A. Calloway	410 Heitzman Road	Davidsonville, Md. 21035
Daniel Weitzel, Jr.	218 Ridgvill Road	Edgewater, Md. 21707
Kenneth W. Avery	5R1, Box 170Q	Huntingtown, Md. 20639

IN WITNESS WHEREOF the undersigned have executed the foregoing document as of the 23 day of July, 1985, which document is acknowledged under penalty of perjury to be a true and correct statement of corporate intent.

Michael A. Calloway 7-23-85
Michael A. Calloway

Daniel Weitzel, Jr. 7-23-85
Daniel Weitzel, Jr.

Kenneth W. Avery 7-23-85
Kenneth W. Avery

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BOOK 170 PAGE 658

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stock

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 11:00 MO. DAY YEAR 7-29-85

30	ORG. & CAP. FEE
30	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> [Signature]

1985 JUL 29 A 11:00

Keith Early
1104 Merwood Dr
Talcuma Park, Md
20912

0000 0685

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BOOK 170 PAGE 659
ARTICLES OF INCORPORATION
OF
CHALLENGER ALARM SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 29, 1985 AT 11:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 4 2788, FOLIO 003521 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1976950

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Gal B. Arundel



A 182527

CLERKS NOTATION
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BOOK 170 PAGE 660

003552

JACK AND THE BEANSTALK, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That I, John M.R. Schilling, whose post office address is 712 Carlisle Drive, Arnold, Maryland, 21012, being at least 21 years of age, do hereby intend to 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:

JACK AND THE BEANSTALK, INC. ✓

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

(1) To buy, sell, rent, and deal in, in any manner of trade, at wholesale or at retail: plants, seeds, chemicals, fertilizers, nursery stock, garden equipment, hardware supplies and all related home and garden products.

(2) To acquire, and pay for in cash, stock or bonds of this Corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation, and to hold, possess and improve such properties and to conduct in any legal manner the whole or any part of the business so acquired; and to pledge, mortgage, sell or otherwise dispose of the same; to aid in any lawful manner, by loan, subsidy, guaranty or otherwise, any corporation whose stocks, bonds, notes, debentures or other securities are held or controlled, directly or indirectly, by the Corporation, and to do any and all lawful acts or things necessary or advisable to protect, preserve, improve or enhance the value of any such stocks, bonds, notes, debentures, or other securities or obligations; and to endorse or guarantee the payment

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CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:27

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E. AUBREY COLLISON
CLERK

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of principal or interest or both, or dividends upon any stocks, bonds, obligations or other securities or evidences of indebtedness, and to guarantee the performance of any contracts or other undertakings in which the Corporation is or becomes interested, or any corporation, association, partnership, firm, individual or others, or any country, nation or governmental or political authority.

(3) To act in any and all parts of the world as principal, agent, joint venture or otherwise, either alone or in association with any other persons, firms, associations, entities, combinations, domestic or foreign corporations, states, governments and other public and private bodies.

(4) To produce, buy, sell and dispose of all kinds of services, goods, wares, merchandise, commodities, supplies and products.

(5) To borrow or raise money for any of the purposes of the Corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or nonnegotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of or lien upon the whole or any part of the property of the Corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds, debentures or other obligations of the Corporation for its corporate purposes; to confer upon the holders of any bonds, debentures or obligations of the Corporation, secured or unsecured, the right to convert the principal thereof into stock of the Corporation upon such terms and conditions as may be deemed advisable; to create, issue, sell and otherwise dispose of, for money, property or other considerations deemed useful for the purpose of the Corporation, certificates entitling the holder to an interest in all or any part of the securities from time to time held by the Corporation; to permit the holders of any bonds, debentures or obligations of the Corporation, secured by specific securities, to share in the income of such securities in lieu of or in addition to, a fixed return on their investment; and to issue certificates for partly-paid stock of the Corporation.

(6) To the extent permitted by law, to lend to any person, firm or corporation any of its uninvested funds, either with or without security.

(7) To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of every class and description in any of the states, districts or territories of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory or country; to erect, construct, rebuild, enlarge, alter, improve, maintain, manage and operate houses, buildings or other works of any description on any lands owned or leased by the Corporation, or upon any other lands; to sell, lease, sublet, mortgage, exchange or otherwise dispose of any of the lands or any interest therein, or any houses, buildings or other works owned by the Corporation; to engage generally in the real estate business, as principal, agent, broker or otherwise, and generally to buy, sell, lease, mortgage, exchange, manage, operate and deal in lands or interests in lands, houses, buildings or other works; and to purchase, acquire, hold, exchange, pledge, hypothecate, sell, deal in and dispose of tax liens and transfers of tax liens on real estate.

(8) To endorse or guarantee the payment of principal or interest, or both, or dividends upon any stocks, bonds, obligations or other securities or evidences of indebtedness issued or created by any other corporation of the State of Maryland, or created by any other state, or of any country, nation or government, or political authority, so far as the same may be permitted by law.

(9) To undertake, contract for or carry on any business incidental to or in aid of, or convenient or advantageous in pursuance of, any of the objects or purposes of the Corporation.

(10) In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Maryland upon corporations formed under the General Corporation Law of the State of Maryland, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

BOOK 170 PAGE 663

003555

(11) The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause herein contained, of the foregoing clauses of this third article shall be regarded as independent objects and purposes.

FOURTH: The post office address of the principal office of this Corporation in this State is 712 Carlisle Drive, Arnold, Maryland 21012. ✓
The name and post office address of the resident agent of the Corporation in this State is John M. R. Schilling, 712 Carlisle Drive, Arnold, Maryland 21012.
Said resident agent is a citizen of the State of Maryland and actually resides therein. *Same as P.O.*

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock of the par value of Four Dollars (\$4.00) each. The aggregate par value of all shares of stock authorized to be issued by the Corporation is Twenty Thousand Dollars (\$20,000).

SIXTH: The number of directors of the Corporation shall be four (4), and the number of directors may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of directors who shall act until the first annual meeting of stockholders or until their successors are duly chosen and qualified are: John M. R. Schilling, Mary Christine Schilling, John M. Schilling and Mary R. Schilling.

SEVENTH: (a) The Corporation shall indemnify and save harmless any person who is or was a party or is threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or

investigative (including an action by or in the right of the Corporation) by reason of the fact that he is or was a director or officer of the Corporation, 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 he reasonably believed to be in, or not opposed to, the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in, or not opposed to, the best interests of the Corporation.

(b) The indemnification provided in clause (a) shall not be deemed exclusive of any other rights to which a person seeking indemnification thereunder may be entitled under any by-law, agreement, vote of stockholders or directors or otherwise, shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

(c) The Corporation shall have power to purchase insurance on behalf of any person who is or was a director or officer of the Corporation, against any liability asserted against him and incurred by him in or arising out of his status as such.

(d) Anything to the contrary in the foregoing clauses (a) through (c) notwithstanding, no director or officer shall be indemnified

against any liability to the Corporation to its security holders to which he would otherwise be subject by reason of willful malfeasance, bad faith, gross negligence or reckless disregard of the duties involved in the conduct of his office.

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

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, 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.

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

(3) 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

BOOK 170 PAGE 666

003558

into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

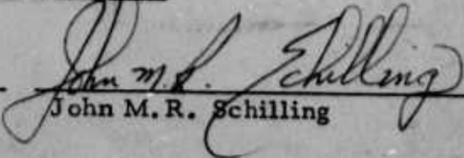
(4) The Board of Directors shall have power, subject to any limitations or restrictions imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the 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.

(5) 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.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I hereby acknowledge the execution of the foregoing Articles of Incorporation of JACK AND THE BEANSTALK, INC. to be my act and further acknowledge the matters and facts set forth therein are true in all material respects under the penalties of perjury.

Dated the thirty-first of July, 1985



John M. R. Schilling

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BOOK 170 PAGE 667
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LP

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR
9:15 7 31 85

(52)

20	ORG. & CAP. FEE
24	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	SEER
44	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> POM

stk

John Schilling
712 Carlisle Dr.
Arnold, Md 21012

0000 06/14

CLERKS NOTATION
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BOOK 170 PAGE 668

ARTICLES OF INCORPORATION
OF
JACK AND THE BEANSTALK, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 31, 1985 AT 09:15 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

[Signature]
RECORDED IN LIBER 2738, FOLIO 003551 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1976992

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

[Signature]



A 182531

CLERKS NOTATION
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BOOK 170 PAGE 669
THE TINNIN CORP., A CLOSE CORPORATION

003605

ARTICLES OF INCORPORATION
STATE OF MARYLAND

FIRST:

THE UNDERSIGNED Blinn A. Salisbury, Jr., whose Post Office Address is 112 Second Ave., S.W., Glen Burnie, Maryland 21061 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 THE TINNIN CORP. ✓ which is hereinafter called the Corporation.

THIRD:

THE PURPOSES FOR WHICH THIS CORPORATION IS FORMED ARE AS FOLLOWS:

(a) To buy, sell, hold, lease, develop or improve real property including residential, commercial, industrial or any other type of real property both within and without the United States.

To manufacture, purchase, or otherwise acquire, invest in, own, mortgage, pledge, sell, assign, and transfer, or otherwise dispose of, trade, deal in and with goods, wares, merchandise, personal property and real property of every class and description.

To acquire and pay for in cash, stock or bonds of the Corporation or otherwise, the goodwill, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic, government, or colony or dependency thereof.

To borrow or raise monies for any of the purposes of the Corporation and, from time to time, without limit as to amount, to draw, raise, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures or other negotiable and non-negotiable instruments and evidence of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the Corporation,

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E. AUBREY COLLISON
CLERK

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CIRCUIT COURT, BALTIMORE COUNTY

whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the Corporation for its corporate purposes.

To loan to any person, firm, or corporation any of its surplus funds, either with or without security.

To purchase, hold, sell, and transfer the shares of its own capital stock, provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

To have one or more offices, to carry on all or any of its operations and business without restriction or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description 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 states, districts, territories, colonies, or countries.

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.

(b) To engage in any business related or unrelated to those described in paragraph (a) of this Article III and from time to time authorized or approved by the Board of Directors of this Corporation.

(c) To do business anywhere in the world;

(d) To act as principal, agent, partner or joint venturer in any transaction;

The previous purpose clause shall not be limited by reference to or inference from one another, but each such purpose clause shall be construed as separate conferring independent purposes and powers upon the Corporation.

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FOURTH:

✓ THE POST OFFICE ADDRESS OF THE principle office of the Corporation in Maryland is 112 Second Ave., S.W., Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in Maryland is Blinn A. Salisbury, Jr., 112 Second Ave., S.W., Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of Maryland. *Sample of FBI*

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, \$1 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 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 is duly chosen and qualified is:

NAME Blinn A. Salisbury, Jr.
ADDRESS 112 Second Ave., S.W.
Glen Burnie, MD. 21061

SEVENTH:

The directors of the Corporation shall have the power, if the By-Laws so provide, to hold their meetings either within or without the state; and the Corporation may have one or more offices in addition to the principal office in Maryland.

EIGHTH:

The Board of Directors is expressly authorized to make, alter, amend, and repeal the By-Laws of the Corporation to the extent permitted by law; to fix the times for the declaration and payment of dividends; to fix and vary the amount to be reserved as working capital; to authorize and cause to be executed mortgages and loans upon all property owned by the Corporation or any part thereof. The Board of Directors may remove at any time any officer elected or appointed by the Board of Directors, but only by the affirmative vote of the majority of the whole Directors. Any other employee of the Corporation may be removed at any time by a vote of the Board of Directors. Any removal of any person made hereunder

shall be subject to any contractual right of any such person.

NINTH:

The Corporation reserves the right to amend, alter, change or repeal any provision herein contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

TENTH:

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.

ELEVENTH:

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 or any class, whether now or hereafter authorized.

2. The Board of Directors may classify or re-classify 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 time and prices of redemption of, and the conversion rights of, such shares.

TWELFTH:

THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation

the 24 - day of July, 1985.

WITNESS:

Kevin M. Voit

Binn A. Salisbury, Jr.
Incorporator

CLERKS NOTATION
BEST COPY
AVAILABLE

003609

BOOK 170 PAGE 673

STATE OF MARYLAND

COUNTY OF ANNE ARUNDEL

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

WITNESS:

Karen M. Vait

Blinn A. Salisbury, Jr.
Incorporator

873 051

003610

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BOOK 170 PAGE 674

(2) 0 Lms

Stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:48 MO. DAY YEAR 7-30-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>sgs</i>

~~Blain~~

Blain Salisbury
112 Second Av SW
Glen Burnie Md 21061

0000 0621

CLERKS NOTATION
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AVAILABLE

BOOK 170 PAGE 675

ARTICLES OF INCORPORATION
OF
THE TINNIN CORP.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 30, 1985 AT 09:48 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738 FOLIO 6 003604 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

01977081

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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



Paul B. Quinn

A 182540

CLERKS NOTATION
BEST COPY
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003612

BOOK 170 PAGE 676

DECKS UNLIMITED, INC.
ARTICLES OF INCORPORATION

*gnd
Res*

FIRST: We, DAVID KIM DIRKS and TERRY P. DIRKS, whose post office address is 3963 Birdsville Road, Davidsonville, Maryland 21035, both 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 hereby referred to as the "Corporation") is DECKS UNLIMITED, INC. ✓

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

1. To build decks on residential housing;
2. Engage in the residential and commercial building trade;
3. To engage in any other lawful purpose and/or business;
4. To do any thing 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 3963 Birdsville Road, Davidsonville, Maryland 21035. The name and post office address of the resident agent of the Corporation in this state is David Kim Dirks, 3963 Birdsville Road, Davidsonville, Maryland 21035. ✓

Same as P.O.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is three thousand (3,000) shares of common stock, without par value.

SIXTH: The number of directors shall be that number which is permitted pursuant to Section 2-402 of the Corporations and Associations Volume of the Annotated Code of Maryland which reads as follows:

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:27

E. AUBREY COLLISON
CLERK

52108611

0000 0623

CLERKS NOTATION
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BOOK 170 PAGE 677

003613

a. Minimum number - Each corporation shall have at least three directors at all times provided that:

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

(ii) 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 fully chosen and qualified are: David Kim Dirks and Terry P. Dirks.

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

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

2. The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, 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

BOOK 1-70 PAGE 678

003614

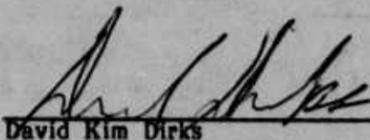
or otherwise in any manner to exclude or limit any powers conveyed upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

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

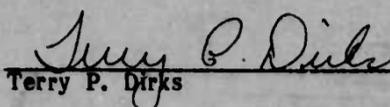
NINTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents, and employees in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

IN WITNESS WHEREOF, WE have signed these Articles of Incorporation this 18th day of July, 1985, and we acknowledge the same to be our act.


Witness


David Kim Dirks


Witness


Terry P. Dirks

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or otherwise in any manner to exclude or limit any power conferred upon the Board of Directors under the General Laws of the State of Maryland now in force.
SECTION 2-201. Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any share of the stock of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any share 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 entitling the holder thereof to purchase for, subscribe for, or otherwise acquire such shares.

BOOK 170 PAGE 679

NOTE: The Corporation shall provide any information required or permitted by the laws of Maryland and shall indemnify directors, officers, agents, and employees in accordance with Section 2-219 of the Corporations and Associations Article of the Annotated Code of Maryland as amended from time to time.

MES JUL 30 A 12:00

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John

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 12:00 NO. DAY YEAR 7-30-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	EMPLOYED PARTNERSHIP
	OTHER
40	TOTAL <input type="checkbox"/> CASH <input type="checkbox"/> APPROVED BY <i>js</i>

James Mc Guire
PO Box 232
Edgewater Md 21037

0000 0626

CLERKS NOTATION
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BOOK 170 PAGE 680
ARTICLES OF INCORPORATION
OF
DECKS UNLIMITED, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 30, 1935 AT 12:00 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738 , FOLIO 003611 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1977099

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

Paul B. Johnson



A 182541

CLERKS NOTATION
BEST COPY
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age 1

BOOK 170 PAGE 681

003645

POINDEXTER ENTERPRISES INC.
ARTICLES OF INCORPORATION

FIRST:

The undersigned, Monte F. Poindexter, Carolyn D. Poindexter, Matthew F. Poindexter, and Douglas V. Poindexter whose post office address is 338 Thorsby Hill Road Annapolis, Maryland 21405, being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland

JP

Second: The name of the corporation (which is hereinafter called the Corporation) is POINDEXTER ENTERPRISES, INC.

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

1. To engage in water related activities of a business nature such as, providing consultation for meteorological and or oceanographic scientific measurements pertaining to open water areas or to provide scientific monitoring services to same.
2. To offer underwater diving services and equipment sales to boating and related business intrests.
3. To do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:
"The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Maryland."

RECEIVED FOR RECORD
CLERK COURT, ANN ARUNDEL COUNTY
1986 JUN 31 AM 10:27
E AUBREY COLLISON
CLERK

FOURTH: The post office address of the initial registered office is: 338 Thorsby Hill Road Annapolis, Md. 21405
The resident agent is Monte F. Poindexter 338 Thorsby Hill Road Annapolis, Md. Ann Arundle 21405.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue and the par value per share are as follows:

Class and Series	Number of Shares	Per Value Per Share
Common	2,000	\$1.00

SIXTH: The number of directors of the Corporation shall be (four) which number may be increased or decreased pursuant to the by-laws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are, Monte F. Poindexter, Carolyn D. Poindexter, Matthew F. Poindexter Douglas V. Poindexter.

SEVENTH: 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:

ARTICLE I
Offices

The principal office of the Corporation shall be located in the County of Ann Arundle, State of Maryland. The corporation may have such other offices, either within or outside the State of Maryland, as the Board of Directors may designate or as the business of the Corporation may require from time to time.

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The registered office of the Corporation required by the Maryland Corporation Act to be maintained in the State of Maryland may be, but not need be, identical with the principal office, if in the State of Maryland, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II
Shareholders

Section 1. Annual Meeting. The annual meeting of the shareholders shall be held at 10:00 a.m. on the 18th day of the month of February, beginning in the year of 1986, for the purpose of electing Directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Maryland, such meeting shall be held on the next succeeding business day. If the election of Directors shall not be held on the day designated herein for any annual meeting of the shareholders, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the shareholders soon thereafter as conveniently may be.

Section 2. Special Meetings. Special meetings of the shareholders, for any purpose, unless otherwise prescribed by statute, may be called by the President or by the Board of Directors, and shall be called by the President at the request of the holders of not less than one-tenth of all the outstanding shares of the Corporation entitled to vote at the meeting.

Section 3. Place of Meeting. The Board of Directors may designate any place, either within or outside the State of Maryland, as the place for any annual meeting or for any special meeting called by the Board of Directors. A waiver of notice signed by all shareholders entitled to vote at a meeting may designate any place, either within or outside the State of Maryland, as the place for such meeting. If no designation is made, or if a special meeting shall be called otherwise than by the Board, the place of meeting shall be the registered office of the Corporation in Maryland.

Section 4. Notice of Meeting. Written or printed notice stating the place, day and hour of the meeting, and, in the case of a special meeting, the purpose for which the meeting is called, shall be delivered not less than ten nor more than fifty days before the date of the meeting, either personally or by mail, by or at the direction of the President, or the Secretary, or the officer or persons calling the meeting, to each shareholder of record entitled to vote at such meeting, except that if the authorized capital stock is to be increased at least thirty days notice shall be given. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the shareholder at his address as it appears on the stock transfer books of the Corporation, with postage thereon prepaid. If requested by the person or persons lawfully calling such meeting, the Secretary shall give notice thereof, at corporate expense.

Section 5. Closing of Transfer Books or Fixing of Record Date. For the purpose of determining shareholders entitled to notice of or to vote at any meeting of shareholders or any adjournment thereof, or shareholders entitled to receive payment of any dividend, or in order to make determination of shareholders for any other proper purpose, the Board of Directors may provide that the stock transfer books shall be closed for any stated period not exceeding fifty days. If the stock transfer books shall be closed for the purpose of determining shareholders entitled to notice of or to vote at a meeting of shareholders, such books shall be closed for at least ten days immediately preceding such meeting.

In lieu of closing the stock transfer books, the Board of Directors may fix in advance a date as the record date for any such determination of shareholders, such date in any case to be not more than fifty days and, in case of a meeting of shareholders, not less than ten days prior to the date on which the particular action, requiring such determination of shareholders, to be taken. If the stock transfer books are not closed and no record date is fixed for the determination of shareholders entitled to notice of or to vote at a meeting of shareholders, or shareholders entitled to receive payment of a dividend, the date on which notice of the meeting is mailed or the date on which the resolution of the Board of Directors declaring such dividend is adopted, as the case may be, shall be the record date for such determination of shareholders. When a determination of shareholders entitled to vote at any meeting of shareholders has been made as provided in this section, such determination shall apply to any adjournment thereof except where the determination has been made through the closing of the stock transfer books and the stated period of closing has expired.

Section 6. Voting Lists. The officer or agent having charge of stock transfer for shares of the Corporation shall make, at least ten days before each meeting of shareholders, a complete list of the shareholders entitled to vote at such meeting, or any adjournment thereof, arranged in alphabetical order, with the address of and the number of shares held by each, which list, for a period of ten days prior to such meeting, shall be kept on file at the principal office of the Corporation, whether within or outside Maryland, and shall be subject of inspection by any shareholder at any time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any shareholder during the whole time of the meeting. The original stock transfer books shall be prima facie evidence as to who are the shareholders entitled to examine such list or transfer books or to vote at any meeting of shareholders.

Section 7. Quorum. Sixty percent (60%) of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If less than one-third of the outstanding shares are represented at a meeting, a majority of the shares so represented may adjourn the meeting from time to time without further notice. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally notified. The shareholders present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough shareholders to leave less than a quorum. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders, unless the vote of a greater number, or voting by classes, is required by law, or the Articles of Incorporation.

Section 8. Proxies. At all meetings of shareholders, a shareholder may vote by proxy executed in writing by the shareholder or by his duly authorized attorney in fact. Such proxy shall be filed with the Secretary of the Corporation before or at the time of the meeting. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.

Section 9. Voting of Shares. Each outstanding share, regardless of class, shall be entitled to one vote, and each fractional share shall be entitled to a corresponding fractional vote on each matter submitted to a vote at a meeting of shareholders, except to the extent that the voting rights of the shares of any class or classes are limited or denied by the Articles of Incorporation as permitted by the Maryland Corporation Act. In the election of Directors, each record holder of stock entitled to vote at such election shall have the right to vote the number of shares owned by him for as many persons as there are Directors to be elected, and for whose election he had the right to vote. Cumulative voting shall not be allowed.

Section 10. Voting of Shares by Certain Holders. Neither treasury shares, nor shares of its own stock held by the Corporation in a fiduciary capacity, nor shares held by another corporation if the majority of the shares entitled to vote for the election of directors of such other corporation is held by this Corporation, shall be voted at any meeting or counted in determining the total number of outstanding shares at any given time.

Shares standing in the name of another corporation may be voted by such officer, agent or proxy as the by-laws of such corporation may prescribe, or, in the absence of such provision, as the board of directors of such corporation may determine.

Shares held by an administrator, executor, guardian or conservator may be voted by him, either in person or by proxy, without a transfer of such shares into his name. Shares standing in the name of a trustee may be voted by him, either in person or by proxy, but no trustee shall be entitled to vote shares held by him without a transfer of such shares into his name.

Shares standing in the name of a receiver may be voted by such receiver, and shares held by or under the control of a receiver may be voted by such receiver without the transfer thereof into his name if authority so to do be contained in an appropriate order of the court by which such receiver was appointed.

A shareholder whose shares are pledged shall be entitled to vote such shares until the shares have been transferred into the name of the pledgee, and thereafter the pledgee shall be entitled to vote the shares so transferred.

Section 11. Informal Action by Shareholders. Any action required to be taken at a meeting of shareholders, or any other action which may be taken at a meeting of the shareholders, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote of the shareholders, and may be stated as such in any articles or document filed with the Secretary of State of Maryland under the Maryland Corporation Act.

ARTICLE III

Board of Directors

Section 1. General Powers. The business and affairs of the Corporation shall be managed by its Board of Directors, except as otherwise provided in the Maryland Corporation Act or the Articles of Incorporation.

Section 2. Number, Tenure, and Qualifications. The initial number of Directors of the Corporation shall be four. Directors shall be elected at each annual meeting of shareholders. Each Director shall hold office until the next annual meeting of shareholders and thereafter until his successor shall have been elected and qualified. Directors need not be residents of Maryland or shareholders of the Corporation. Directors shall be removable in the manner provided by the statutes of Maryland.

Section 3. Vacancies. Any Director may resign at any time by giving written notice to the President or to the Secretary of the Corporation. Such resignation shall take effect at the time specified therein; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors though less than a quorum. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of Directors shall be filled by election at an annual meeting or at a special meeting of shareholders called for that purpose.

Section 4. Regular Meetings. A regular meeting of the Board of Directors shall be held without other notice than this By-Law immediately after, and at the same place as, the annual meeting of shareholders. The Board of Directors may provide, by resolution, the time and place, either within or outside Maryland, for the holding of additional regular meetings without other notice than such resolution.

Section 5. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place, either within or outside Maryland, as the place for holding any special meeting of the Board of Directors called by them.

Section 6. Notice. Notice of any special meeting shall be given at least seven days previously thereto by written notice delivered personally or mailed to each Director at his business address, or by notice given at least two days previously by telegraph. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any Director may waive notice of any meeting. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of meeting.

Section 7. Quorum. A majority of the number of Directors fixed by Section 2 shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than such majority is present at a meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 8. Manner of Acting. The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 9. Compensation. By resolution of the Board of Directors, any Director may be paid any one or more of the following: his expenses, if any, of attendance at each meeting; or a stated salary as Director. No such payment shall preclude any Director from serving the Corporation in any other capacity and receiving compensation therefor.

Section 10. Presumption of Assent. A Director of the Corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

Section 11. Executive Committee. The Board of Directors, by resolution adopted by a majority of the number of Directors fixed by Section 2 may designate one or more Directors to constitute an executive committee, which shall have and may exercise all of the authority of the Board of Directors or such lesser authority as may be set forth in said resolution. No such delegation of authority shall operate to relieve the Board of Directors or any member of the Board from any responsibility imposed by law.

Section 12. Informal Action by Directors. Any action required or permitted to be taken at a meeting of the Directors may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote of the Directors, and may be stated as such in any articles or document filed with the Secretary of State of Maryland under the Maryland Corporation Act.

ARTICLE IV
Officers and Agents

Section 1. Officers. The officers of this Corporation shall consist of a President, Vice-President, Secretary, Treasurer, and such other officers as the Board may determine. They shall hold office until the annual meeting of the Directors and until their successors are elected and qualified. The officers shall be chosen in such manner and hold their offices for such terms and have such authority and duties as from time to time may be determined by the Board of Directors. The salaries of all of the officers of the Corporation shall be fixed by the Board of Directors. In all cases where the duties of any officer, agent, or employee are not prescribed by the By-Laws or by the Board of Directors, such officer, agent, or employee shall follow the orders and instructions of the President.

Section 2. Removal. Any officer or agent may be removed by the Board of Directors or by the executive committee whenever in its judgment the best interest of the Corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not in itself create contract rights.

Section 3. Vacancies. A vacancy in any office, however occurring, may be filled by the Board of Directors for the unexpired portion of the term.

Section 4. President. The President shall, subject to the direction and supervision of the Board of Directors, be the chief executive officer of the Corporation and shall have general and active control of its affairs and business and general supervision of its officers, agents and employees. He shall, unless otherwise directed by the Board of Directors, attend in person or by substitute appointed by him, or shall execute on behalf of the Corporation written instruments appointing a proxy or proxies to represent the Corporation, at all meetings of the stockholders of any other corporation in which the Corporation shall hold any stock.

He may, on behalf of the Corporation, in person or by substitute or by proxy, execute written waivers of notice and consents with respect to any such meetings. At all such meetings and otherwise, the President, in person or by substitute or proxy as aforesaid, may vote the stock so held by the Corporation and may execute written consents and other instruments with respect to such stock and may exercise all rights and powers incident to the ownership of said stock, subject however to the instructions, if any, of the Board of Directors. The President shall have custody of the Treasurer's bond, if any.

Section 5. Vice-President. In the absence of the President, the Vice-President shall perform the duties and have the powers of the President. The Vice-president shall have such additional powers and perform such additional duties as may be from time to time directed by the Board.

Section 6. Secretary. The Secretary shall: (a) keep the minutes of the proceedings of the shareholders, executive committee and the Board of Directors; (b) see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; (c) be custodian of the corporate records and of the seal of the Corporation and affix the seal to all documents when authorized by the Board of Directors; (d) keep at its registered office or principal place of business within or outside Maryland a record containing the names and addresses of all shareholders and the number and class of shares held by each, unless such a record shall be kept at the office of the Corporation's transfer agent or registrar; (e) sign with the president, or a Vice-President, certificates for shares of the Corporation, the issuance of which shall have been authorized by resolution of the Board of Directors; (f) have general charge of the stock transfer books of the Corporation, unless the Corporation has a transfer agent; and (g) in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. Assistant secretaries, if any, shall have the same duties and powers, subject to supervision by the Secretary.

Section 7. Treasurer and Assistant Treasurers. The Treasurer shall be the principal financial officer of the Corporation and shall have the care and custody of all funds, securities, evidences of indebtedness and other personal property of the Corporation and shall deposit the same in accordance with the instructions of the Board of Directors. He shall receive and give receipts and acquittances for moneys paid in on account of the Corporation, and shall pay out of the funds on hand all bills, payrolls, and other just debts of the Corporation of whatever nature upon maturity. He shall perform all other duties incident to the office of the Treasurer and, upon request of the Board, shall make such reports to it as may be required at any time. He shall, if required by the Board, give the Corporation a bond in such sums and with such sureties as shall be satisfactory to the Board, conditioned upon the faithful performance of his duties and for the restoration to the Corporation of all books, papers, vouchers, money and other property of whatever kind in his possession or under his control belonging to the Corporation. He shall have such other powers and perform such other duties as may be from time to time prescribed by the Board of Directors or the President. The assistant treasurers, if any, shall have the same powers and duties, subject to the supervision of the Treasurer.

Section 8. The offices of Vice-President, Secretary and Treasurer may be held by persons who are neither Directors nor stockholders of the Corporation at the pleasure of the Board. Any two offices except the office of President may be held by one person, but the President may also be the Treasurer of the Corporation.

ARTICLE V
Stock

Section 1. Certificates. The shares of stock shall be represented by consecutively numbered certificates signed in the name of the Corporation by its President or a Vice-President, and the Secretary or an assistant Secretary, and shall be sealed with the seal of the Corporation, or with a facsimile thereof. The signatures of the Corporation's officers on such certificate may also be facsimiles if the certificate is countersigned by a transfer agent, or registered by a registrar, other than the Corporation itself or an employee of the Corporation. In case any officer who has signed or whose facsimile signature has been placed upon such certificate shall have ceased to be such officer before such certificate is issued, it may be issued by the Corporation with the same effect as if he were such officer at the date of its issue. Certificates of stock shall be in such form consistent with law as shall be prescribed by the Board of Directors. No certificate shall be issued until shares represented thereby are fully paid.

Section 2. Consideration for Shares. Shares shall be issued for such consideration, expressed in dollars (but not less than the par value thereof) as shall be fixed from time to time by the Board of Directors. Treasury shares shall be disposed of for such consideration expressed in dollars as may be fixed from time to time by the Board. Such consideration may consist, in whole or in part of money, other property, tangible or intangible, or in labor or services actually performed for the Corporation, but neither promissory notes nor future services shall constitute payment or part payment for shares.

Section 3. Lost Certificates. In case of the alleged loss, destruction or mutilation of a certificate of stock, the Board of Directors may direct the issuance of a new certificate in lieu thereof upon such terms and conditions in conformity with law as it may prescribe. The Board of Directors may in its discretion require a bond in such form and amount and with such surety as it may determine, before issuing a new certificate.

Section 4. Transfer of Shares. Upon surrender to the Corporation or to a transfer agent of the Corporation of a certificate of stock duly endorsed or accompanied by proper evidence of succession, assignment or authority to transfer, and such documentary stamps as may be required by law, it shall be the duty of the Corporation to issue a new certificate to the person entitled thereto, and cancel the old certificate. Every such transfer of stock shall be entered on the stock book of the Corporation which shall be kept at its principal office, or by its registrar duly appointed.

The Corporation shall be entitled to treat the holder of record of any share of stock as the holder in fact thereof, and, accordingly shall not be bound to recognize any equitable or other claim to or interest in such share on the part of any other person whether or not it shall have express or other notice thereof, except as may be required by the laws of Maryland.

Section 5. Transfer Agents, Registrars, and Paying Agents. The Board may at its discretion appoint one or more transfer agents, registrars and agents for making payment upon any class of stock, bond, debenture or other security of the Corporation. Such agents and registrars may be located either within or outside Maryland. They shall have such rights and duties and shall be entitled to such compensation as may be agreed.

CLERKS NOTATION
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ARTICLE VI

Indemnification of Officers and Directors

Each Director and officer of this Corporation, and each person who shall serve at its request as a Director or officer of another corporation in which this Corporation owns shares of capital stock or of which it is a creditor, whether or not then in office, and his personal representatives, shall indemnified by the Corporation against all costs and expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been such Director or officer, except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. Such costs and expenses shall include amounts reasonably paid in settlement for the purpose of curtailing the costs of litigation, but only if the Corporation is advised in writing by its counsel that in his opinion the person indemnified did not commit such negligence or misconduct. The foregoing right of indemnification shall not be exclusive of other rights to which he may be entitled as a matter of law or by agreement.

ARTICLE VII

Miscellaneous

Section 1. Waivers of Notice. Whenever notice is required by law, by the Certificate of Incorporation or by these By-Laws, a waiver thereof in writing signed by the Director, shareholder or other person entitled to said notice, whether before, at or after the time stated therein, or his appearance at such meeting in person or (in the case of a shareholders' meeting) by proxy, shall be equivalent to such notice.

Section 2. Seal. The corporate seal of the Corporation shall be circular in form, shall contain the name of the Corporation and the words "Seal, Maryland".

Section 3. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of January, and end on the last day of the next December.

Section 4. Amendments. The Board of Directors shall have power to make, amend and repeal the By-Laws of the Corporation at any regular meeting of the Board or at any special meeting called for the purpose.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on May 30, 1985, and severally acknowledge the same to be our act.

Monte F. Poindexter
Carolyn D. Poindexter
Matthew F. Poindexter
Douglas V. Poindexter

Monte F. Poindexter
Carolyn D. Poindexter
Matthew F. Poindexter
Douglas V. Poindexter

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BOOK 170 PAGE 690

MOS. JUL 29 P. 10: 57

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

Stock

TIME 10:20 MO. DAY YEAR 7-29-85

(52)

20	ORG. & CAP. FEE
28	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
48	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>[Signature]</i>

Monte Poin dexter
338 Thorsby Hill
Sherwood Forest, Md
21405

0000 0687

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 170 PAGE 691
ARTICLES OF INCORPORATION
OF
POINDEXTER ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 29, 1985 AT 10:20 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 10 FOLIO 2738, FOLIO 003644 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 28

SPECIAL FEE PAID:
\$ _____

D1977156

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Paul B. Arundel



A 182547

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AVAILABLE

BOOK 170 PAGE 692

ARTICLES OF INCORPORATION

003713

OF

BARNYARD BEAST, *Incorporated*

FIRST: We the undersigned, ALBERT E. ANDERSON, IV whose post office address is 3624 7th Ave., Edgewater, MD 21037; DAWN D. ANDERSON whose post office address is 3624 7th Ave., Edgewater, MD 21037; ANN M. ANDERSON whose post office address is 824 Selby Blvd., Edgewater, MD 21037 and VIRGINIA K. ANDERSON whose post office address is 824 Selby Blvd., Edgewater, MD 21037, each being at least twenty-one year 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 (which is hereinafter called the Corporation) is:

BARNYARD BEAST, INCORPORATED ✓

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

(a) To own, operate, run and manage the business of Mud Racing and Car Crushing, Automative and Truck Repairs and all other Types of business related thereto.

(b) To acquired the necessary real estate and plans to carry out the above objects and to subscribe for, purchase, sell and exchange, assign, pledge, mortgage, own, hold stock and otherwise dispose of bonds, notes, securities or evidences of indebtedness, of other corporations, to direct the operations of other corporations, transfer and to issue in exchange therefore shares of capital stock, bonds, notes or other obligations of the corporation and while the owner thereof to exercise all the rights, powers and privileges of ownership including the right to vote on any shares of stock or voting trust certificates so owned; to promote, to lend money to, and guarantee the dividends, stocks, bonds, notes, evidence of irdebtedness, contracts or other obligations of and otherwise aid in any manner which shall be lawful, any corporation or assocation on which this corporation shall have any interest.

(c) To engage in and transact the business of research in any field, to carry on investigations and experiments of all kinds, to originate, develop, improve, record and preserve any discoveries, inventions, processes, formulas and improvements, systems, and to build, purchase, lease, acquire, own, hold, use, maintain, improve and operate laboratories, factories, offices, structures and works any articles, materials, machinery and equipment used for or in connection with any business of the Corporation.

(d) To manufacture, produce, develop, assemble, fabricate, import, lease purchase or otherwise acquire; to invest in, own, hold, use, license the use of, install, handle, maintain, service or repair; to sell, pledge, mortgage, exchange, export, distribute, lease, assign and otherwise dispose of, and generally to trade and deal in and with as principal or agent, at wholesale, retail, on commission or otherwise, devices, instruments and machines in all branches of sciences; and property of every kind and description, and any and all products, machinery, equipment and supplies used or useful in connection therewith, and to engage in, conduct and carry on a general manufacturing merchandising, mercantile and trading business in any and all branches thereof.

(e) 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.

(f) 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.

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CIRCUIT COURT, B.A. COUNTY
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E. AUBREY COLLISON
CLERK

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BOOK 170 PAGE 693

(g) 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.

003714

(h) 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 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, goodwill, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

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

(j) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or 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.

(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 construct, purchase, charter or otherwise acquire and deal with ships, yachts, boats and vessels of all kinds for any of the purposes of the Corporation.

(m) To carry out all of 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.

(n) To engage in or carry on any other business which may conveniently be conducted in conjunction with any of the business 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 is not intended, by the mention of any particular purpose, object or

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BOOK 170 PAGE 694

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.

003715

✓ FOURTH: The post office address of the principal office of the Corporation in this State is 3624 7th Ave., Edgewater, MD 21037. The resident agent of the Corporation is ALBERT E. ANDERSON IV whose post office address is 3624 7th Ave., Edgewater, MD 21037. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Same
as
P.O.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one million (1,000,000) of a par value of ten cents (\$0.10) per share, all of which shares are of one class and are designated as Common Stock. The aggregate par value of all shares having par value is \$100,000.00.

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

No stockholder of the corporation shall because of his ownership of stock, have a pre-emptive or other right to purchase, subscribe for, or take any part of any stock of any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase stock of the corporation issued, optioned, or sold by it after its incorporation. Any part of the capital stock and any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warranties to purchase stock of the corporation authorized by this certificate of incorporation or by an amended certificate duly filed, may at any time be issued, optioned for sale, and sold or disposed of by the corporation pursuant to resolution of its board of directors to such persons and upon such terms as may to such board seem proper without first offering such stock or securities or any part thereof to existing stockholders.

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BOOK 170

695

SIXTH: The number of directors of the Corporation shall be four 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 qualify are: ALBERT E. ANDERSON IV, DAWN D. ANDERSON, ANN M. ANDERSON and VIRGINA K. ANDERSON.

003716

SEVENTH: 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 securities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on June 15, 1985

Albert E. Anderson IV
ALBERT E. ANDERSON IV

Dawn D. Anderson
DAWN D. ANDERSON

Ann M. Anderson
ANN M. ANDERSON

Virginia K. Anderson
VIRGINIA K. ANDERSON

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, That on this 15 st day of June 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared ALBERT E. ANDERSON VI, DAWN D. ANDERSON, ANN M. ANDERSON and VIRGINA K. ANDERSON and they acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal

Ruth P. Huff
RUTH P. HUFF

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BOOK 170 PAGE 696

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:30 MO. DAY YEAR 7-30-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 90

Albert Anderson
3624 - 7th Av.
Edgewater Md 21037

0000 0643

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BOOK 170 PAGE 697

ARTICLES OF INCORPORATION
OF
BARNYARD BEAST, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 30, 1985 AT 09:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2738, FOLIO 003712 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1977263

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

Paul B. Quinn



A 182558

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B & A QUALITY SEAFOOD, INC.
ARTICLES OF AMENDMENT

22
B & A QUALITY SEAFOOD, INC., a Maryland Corporation, having its principal office at the Wholesale Fish Market, 35 Market Place, Baltimore, Maryland 21202 (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Articles of Incorporation are hereby amended to remove the Statement of Election to be a close corporation, and from and after the date of acceptance of these Articles of Amendment by the Department; Article Third of the Articles of Incorporation is hereby deleted in its entirety.

SECOND: The Articles of Incorporation are hereby amended renumbering Article Fourth to Article Third by striking Article Fifth in its entirety and substituting in lieu thereof the following:

"FOURTH: The Post Office address of the principal office of the corporation in Maryland is 314 Adams Street, Annapolis, Maryland 21403. The name and address of the resident agent of the corporation in Maryland is Jerome I. Feldman, 79 West Street, P.O. Box 591, Annapolis, Maryland 21404. Said resident agent is a citizen of Maryland and actually resides therein."

The Articles of Incorporation are further amended by renumbering Article Sixth as Article Fifth and by inserting before Article Seventh the following:

"SIXTH: The number of Directors of the Corporation shall be five (5) which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3).

The names of the current directors who shall act until their successors are duly chosen and qualified are:

- a. Giancarlo Noto
- b. John Bump
- c. Larry Belkov
- d. Douglas Sanner
- e. Thomas O'Leary

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 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.

LAW OFFICES
BERNSTEIN & FELDMAN, P.A.
ATTORNEYS AT LAW
79 WEST STREET
P.O. BOX 551
ANNAPOLIS, MD. 21404

ANNAPOLIS (301) 267-9010
BALTIMORE (301) 269-1031
WASHINGTON (301) 261-2928

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:27

E. AUDREY COLLISON
CLERK

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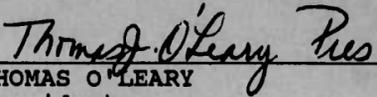
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IN WITNESS WHEREOF, B & A QUALITY SEAFOOD, has caused these presents to be signed in its name and on its behalf by its president and its corporate seal to be hereunder affixed and attested by its Assistant Secretary and its President acknowledges that these Articles of Amendment are the act and deed of B & A QUALITY SEAFOOD, 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:

B & A QUALITY SEAFOOD, INC.


Assistant Secretary

By:  Pres.
THOMAS O'LEARY
President

LAW OFFICES
BERNSTEIN & FELDMAN, P.A.
ATTORNEYS AT LAW
79 WEST STREET
P.O. BOX 591
ANNAPOLIS, MD 21404

ANNAPOLIS (301) 267-8010
BALTIMORE (301) 269-1031
WASHINGTON (301) 261-2926

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BOOK 170 PAGE 700

CHANGE OF	
NAME	
PRINCIPAL OFFICE	✓
RESIDENT AGENT	✓
RESIDENT AGENT ADDRESS	✓

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L.H.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:38 MO. DAY YEAR
8-6-85

①2

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/> (W)
	APPROVED BY

Bernstein + Feldman
Shelley Block
PO BOX 591
Annapolis, Md 21404

0000 0647

CLERKS NOTATION
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BOOK 170 PAGE 701

ARTICLES OF AMENDMENT
OF
B & A QUALITY SEAFOOD, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 6, 1985 AT 10:38 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 000569 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: RECORDING FEE PAID: SPECIAL FEE PAID:
\$ _____ \$ 20.00 \$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY drb

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

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

Paul B. Johnson



A 182663