

ANNE ARUNDEL COUNTY, MARYLAND

ARTICLES OF INCORPORATION AND LIMITED PARTNERSHIPS

H. ERLE SCHAFER
CLERK OF THE CIRCUIT COURT

~~—————~~

BOOK 171

6890 0000

CLERK'S NOTICE
BEST COPY
AVAILABLE

CLERKS NOTATION
BEST COPY
AVAILABLE

002276

BOOK 171 PAGE 1

ANNAPOLIS ROWING COMPANY
ARTICLES OF INCORPORATION

FIRST: I, GUY CHARLES GALLANT, whose post office address is Gibson Island, Maryland 21056, 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 hereafter called the "Corporation") is:

ANNAPOLIS ROWING COMPANY ✓

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

- (1) To engage in the business of designing, developing, building, manufacturing, and selling components, parts, products, and accessories of every type and description for rowing craft and other smaller craft or any other activity directly or indirectly relating thereto; and
- (2) To carry on any other business in connection with the foregoing whether manufacturing or otherwise; and
- (3) To acquire (by purchase, lease, or otherwise), own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situated, within or without the State of Maryland; and
- (4) To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law; and
- (5) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any such other corporation or association; and
- (6) To do any act or thing and exercise any power suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such powers; and

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:27

E. AUBREY COLLISON
CLERK

52078158

0000 0001

CLERKS NOTICE
BEST COPY
AVAILABLE

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

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

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

✓ FOURTH: The post office address of the principal office of the Corporation in this state is 354 Buena Vista Avenue, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this state is Paul F. Weiss, ^{same} 354 Buena Vista Avenue, Arnold, Maryland 21012. 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.

CLERKS' ROOM
BEST COPY
AVAILABLE

SIXTH: The number of directors of the Corporation shall be three, which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than three (3), provided that 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: Guy C. Gallant and Paul F. Weiss.

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.

(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.

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 4

002279

NINTH: The corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employes 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 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 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) 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

CLERKS NOTATION
BEST COPY
AVAILABLE

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 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 NINTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article NINTH.

(4) Any indemnification under paragraph (1) or (2) of this Article NINTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the 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 NINTH. 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 Article.

CLERKS
BEST COPY
AVAILABLE

(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standard 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 a director or officer and shall inure to the benefit of the heirs and personal representatives of such a person.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16 day of July, 1985, and I acknowledge the same to be my act.

WITNESS:

Charles Bagley, II

Guy C. Gallant
GUY C. GALLANT

3561D-90

CLERKS NOTATION
BEST COPY
AVAILABLE

002282

BOOK 171 PAGE 7

	ARTICLES OF INCORPORATION OF	ANNAPOLIS ROWING COMPANY
Return to:		
Charles Bagley, IV COUNCIL, BARADIEL, KOSMERT & NOLAN, P.A. ATTORNEYS AT LAW 222 SEVERN AVENUE P. O. BOX 3323 ANNAPOLIS, MARYLAND 21403-0323 3206.01		

52
N

02

1965 JUL 17 P 4:13

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:39 NO. DATE YEAR
7-26-85

26	GRN. & CAP. TAX	
22	RECORDING FEE	
12	LIMITED PARTNERSHIP FEE	
54	OTHER	10000
	TOTAL	10000

APPROVED BY: *[Signature]*

Stark

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 8

ARTICLES OF INCORPORATION
OF
ANNAPOLIS ROWING COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 26, 1985 AT 10:39 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7
RECORDED IN LIBER 2739, FOLIO 002275 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1977305

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. Johnson



A 182668

CLERK

CLERKS DEPARTMENT
BEST COPY
AVAILABLE

002342

BOOK 171 PAGE 9

CONSTRUCTION TECHNOLOGY, INC.

(A Close Corporation)

ARTICLES OF INCORPORATION

FIRST: I, DANIEL B. PETENBRINK, whose post office address is 8351 Pioneer Drive, Severn, Maryland 21144, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

THIRD: The Corporation shall be a closed 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:

(a) To engage in the business of masonry contracting and to perform all necessary and proper related services and activities in connection therewith.

(b) 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, and merchandise and real and personal property of every class and discription.

(c) To acquire by purchase or lease, or otherwise,

52128122

0000 0099

RECEIVED FOR RECORD
CIRCUIT COURT, M.A. COUNTY
1986 JAN 31 AM 10:28
E. AUBREY COLLISON
CLERK

CLERKS WORKING
BEST COPY
AVAILABLE

lands, and interest in lands; and to own, hold, improve, develop and manage any real estate so acquired; and to erect, or cause to be erected, on any lands owned, held or occupied by the Corporation, buildings or other structures with their appurtenances, and to re-build, 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 other structures, and any stores, shops, suites, rooms or parts of any buildings, or other structures at any time owned or held by the Corporation.

(d) To manage, sell, assign, transfer, lease, mortgage, pledge, or otherwise dispose of, or turn to account or deal with, all or any part or the property of the Corporation, and from time to time to vary any investments or employment of capital of the Corporation.

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

(f) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of

0000 0010

CLERKS WORKING
BEST COPY
AVAILABLE

BOOK 171 PAGE 11

002344

Maryland, as amended from time to time; and to engage in any other lawful purpose and/or business.

FIFTH: The post office address of the principal office of the Corporation in this State is 8351 Pioneer Drive, Severn, Maryland 21144. The name and post office address of the Resident Agent of the Corporation in this State is RICHARD A. PROPHET, 19 Hanford Drive, Harmans, Maryland 21077. 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 RICHARD A. PROPHET.

EIGHTH: Notwithstanding any provision of law requiring that such action be taken or authorized other than as provided in this Article, with respect to any action of the Corporation, such action shall be effective and valid only if taken or approved by the unanimous vote of the shares entitled to be cast thereon.

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

BEST COPY AVAILABLE

BOOK 171 PAGE 12

002345

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 By-Laws may otherwise provide, no other indemnification shall be provided for any Officer or Director and no indemnification shall be provided for any employee or agent of the Corporation or any other entity unless the Board of Directors shall, in its discretion, subject to the By-Laws, so direct.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30th day of July, 1985, and I acknowledge the same to be my act.

Daniel B. Petenbrink
DANIEL B. PETENBRINK

0000 0012

CLERKS NOTATION
BEST COPY
AVAILABLE

002346

BOOK 171 PAGE 13

L.A. 02
STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 3:03 MO. 7 DAY 30 YEAR 85

1985 JUL 30 P 3:03

(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"/> PCM

Att

Daniel Petenbrink
8351 Pioneer Drive
Severn, Md 21144

0000 00/13

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 14

ARTICLES OF INCORPORATION
OF
CONSTRUCTION TECHNOLOGY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 30, 1985 AT 03:03 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2739 FOLIO 5 002341 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1977412

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 182679

CLERKS NOTICE
BEST COPY
AVAILABLE

002359

BOOK 171 PAGE 15

ARTICLES OF INCORPORATION
OF
THE REDUCING KEY HYPNOSIS CENTER, INC.
(a close corporation)

* * *

26

FIRST: The undersigned, STEN F. ANDERSON and HOWARD W. TROTT, whose post office address is 100 Roesler Road, Suite 203, Glen Burnie, Maryland 21061, 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, specifically the provisions of the Corporations and Associations Article of the Annotated Code of Maryland, by the execution and filing of these articles.

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

THE REDUCING KEY HYPNOSIS CENTER, INC. ✓

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

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

(a) To do any act associated with the sale of merchandise, methods, programs and advice for weight reduction and control, executive training and self-control of personal habits such as smoking, including, but not limited to, behavior modification, hypnosis, training or conditioning, and to perform all duties and

52128144

0000 0015

RECEIVED FOR RECORDS
CLERK COURT AND COUNTY
1966 JAN 31 AM 10:28
E AUBREY COLLISON
CLERK

CLERKS
BEST COPY
AVAILABLE

392360

BOOK 171 PAGE 16

provide all services generally associated with same; and to engage in any other lawful purpose and/or business.

(b) To manufacture, mortgage, pledge, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property, or equipment of any and 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 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.

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

(f) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any

0000 0016

ALBANY COUNTY
BEST COPY
AVAILABLE

002361

BOOK 171 PAGE 17

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

(g) To carry on any of the businesses hereinbefore enumerated for itself, or 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.

(h) 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.

(i) To enter into general partnerships, limited partnerships (whether the Corporation be a limited or general partner), joint ventures, syndicate pools, associates and other arrangements for carrying on one or more of the purposes set forth herein.

CLERKS ROOM
BEST COPY
AVAILABLE

002362

BOOK 171 PAGE 18

(j) To perform any act or engage in any activity permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

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 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 place at which the principal offices of the Corporation in this State will be located is 100 Roesler Road, Suite 203, Glen Burnie, Maryland 21061, with subsidiary offices located throughout the state of Maryland. The resident agents of the Corporation are Sten F. Anderson and Howard W. Trott, whose post office address is 100 Roesler Road Suite 203, Glen Burnie, Maryland 21061. Said resident agents are citizens of the State of Maryland, and actually reside therein.

SIXTH: The Corporation shall have two (2) Directors; Sten F. Anderson and Howard W. Trott, who shall act as such until the organizational meeting of the Directors and the issuance of stock of the Corporation have been complete, at which time the number of Directors may be increased or decreased pursuant to By-Laws of

CLERKS NOTICE
BEST COPY
AVAILABLE

002363

BOOK 171 PAGE 19

the Corporation, but shall never be less than the number of stockholders.

SEVENTH: The total number of shares of stock which the Corporation has authority to issue is one hundred (100) shares with a par value of One Dollar (\$1.00) per share.

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) 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 made 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.

(b) The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount of working

CLERKS NOTATION
BEST COPY
AVAILABLE

002364

BOOK 171 PAGE 20

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, at 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.

(c) 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, re-classification 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.

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

CLERKS NOTATION
BEST COPY
AVAILABLE

(e) The Corporation shall indemnify its officers and directors (if any) pursuant to and in accordance with the provisions of Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland as authorized in the specific case after a determination that indemnification of the person is proper in the circumstances made by a majority of the stockholders of the Corporation.

NINTH: The stockholders of the Corporation are hereby empowered, upon the affirmative vote of the holders of all outstanding stock of the Corporation, to authorize the issuance, from time to time, of shares of the stock of the Corporation of any class, whether now or hereafter authorized, for such consideration as said holders of stock may deem advisable, subject to such limitations and restrictions, if any, as may be further set forth in the By-Laws of the Corporation.

TENTH: The Corporation elects to be treated as a small business corporation as defined in Section 1244 of the Internal Revenue Code.

ELEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 29th day of July, 1985, and acknowledge same to be our act.

WITNESS:

Linda J. Malone

Step J. Anderson (SEAL)
Step J. Anderson

Linda J. Malone

Howard W. Trott (SEAL)
Howard W. Trott

My Commission Expires July 1, 1988



CLERKS NOTATION
BEST COPY
AVAILABLE

002366

BOOK 171 PAGE 22

(02)

LH

Stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 8:39 MO. DAY YEAR 7-31-85

20	ORG. & CAP. FEE
24	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
44	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>

APPROVED BY *[Signature]*

The Reducing Key Hypnosis Center, Inc.
100 Roessler Rd #203
Glen Burnie Md 21061

1985 JUL 31 A 8:39

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 23

ARTICLES OF INCORPORATION
OF
THE REDUCING KEY HYPNOSIS CENTER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 31, 1985 AT 08:39 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2739, FOLIO 002358 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20
RECORDING FEE PAID: \$ 24
SPECIAL FEE PAID: \$
D1977453

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 182683

CLERKS NOTATION
BEST COPY
AVAILABLE

002381

BOOK 171 PAGE 24

1986 JUN 10 A 9:58

gws

ARTICLES OF INCORPORATION
OF
PAUL J. HENSLEY, INC.

THIS IS TO CERTIFY:

FIRST: That I, the incorporator, PAUL J. HENSLEY, whose post office address is 420 East Bay Front Road, Deale, Maryland 20751, being of full age, does, under and by virtue of the general laws of the State of Maryland aughorizing the formation of corporations, associates with the intention of forming a corporation;

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is: PAUL J. HENSLEY, INC. ✓

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

(a) To engage in the transportation of appliances, from wholesale or retail dealers to customers, install the appliances, and transport appliances from customers to the wholesale or retail dealer and generally to carry freight for hire; To receive and load all other kinds of commercial freight and to transport such freight to various destinations throughout the United States; and to buy, sell, and otherwise deal in and with trucks, tractors and trailers suitable for such service and to maintain and repair the same.

(b) To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of the Company, bonds or otherwise; to hold or in any business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(c) To carry out all or any of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or in conjunction with any person, firm, association or

52128359



0000 0024

1986 JAN 31 AM 10:28
E. AUBREY COLLISON
CLERK
STATE OF MARYLAND
CLERK OF THE COURT
ST. MARY'S COUNTY

CLERKS NOTATION
BEST COPY
AVAILABLE

002382

BOOK 171 PAGE 25

corporation.

(d) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the aforementioned business of Corporation.

(e) 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.

✓
L
Scout
P.O.
FOURTH: The Post Office address of the place at which the principal office of the Corporation in this state will be located at 420 East Bay Front Road, Deale, Maryland, 20751. The resident agent of the Corporation is PAUL J. HENSLEY, whose post office address is 420 East Bay Front Road, Deale, Maryland. 20751, and he is an adult citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have four (4) directors: and PAUL J. HENSLEY, JUDY L. HENSLEY, LEIGHTON TRACEWELL and REBA TRACEWELL shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

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

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 Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of its stock, without par value, for such considerations as said Board of Directors may deem advisable, irrespectable of the value or amount of such considerations, after first obtaining the unanimous approval of all stockholders of the Corporation.

EIGHTH: In the event any stockholder, his executor or

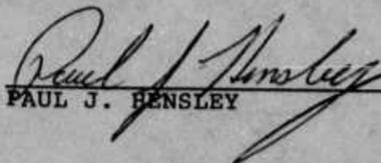
0000 0025

administrator desires or intends to transfer any stock of this Corporation, he shall give notice in writing simultaneously to the Corporation and to each of the other stockholders of such intentions, and the Corporation shall have the first right to purchase all of such stock, provided it does so within 30 days after receiving said notice, after which each stockholder shall have the option to purchase such stock in the same ration as the stock he then owns bears to the total stock then issued, provided that this option is exercised by the stockholder within sixty (60) days after receiving said notice. The price to be paid for the stock under this option shall be the book value of the corporation as carried on the books as of the close of the month preceeding the date of the aforesaid notice from the transferring stockholder. The term book value as herein applicable shall include the fair market value of all assets of this Corporation.

NINETH: The Corporation shall have the right to conduct its business and/or businesses, and to operate and maintain offices in other States, territories, districts or possessions of the United States or in any foreign country, so far as the law thereof permit.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 19 day of JUNE, 1985.


PAUL J. HENSLEY

STATE OF MARYLAND
COUNTY OF CALVERT

I HEREBY CERTIFY that on this 19th day of JUNE, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Calvert, personally appeared PAUL J. HENSLEY and severally acknowledged the foregoing Articles of Incorporation to be his act.

CLERKS NOTARIAL
BEST COPY
AVAILABLE

BOOK 171 PAGE 27

002384

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



[Handwritten Signature]
NOTARY PUBLIC

My Commission Expires: 7/1/86

85 151

002385

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 28

(52)

(02)

LAP

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 8:56 MO. DAY YEAR 7-31-85

Schick

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

Martin Dennis
P.O. Box 151
Wunkeirk, Md 20754

1985 JUL 31 A 8:26

0000 0028

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 29

ARTICLES OF INCORPORATION
OF
PAUL J. HENSLEY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 31, 1985 AT 08:56 O'CLOCK ^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2739 FOLIO 002380 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1977495

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 182687

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 30

003117

SOLOMON YACHT SERVICE COMPANY

ARTICLES OF INCORPORATION

FIRST: I, WAYNE T. KOSMERL, whose post office address is 222 Severn Avenue, Annapolis, Maryland 21403, 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 hereafter called the "Corporation") is:

SOLOMON YACHT SERVICE COMPANY ✓

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

(1) To engage in the business of purchasing, selling, renting, leasing, and chartering yachts and other marine equipment; and

(2) To engage in the business of the delivery of yachts, marine consulting and other marine related purposes; and

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

(4) To acquire (by purchase, lease, or otherwise), own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situated, within or either alone or in connection with any person, firm, association or corporation; and

(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 furtherance, and not in limitation of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business, or to limit or restrict any of the powers of the Corporation, and the said corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations, it being the intention that the purposes, objects and powers specified in each of the paragraphs of this Article Third of these Articles of Incorporation shall, except as otherwise expressly provided, in no way be limited or restricted by

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:28

E. AUBREY COLLISON
CLERK

52128121

0000 0000

CLERKS NOTATION
BEST COPY
AVAILABLE

reference to or inference from the terms of any other clause or paragraph of this Article, or of any other Article of these Articles of Incorporation; provided, however, that nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power, or to do any act which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

✓
FOURTH: The post office address of the Corporation in this state is 720 Fairway Drive, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this state is ROBERT S. SOLOMON, 720 Fairway Drive, Annapolis, Maryland, 214031 Said Resident Agent is an individual actually residing in this state.

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

SIXTH: The number of directors of the Corporation shall be three, 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 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: ROBERT S. SOLOMON and SUZANNE R. SOLOMON.

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.

(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

CLERKS NOTATION
BEST COPY
AVAILABLE

003119

BOOK 171 PAGE 32

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 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 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 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) 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 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 NINTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article NINTH.

(4) Any indemnification under paragraph (1) or (2) of this Article NINTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the 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 NINTH. 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 Article.

CLERKS DIVISION
BEST COPY
AVAILABLE

BOOK 171 PAGE 34

003121

(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standard 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 a director or officer and shall inure to the benefit of the heirs and personal representatives of such a person.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I hereby affirm under the penalties of perjury that I have signed these Articles of Incorporation this 30 day of July, 1985, and I acknowledge the same to be my act.

WITNESS:

Patricia J. Hartman *Wayne T. Kosmerl* (SEAL)
WAYNE T. KOSMERL

CLERKS NOTATION
BEST COPY
AVAILABLE

003122

BOOK 171 PAGE 35

		ARTICLES OF INCORPORATION	
		OF	
		SOLOMON YACHT SERVICE COMPANY	

Return to:

Wayne T. Kosmetl
**COUNCIL, BARADEL, KOMMERL
 & NOLAN, P.A.**
 ATTORNEYS AT LAW
 222 SEVERN AVENUE
 P. O. BOX 3323
ANNAPOLIS, MARYLAND
 21403-0323
 2036.02

1935 JUL 30 P 3:14

02

STATE DEPARTMENT OF
 ASSESSMENTS AND TAXATION
 APPROVED FOR RECORD

30	ORG. & CAP. FEE	
20	RECORDING FEE	
11	LIMITED PARTNERSHIP FEE	
51	OTHER	10000
	TOTAL	314
	CASH	
	CHECK	

State

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 36
ARTICLES OF INCORPORATION
OF
SOLOMON YACHT SERVICE COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 30, 1985 AT 03:14 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2739 FOLIO 003116 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1977958

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. Anderson



A 182733

BOOK 171 PAGE 37

003155

GRAY & ASSOCIATES, INC.

ARTICLES OF INCORPORATION

FIRST: I, John K. Crumey, whose post office address is 139 Lafayette Avenue, Annapolis, Maryland 21401, 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 hereinafter referred to as the "Corporation") is:

GRAY & ASSOCIATES, INC. ✓

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

(1) To engage in the business of consulting and legislative services to trade associations and business corporations and in all related lawful activities incident thereto; 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 principle office of the Corporation in this State is 692 Ritchie Highway, Severna Park, State of Maryland 21146. The name and post office address of the Resident Agent of the Corporation is Peter Carroll Gray, 106 Sherburn 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 ONE HUNDRED THOUSAND (100,000) shares of common stock, One Dollar (\$1.00) par value.

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

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

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

52118047

js

RECEIVED FOR RECORD
1986 JAN 31 AM 10:28
E AUBREY COLLISON
CLERK

STEPHEN P. KLING
JOHN K. CRUMMEY
ATTORNEYS AT LAW
P. O. BOX 89
ANNAPOLIS, MD. 21404

0000 0047

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 38 003156

Peter Carroll Gray
Sandra D. Gray
Gary E. Mazza

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

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

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

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

EIGHTH; Except as may otherwise be provided by the Board of Directors, no holder of any shares of the capital stock of the Corporation shall have any 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 or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 26th day of July, 1985, and I acknowledge the same to be my act.

Witness

John K. Crumsey, Incorporator

STEPHEN P. KLING
JOHN K. CRUMMEY
ATTORNEYS AT LAW
P. O. BOX 88
ANNAPOLIS, MD. 21404

-2-

0000 0038

CLERKS NOTATION
BEST COPY
AVAILABLE

003157

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:

11. The Board of Directors of the Corporation is hereby authorized to authorize the issuance of shares of stock of any class, whether now or hereafter authorized, or securities convertible into shares of the stock of any class or classes, whether now or hereafter authorized.

The Board of Directors of the Corporation may classify or reclassify any unissued shares of stock of any class or classes, whether now or hereafter authorized, or securities convertible into shares of the stock of any class or classes, whether now or hereafter authorized, and the terms and conditions of such shares, including the rights and preferences, voting powers, restrictions and qualifications of the dividends on, the terms and prices of redemption of, and the conversion rights of, such shares.

BOOK 171 PAGE 39

02

John

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:13 MONDAY YEAR 7-30-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER ICC20
48	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>

APPROVED BY [Signature]

John Crummey
P.O. Box 89
Annapolis Md 21404

0000 0029

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 40

ARTICLES OF INCORPORATION
OF
GRAY & ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 30, 1985 AT 09:13 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2739 FOLIO 003154 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1978022

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 182740

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 41

003206

NONSTOCK CORPORATION
BUY BY MAIL, INCORPORATED

ARTICLES OF INCORPORATION

FIRST: THE UNDERSIGNED, MICHAEL SHAWN BYRNES, WHOSE POST OFFICE ADDRESS IS 108 GREENWAY N.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 BUY BY MAIL, INCORPORATED. ✓

THIRD: THE PURPOSES FOR WHICH THE CORPORATION IS BEING FORMED ARE AS FOLLOWS:

- 1: BUY BY MAIL, INCORPORATED WILL BE AN INDEPENDENT DISTRIBUTOR THAT WILL RETAIL MAIL-ORDER MERCHANDISE.
- 2: BUY BY MAIL, INCORPORATED WILL SPONSOR PEOPLE INTO THEIR OWN BUSINESS.

✓ FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN MARYLAND IS 108 GREENWAY N.W., GLEN BURNIE, ANNE ARUNDEL COUNTY, 21061. THE NAME AND POST OFFICE ADDRESS OF THE RESIDENT AGENT OF THE CORPORATION IN MARYLAND ARE MICHAEL SHAWN BYRNES, 108 GREENWAY N.W., GLEN BURNIE, ANNE ARUNDEL COUNTY, 21061. *same*

THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

THE NUMBER OF DIRECTORS IN THE CORPORATION SHALL BE ONE, WHICH 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 MICHAEL SHAWN BYRNES.

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.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, I HAVE SIGNED THESE ARTICLES OF INCORPORATION ON 7/31/85, AND SEVERALLY ACKNOWLEDGE THE SAME TO BE MY ACT.

MICHAEL SHAWN BYRNES

Michael S Byrnes 7/31/85

52178275

0000 0041

RECEIVED IN RECORD
CLERK'S OFFICE
ANNAPOLIS, MARYLAND
1986 JAN 31 AM 10:28
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

003207

BOOK 171 PAGE 42

(02)

L.N.

(52)

Non Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:27 MO. 8 DAY 2 YEAR 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"/> <i>gws</i>

1985 JUN 31 10:10:58

Michael Byrnes
108 Greenway NW
Arlen Burnie Md 21061

1985 AUG -2 A 10:27

0000000000

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 43

ARTICLES OF INCORPORATION
OF
BUY BY MAIL, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 02, 1985 AT 10:27 O'CLOCK^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2 2739, FOLIO 003205 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1978105

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 182748

CLERKS NOTATION
BEST COPY
AVAILABLE

003278

BOOK 171 PAGE 44

ARTICLES OF INCORPORATION
OF
CHESAPEAKE WEST DEVELOPMENT CORP.

90

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:

CHESAPEAKE WEST DEVELOPMENT CORP. ✓

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, owning, developing and dealing in real property, and to perform in connection therewith any and all related services and to engage in any and all activities incident thereto;
- (2) To enter into partnerships, joint ventures and other business associations for any lawful 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;

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:28

E. AUBREY COLLISON
CLERK

52128133

0000 0044

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 45

003279

(7) To apply for, obtain, register, purchase, lease or otherwise acquire or own by 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 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

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 46

003280

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 127 Old Solomons Island Road, Annapolis, Anne Arundel County, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is John Bruno, 127 Old Solomons Island Road, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State. *Same*

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

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

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 47

003281

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

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

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

John Bruno, Girard C. Coffman, and Robert W. Warfield

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

CLERKS NOTARIAL
BEST COPY
AVAILABLE

003282

BOOK 171 PAGE 48

003282

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

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

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

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

IN WITNESS WHEREOF I have signed these Articles of Incorporation this 29th day of July, 1985, and I acknowledge the same to be my act.

WITNESS:

Eileen M. Hyle Robert W. Warfield
ROBERT W. WARFIELD

CLERKS NOTATION
BEST COPY
AVAILABLE

003283

BOOK 171 PAGE 49

LA. (52) (02)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:00 NO. DAY YEAR 7-31-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL

CASH CHECK APPROVED BY *js*

Stock

Robert Warfield
4 Evergreen Rd
Seneca Park Md 21146-3897

0000 0049

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 50

ARTICLES OF INCORPORATION
OF
CHESAPEAKE WEST DEVELOPMENT CORP.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 31, 1985 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2739 , FOLIO 003277 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1978212

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 182759

26

DIESEL RITE, INC.

CLERKS NOTATION
BEST COPY
AVAILABLE

86

ARTICLES OF INCORPORATION

FIRST: We, Wilfredo Centeno, and Carole Centeno, whose post office address is 256 Gina 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 Diesel Rite, Inc. ✓

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

(a) To own, lease, conduct, maintain and carry on the business of diesel engine repair service. To include, but not limited to, selling, repairing and replacing any and all parts of diesel engines being foreign or domestic.

(b) 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 and to enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said general laws, now or hereafter in force; the enumeration of certain powers, rights and privileges granted to or conferred upon corporations of this character by said general laws, now or hereafter in force; and that the said corporation is formed under the 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.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:28

E. AUBREY COLLISON
CLERK

52128131

0000 0051

(c) The business and operations of said Corporation are to be carried on in the State of Maryland and elsewhere in the United States and in such other localities as the Board of Directors may deem advisable.

FOURTH: Post office address of the principal office of the Corporation in this state is 400 Arundel Corporation Road, Glen Burnie, Maryland 21061. The name of the Resident Agent of the Corporation in this State is Wilfredo Centeno, 256 Gina Court, Pasadena, Maryland 21122 said resident agent is an individual actually residing in this State.

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

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

(1) If there is no outstanding stock, the number of directors may be less than three but no less than one; and

(2) If there is outstanding stock, 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 their successors are duly chosen and qualified are: Wilfredo Centeno and Carole Centeno.

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.

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 acquired such shares.

NINTH: 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 objection stockholder in the case of a consolidation, merger, share exchange, or transfer of all or substantially all the assets of the Corporation.

CLERKS ROOM
BEST COPY
AVAILABLE

TENTH: (1) As used in this Article Tenth, any word or words that are defined in Section 2-418 of the Corporation 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 in 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 an 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 fully 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 proceedings, 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 AND ACKNOWLEDGE THE SAME TO BE MY ACT.

Wilfredo Centeno (SEAL)
(WILFREDO CENTENO)

Carole Centeno (SEAL)
(CAROLE CENTENO)

CLERKS NOTATION
BEST COPY
AVAILABLE

003310

1985 JUL 31 A 8:31

BOOK 171 PAGE 55

(02) 41

(52)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 8:33 MO. DAY YEAR 7-31-85

Stork

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> 900

Pete Culotta
4708 Harford Rd
Baltimore Md 21214

0000 0055

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 56

ARTICLES OF INCORPORATION
OF
DIESEL RITE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 31, 1985 AT 08:33 O'CLOCK ^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 5 , FOLIO 2739 **003305** OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1978253

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 182763

BOOK 171 PAGE 57

003491

ARTICLES OF INCORPORATION
FOR
GLENN HARRIS, INC.

FIRST: I, GLENN J. HARRIS, whose post office address is, 1304 Strawberry Lane, Hanover, Maryland 21076, 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 hereafter referred to as the "Corporation") is GLENN HARRIS, INC.

THIRD: The purposes for which the Corporation is formed are: to engage in the business of a TRAVEL AGENCY.

To own operate, lease, invest in real estate and personal property, directly or indirectly, and to do all things necessary to improve the interest of the Corporation.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and shall be literally 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 wise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but shall be construed distributively as each object expressed, and enumerated as to specific powersw

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

1986 JAN 31 AM 10:28

E. AUBREY COLLISON
CLERK

52138351

0000 0067

003492

BOOK 171 PAGE 58

shall not be construed as to limit in any manner the general powers, but are in furtherance of and in addition to, and not in limitation of, the general powers.

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 1304 Strawberry Lane, Hanover, Maryland 21076. ✓

The name and post office address of the Resident Agent of the Corporation in this State is GLENN J. HARRIS, 1304 Strawberry Lane, Hanover, Maryland 21076. ✓

And that the 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 (100) 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 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:

BOOK 171 PAGE 59

003493

GLENN J. HARRIS 1304 Strawberry Lane, Hanover, Md., 21076

OWEN J. HARRIS 1304 Strawberry Lane, Hanover, Md. 21076

IRMA A. HARRIS 1304 Strawberry Lane, Hanover, Md. 21076

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

(2) The Board of Directors of the Corporation may 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.

The enumeration and definition of a particular power of the Board of Directors include 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 article of the Charter of the Corporation, or construed as or deemed by reference 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

BOOK 171 PAGE 60

003494

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.

Any stockholder of this Corporation who has been issued shares of stock of any class, whether now or hereafter acquired or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, electing to sell, mortgage, pledge, or hypothecate shall first notify the Board of Directors in writing sixty (60) days prior to such action, and further setting forth the terms of such election, whereupon the said Board of Directors shall be given first rights of refusal to accept the terms of such election within said sixty (60) day period; refusal by the Board to accept the terms of such election within the sixty (60) day period by written confirmation, shall be deemed a rejection to accept such election, whereby the stockholder shall be permitted to proceed with such election.

NINTH: The Corporation may indemnify a present or former director or officer of the Corporation or other representative

BOOK 171 PAGE 61

003495

to the maximum extent permitted by and in accordance with Section 2-418 of the Corporation and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 1st day of August 1985, and acknowledge the same to be my act.

WITNESS:

Glenn J. Harris Glenn J. Harris
GLENN J. HARRIS

STATE OF MARYLAND, A. A. County, TO WIT:

I HEREBY CERTIFY, that on this 1st day of August 1985, that before me a notary public of the State of Maryland, in and for the County of Anne Arundel, personal appeared, GLENN J. HARRIS and he made oath in due form of law that the matters and facts set forth in these Articles of Incorporation, are true and correct to the best of his information, knowledge and belief.

Glenn J. Harris
NOTARY PUBLIC

CLERKS NOTATION
BEST COPY
AVAILABLE

003496

BOOK 171 PAGE 62

L.H. 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

MO. DAY YEAR
8 / 1 / 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	TOTAL CHECK <input checked="" type="checkbox"/> A

(52)

ett

Glenn Harris
1304 Strawberry La.
Hammer, Ind 21076

1905 AUG -1 A 10:51

0000 0062

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 63
ARTICLES OF INCORPORATION
OF
GLENN HARRIS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 01, 1985 AT 10:51 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2739, FOLIO 003490 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1978576

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 182795

CLERKS NOTATION
BEST COPY
AVAILABLE

003503

BOOK 171 PAGE 64

ARTICLES OF INCORPORATION
OF REHABITAT, INC.

A Maryland Close Corporation

THIS IS TO CERTIFY;

That we, the subscribers, Henry E. Posko, Jr. and Frank W. Beans, II, whose address is 1437 Bayhead Rd., Annapolis, Maryland, being of full legal age do, under and by virtue of the general Laws of the State of Maryland, authorizing the formation of corporations, associate themselves for the purpose of forming a corporation.

ARTICLE I, NAME

The name of the Corporation (which hereafter is called the Corporation), is REHABITAT, 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 as follows:

To operate a home building, home improvements and general contracting business, and to manufacture and assemble modular and prefabricated homes, and to conduct all acts necessarily in furtherance thereof, including the lease, rental, mortgage, purchase of any and all business premises, personal property, inventory, equipment, tools and facilities, including the financing thereof, and to do or perform any acts necessary to borrow or obtain money or financing therefor.

52138357

1986 JAN 31 AM 10:28
E AUBREY COLLISON
CLERK

RECEIVED FOR RECORD
CIRCUIT COURT, ANNE ARUNDEL COUNTY

0000 0024

003504

BOOK 171 PAGE 65

ARTICLE III, ADDRESS AND RESIDENT AGENT

The principal office of the Corporation shall be maintained ✓
at 1437 Bay Head Road, Annapolis, Maryland. ²¹⁴⁰¹ The Resident Agent
shall be Frank W. Beans, II, 1437 Bay Head Road, Annapolis, Md, ²¹⁴⁰¹
said Resident Agent is a citizen of the State of Maryland, and ^{same}
actually resides therein.

ARTICLE IV, STATUS OF CORPORATION

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

ARTICLE V, DIRECTORS

The Corporation shall have two directors, and Henry E.
Posko, Jr. and Frank W. Beans, II, shall act as such until the
first annual meeting, or until their successors are duly chosen
and qualified.

ARTICLE VI, CAPITAL STOCK

The total amount of authorized stock of the Corporation is
Five Thousand Shares of common stock of no par value.

The Board of Directors of the Corporation is hereby
empowered to authorize the issuance from time to time of shares
of its stock, without par value, for such considerations as the
said Board of Directors may deem advisable, irrespective of the
value or amount of such considerations, after first obtaining the
unanimous approval of all shareholders of the Corporation.

0000 0065

CLERKS
BEST COPY
AVAILABLE

003505

BOOK 171 PAGE 66

ARTICLE VII, AMENDMENTS

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 30 day of April, 1985, and acknowledge the same to be our act.

Witness:

Debra L. Millsap

Henry E. Posko, Jr.
Henry E. Posko, Jr.

Debra L. Millsap

Frank W. Beans, II
Frank W. Beans, II

0000 0056

CLERKS NOTATION
BEST COPY
AVAILABLE

003506

BOOK 171 PAGE 67

	ARTICLES OF INCORPORATION		FOR REHABITAT, INC.
--	---------------------------------	--	------------------------

RUSSELL T. POTEE, JR.
ATTORNEY AT LAW
7A CENTRAL AVENUE
OLNEY BUREAU, MARYLAND 21091

40	TOTAL	CASE	APPROVED BY
	CHECK	<input type="checkbox"/>	<i>WCM</i>

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

10:59 8/1/85

1985 AUG - 1 A.D. 59

02

082

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 68

ARTICLES OF INCORPORATION
OF
REHABITAT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 01, 1985 AT 10:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

↓
RECORDED IN LIBER 2739, FOLIO 003502 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1978592

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 182797

CLERKS NOTATION
BEST COPY
AVAILABLE

003599

BOOK 171 PAGE 69

ARTICLES OF INCORPORATION
OF
CRYSTAL CANYON, INC.

FIRST: I, EARL G. SCHAFFER, 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:

CRYSTAL CANYON, INC. ✓

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

(1) To engage in the business to design, produce, manufacture, subcontract, sell (both wholesale and retail) clothing and other wearing apparel and related accessories, 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;

1985 AUG -1 A 10:30

- 1 -

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
52138365
1986 JAN 31 AM 10:29 52138366
E. AUBREY COLLISON
CLERK 52278277

0000-0069

003600

BOOK 171 PAGE 70

(7) To apply for, obtain, register, purchase, lease or otherwise acquire or own by 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 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

CLERKS NOTICE
BEST COPY
AVAILABLE

003601

BOOK 171 PAGE 71

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 446 Lakeland Rd., N., Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is C.S. Scearce, 446 Lakeland Rd. N., 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 (3) provided that:

CLERKS NOTATION
BEST COPY
AVAILABLE

003602

BOOK 171 PAGE 72

(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 (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:

C. S. SCEARCE

PHILLIP L. SCEARCE

BETTY S. SCEARCE

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.

003603

BOOK 171 PAGE 73

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

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

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a 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.

CLERKS ROOM
BEST COPY
AVAILABLE

003604

BOOK 171 PAGE 74

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.

WITNESS:

Irving J. Hunter Earl G. Schaffer
EARL G. SCHAFFER

CLERKS NOTATION
BEST COPY
AVAILABLE

003605

AT 171

BOOK 171 PAGE 75

L.N. (02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:30 MO. DAY YEAR 8-1-85

Stack

1985 JUL 25 A 10:40

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 90

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

(checked)

0000 00/15

BOOK 171 PAGE 76
ARTICLES OF INCORPORATION
OF
CRYSTAL CANYON, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 01, 1985 AT 10:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7
RECORDED IN LIBER 2739, FOL 003598, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1978741

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.



A 182812

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 77

001772

RIFICI'S TAX SERVICE, INC.
ARTICLES OF AMENDMENT

Rifici's Tax Service, Inc., a Maryland Corporation having its principal office at 781 Windgate Drive, Annapolis, Maryland 21401 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department"), that:

FIRST: The Charter of the Corporation is hereby amended to include 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 SECOND "A" is hereby added to the charter of the Corporation.

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

THIRD: The Charter of the Corporation is hereby amended by striking in their entirety Articles FOURTH, FIFTH, AND SIXTH and by substituting in lieu thereof the following:

FOURTH: The post office address of the principal office of the Corporation in this State is 781 Windgate Drive, Annapolis, Maryland 21401.

The name and post office address of the Resident Agent of the Corporation in this State is Ricky Rifici, 781 Windgate Drive, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

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.

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

The Amendments have been duly authorized by the directors and shareholders of the Corporation.

IN WITNESS WHEREOF, RIFICI'S TAX SERVICE, INC. has caused these presents to be signed in its name and on its behalf by its President and its Corporate Seal to be hereunder affixed and attested by its Secretary on this 17th day of July 1985, and its President acknowledges that these Articles of Amendment are the Act and Deed of Rifici's Tax Service, Inc., and under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST

RIFICI'S TAX SERVICE, INC.

L. Y. ...
SECRETARY

BY: *Ricky Rifici*
PRESIDENT
54218227

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 JAN 31 AM 10:29

E. AUBREY COLLISON
CLERK

0000 0017

CLERKS ROOM
BEST COPY
AVAILABLE

001773

BOOK 171 PAGE 78

ARTICLES OF AMENDMENT
OF
RIPICI'S TAX SERVICE, INC.

09

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

NOV 9 85

11:00

ORG. & CAP. FEE	
RECORDING FEE	20
LIMITED PARTNERSHIP FEE	
OTHER	
CASH	<input type="checkbox"/>
CHECK	<input checked="" type="checkbox"/>
TOTAL	20

APPROVED BY
VJCM

C. JOHN SERIO
ATTORNEY AT LAW
501 PROVIDENT BANK BUILDING
114 EAST LEXINGTON STREET
BALTIMORE, MARYLAND 21202-1703



CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 79
ARTICLES OF AMENDMENT
OF
RIFICI'S TAX SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 9, 1985 AT 11:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 001771, 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. Johnson



A 182866

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 80

MKD TRUCKING COMPANY INC.
8329 ELM ROAD
MILLERSVILLE, MARYLAND 21108

001783

Articles of Amendment

FIRST:

----- BOARD OF DIRECTORS AND INCORPORATORS: THE BOARD OF DIRECTORS SHALL CONSIST OF THE DIRECTORS WHO ARE THE INCORPORATORS. THE NAMES AND POST OFFICE ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF THE STOCKHOLDERS, OR UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFIED, ARE:

DORIS M KANE	8329 ELM ROAD MILLERSVILLE, MARYLAND 21108
KEVIN T KANE	212 WOODHILL DR. APT. F GLEN BURNIE, MARYLAND 21061

SECOND:

----- DIRECTORS: THE BOARD OF DIRECTORS SHALL BE ELECTED BY THE STOCKHOLDERS AT THEIR ANNUAL MEETING TO BE HELD ON THE FIRST SUNDAY OF JULY EACH YEAR, OR SUCH OTHER DAY AS THE BYLAWS MAY PROVIDE, AND SHALL HOLD OFFICE UNTIL THEIR SUCCESSORS ARE RESPECTIVELY ELECTED AND QUALIFIED. THE BYLAWS SHALL SPECIFY THE NUMBER OF DIRECTORS NECESSARY TO CONSTITUTE A QUORUM. THE BOARD OF DIRECTORS MAY, BY RESOLUTION OR RESOLUTIONS PASSED BY MAJORITY OF THE WHOLE BOARD, DESIGNATE ONE OR MORE COMMITTEES WHICH TO THE EXTENT PROVIDED IN SAID RESOLUTION OR RESOLUTIONS OR IN THE BYLAWS SHALL HAVE AND MAY EXERCISE ALL POWERS OF THE BOARD OF DIRECTORS ON THE MANAGEMENT OF THE ACTIVITIES AND AFFAIRS OF THE CORPORATION AND MAY HAVE POWER TO AUTHORIZE THE SEAL OF THE CORPORATION TO BE FIXED TO ALL PAPERS WHICH MAY REQUIRE IT; AND SUCH COMMITTEE OR COMMITTEES SHALL HAVE SUCH NAME OR NAMES AS MAY BE STATED ON THE BYLAWS OF THE CORPORATION OR AS MAY BE DETERMINED FROM TIME TO TIME BY THE RESOLUTION ADOPTED BY THE BOARD OF DIRECTORS. THE BOARD OF DIRECTORS MAY ELECT SUCH OFFICERS AS THE BYLAWS MAY SPECIFY, WHO SHALL, SUBJECT TO THE STATUTES HAVE SUCH TITLES AND EXERCISE SUCH DUTIES AS THE BYLAWS MAY PROVIDE. THE BOARD OF DIRECTORS IS EXPRESSLY AUTHORIZED TO MAKE, ALTER OR REPEAL THE BYLAWS OF THIS CORPORATION OR ANY ARTICLE THEREIN.

1986 JAN 31 AM 10:29

PAGE 1 E AUBREY COLLISON
CLERK

52218101

0000 0000

THIRD:

----- PRIVATE PROPERTY: THE PRIVATE PROPERTY OF THE STOCKHOLDERS, DIRECTORS, OFFICERS, EMPLOYEES AND/OR AGENTS OF THE CORPORATION, SHALL BE FOREVER EXEMPT FROM ALL CORPORATE DEPTS OF ANY KIND WHATSOEVER.

FOURTH:

----- INDEMNIFICATION OF OFFICERS AND DIRECTORS: THE CORPORATION SHALL INDEMNIFY EVERY DIRECTOR AND OFFICER, OR HIS OR HER HEIRS, EXECUTORS AND ADMINISTRATORS AGAINST EXPENSES REASONABLY INCURRED BY HIM OR HER IN CONNECTION WITH ANY ACTION, SUIT OR PROCEEDING TO WHICH HE OR SHE MAY BE A PARTY BY REASON OF HIS OR HER BEING, OR HAVING BEEN, A DIRECTOR OR OFFICER OF THE CORPORATION EXCEPT IN RELATION TO MATTERS AS TO WHICH HE OR SHE SHALL BE FINALLY ADJUDGED IN SUCH ACTION, SUIT OR PROCEEDING TO BE LIABLE FOR NEGLIGENCE OR MISCONDUCT, IN THE EVENT OF A SETTLEMENT, INDEMNIFICATION SHALL BE PROVIDED ONLY IN CONNECTION WITH SUCH MATTERS COVERED BY THE SETTLEMENT, AS TO WHICH CORPORATION IS ADVISED BY COUNSEL THAT THE PERSON TO BE INDEMNIFIED DID NOT COMMIT SUCH A BREACH OF DUTY. THIS RIGHT OF INDEMNIFICATION SHALL NOT BE EXCLUSIVE OF THE OTHER RIGHTS HE OR SHE MAY BE ENTITLED. AS USED IN THIS AMENDMENT, EXPENSES SHALL INCLUDE AMOUNTS OF JUDGEMENTS, PENALTIES OR FINES RENDERED OR LEVIED AGAINST SUCH OFFICER OR DIRECTOR AND THE AMOUNTS PAID IN SETTLEMENT BY HIM OR HER IN SUCH SETTLEMENT SHALL HAVE BEEN APPROVED BY THE BOARD OF DIRECTORS OF THE CORPORATION.

FIFTH:

----- FISCAL YEAR: THE FISCAL YEAR OF THE CORPORATION SHALL BE FROM JANUARY 1 TO DECEMBER 31 OF EACH YEAR.
The amendments have been approved by the directors and stockholders.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE AMENDMENTS TO THE ARTICLES OF INCORPORATION ON THIS 10th DAY OF June, 1985.

WITNESS:

Robert H. Cummings

Doris M. Kane
DORIS M. KANE
Secretary
Kevin T. Kane
KEVIN T. KANE
Vice-President

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 82
PAGE 3

001785

STATE OF MARYLAND
COUNTY OF ANNE ARUNDEL, TO WIT:

ON THIS 10th DAY OF June, 1985, BEFORE ME, THE UNDER-
SIGNED NOTARY PUBLIC, PERSONALLY APPEARED DORIS M. KANE AND
KEVIN T. KANE KNOWN TO ME TO BE THE PERSONS WHOSE NAMES ARE
SUBSCRIBED TO THE FOREGOING AMENDMENTS TO THE ARTICLES OF INCOR-
PORATION AND ACKNOWLEDGE THAT THEY EXECUTE THE SAME FOR THE PURPOSES
THEREIN CONTAINED.

IN WITNESS WHEREOF, I HEREUNTO SET MY HAND AND OFFICIAL SEAL.

Blanche H. Rathjen
NOTARY PUBLIC

MY COMMISSION EXPIRES:

7/1/86

0000 0082

CLERKS NOTATION
BEST COPY
AVAILABLE

001786

BOOK 171 PAGE 83

Art of Amend
19

L.P.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 1:10 NO. 8 DAY 8 YEAR 85

20	ORG. & CAP. FEE
	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL

CASH APPROVED BY
CHECK PCM

M K D Trucking Company Inc
8329 Elm Rd
Mullersville, Md 21108

0000 0083

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 84
ARTICLES OF AMENDMENT
OF
THE MKD TRUCKING COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 8, 1985 AT 1:10 O'CLOCK^P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 001782, 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. Ashman



A 182869

E AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 85

001819

NAYDAN DEVELOPMENT ENTERPRISES, INC.

ARTICLES OF AMENDMENT

NAYDAN DEVELOPMENT ENTERPRISES, INC., (hereinafter referred to as the "Corporation"), a Maryland Corporation, having its principal place of business at 436 Bishops Terrace, Severna Park, Maryland 21146, hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department"), that:

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

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

✓ D N J DEVELOPMENT ENTERPRISES, INC.

THIRD: The amendment herein certified shall become effective at the close of business on the date these Articles of Amendment are filed with the Department in accordance with the Corporations and Associations Article of the Annotated Code of Maryland.

FOURTH: By written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors duly advised the foregoing amendment.

FIFTH: The stockholders of the Corporation approved the amendment to the Article of Incorporation of the Corporation as hereinabove set forth at a special meeting of the stockholders held on August 6, 1985.

IN WITNESS WHEREOF, NAYDAN DEVELOPMENT ENTERPRISES, INC., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested to by its Secretary this 6th day of August, 1985 and its President acknowledges that these Articles of Amendment are the act and deed of NAYDAN DEVELOPMENT ENTERPRISES, 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: NAYDAN DEVELOPMENT ENTERPRISES, INC.
SECRETARY: [Signature] PRESIDENT: [Signature]

52218216

0000 0085

1986 JAN 31 AM 10:29
E AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

001820

BOOK 171 PAGE 86

STATE	
COUNTY	
MUNICIPAL OFFICE	
REGISTER AGENT	
DATE	

L.N. Art of Amend
09A

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR
11:30 8 9 85

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>MEM</i>

Jones & Manck
13 Francis St
Annapolis, Md 21401

0000 0086

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 87
ARTICLES OF AMENDMENT

OF

NAYDAN DEVELOPMENT ENTERPRISES, INC.

Changing its name to

D N J DEVELOPMENT ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 9, 1985 AT 11:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 001818 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. Quinn



A 182874

CLERKS NOTATION
BEST COPY
AVAILABLE

000965

BOOK 171 PAGE 88

19

ARTICLES OF TRANSFER

ARTICLES OF TRANSFER entered into this 28th day of June, 1985, by and between ARUNDEL, OIL, INC. a Maryland Corporation (hereinafter sometimes referred to as the "Transferor"), and EASTERN PETROLEUM CORPORATION, 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 post office address and principal place of business of Transferee are: 33 Hudson Street, Annapolis, Maryland 21401.

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

Transferor is ARUNDEL OIL, INC., a corporation organized under the laws of the State of Maryland.

Transferee is EASTERN PETROLEUM CORPORATION, a corporation organized under the general laws of the State of Maryland.

Transferee was incorporated in 1969, 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 Articles NINTH herein, is \$136,549.00 plus inventory.

FIFTH: The principal office of Transferor is in the County of Anne Arundel, 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 among the land records.

SIXTH: The location of the principal office of Transferee in the State of Maryland is 33 Hudson Street, Annapolis, Maryland 21401. Transferee owns no real property in this State. The name and address of the resident agent of the transferee is Joel D. Fedder, 2300 Charles Center South, 36 South Charles Street, Baltimore, Maryland 21201.

SEVENTH: An action setting forth approval of these Articles of Transfer after due notice of a meeting was unanimously approved by Transferor's Board of Directors and after due notice of a Stockholders Meeting was signed by all of the stockholders of Transferor entitled to vote thereon, and such written 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 effected pursuant to these Articles of Transfer was duly advised and authorized by the Board of Directors and approved by the stockholders in the manner and by the vote required by the Charter of Transferee and by the laws of the State of Maryland.

NINTH: In consideration of the payment to Transferor of \$136,549.00 plus inventory. Transferor does hereby bargain, sell, deed, grant, convey, transfer, set over and assign to Transferee, its successors and assigns, all those assets set forth in the Contract of Sale between Transferor and Transferee.

TENTH: These Articles of Transfer are executed, acknowledged, sealed and delivered in the State of Maryland by Transferor, a Maryland corporation, and

52178500

52178501

0000 0088

20

1986 JAN 31 AM 10:29
E. AUBREY COLLISON
CLERK

BEST COPY AVAILABLE

Transferee a Maryland corporation, and it is accordingly understood and agreed that these Articles of Transfer shall be construed in accordance with the law applicable to contracts made and entirely to be performed within the State of Maryland.

IN WITNESS WHEREOF, ARUNDEL OIL, INC. and EASTERN PETROLEUM CORPORATION, parties to these Articles of Transfer, have caused these Articles of Transfer to be signed and acknowledged in the name and on behalf of each corporation party to these Articles of Transfer by its Presidents or Vice Presidents and attested by the Secretary or an Assistant Secretary, as of this 7th day of JUN, 1985.

ATTEST: ARUNDEL OIL, INC.

Patricia A. Danratz

By: *Clarence A. Ramsey*
President

ATTEST: EASTERN PETROLEUM CORPORATION

Tiffany Humber

By: *J. H. New*
President

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

Clarence A. Ramsey
President

THE UNDESIGNED, President of EASTERN PETROLEUM CORPORATION, who executed on behalf of said corporation the foregoing Articles of Transfer, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Transfer to 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.

J. H. New
President

CLERKS NOTATION
BEST COPY
AVAILABLE

000967

BOOK 171 PAGE 90

Transferor: Arundel Oil, Inc.
(a Md corp)

Transferee: Eastern Petroleum Corporation
(a Md corp)

LH. Act of Transfer (12)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:30 MO. 8 DAY 5 YEAR 85

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> gws

J. Abarbanel
Fisher + Gerten
36 S. Charles St
Ball, Md 21201

0000 0000

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 91

ARTICLES OF TRANSFER

BETWEEN

ARUNDEL OIL, INC. (MD CORP.) TRANSFEROR

AND

EASTERN PETROLEUM CORPORATION (MD CORP.) TRANSFEREE

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

RECORDED IN LIBER 2740, FOLIO 000964 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 182895

CLERKS NOTATION
BEST COPY
AVAILABLE

001555

BOOK 171 PAGE 92

19

90

ARTICLES OF TRANSFER

ARTICLES OF TRANSFER entered into this 31st day of May, 1985, by and between THE NEW TRANSIT TRUCK STOP, INC., a Maryland Corporation (hereinafter sometimes referred to as the "Transferor"), and SSM CORPORATION, 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 post office address and principal place of business of Transferee are: 33 Hudson Street, Annapolis, Maryland 21401.

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

Transferor is THE NEW TRANSIT TRUCK STOP, INC., a corporation organized under the laws of the State of Maryland.

Transferee is SSM CORPORATION, a corporation organized under the general laws of the State of Maryland.

Transferee was incorporated on May 15, 1985, 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 Articles NINTH herein, is One Hundred and Fifty Thousand (\$150,000.00) Dollars.

FIFTH: The principal office of Transferor is in the County of Anne Arundel, 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 among the land records.

SIXTH: The location of the principal office of Transferee in the State of Maryland is 33 Hudson Street, Annapolis, Maryland 21401. Transferee owns no real property in this State. The name and address of the resident agent of the transferee is Jeffrey Abarbanel, 2300 Charles Center South, 36 South Charles Street, Baltimore, Maryland 21201.

SEVENTH: An action setting forth approval of these Articles of Transfer was by unanimous written informal action signed by all the members of Transferor's Board of Directors and after due notice was signed by at least two-thirds of all of the stockholders of Transferor entitled to vote thereon, and such written 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 effected pursuant to these Articles of Transfer was duly advised and authorized by the Board of Directors and approved by the stockholders in the manner and by the vote required by the Charter of Transferee and by the laws of the State of Maryland.

NINTH: In consideration of the payment to Transferor of One Hundred and Fifty Thousand (\$150,000.00) Dollars, Transferor does hereby bargain, sell, deed, grant, convey, transfer, set over and assign to Transferee, its successors and assigns, all those assets set forth in the Contract of Sale between Transferor and Transferee.

TENTH: These Articles of Transfer are executed, acknowledged, sealed and delivered in the State of Maryland by Transferor, a Maryland corporation, and

1986 JAN 31 AM 10:29
E AUBREY COLLISON
CLERK

J 2178501

0000 0042

CLEAR COPY
BEST COPY
AVAILABLE

BOOK 171 PAGE 93

001556

Transferee a Maryland corporation, and it is accordingly understood and agreed that these Articles of Transfer shall be construed in accordance with the law applicable to contracts made and entirely to be performed within the State of Maryland.

IN WITNESS WHEREOF, THE NEW TRANSIT TRUCK STOP, INC. and SSM CORPORATION, parties to these Articles of Transfer, have caused these Articles of Transfer to be signed and acknowledged in the name and on behalf of each corporation party to these Articles of Transfer by its Presidents or Vice Presidents and attested by the Secretary or an Assistant Secretary, as of this 31st day of May, 1985.

ATTEST:

THE NEW TRANSIT TRUCK STOP, INC.

Joseph E. Faulkner

By: Clyde R. Rainey Sr.
President

ATTEST:

SSM CORPORATION

J. W. New

By: Leslie C. Swine
President

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

Clyde R. Rainey Sr.
President

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

J. W. New

Leslie C. Swine
President

CLERKS NOTATION
BEST COPY
AVAILABLE

001557

BOOK 171 PAGE 94

Transferor: The New Transit Truck Stop, Inc.
(a Md corp)

Transferee: SSM Corporation
(a Md corp)

LP. Art of Transfer (12)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:30 MO. DAY YEAR 8-5-85

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL CASH <input type="checkbox"/> AFFIDAVIT
	CHECK <input checked="" type="checkbox"/> 90

1985 JUL - 8 A 1:02

J. Abarbanel
Fredder + barten
36 S. Charles St
Belt Md 21201

0000 0044

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 95
ARTICLES OF TRANSFER

BETWEEN
THE NEW TRANSIT TRUCK STOP, INC. (MD CORP.) TRANSFEROR
AND
SSM CORPORATION (MD CORP.) TRANSFEREE

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

RECORDED IN LIBER 2741, FOLIO 001554, 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 182896

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 96

001679

MURPHY AND NYE OF MARYLAND, INC.

ARTICLES OF DISSOLUTION

MURPHY AND NYE OF MARYLAND, INC., a Maryland corporation having its principal office in Arundel County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is 216 Eastern Avenue, Annapolis, Arundel County, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, are Walter Flynn, 616 Third Street, Annapolis, Arundel County, Maryland. Said resident agent is an individual actually residing in this State.

FOURTH: The name and post office address of the sole director of the Corporation is as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Richard I. Stearns	2243 N. Elston Avenue Chicago, Illinois 60614

52218093

0000 0000

1986 JAN 31 AM 10:29
RECEIVED FOR RECORD
CLERK OF COURT
ANNAPOLIS, MARYLAND
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 97

001680

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

<u>NAME</u>	<u>TITLE</u>	<u>POST OFFICE ADDRESS</u>
Richard I. Stearns	President	2243 N. Elston Avenue Chicago, Illinois 60614
Richard I. Stearns, Jr.	Secretary/ Treasurer	2243 N. Elston Avenue Chicago, Illinois 60614

SIXTH: The sole director, on November 1, 1984, consented in writing to the dissolution of the Corporation which was approved by a written consent of the sole shareholder on November 1, 1984.

SEVENTH: Notice that dissolution of the Corporation had been duly authorized pursuant to the Annotated Code of Maryland was mailed on November 1, 1984, to all known creditors of the Corporation.

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

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 98

001681

Collector of Taxes, Arundel County

IN WITNESS WHEREOF, these Articles of Dissolution are signed in the name and on behalf of MURPHY AND NYE OF MARYLAND, INC. by its president and secretary and the entire board of directors thereof on November 1, 1984.

MURPHY AND NYE OF MARYLAND, INC.

(RIS) Richard I. Stearns
Richard I. Stearns
President/Sole Director

(RIS, Jr) Richard I. Stearns, Jr.
Richard I. Stearns, Jr.
Secretary

CLERKS NOTATION
BEST COPY
AVAILABLE

001682

BOOK 171 PAGE 99

STATE OF ILLINOIS,
COUNTY OF DeKalb, ss:

I HEREBY CERTIFY that on November 1, 1984, before me, the subscriber, a notary public of the State of Illinois, in and for the County of Cook, personally appeared RICHARD I. STEARNS, being the sole of director and president of MURPHY & NYE OF MARYLAND, INC., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said corporation; and at the same time personally appeared RICHARD I. STEARNS, JR. and made oath in due form of law that he was secretary of the meeting of the board of directors of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

[Handwritten Signature]
NOTARY PUBLIC



0000 0044

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 100

001683



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

LOUIS L. 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

MURPHY AND NYE OF MARYLAND, INC.

have been paid.

WITNESS my hand and official seal this

28th day of JUNE A.D. 19 85

Catucia A. McNeal

DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

PS-409

0000 0100

CLERKS NOTATION
BEST COPY
AVAILABLE

PO
RAA

001684

BOOK 171 PAGE 101

Art of Dissolution (19)

(52)

LH

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:59 8/8/85

20	
30	Special Fee
50	- A

~~Notes Book~~

Greene - Hall
929 N. Howard St
Baltimore, Md 21201

0000 0(10)

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 102

ARTICLES OF DISSOLUTION
OF
MURPHY AND NYE OF MARYLAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 8, 1985 AT 9:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 001678, 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.

Paul B. Collison



A 182924

1985 JAN 31 AM 10:23
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 103

001686

FIRST PULLMAN CORPORATION

ARTICLES OF AMENDMENT

FIRST PULLMAN CORPORATION, a Maryland Corporation, having its principal office at 1821(B) Margaret Avenue, Annapolis, Maryland, (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by striking in their entirety Articles FIFTH, SIXTH, and EIGHTH and by substituting in lieu thereof the following:

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, without par value.

SIXTH: The number of Directors of the Corporation shall be Four (4) which number may be increased pursuant to the By-Laws of the Corporation.

EIGHTH: 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 liquidation, dissolution or winding-up of the Corporation;

(g) the amendment of the Employment Agreement between the Corporation and Kenneth C. Loh or the alteration of the terms set forth therein;

(h) the amendment of the By-Laws of the Corporation if such amendment substantially adversely affects the contract rights of any stockholder of the Corporation;

such action shall be effective and valid only if taken or

52248515

0000 0(103

E. AUBREY COLLISON
CLERK

1986 JAN 31 AM 10:29

RECEIVED
CLERK'S OFFICE
STATE COURT
ANNAPOLIS, MARYLAND

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 104

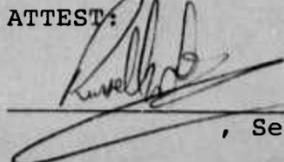
001687

approved by the unanimous vote 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 such action to be taken or authorized other than as provided in this Article Eighth.

SECOND: By written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advised the foregoing amendments and by written informal action unanimously taken by the stockholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the stockholders of the Corporation duly approved said amendments.

IN WITNESS WHEREOF, FIRST PULLMAN CORPORATION, has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 17th day of MAY, 1985, and its President acknowledges that these Articles of Amendment are the act and deed of FIRST PULLMAN CORPORATION, and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:



, Secretary

FIRST PULLMAN CORPORATION

BY: 

, President

0000 0/194

CLERKS NOTATION
BEST COPY
AVAILABLE

prev issue
was 5,000 shares at
no par value
gs

001688

BOOK 171 PAGE 105

V.H. (09) art of amend

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 2:22 NO. DAY YEAR 8-9-85

280	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
300	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> gs

Nicholas Kallis
105 Santa St
Annapolis Md 21404

1985 AUG -9 P 2:22

0000 0105

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 106

ARTICLES OF AMENDMENT
OF
FIRST PULLMAN CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 9, 1985 AT 2:22 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 001685 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 280.00

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. Collison



A 182925

E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 107

WOMEN AND THE LAW, INC.

002258

ARTICLES OF INCORPORATION

FIRST: I, Paula J. Peters, whose post office address is 182 Duke of Gloucester 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 Women and the Law, Inc. ✓

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

a. The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding 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

52138216

0000 0(107

1986 JAN 31 AM 10:29
E. AUGREY COLLISON
CLERK

to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than "charitable 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 shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501 (c) (3) of the Internal Revenue Code of 1954, as now in force or afterwards amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for

CLERKS WORKING
BEST COPY
AVAILABLE

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. 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).

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

- 1) To maintain the honor and integrity of the legal profession.
- 2) To promote legal science.
- 3) To aid the administration of justice.
- 4) To advance the interest of women engaged in the practice of law.

CLERK'S WORKBOOK
BEST COPY
AVAILABLE

BOOK 171 PAGE 110

002261

5) Advance the status of women in society through law-related activities.

FOURTH: The post office address of the principal office of the Corporation in this State is 182 Duke of Gloucester Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Paula J. Peters, 182 Duke of Gloucester Street, Annapolis, Maryland 21401. 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 nine (9), 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: Linda Lamone, Pamela Anderson, Debra Fuziitti-Myers, Maria Rucitella, Polly Peters, Martha Rasin, Sharon Benzil, Betsy Cole, Katherine Cawood and Marge La Mar.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 11 day of April, 1985, and I acknowledge same to be my act.

Paula J. Peters

0000 0(11)

CLERKS NOTATION
BEST COPY
AVAILABLE

002262

BOOK 171 PAGE 111

44- 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

9:44

(52)

TIME	MO.	DAY	YEAR
20			
20			
40			

8/1/85

non
stt

Sabine Boema
600 B & A Blvd.
Sevona Cal. 91746

1985 AUG - 1 A 9 44

1985 MAY 16 A 11:30

0000 0(1/1)

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 112

ARTICLES OF INCORPORATION
OF
WOMEN AND THE LAW, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 01, 1985 AT 09:44 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 5 2740, FOLIO 002257 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1979723

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. Johnson



A 182942

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 113

002270

ROBERT I. THIEL, INC.

ROBERT I. THIEL, INC. IS A CLOSE CORPORATION UNDER TITLE 4

Articles of Incorporation

98
FIRST: The undersigned, Robert I. Thiel, whose post office address is 454 Honereng Trail, 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 ROBERT I. THIEL, INC. ✓

THIRD: The Corporation shall be a close corporation as authorized by Title 4. All outstanding issued shares of the Corporation must be held by individual shareholders.

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

a. To engage primarily in the specific business of retail and wholesale selling, advertising, and marketing of services of every kind and description.

b. To engage generally in the business of selling, buying, manufacturing, marketing, and distributing real and personal property of every kind and description.

c. To engage in any business, related or unrelated to those described in clauses a. and b. of this Article, from time authorized or approved by the board of directors of this Corporation or carry on any other trade or business which can, in the opinion of the board of directors of the Corporation, be advantageously carried on in connection with or auxiliary to those described in clauses a. and b. of this Article, and to all such things as are incidental or conducive to the attainment of the above objects or any of them;

d. To become a member of any partnership or joint venture and to enter into any lawful arrangement for sharing profits and/or losses in any transaction or transactions, and to promote and organize other corporations;

e. To guarantee the contracts of customers and others;

f. To do business anywhere in the world;

g. To have and to exercise all rights and powers that are now or may hereafter be granted to a corporation by law;

h. To acquire, hold, lease, encumber, convey, or otherwise dispose of real and personal property within or without the state, and take real and personal property by will, gift, or bequest;

i. To assume any obligations, enter into any contracts, or do any acts incidental to the transaction of its business or to the issue or sale of its securities, or expedient for the attainment of its corporate purposes;

j. To borrow money and issue bonds, debentures, notes and evidences of indebtedness, and secure the payment of performance of its obligations by mortgage or otherwise;

k. To acquire, subscribe for, hold, own, pledge, and otherwise dispose of and represent shares of stock, bonds, and securities of any corporation domestic or foreign;

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

52148226

1986 JAN 31 AM 10:29

E. AUBREY COLLISON
CLERK

0000 8(113

1. To purchase or otherwise acquire its own bonds, debentures, or other evidences of its indebtedness or obligation and, subject to the provisions of the corporation laws of the state of incorporation, purchase or otherwise acquire its own shares;

m. Subject to the provision of the Articles, to redeem shares thereby made subject to redemption;

n. To make donations for the public welfare or for charitable, scientific, or educational purposes;

o. To sue and be sued in any court;

p. To adopt, use, and at will, alter a corporate seal, but failure to affix a seal shall not affect the validity of any instrument;

q. To make bylaws;

r. To appoint such subordinate officers or agents as its business may require, and to allow them suitable compensation.

The foregoing shall be construed as objectives, purposes, and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the powers now or hereafter conferred on this corporation by the laws of the state of incorporation or any state within which business may be carried on.

The objectives, purposes and powers specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles. The objectives, purposes, and powers specified in each of the clauses or paragraphs of these Articles of Incorporation shall be regarded as independent objectives, purposes, or powers.

The Corporation may in its bylaws confer powers, not in conflict with law, upon its directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon them by statute. The Corporation is hereby authorized by law.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 454 Honereng Trail, Annapolis, Maryland 21401. Said post office address of the principal office of the Corporation is the same for Robert I. Thiel, the resident agent of the Corporation in Maryland. Said agent is a citizen of Maryland and actually resides therein.

SIXTH: The following is a description of each class of stock of the Corporation with the preferences, conversions and other rights, voting powers, restrictions, limitations, as to individuals and qualifications of each class:

- a. All shares are common stock;
- b. 5,000 shares authorized;
- c. No par value

SEVENTH: After the completion of the organizational meeting of the directors and the issuance of common stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have one director whose name is Robert I. Thiel.

EIGHTH: There is no provision for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders.

CLERK'S OFFICE
BEST COPY
AVAILABLE

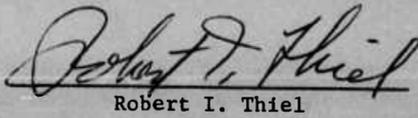
BOOK 171 PAGE 115

002272

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on July 31, 1985.

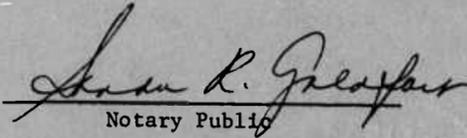
Witness:



Robert I. Thiel

I HEREBY CERTIFY that on July 31, 1985, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared Robert I. Thiel and acknowledged the foregoing Articles of Incorporation to be his act.

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



Notary Public

My commission expires My Commission Expires July 7, 1988

7000 0(115

CLERKS NOTATION
BEST COPY
AVAILABLE

002273

1985 AUG -2 A 8:09

BOOK 171 Page 116

(02)

L.P.

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

Stock

TIME 8:09 MO. DAY YEAR 8-2-85

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>js</i>

Robert Thiel
454 Honoring Trail, Rt #1
Annapolis, MD 21401

0000 0(116

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 117
ARTICLES OF INCORPORATION
OF
ROBERT I. THIEL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 02, 1985 AT 08:09 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740 FOLIO 4 **002269** OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1979756

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 182945

CLERKS DEPARTMENT
BEST COPY
AVAILABLE

90
FIRST: I, Craig A. Bennett, whose post office address is 238 Highlander Drive, Glen Burnie, Maryland 21061, being at least eighteen 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:

Johnathan C. Craig & Associates, Inc. ✓

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

(1) To engage in the business of constructing and installing sewer, water, and other utilites, purchasing the same, and imposing front foot assessments or benefit charges upon lot owners using such systems, where appropriate, 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;

- 1 -

52148167

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:29
E. AUBREY COLLISON
CLERK

BOOK 171 PAGE 118

002276

BOOK 171 PAGE 119

CLERKS NOTATION
BEST COPY
AVAILABLE

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

(8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares 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 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 650 Ritchie Highway, Severna Park, Maryland 21146.

The name and post office of the Resident Agent of the Corporation in this State is Craig A. Bennett, 238 Highlander Drive, 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 One Thousand (1,000) 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 (3). 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: Craig A. Bennett

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

(2) 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 any Director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided, however, that in the 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, and may vote thereat to authorize, ratify, or confirm any such contract or transaction with like force and effect as if he were not such a Director or Officer of such other corporation or association or not so interested or a member of a firm so interested.

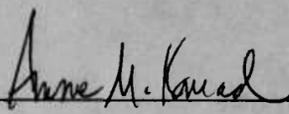
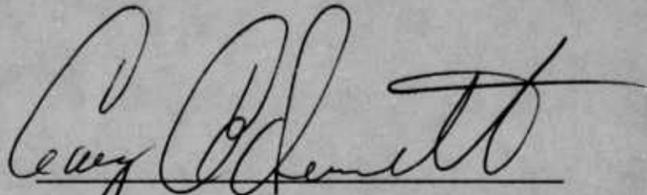
EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities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

CLERK'S NOTATION
BEST COPY
AVAILABLE

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 acknowledge the same to be my act;

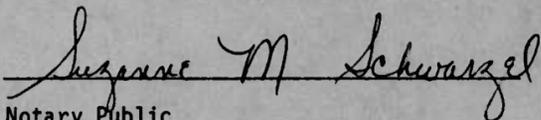
WITNESS



 Anne M. Knud Craig A. Bennett

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 17th day of July, 1985, before me,
the subscriber, a Notary Public of the State of Maryland, in and for the
County aforesaid, personally appeared Craig A. Bennett, who acknowledged
the foregoing Articles of Incorporation consisting of four (4) pages to be
his act.

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


 Suzanne M. Schwarzel
 Notary Public

MY COMMISSION EXPIRES JULY 1, 1986

CLERKS NOTATION
BEST COPY
AVAILABLE

002280

1985 AUG -2 A 8:26

BOOK 171 PAGE 123

(02)

Uhm stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 8:06 AM DAY 8 YEAR 85

20	ORG. & CIP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASE <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>gjs</i>

Craig Bennett
238 Highlander Dr.
Glen Burnie Md
21061

0000 0123

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 124

ARTICLES OF INCORPORATION
OF
JOHNATHAN C. CRAIG & ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 02, 1985 AT 08:06 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 002274 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: RECORDING FEE PAID: SPECIAL FEE PAID:
\$ 20 \$ 20 \$ _____
D1979764

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. Adams



A 182946

BOOK 171 PAGE 125

002362

TALL OAKS CROSSING HOMEOWNERS' ASSOCIATION, INC.

ARTICLES OF INCORPORATION

RC
FIRST: I, the undersigned, BENNETT CRAIN, JR., whose post office address is 2661 Riva Road, Suite 810, Annapolis, Maryland 21401, being at least twenty-one 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 hereafter called the Corporation) is:

TALL OAKS CROSSING HOMEOWNERS' ASSOCIATION, INC. ✓

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

To manage the property and operate the affairs of the Association in the best interests of its members and to have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Maryland upon corporations.

✓
FOURTH: The post office address of the principal office of the Corporation in this State is 2661 Riva Road, Suite 420, Annapolis, Maryland 21401. The name and post office address of the resident agent of the Corporation in this State is Gary G. Pyles, 2661 Riva Road, Suite 420, Annapolis, Maryland 21401. Said resident agent is a citizen of this State and actually resides herein. ✓ Same

FIFTH: The Corporation shall be without capital stock and will not be operated for profit.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation,

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

1986 JAN 31 AM 10:30

E. AUBREY COLLISON
CLERK

52148216

8(125

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 126

C02363

but shall never be less than three. The directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Bennett Crain, Jr., Gary G. Pyles and Randolph A. Petersen.

SEVENTH: The duration of the Corporation shall be perpetual.

EIGHTH: In the event of the liquidation or dissolution of the Corporation, its assets shall be distributed and paid over only to organizations which are described in Section 501(c)(3) of the Internal Revenue Code of 1954 and which are exempt from taxation under Section 501(a), or shall be distributed by a court having jurisdiction in such matters to another organization to be used in such manner as in the judgment of the Court will best accomplish the general purposes for which the Corporation is organized.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 29th day of July, 1985.

WITNESS:

Dinah B. King

Bennett Crain, Jr. (SEAL)
Bennett Crain, Jr.

STATE OF MARYLAND
COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY that on this 29th day of July, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Bennett Crain, Jr., who acknowledged these Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Dinah B. King
Notary Public

My Commission Expires: July 1, 1986

000422BC.ART



CLERKS NOTATION
BEST COPY
AVAILABLE

C02364

(52)

BOOK 171 Page 127

ARTICLES OF INCORPORATION	
TALL OAKS CROSSING HOMEOWNERS' ASSOCIATION, INC.	
(2)	
ANNE ARUNDEL COUNTY STATE OF MARYLAND STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD DATE: 3.18 MO. 1-1-18 DAY YEAR ORG. & CAP. FEE 24 RECORDING FEE 20 LIMITED PAYMENT FEE 0 OTHER FEE 100.00 TOTAL 144.00 HARTMAN AND CRAIG ATTORNEYS AT LAW 2661 RIVA ROAD SUITE 810 ANNAPOLIS, MARYLAND 21401	

Wm - Stahl

REC AUG -1 P 3 18

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 128

ARTICLES OF INCORPORATION
OF
TALL OAKS CROSSING HOMEOWNERS' ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 01, 1985 AT 03:18 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740 , FOLIO 002361 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1979897

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 182959

002493

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 129

PARENTS AND CHILDREN TOGETHER, INC.
ARTICLES OF INCORPORATION

FIRST: I, Jan Altman, whose post office address is 2189 Branchwood Court, Gambrills, Maryland 21054, 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 Parents and Children Together, Inc. ✓

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

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 as now in force or afterwards amended, 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 principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article NINTH of these Articles of Incorporation, or as

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:30

E. AUBREY COLLISON
CLERK

52148193

0000 0029

CLERKS NOTATION
BEST COPY
AVAILABLE

002494

BOOK 171 PAGE 130

shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power 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 provisions of any future United States Internal Revenue Law).

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

- (1) Establishment of discussion groups;
- (2) Coordination of activities for group members;
- (3) Establishment of workshops;

0000 0130

CLERKS NOTATION
BEST COPY
AVAILABLE

002495

BOOK 171 PAGE 131

(4) Creation and maintenance of a library for information relevant to group members;

(5) Providing a clearinghouse for data and information for group members.

✓ FOURTH: The post office address of the principal office of the Corporation in this State is 1657 Crofton Parkway, Crofton, Maryland 21114. The name and post office address ✓ of the Resident Agent of the Corporation in this State is J. William Pitcher, 80 West Street, Annapolis, Maryland 21401. 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 nine (9), 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: Corinne Gamble, Ellen Reynolds, Sara Sale, Jan Hanson, Jan Whigham, Jan Altman, Anne Cerutti, and Barbara Gimperling.

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, 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, in some way associated with or connected with the corporation to which the property previously belonged.

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" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings 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 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 enable them 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.

002497

BOOK 171 PAGE 133

CLERKS ROOM
BEST COPY
AVAILABLE

(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: (1) As used in this Article ELEVENTH, 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 10th day of July, 1985, and I acknowledge same to be my act.

Jan Altman

JWP--2

CLERKS NOTICE
BEST COPY
AVAILABLE

002498

BOOK 171 PAGE 134

CERTIFIED
COPY MADE

(02)

U Lin

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 2:00 MO. DAY YEAR
8-2-85

Non Stroke

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
11	OTHER ICCSP
51	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

*Jan Altman
2189 Branchwood Ct.
Cambrills, Md 21054*

1985 JUL 12 P 2:33

0000 0134

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 135

ARTICLES OF INCORPORATION
OF
PARENTS AND CHILDREN TOGETHER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 02, 1985 AT 02:00 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 002492, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1980101

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 182980

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 136

002500

ARTICLES OF INCORPORATION

DAVE DINSMORE ENTERPRISES, INC.
A Close Corporation

FIRST: The undersigned, David Dinsmore, 1472 Harwick Court, Crofton, Maryland 21114, 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" shall be: DAVE DINSMORE ENTERPRISES, INC. ✓

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

FOURTH: The purpose for which the Corporation is formed is as follows: to engage in the business of heavy duty cleaning. The enumeration of the purposes, subject 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, subject or business, in any manner, to limit or restrict the generality of any other purposes, subjects or businesses mentioned or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of Maryland.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 1472 Harwick Court, Crofton, Maryland 21114. The name and post office address of the resident agent of the Corporation is David Dinsmore, 1472 Harwick Court, Crofton, Maryland 21114. The resident agent is a citizen of Maryland and actually resides therein. ✓ same

SIXTH: The total number of shares of stock which the Corporation has authority to issue is ONE THOUSAND (1,000) shares no par value all of one class.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

52148325

1986 JAN 31 AM 10:30

E. AUBREY COLLISON
CLERK

0000 0134

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 137

002501

- 2 -

SEVENTH: The number of directors shall be one (1), which number may be increased pursuant to the By-laws of the Corporation. The name of the director who shall serve until the first annual meeting and until his successors are elected and qualify is: David Dinsmore.

EIGHTH: 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 this 29th day of July, 1985.

[Signature]
Witness

[Signature]
David Dinsmore

0000 0(137)

CLERKS NOTATION
BEST COPY
AVAILABLE

002502

BOOK 171 PAGE 138

1985 AUG -2 A 9:05

CERTIFIED
COPY MADE

(02)

John

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

(52)

TIME 9:05 MO. DAY YEAR

8-2-85 *Stork*

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER <i>1000</i>
48	TOTAL CASH <i>495</i>
	CHECK

David Hinson
1472 Harwick Ct
Crofton Md 21114

0000 0138

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 page 139
ARTICLES OF INCORPORATION
OF
DAVE DINSMORE ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 02, 1985 AT 09:05 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

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

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

D1930119

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 182981

CLERKS NOTATION
BEST COPY
AVAILABLE

C1902.176 M
43C:1

BOOK 171 PAGE 140

ARTICLES OF INCORPORATION C02516
OF
GARY T. MOTT, C.P.A., P.A.

FIRST: The undersigned, James A. Vidmar, Jr., whose post office address is 1200 Garrett Building, 233 E. Redwood Street, Baltimore, Maryland 21202, being at least eighteen (18) years of age, does hereby form a corporation under and by virtue of the general laws of the State of Maryland.

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

GARY T. MOTT, C.P.A., P.A. ✓

THIRD: The Corporation shall be a professional service corporation as authorized by Title 5, Subtitle 1 of the Corporations and Associations Article of the Annotated Code of Maryland.

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

(a) To engage in every phase and aspect of the business of rendering the same professional services to the public that a certified public accountant duly licensed under the laws of the State of Maryland is authorized to render, but such professional services shall be rendered only through "employees", as defined in § 5-105 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time, and agents who are duly licensed under the laws of the State of Maryland to render such professional services therein; and to engage in any other lawful purpose and business.

(b) To invest its funds in real estate, mortgages, stocks, bonds or any other type of investment and to own real or personal property necessary for the performance of the professional services contemplated to be rendered by it hereunder.

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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY 2178244

1986 JAN 31 AM 10:30

E. AUBREY COLLISON
CLERK

0000 0140

CLERKS NOTATION
BEST COPY
AVAILABLE

C1902.176 M
43C:1

BOOK 171 PAGE 141

002517

FIFTH: The post office address of the principal office of the Corporation in this State is Monumental Title Building, 650 Ritchie Highway, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State are Gary T. Mott, Monumental Title Building, 650 Ritchie Highway, Severna Park, Maryland 21146. Said Resident Agent is an individual actually residing in the State of Maryland.

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

SEVENTH: 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 one (1). The name of the Director who shall act until the first annual meeting and until his successor is duly elected and qualified is Gary T. Mott.

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

(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) and (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or, (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

NINTH: The 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.

C1902.176 M
43C:1

BOOK 171 PAGE 143

002519

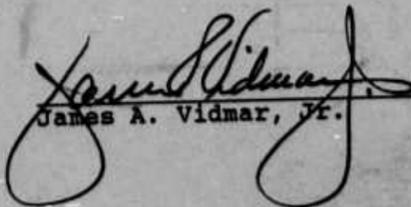
CLERKS NOTICE
BEST COPY
AVAILABLE

(c) 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.

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.

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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 2nd day of August, 1985, and acknowledge the same to be my act.


James A. Vidmar, Jr.

CLERKS NOTICE
BEST COPY
AVAILABLE

002520

BOOK 171 PAGE 144

CERTIFIED
COPY MADE

02

L.H.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:50 MO. 8 DAY 2 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
10	OTHER ICC-
50	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> PCM

stk - 06

(52)

Gordon, Feinblatt, et al.
233 E. Redwood St
Balto, Md 21202

1985 AUG - 2 P 2:50

0000 8(144

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 145

ARTICLES OF INCORPORATION
OF
GARY T. MOTT, C.P.A., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 02, 1985 AT 02:50 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740 FOLIO 02515 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1980143

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 182984

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 146

002662

SCHUBERT CONSTRUCTION, INC.

ARTICLES OF INCORPORATION

FIRST: I, Earl P. Schubert, Jr., whose post office address is 611 Monterey Avenue, Annapolis, Maryland, 21401, 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 hereafter called the "Corporation") is:

SCHUBERT CONSTRUCTION, INC. ✓

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

- (1) To carry on and engage in the business of constructing, renovating, and repairing residential and commercial buildings and like structures of every kind and description, and improving real estate; and
- (2) To carry on any other business in connection with the foregoing whether manufacturing or otherwise; and
- (3) To acquire (by purchase, lease, or otherwise), own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situated, within or without the State of Maryland; and
- (4) To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law; and
- (5) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any such other corporation or association; and
- (6) To do any act or thing and exercise any power suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such powers; and
- (7) To carry out all or any part of the foregoing objects as principal, factor, agent, contractor or otherwise, either alone or in connection with any person, firm, association or corporation; and

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:30
E. AUBREY COLLISON
CLERK

52178670

0000 B(146

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 147

C02663

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

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

FOURTH: The post office address of the Corporation in this State is 611 Monterey Avenue, Annapolis, Maryland, 21401. The name and post office address of the Resident Agent of the Corporation in this State is Earl P. Schubert, Jr., 611 Monterey Avenue, 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 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 (3), provided that if there is no stock outstanding or so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders. The name of the directors who shall act until the

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 148

002664

first annual meeting or until their successors are duly chosen and qualified are: Earl P. Schubert, 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.

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

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

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

NINTH: The corporation 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,

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 149

002665

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 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 NINTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article NINTH.

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 150

002666

(4) Any indemnification under paragraph (1) or (2) of this Article NINTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph (1) or (2) of this Article NINTH. Such determination shall be made (a) by 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 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 Article.

(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 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 an officer, and shall inure to the benefit of the heirs and personal representatives of such a person.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 2 day of August, 1985, and I acknowledge the same to be my act.

WITNESS:

M. Shrader

Earl P. Schubert, Jr. (SEAL)
EARL P. SCHUBERT, JR

3265D-78

-5-

0000 0/50

CLERKS NOTATION
BEST COPY
AVAILABLE

002667

BOOK 171 PAGE 151

CERTIFIED
COPY MADE

(52)

L.H.

(02)

Stroke

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:00 MO. DAY YEAR 8-5-85

20	ORG. & CRT. FEE	
20	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
11	OTHER CASH	100.00
51	TOTAL CHECK	590

James Nolan
P.O. Box 3323
Annapolis, Md 21403-0323

0000 0(15)

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 152
ARTICLES OF INCORPORATION
OF
SCHUBERT CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 05, 1985 AT 02:00 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740 FOLIO 6 **002661** OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1980564

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 182989

BOOK 171 PAGE 153

002727

**PUBLIC UTILITY CORPORATION
ARTICLES OF INCORPORATION**

FIRST: I, James C. Praley, whose post office address is 7419 Baltimore-Annapolis Boulevard, P.O. Box 1330, Glen Burnie, Maryland 21061-3592, 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:

PUBLIC UTILITY CORPORATION

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

(A) To construct, install and act as general contractor for the installation of, sewer and water facilities; and,

(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:

Public Utility Corporation
7541 Ritchie Highway
Post Office Box 1304
Glen Burnie, Maryland 21061

The name and post office address of the Resident Agent of Corporation are:

William J. Wroten
7541 Ritchie Highway
P.O. Box 1304
Glen Burnie, Maryland 21061

Said Resident Agent is an individual actually residing in State.

FIFTH: The total number of shares 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 three (3), which number may be increased from time to time pursuant to the By-Laws of the Corporation, but shall never be less than three (3), provided that:

52178536

0000 0153

E. AUBREY COLLISON
CLERK

1986 JAN 31 AM 10:30

RECEIVED FOR RECORDS
SECURITY COURT, D.A. COUNTY

1985 AUG 10

AUG 10

CLERK'S OFFICE
BEST COPY
AVAILABLE

002728

BOOK 171 PAGE 154

(A) If there is no stock outstanding, the number of Directors may be less than three, 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 or names of the Director(s) who shall act until the first annual meeting of the Corporation, or until his or their successors are duly chosen and qualified are:

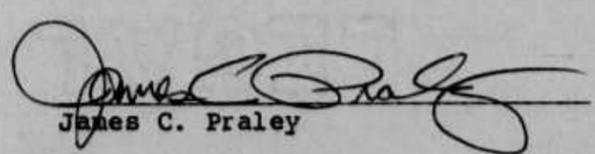
William J. Wroten

Jean L. Wroten

COBA WUDE
CEBLIED

SEVENTH: 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 the stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 1st day of August, 1985, and I acknowledge the same to be my act.


James C. Praley

0000 0154

CLERKS NOTATION
BEST COPY
AVAILABLE

002729

BOOK 171 PAGE 155

CERTIFIED
COPY MADE

02

L.H.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:37 MO. 8 DAY 5 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER ICC-2
48	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>PCM</i>

(52)

PCM

Jessans & Tate

P.O. Box 1330

Glen Burnie, Md 21061-3592

0000 0185

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 156
ARTICLES OF INCORPORATION
OF
PUBLIC UTILITY CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 05, 1985 AT 10:37 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 002726, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1980663

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 182998

P

DON F. LIN
ATTORNEY AT LAW
81 AQUAHAR
1ST FLOOR
GLEN BURNE,
301-780-4

002788

BOOK 171 PAGE 157

VICTORY MOTORS (USA), LTD.
ARTICLES OF INCORPORATION

FIRST: I, DON F. LINDNER, whose post office address is 91 Aquahart Road, 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 referred to as the "Corporation") is VICTORY MOTORS (USA), LTD. ✓

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

- (1) To engage in the purchase and sale of automobiles.
- (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 91 Aquahart Road, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is DON F. LINDNER, 91 Aquahart Road, 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.

DON F. LINDNER
ATTORNEY AT LAW
91 AQUAHART ROAD
1ST FLOOR
GLEN BURNIE, MD 21061
301-780-9500

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:30

E. AUBREY COLLISON
CLERK

52178495

0000 0157

002789

BOOK 171 PAGE 158

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 her successors are duly chosen and qualified is DON F. LINDNER.

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 issued 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

002790

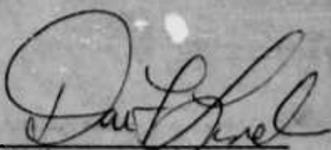
BOOK 171 PAGE 159

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.

EIGHT: 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, we have signed these Articles of Incorporation this 24 day of July, 1985, and we acknowledge the same to be my act.


DON F. LINDNER

- 3 -

CLERKS NOTATION
BEST COPY
AVAILABLE

002791

BOOK 171 PAGE 160

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

MO. DAY YEAR
8 5 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>

stk

(52)

Don Lindner
9 Aqueduct Rd, 1st Fl.
Glen Burnie, Md 21061

1985 AUG -5 A 11:01

0000 0(1)A

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 161
ARTICLES OF INCORPORATION
OF
VICTORY MOTORS (USA), LTD

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 05, 1985 AT 11:01 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 4

RECORDED IN LIBER 2740, FOLIO 002787 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1980770

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 183009

002828

BOOK 171 PAGE 162

ARTICLES OF INCORPORATION
OF
METROPOLITAN INTERIORS, INC.

FIRST: I, TIMOTHY D. MURNANE, whose post office address is 801 West Central Avenue, P.O. Box 125, 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

METROPOLITAN INTERIORS, INC. ✓

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

1. To engage in the business of and to construct, remodel, paint and serve as a general contractor, and to generally trade and deal in and market the design and construction of single family, residential, commercial, or industrial properties, and to perform all necessary and proper related services and activities in connection with the painting, remodeling, general contracting, manufacture, construction and sale of such structures; 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:

1. The post office address of the principal office of the Corporation in this State is: 631 Schaeffer Lane, Davidsonville, Anne Arundel County, Maryland 21035.

2. The name and pose office address of the Resident Agent of the Corporation in this state is Timothy D. Murnane, Esquire, 801 West Central Avenue, P.O. Box 125, 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 five thousand (5,000) shares of common stock, without par value.

SIXTH: The initial number of Directors of the Corporation shall be three (3) which numbers may be increased or decreased.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:33
E. AUBREY COLLISON
CLERK

52178560

0000 0(1/2)

002829

BOOK 171 PAGE 163

-2-

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

RICHARD L. PARKER
KEVIN M. PARKER
PEGGY HAMILTON

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. The term directors shall mean stockholders upon the corporation's election, if any, to have no board of directors.

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 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, officer or stockholder 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

0000 0153

CLERKS NOTICE
BEST COPY
AVAILABLE

BOMK 171 164

002830

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 on this 24 day of July, 1985 and I acknowledge the same to be my act.

Richard Law
WITNESS:

Timothy D. Murnane
TIMOTHY D. MURNANE
801 West Central Avenue
P.O. Box 125
Davidsonville, Maryland 21035

0000 0154

CLERKS NOTATION
BEST COPY
AVAILABLE

002831

BOOK 171 PAGE 165

02

L.A.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	10:27	MO.	8	DAY	5	YEAR	85
	40	ORG. & CAP.					
		RECORDING					
		LIMITED LIABILITY FEE					
		OTHER					
	40	TOTAL	CASH	<input type="checkbox"/>	APPROVED BY		
		CHECK	<input checked="" type="checkbox"/>	OK			

(52)

check

Timothy D Murnane, Esq.
801 West Central Ave.
P.O. Box 125
Doraville, Md. 21035

0000 0(165

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 166
ARTICLES OF INCORPORATION
OF
METROPOLITAN INTERIORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 05, 1985 AT 10:27 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 02827 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D1980338

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 183015

1986 JAN 31 AM 10:34
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 167

002898

SOLID ROCK, 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, WILLIAM A. ROCK, JR., whose post office address is 547 Kenora Drive, Millersville, Maryland 21108, 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 SOLID ROCK, INC. ✓

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

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

(1) To engage in acquisition management services; to perform all necessary and proper related service activities in connection therewith; and to engage in any other lawful purpose and/or business;

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

FIFTH: The post office address of the principal office of the Corporation in this State is 547 Kenora Drive, Millersville, Maryland 21108. The name and address of the Resident Agent of the Corporation in this State is WILLIAM A. ROCK, JR., 547 Kenora Drive, Millersville, Maryland 21108. ✓
Song

52178672

1986 JAN 31 AM 10:34
RECEIVED FOR RECORDS
CLERK COURT, A.A. COUNTY
E. AUBREY COLLISON
CLERK

0000 0167

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 168

002899

Said Resident Agent is an individual actually residing in this State.

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

SEVENTH: The Corporation elects to have no Board of Directors. Until this election becomes effective (i.e. when stock is issued), the number of directors shall be One (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is:

WILLIAM A. ROCK, JR.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 2nd day of AUGUST, 1985, and I acknowledge the same to be my act.

William A. Rock, Jr. (SEAL)
WILLIAM A. ROCK, JR.

0000 0158

CLERKS NOTATION
BEST COPY
AVAILABLE

C02900

BOOK 171 PAGE 169

02

1985 AUG -5 A 11: 58

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:08 MO. 8 DAY 5 YEAR 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
[Signature]

(52)

James Mara
532 Kenora Dr.
Millersville, Md 21108

0000 8(159

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 170

ARTICLES OF INCORPORATION
OF
SOLID ROCK, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 05, 1985 AT 11:08 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740 FOLIO 3 **002897** OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1980945

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.

Gal B. Arundel



A 183026

CLERKS NOTATION
BEST COPY
AVAILABLE

002941

BOOK 171 PAGE 171

ARTICLES OF INCORPORATION

of

CHESAPEAKE HARBOUR MARINA, INC.

FIRST: I, Jerome J. Parks, whose post office address is 15 School Street, Annapolis Maryland 21403, being at least eighteen (18) years of age, hereby file these Articles of Incorporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is Chesapeake Harbour Marina, Inc. ✓

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

- (1) To own, operate, run and manage a marina;
- (2) To carry on any other business in connection with the foregoing whether manufacturing or otherwise;
- (3) To acquire (by purchase, lease, or otherwise), own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situated, within or without the State of Maryland;
- (4) To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;
- (5) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any such other corporation or association;
- (6) To do any act or thing and exercise any power suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such powers;
- (7) To carry out all or any part of the foregoing objects as principal, factor, agent, contractor or otherwise, either alone or in

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

1986 JAN 31 AM 10:36

E. AUBREY COLLISON
CLERK

52178541

0000 8(111)

002942

BOOK 171 PAGE 172

connection with any person, firm, association or corporation; and

(8) To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Maryland upon corporations formed under the Acts above referred to, or under any Act amendatory thereof or supplemental thereto or in substitution therefor. The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business, or to limit or restrict any of the powers of the corporation, and the said corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations, it being the intention that the purposes, objects and powers specified in each of the paragraphs of this Article Third of these Articles of Incorporation shall, except as otherwise expressly provided, in no way be limited or restricted by reference to or inference from the terms of any other clause or paragraph of this Article, or of any other Article of these Articles of Incorporation; provided, however, that nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power, or to do any act which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FOURTH: The post office address of the principal office of the Corporation in this State is 15 School Street, Annapolis, Maryland 21403. ✓
The name and post office address of the Resident Agent of the Corporation in this State is Jerome J. Parks, 15 School Street, Annapolis, Maryland 21403. ✓
Said Resident Agent is an individual actually residing in this State. *same*

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 100,000 shares of common stock, with 10 cent par value.

SIXTH: The number of directors of the Corporation shall be one, which number may be increased or decreased pursuant to the Bylaws of the Corporation, 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

002943

BOOK 171 PAGE 173

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 their successors are duly chosen and qualified is Jerome J. Parks.

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

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

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

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.

002944

BOOK 171 PAGE 174

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

(1) The Corporation shall indemnify any officer or director of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such officer, director, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, director, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding, if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

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

adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense as such court shall deem proper.

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

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

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

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

CLERK'S OFFICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 176

002946

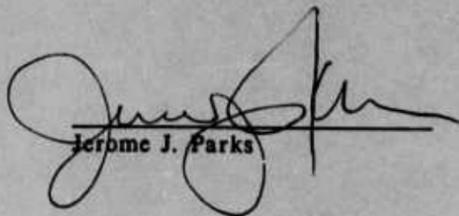
(7) Any indemnification pursuant to this Article NINTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs and personal representatives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

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30 day of JULY, 1985, and I acknowledge the same to be my act.

WITNESS:

Carol Coosemaker


Jerome J. Parks

artincl80.c2

CLERKS NOTATION
BEST COPY
AVAILABLE

002947

BOOK 171 Page 177

(3)

24

ARTICLES OF INCORPORATION

CHESAPEAKE HARBOUR MARINA
INC.

ANNE ARUNDEL COUNTY
STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

10:40	MO.	8	DAY	5	YEAR	85
20	ORG. & CAP. FEE					
22	RECORDING FEE					
	LIMITED PARTNERSHIP FEE					
	OTHER					
42	CASH					
	TOTAL CHECK					

RETURN TO:

HARTMAN AND CRAIG

ATTORNEYS AT LAW

2661 RIVA ROAD

SUITE 810

ANNAPOLIS, MARYLAND

21401

180.01

SK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 178

ARTICLES OF INCORPORATION
OF
CHESAPEAKE HARBOUR MARINA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 05, 1985 AT 10:40 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740 FOLIO 02940 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1981026

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 183034

20

CLERKS NOTATION
BEST COPY
AVAILABLE

002968

BOOK 171 PAGE 179

The INTERSTATE SHELLFISH SANITATION CONFERENCE INC.

ARTICLES OF INCORPORATION

- FIRST: The undersigned, Richard E. Thompson, William J. Eisele, and Mary Jo Garreis whose post office address is 129 Severn Way, Arnold, Maryland, 21012, being at least eighteen (18) years of age, and desiring to form a nonprofit Corporation under the non-profit Corporation law of Maryland, do hereby form a Corporation under the general laws of the State of Maryland.
- SECOND: The name of the Corporation is: The Interstate Shellfish Sanitation Conference, Inc. The resident agent of the Corporation is Mary Jo Garreis, 129 Severn Way, Arnold, Maryland, 21012. *✓* *Some*
- THIRD: The purpose for which the Corporation is formed is as follows:
1. To foster and improve the sanitation of shellfish produced in the United States.
 2. To adopt sound, uniform procedures into an Interstate Shellfish Sanitation Program which is accepted by participating shellfish control agencies.
 3. To promote mutual trust and respect among shellfish control agencies, the shellfish industry and consumers of shellfish.
 4. To acquaint control agencies, producers, processors, and consumers with the purpose of the Conference through the media of meetings, press releases and publications, and by utilization of facilities and personnel of educational institutions, trade associations, shellfish control agencies, and other groups which are willing to assist in the dissemination of such information.
 5. The organization is formed exclusively for educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code of 1954.
- FOURTH: The post office address of the principal office of the Corporation in Maryland is 129 Severn Way, Arnold, Maryland, 21012. *✓*
- FIFTH: The Corporation shall not be authorized to issue capital stock.
- SIXTH: The number of directors of the Corporation shall be 16 which may be increased or decreased pursuant to the Constitution and by-laws of the Corporation.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:36

E. AUBREY COLLISON
CLERK

52178479

Page 1 of 2

0000 0119

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 180

002969

SEVENTH: The duration of the Corporation shall be perpetual.

EIGHTH: No part of the net earnings of the Corporation shall insure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution 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).

NINTH: Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the 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.

IN WITNESS WHEREOF, WE have signed these Articles of Incorporation on

August 3, 1965 and severally acknowledge the same to be our act.

Richard E. Thompson
Richard Thompson, Chairman

William J. Eisele
William J. Eisele, Vice-Chairman

Mary Jo Garreis
Mary Jo Garreis, Secretary/Treasurer

CLERKS NOTATION
BEST COPY
AVAILABLE

02970

BOOK 171 PAGE 181

(02) LP

Non Stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:26 MO. DAY YEAR 8-5-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> ACCEPTED BY CHECK <input checked="" type="checkbox"/> <i>js</i>

Mary Jo Gabreis
129 Severn Way
Arnold md 21012

0000 0(181

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 182

ARTICLES OF INCORPORATION
OF
THE INTERSTATE SHELLFISH SANITATION CONFERENCE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 05, 1985 AT 11:26 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 002967 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1981067

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 183038

CLERKS NOTATION
BEST COPY
AVAILABLE

003095

BOOK 171 PAGE 184

RONALD M. SHAPIRO

1505 Branchwood Terrace,
Gambrills, Anne Arundel
County, Maryland 21054

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:

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.

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

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.

The Corporation shall indemnify each of its officers and directors, whether or not then in office, (and his/her executor, administrator and heirs) against all reasonable expenses actually and necessarily incurred by him/her in connection with the defense of any litigation to which he/she may have been made a party because he/she is or was a director or officer of the Corporation. He/She shall have no right to reimbursement, however, in relation to matters as to which he/she has been adjudged liable to the Corporation for negligence or misconduct in the performance of his/her duties. The right of indemnity for expenses shall also apply to expenses of suits which are compromised or settled if the Court having jurisdiction of the action shall approve such settlement.

The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such director or officer may be entitled.

EIGHTH: The duration of the Corporation is perpetual.

NINTH: The purposes for which the Corporation is

0000 0134

C03096

BOOK 171 PAGE 185

formed are to carry on and conduct a real property management and sales business together with such other lawful business as shall be reasonably incidental thereto. This charter shall be construed to fully comply with all governmental statutes, regulations and ordinances and anything herein contained contrary to such laws shall be void and of no force or effect without effect upon any remaining provisions. The Corporation is authorized to carry on and conduct, to do or cause to be done, anything reasonably incidental to the aforesaid lawful business purposes including, but not necessarily limited to the following:

The making, execution and receiving of contracts or assignments or delegations of contracts therefor or relating thereto or connected therewith; and 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 in further incident thereto to purchase, to receive by way of gift, subscribe for, invest in, and in all other ways acquire import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto 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 to enter into 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, and to guarantee contracts and other obliga-

CLERKS NOTATION
BEST COPY
AVAILABLE

tions; to let concessions to others 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 which reasonably relate to the purpose of the corporation; to carry on any business whatsoever that this Corporation may deem proper or convenient in connection with any of the foregoing purposes, or that it may deem calculated, directly or indirectly, to improve the interests of this Corporation, and to do all things specified in the laws of Maryland, and to have and to exercise 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.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers.

TENTH: The Corporation shall commence business upon the last to occur of the following events: a) The acceptance of this charter by the State of Maryland, Department of Assessments & Taxation; b) Licensure by the appropriate governmental entity.

ELEVENTH: If (a) any two or more shareholders or subscribers to stock of the Corporation shall enter into any agreement abridging, limiting or restricting the rights of any one or more of them to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the Corporation, any or all of the stock of the Corporation held by them, and if a copy of said agreement shall be filed with the Corporation, or if (b) the incorporators or the shareholders entitled to vote shall adopt any by-law provision abridging, limiting or restricting the aforesaid certificates of shares of stock subject to such abridgments, limitations or restrictions shall have a reference thereto endorsed thereon by any officer of the Corporation and such stock shall not thereafter be transferred on the books of the Corporation except in accordance with the terms and provisions of such agreement by by-law, as the case may be.

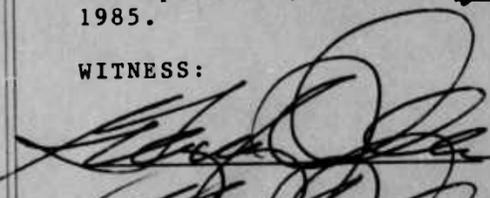
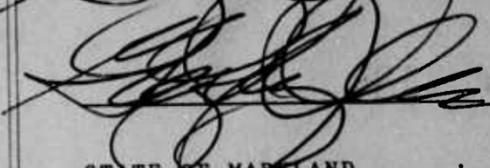
CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 187

003098

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, on this 29th day of July, 1985.

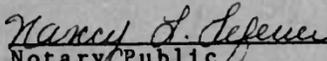
WITNESS:

 (SEAL)
RONALD M. SHAPIRO
 (SEAL)
JAMES A. COLEMAN, JR.

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

I HEREBY CERTIFY, that on this 26th day of July, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared RONALD M. SHAPIRO, and he acknowledged the foregoing Articles of Incorporation to be his act and deed.

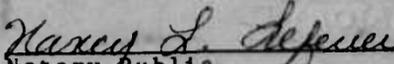
AS WITNESS, my hand and notarial seal.


Notary Public
My Commission Expires:
July 1, 1986

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

I HEREBY CERTIFY, that on this 29th day of July, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared JAMES A. COLEMAN, JR., and he acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS, my hand and notarial seal.


Notary Public
My Commission Expires:
July 1, 1986

0000 0187

CLERKS NOTATION
BEST COPY
AVAILABLE

003099

BOOK 171 PAGE 188

L.H. (02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 1:33 MO. DAY YEAR 8-6-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL

CASH CHECK APPROVED BY *JWS*

Stock

Greg Olsen
7 Village Green
Crofton Md 21114

0000 0188

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Sub 189

ARTICLES OF INCORPORATION
OF
COMMERCIAL PROPERTY MANAGEMENT AND SALES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 06, 1985 AT 01:33 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

6
RECORDED IN LIBER 2740, FOLIO 003093, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1981299

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-183056

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 190

003106

BALTIMORE HIGHLANDS GIRLS SOCIETY, Inc.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Wanda Clubb whose post office address is 400 Old Riverside Rd., Baltimore Maryland, 21225 and Cheryl McWilliams whose post office address is 3938 McDowell Ln., Baltimore Maryland, 21227, each being of legal age, do hereby associate ourselves as incorporators with the intention of forming a Corporation under and by the virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is BALTIMORE HIGHLANDS GIRLS SOCIETY, Inc. ✓

THIRD: To organize and operate a Non-Profit Corporation for Social Club purposes dedicated to the pleasure of its members and to benefit the community and adjacent communities. To purchase, lease from others, for the sole and specific purpose of promoting and conducting all non-profit social activities of the Corporation. However, no leasing of property, to others is to be exercised for the purpose of gaining a profit.

Otherwise the Corporation is empowered and permitted to acquire, hold, develop, improve, mortgage, sell, exchange, or in any other manner encumber or dispose of real property, whatever situated in furtherance of its exempt purposes.

The intent and purpose of the Corporation is to conduct all affairs for the sole benefit of its members, their families and boni-fide quests and to avoid any participation by the General Public, so that all activities are maintained and conducted on a strictly and possitively non-profit basis, and be a Private Social Club, The Corporation would be authorized to exercise only such powers which are within the intendent of Section 501 (c) 7 of the Internal Revenue Code. This to the intent and purpose that the Corporation could not exercise any power which is not within the aforesaid intendent, and which would violate such section or jeopardize the tax exempt status of the Corporation.

✓ FOURTH: The post office address of the principal office of the Corporation in this State is 400 Old Riverside Rd., Baltimore Maryland, 21225. The resident agent of the Corporation is Wanda Clubb whose post office address is 400 Old Riverside Rd., Baltimore Maryland, 21225. Said resident agent is a citizen of Maryland and actually resides therein. ✓ some

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 JAN 31 AM 10:36 (1)

E. AUBREY COLLISON
CLERK

52198027

0000 0190

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 191

C03107

FIFTH: That the said Corporation is not authorized to issue any Capital Stock. The Board of Directors shall choose the first members in accordance with the By-Laws. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The numbers of Directors of the Corporation shall be Wanda Clubb, Cheryl McWilliams, Teresa Gunkel and Barbara Hill, all of whom are citizens of the State of Maryland, and actually resides therein, shall constitute the Board of Directors untill the first annual meeting, or until their successors are duly chosen and qualify. The numbers of directors may be changed in sulawful manner as the By-Laws may from time to time provide.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF we have signed these Articles of Incorporation of the 5 day of Aug 1985

TEST as to all signatures

Wanda Clubb (SEAL)
Cheryl McWilliams (SEAL)
[Signature] (SEAL)

STATE OF MARYLAND)
COUNTY OF BALTIMORE)

I HEREBY CERTIFY, That on the day of 1985 before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Baltimore, personally appeared WANDA CLUBB, CHERYL MCWILLIAMS, and ~~TERESA GUNKEL~~ severally acknowledge the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notorial Seal, this day and year last above written.

[Signature]
NOTARY PUBLIC

My Commission ends June 30, 1986

This Article of Incorporation consists of 2 sheets

0000 8(171

CLERKS NOTATION
BEST COPY
AVAILABLE

003108

BOOK 171 PAGE 192

(02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 1:50 MO. 8 DAY 6 YEAR 1985

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER <i>1000</i>
48	TOTAL CASH <input checked="" type="checkbox"/> APPROVED BY
	CHECK <input type="checkbox"/> <i>50</i>

Non-attach

CERTIFIED
COPY MADE

L.H.

*Wanda Clubb
400 Old Riverside Rd
Balt, Md 21225*

1985 AUG -6 P 1:50

0000 8(142

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 193

ARTICLES OF INCORPORATION
OF
BALTIMORE HIGHLANDS GIRLS SOCIETY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 06, 1985 AT 01:50 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2746 FOLIO 003105 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1981315

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 183058

CLERKS NOTATION
BEST COPY
AVAILABLE

003114

BOOK 171 PAGE 194

1985 JUL 22 P 1:07

U.S.A. CONDOR LIMITED
ARTICLES OF INCORPORATION

FIRST: I, Bruce A. Krain, whose post office address is Suite 401, 60 West Street, Annapolis, MD 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

U.S.A. CONDOR LIMITED

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

(1) To manufacture and market a multi-hull sailing craft and to engage in any other lawful purpose and business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is Suite 401, 60 West Street, Annapolis, MD 21401. The name and post office address of the Resident Agent of the Corporation in this State are Bruce Krain, 330 Edgemere Drive, Annapolis, MD 21403. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is thirty thousand (30,000) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be twelve (12), 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 the number of directors 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: Cecil B. Strange; Earl P. Herting; David G. Kraft; John Brice Koontz; Samuel S. Pratt; Donald H. Sylvester; Richard D. Roy; Larry C. Hiem; David Wm. Bupp; George L. Kramer; Philip Herting; and Michael Price.

52188163

RECORDED
IN
CLERK'S OFFICE
ANNE ARUNDEL COUNTY
1986 JAN 31 AM 10:37
E. AUBREY COLLISON
CLERK

0000 01144

CLERKS NOTATION
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.

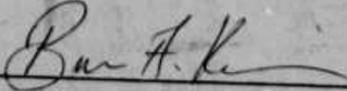
(2) The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications,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

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

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

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 pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

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



Bruce A. Krain

CLERKS NOTATION
BEST COPY
AVAILABLE

003116

BOOK 171 PAGE 196

L.N

(02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:57 MO. DAY YEAR
8-6-85

Stork

120	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
140	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 90

Bruce Kram
60 West St # 401
Annap., Md 21401

0000 0(196

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 197

ARTICLES OF INCORPORATION
OF
U.S.A. CONDOR LIMITED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 06, 1985 AT 09:57 O'CLOCK^A M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 3 C03113 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 120

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1981331

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 183060

CLERKS NOTATION
BEST COPY
AVAILABLE

003153

BOOK 171 PAGE 198

ARTICLES OF INCORPORATION

OF

SHADY SIDE RURAL HERITAGE SOCIETY, INC.

I, the undersigned incorporator, THERESE S. MAGNOTTI, 1464 Nieman Road, Shady Side, Maryland, 20764, being a natural person of the age of majority, for the purpose of forming a nonprofit corporation under the laws of the State of Maryland, do hereby adopt the following Articles of Incorporation.

FIRST

The name of this organization is SHADY SIDE RURAL HERITAGE SOCIETY, INC. The corporation is not authorized to issue capital stock.

SECOND

The address of the principal office of the corporation is 1152 Steamboat Road, Shady Side, Maryland, 20764, and the resident agent shall be VIRGINIA W. FITZ of the same address, who is a citizen of Maryland.

THIRD

The duration of the corporation shall be perpetual.

FOURTH

The specific and primary purposes for which this corporation is formed and for which it shall be exclusively

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:37

E. AUBREY COLLISON
CLERK

52188185

0000 8(148

C03154

BOOK 171 PAGE 199

administered and operated are to receive, administer and expend funds for charitable and educational purposes, in connection with the following:

a. to foster and preserve the rural atmosphere of Annapolis, Maryland, by engaging in research, study and analysis for the benefit of the general public regarding the environmental and cultural impact upon the character of the region by the effect of changes in its present status;

b. to engage in research, study and analysis for the benefit of the general public regarding the history of the area from the time of earliest settlement to the present;

c. to prepare educational materials and conduct educational activities in support of the general purposes of the corporation;

d. to conduct and sponsor meetings, lectures and similar programs;

e. to establish in the main office or elsewhere all departments and activities necessary to carry out the purposes of the corporation; and

f. to engage in any and all lawful activities incidental to the foregoing purposes except as restricted herein.

In order to accomplish the foregoing charitable and educational purposes, and for no other purpose or purposes, this corporation shall also have the power to:

a. sue and be sued;

b. make contracts;

c. receive property by devise or bequest, subject to the law regulating the transfer of property by will, and otherwise acquire and hold all property, real or

0000 0199

CLERKS NOTATION
BEST COPY
AVAILABLE

003155

BOOK 171 PAGE 200

personal, including shares of stock, bonds, and securities of other corporations;

d. act as trustee under any trust whose objects are related to the principal objects of the corporation, and to receive, hold, administer and expend funds and property subject to such trust;

e. convey, exchange, lease, mortgage, encumber, transfer upon trust or otherwise dispose of all property, real or personal;

f. borrow money, contract debts and issue bonds, notes, and debentures, and secure the payment of and performance of its obligations; and

g. do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation;

provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

FIFTH

The corporation shall have members as provided in the bylaws.

SIXTH

No part of the net income of the corporation shall inure to the benefit of or be distributable to its trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes and objects 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

0000 0200

003156

BOOK 171 PAGE 201

participate in or intervene in any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision set forth in these articles of incorporation, at anytime during which it is deemed a private foundation, 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; the corporation shall not engage in any act of self-dealing as defined in section 4949(d) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws; the corporation shall not make any investments in such manner as to subject the corporation to the tax under section 4944 of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws; and 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.

SEVENTH

The business of the corporation shall be carried on through its Board of Directors; the manner of their election or appointment, other than the initial Board of Directors provided for herein, shall be as provided in the bylaws.

EIGHTH

The private property of the incorporators, directors, and officers, shall not be subject to the payment of corporate Debts to any extent whatever. In furtherance and not in limitation of the powers conferred by statute, the corporation is expressly authorized to carry on its business and to hold annual or special meetings of its Board of Directors in any of the states, territories or possessions of the United States, or the District of Columbia.

0000 0201

003157

BOOK 171 PAGE 202

NINTH

Notwithstanding any other provision of these articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from tax under section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws, or by an organization contributions to which are to be deductible under section 170(b)(2) of such Code or corresponding provisions of any subsequent federal tax laws.

TENTH

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively for charitable or educational purposes to organizations which are then exempt from federal tax under section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws, and to which contributions are then deductible under section 170(c)(2) of such Code or corresponding provisions of any subsequent federal tax laws.

ELEVENTH

The corporation reserves the right to amend, change or repeal any provision contained in these articles of incorporation or to merge or consolidate this corporation with any other nonprofit corporation in the manner now or hereafter prescribed by statute, provided, however, that any such action shall be calculated exclusively to carry out the objects and purposes for which the corporation is formed, and all rights herein conferred or granted shall be subject to this reservation.

TWELFTH

The number of directors constituting the initial Board of Directors is four (4), but the number of directors may be increased or decreased in the manner set forth in the bylaws, provided that the number shall not be less than three. The names and addresses of the persons who are to serve as the initial directors are:

0000 0202

CLERKS NOTATION
BEST COPY
AVAILABLE

003158

BOOK 171 PAGE 203

NAME	ADDRESS
Virginia W. Fitz	1152 Steamboat Road Shady Side, Maryland 20764
Glorious A. Shenton	6495 West Shady Side Road Shady Side, Maryland 20764
Jennie R. Lefevre	6400 West Shady Side Road Shady Side, Maryland 20764
Barbara L. Owings	6569 Shady Side Road Shady Side, Maryland 20764

IN WITNESS WHEREOF, I have hereunto subscribed my name as incorporator this 22 day of July, 1985.

WITNESS

Virginia W. Fitz

Therese S. Magnotti
THERESE S. MAGNOTTI

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

I HEREBY CERTIFY that on this 22 day of July, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the jurisdiction aforesaid, appeared THERESE S. MAGNOTTI, personally known to me or satisfactorily proven to be the incorporator named herein, and she acknowledged the foregoing articles of incorporation to be her act and deed. AS WITNESS my signature and Notarial Seal the day and year last above written.

James B. Gay
NOTARY PUBLIC

My commission expires:

7/1/86

0000 0207

CLERKS NOTATION
BEST COPY
AVAILABLE

003159

BOOK 171 PAGE 204

1985 AUG -6 A 11:02

L.N.

02

52

Non Hodge

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:02 MO. DAY YEAR
8-6-85

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
12	OTHER 1CC6P
54	TOTAL CASH <input type="checkbox"/> APPROVED BY CHECK <input checked="" type="checkbox"/> JPS

Theresa S. Magnotti
1464 Nieman Rd
Shady Side, Md 20764

1985 JUL 29 A 9:44

0000 0204

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 205
ARTICLES OF INCORPORATION
OF
SHADY SIDE RURAL HERITAGE SOCIETY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 06, 1985 AT 11:02 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740 FOLIO 003152 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1981406

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 183067

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 206

003210

ARTICLES OF INCORPORATION
of
ROCKFORD ASSOCIATES, INC.
A Maryland Close Corporation

90

ARTICLE ONE: I, Lee H. Benedict, whose post office address is 9th Floor, The World Trade Center, Baltimore, Maryland 21202, being above the age of eighteen (18) years, do hereby form a corporation under and in accordance with the general laws of the State of Maryland.

ARTICLE TWO: The name of the corporation (hereinafter the "Corporation") is "ROCKFORD ASSOCIATES, INC." ✓

ARTICLE THREE: 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 FOUR: The purposes for which the Corporation is formed are as follows:

- A. To acquire, develop, improve, subdivide, hold and sell parcels of real property.
- B. To purchase or otherwise acquire, hold, own, convey, maintain, improve, operate, mortgage, sell, lease, sublease, or otherwise deal in and dispose of personal and real property of every kind, character, and description whatsoever and wheresoever located in furtherance of the present or future business of the Corporation.
- C. To do or perform any lawful act or pursue any lawful purpose in general and as specifically authorized by Section 2-103 of the Corporations and Associations Article of the ANNOTATED CODE OF MARYLAND. Any specifically enumerated purpose or purposes herein are by way of illustration only and are not limitations or restrictions on the Corporation's power to adopt or pursue other or further lawful ends.

RECEIVED FOR RECORD
CLERK COURT, A.A. COUNTY
1986 JAN 31 AM 10:37
E. AUBREY COLLISON
CLERK

ARTICLE FIVE: The post office address of the principal office of the Corporation in the State of Maryland is 4 Leaward Court, Severna Park, Maryland 21146

ARTICLE SIX: The name and post office address of the Corporation's resident agent, who is both a citizen and resident of the State of Maryland, is E. Stewart Dashiell, 4 Leaward Court, Severna Park, Maryland 21146. ✓ Same

ARTICLE SEVEN: The total number of shares of capital stock which the Corporation is authorized to issue is six hundred (600) shares of common stock, without par value.

52198186

0000 0624

003211

BOOK 171 PAGE 207

ARTICLE EIGHT: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be three (3) directors whose names are E. Stewart Dashiell, Michael R. Dashiell and John L. McDade.

ARTICLE NINE: 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 close 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 stock.

B. Except as otherwise provided in the Bylaws of the Corporation, as from time to time amended, the business of the Corporation shall be managed under the direction of the Stockholders, who shall have and may exercise all the powers of the Corporation. Additionally, the Stockholders of the Corporation are hereby specifically authorized and empowered from time to time in their discretion:

1. To authorize the issuance or sale from time to time of shares of the Corporation's stock of any class or classes, whether now or hereafter authorized, for such consideration as the Stockholders may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the Bylaws of the Corporation and the Corporations and Associations Article of the ANNOTATED CODE OF MARYLAND;

2. By articles supplementary to this Charter, to classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

ARTICLE TEN: 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 Stockholders may, in authorizing the issuance of stock of any class, confer any preemptive right that the Stockholders may deem advisable in connection with such issuance.

ARTICLE ELEVEN: The Corporation shall indemnify a former or present director or officer of the Corporation or any predecessor entity, and may indemnify any other representative or agent of the Corporation or any predecessor entity, in accordance with the provisions of the Corporation's Bylaws.

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



LEE H. BENEDICT

R - 00.70
#4830

0000 0207

CLERKS NOTATION
BEST COPY
AVAILABLE

003212

BOOK 171 PAGE 203

52

LA

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
TIME	10:29
NO.	P-7-85
DAY	
YEAR	
ORG. & CAP. FEE	00
RECORDING FEE	80
LIMITED PARTNERSHIP FEE	
OTHER	
TOTAL	40
CASH	<input type="checkbox"/>
CHECK	<input checked="" type="checkbox"/>

LAW OFFICES
GEBHARDT & SMITH
NINTH FLOOR
THE WORLD TRADE CENTER
BALTIMORE, MARYLAND 21202
(301) 752-5630

02

Stack

1925 AUG - 7 A 10: 29

0000-0000

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 209

ARTICLES OF INCORPORATION
OF
ROCKFORD ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 07, 1985 AT 10:29 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740 FOLIO 3 03209 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1981497

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 183076

CLERK
COLLISON

CLERKS NOTATION
BEST COPY
AVAILABLE

003268

BOOK 171 PAGE 210

ARTICLES OF INCORPORATION

OF

REALS ELECTRIC CONTRACTING, INC.

I, the undersigned natural person of age eighteen (18) years or more, acting as the incorporator of a corporation under the laws of the State of Maryland, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE ONE

The name of the corporation is REALS Electric Contracting, Inc. ✓

ARTICLE TWO

The period of duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Maryland, including to buy, sell and deal in personal property, real property, and services.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is Five Thousand (5,000) shares of Common Stock which shall be without par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of its shares consideration at least equal to the aggregate value of One Thousand Dollars (\$1,000.00), consisting of money, labor done, or property actually received.

ARTICLE SIX

Preemptive rights of shareholders of the corporation are expressly denied. No holder to any shares of stock of the corporation shall be entitled as a matter of right to purchase or subscribe for any part of any shares of stock of the corporation authorized by these Articles or of any additional shares of stock of any class to be issued by reason of any increase in the authorized capital stock of the corporation, or of any bonds, certificates of indebtedness, debentures, warrants, options, or other securities or rights convertible into any class of capital stock of the corporation, but any shares of stock authorized by these Articles or any such additional authorized issue of any capital stock, rights, or securities convertible into any shares of such stock may be issued and

52208346

0000 0210

1966 JAN 31 AM 10:37
E. AUBREY COLLISON
CLERK

disposed of by the Board of Directors to such persons, firms, corporations, or associations for such consideration, upon such terms, and such manner as the Board of Directors may, in its discretion, determine without any offering thereof on the same terms or on any other terms to the shareholders then of record or to any class of shareholders; provided only that such issuance may not be inconsistent with any provisions of law or with any of the provisions of these Articles.

ARTICLE SEVEN

Cumulative voting is expressly prohibited. At each election of directors every shareholder entitled to vote at such election shall have the right to vote, in person or by proxy, the number of shares owned by him with respect to each of the persons nominated for election as a director and for whose election he has a right to vote; and no shareholder shall be entitled to cumulate his votes by giving one candidate a number of votes equal to the number of directors to be elected multiplied by the number of shares owned by such shareholder, or by distributing such votes of the same principle among any number of candidates.

ARTICLE EIGHT

The post office of the principal office of the corporation is 619 Cedarwood Lane, Crownsville, Maryland 21032. ✓

ARTICLE NINE

The post office address of the corporation's initial registered office is 619 Cedarwood Lane, Crownsville, Maryland 21032, and the name of its initial registered agent at such address is John J. Spirko. ✓ same

ARTICLE TEN

The initial Board of Directors shall consist of three (3) directors and thereafter the number of directors constituting the Board shall be fixed in the manner provided by the bylaws. The names and addresses of the persons who shall serve as the directors of the corporation until the first annual meeting of the shareholders or until their successors are elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John J. Spirko	619 Cedarwood Lane Crownsville, Maryland 21032
Mary T. Spirko	619 Cedarwood Lane Crownsville, Maryland 21032
Edward J. Spirko	8191 Gray Haven Road Baltimore, Maryland, 21222

CLERKS DIVISION
BEST COPY
AVAILABLE

BOOK 171 PAGE 212

003270

ARTICLE ELEVEN

The name and address of the incorporator of the corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Edward J. Spirko	8191 Gray Haven Road Baltimore, Maryland 21222

IN WITNESS WHEREOF, I have hereunto set my hand this 6 th day of August, 1985.

Edward J. Spirko

 Edward J. Spirko
 Incorporator

STATE OF MARYLAND)
)
 COUNTY OF ANNE ARUNDEL)

I, Shirley Lee Kennedy, A Notary Public in and for the State of Maryland, do hereby certify that on the 6 th day of Aug. 1985, personally appeared before me, Edward J. Spirko, who, being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true and correct.

(SEAL)

Shirley Lee Kennedy

 Notary Public in and for State
 of Maryland
 Name (Print): SHIRLEY Lee Kennedy
 My Commission Expires: 7/1/86

CLERKS NOTATION
BEST COPY
AVAILABLE

003271

BOOK 171 PAGE 213

L-13 02.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR

12:30 8 2 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

stock

52

~~Edward J. Spuko~~
John J. Spuko
1019 Cedarwood Lane
Crownsville, Md 21032

1985 AUG -7 P 12:30

0000 02/13

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 214

ARTICLES OF INCORPORATION
OF
REALS ELECTRIC CONTRACTING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 07, 1985 AT 12:30 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 4

RECORDED IN LIBER 2740, FOLIO 603267, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1981570

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 183084

BOOK 171 Page 215

003348

ARTICLES OF INCORPORATION
OF
GOOD LIFE SUPPLEMENTS, INC.
A Maryland Close Corporation

I solemnly declare and affirm that:

The undersigned, Henry B. Cooke, mailing address c/o Good Life Nutrition Shoppe, Inc., 570 Benfield Village S/C, Severna Park, Maryland 21146, being at least 18 years old or older, does hereby form a corporation pursuant to the Corporations and Associations Article of the Annotated Code of Maryland, for the purpose of distributing food supplements, and adopts the following articles of incorporation for such corporation.

ARTICLE ONE. The name of the corporation shall be Good Life Supplements, Inc. ✓

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 distribution of food supplements.

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 c/o Good Life Nutrition Shoppe, Inc., 570 Benfield Village S/C, Severna Park, Maryland 21146.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:37

E. AUBREY COLLISON
CLERK

0000 0215

BOOK 171 PAGE 216 .

003349

ARTICLE FIVE. The resident agent of the corporation is Henry B. Cooke, c/o Good Life Nutrition Shoppe, Inc., Benfield *same* Village S/C, Severna Park, Md. 21146. 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.

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 two 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, Henry B. Cooke, c/o Good Life Nutrition Shoppe, Inc. 570 Benfield Village S/C, Severna Park, Maryland 21146.

WITNESS my hand and seal

Henry B. Cooke (SEAL)
INCORPORATION

Subscribed and sworn to before me this 5th day of August, 1985.

Carolyn J. Dolyn
NOTARY PUBLIC

My Commission Expires:

July 1, 1986

52198197

0000 02/16

CLERKS NOTATION
BEST COPY
AVAILABLE

003350

BOOK 171 PAGE 217

1985 AUG - 7 A 10:40

LH

(02)

(52)

Stork

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:40 MO. DAY YEAR
8-7-85

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>gs</i>

Good wife Nutrition Shoppe, Inc.
Henry Cooke
570 Benfield Village
Shopping Center
Severna PK, Md 21146

0000 06/17

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 218

ARTICLES OF INCORPORATION
OF
GOOD LIFE SUPPLEMENTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 07, 1985 AT 10:40 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 2740, FOLIO 003347 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1981687

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. Johnson



A 183093

CLERKS POSITION
BEST COPY
AVAILABLE

C03368

BOOK 171 PAGE 219

ARTICLES OF INCORPORATION

OF

ENVIR MECH CONTRACTING CORPORATION OF MARYLAND

(A Close Corporation Under Title 4),
Corporations and Associations)

THIS IS TO CERTIFY:

FIRST: The undersigned, Richard W. Moore, whose post office address is 334 St. Paul Place, Baltimore, Maryland 21202, being at least twenty one years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

ENVIR MECH CONTRACTING CORPORATION OF MARYLAND ✓

THIRD: The Corporation shall be a Close Corporation as authorized by Title 4, Corporations and Associations, Annotated Code of Maryland.

FOURTH: The purposes for the forming of the Corporation are as follows:

(a) To engage in providing mechanical contracting and general contracting services to the public for profit.

(b) To purchase, sell at wholesale or retail, or consume in the operation of its business, all products and equipment and allied lines and supplies necessary in connection with its operation.

(c) To do all such acts and things and to exercise all and any powers to the same extent as a natural person might or could lawfully do.

(d) It is the intention that the foregoing clauses be broadly construed both as to purposes and powers and, generally, that the Corporation shall be authorized to exercise and enjoy all other powers and rights granted 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 or as a waiver of any of the powers, rights or privileges granted or conferred by the laws of the State of Maryland now or hereafter in force.

✓ **FIFTH:** The post office address of the principal place of business of the Corporation in Maryland is 7903 Oakwood Road, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Richard W. Moore, 334 St. Paul Place, Baltimore, Maryland 21202. Said Resident Agent is a citizen of Maryland and actually resides herein.

✓ **SIXTH:** The total number of shares of stock which the Corporation has authorized to issue is 5000 shares without par

MOORE, LIBOWITZ
& THOMAS
ATTORNEYS AT LAW
334 ST. PAUL PLACE
BALTIMORE, MARYLAND
21202

1986 JAN 31 AM 10:37

E. AUBREY COLLISON
CLERK

52198222

0000 0219

CLERKS
BEST COPY
AVAILABLE

C03369

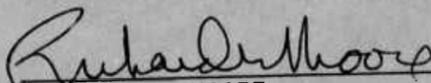
BOOK 171 PAGE 220

value, all of one class.

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 Director whose name is Joan Mavis.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I hereby acknowledge these Articles of Incorporation to be my act this 5th day of August, 1985.


RICHARD W. MOORE
Incorporator

MOORE, LIBOWITZ
& THOMAS
ATTORNEYS AT LAW
334 ST. PAUL PLACE
BALTIMORE, MARYLAND
21202

0000 0020

CLERKS NOTATION
BEST COPY
AVAILABLE

003370

BOOK 171 p. 221
L.H.

(52)

ARTICLES OF INCORPORATION OF ENVIR MECH CONTRACTING CORPORATION OF MARYLAND	
(23)	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
DATE	10/20
NO.	8-7-8
DAY	
YEAR	
20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
50	TOTAL CASH
	APPROVED BY

MOORE, LIBOWITZ & THOMAS
302 BALDUCCI PLACE
BALTIMORE, MARYLAND 21202
(301) 752-2488

Stade

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 222

ARTICLES OF INCORPORATION
OF
ENVIR MECH CONTRACTING CORPORATION OF MARYLAND

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 07, 1985 AT 10:20 O'CLOCK ^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740, FOLIO 003367, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1981729

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 183097

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 223

C03405

ARTICLES OF INCORPORATION
OF

DALLAS-INTERSTATE, INC.

A MARYLAND CLOSE CORPORATION

THIS IS TO CERTIFY:

FIRST: That the subscriber, Steven Brady, whose post office address is 1758 Castleford Square, Crofton, Maryland 21114, being at least twenty-one years of age, does under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, form a close corporation by the execution and filing of these Articles.

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

DALLAS-INTERSTATE, INC. ✓

THIRD: The subscriber elects that this shall be a close corporation; that it shall have one director, Steven Brady, and no other unless and until changed by vote of the stockholders; and that it shall be required to hold an annual stockholders' meeting only upon the written request of a stockholder as required by law.

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

(a) To invest in real properties, business, enterprises, and other ventures of any kind or nature and wherever situate, both on own account and as agent for others and both alone and in association with others;

(b) To own and operate a plumbing and other contracting concern and all incidents thereto, including, but not limited by these articles to engaging in the plumbing and construction industry generally; bidding on contracts for construction, both public and private; purchasing construction equipment and supplies; etc.

(c) To buy, sell, exchange, lease, sublease, build, improve, hold, own, maintain, control, develop, subdivide, operate, manage, and promote land and the building of houses, dwellings, apartments, commercial establishments, and dealing in, purchasing, selling, converting to condominium and cooperative apartments, syndicating for investment, promoting and developing other real estate and personal property of every kind and nature;

1986 JUN 31 AM 10:37
RECEIVED
CLERK
E. AUBREY COLLISON

52208316

0000 0223

(d) To purchase, lease, or otherwise acquire, and to improve, mortgage, sell, exchange, or in any manner encumber, or dispose of real or personal property, wherever situated;

(e) To carry on and transact, for itself or for account of others, the business of buying, selling, and otherwise dealing in real property, manufactured products, and goods and wares of every description, acting as general merchants, general brokers, general agents, buyers and sellers, and dealers in said properties and things;

(f) To apply for, obtain, purchase or otherwise acquire any licenses, permits, rights, and authorities which might be desirable or necessary for the purposes of this Corporation;

(g) To acquire the good will, rights and property, and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of this corporation, bonds or otherwise; to hold, develop, encumber, or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner all of the powers necessary or convenient in and about the conduct and management of such business;

(h) To loan or advance money with or without security and with or without interest, 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 mortgages 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;

(i) 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;

(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;

BOOK 171 PAGE 225

C03407

-3-

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

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 1758 Castleford Square, Crofton, Maryland 21114. The Resident Agent of the Corporation is Steven Brady, whose post office address is 1758 Castleford Square, Crofton, Maryland 21114. Said Resident Agent is a citizen of the State of Maryland and actually resides therein. *Same*

SIXTH: The total number of shares of stock of all classes which the Corporation has authority to issue is 10 shares of common stock with a par value of \$1.00.

SEVENTH: This Corporation's existence shall be perpetual.

EIGHTH: The following provisions are hereby adopted for purposes 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 for such consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such consideration, but subject to such limitations and restrictions, if any, as may be set forth by law or pursuant to the By-Laws of the Corporation.

(b) The Director(s) shall exercise their powers and duties in good faith and with a view to the interest of the Corporation. No contract or other transaction or act between the Corporation and any corporation, firm or association in which one or more of the Directors of the Corporation are Directors or Officers, or are pecuniarily or otherwise interested, is either void or voidable solely because of the common directorship or interest; or because of the presence of such Director or Directors at the meeting of the Board of Directors or any committee thereof which authorizes, approves or ratifies the contract or transaction; or because his or her votes are counted for such purpose, provided that the fact of the common directorship or interest is disclosed to or known by the Board of Directors or the Committee, and the Board or Committee authorizes, approves, or ratifies the contract or transaction by the affirmative vote of a majority of disinterested Directors, even if the disinterested Directors constitute less than a quorum. The contract or transaction must be fair and reasonable to the Corporation.

0000 0225

BOOK 171 PAGE 226

C03408

-4-

Common or interested Directors may be counted in determining the presence of a quorum of any meeting of the Board of Directors or committee thereof which authorizes, approves or ratifies any contract or transaction or act.

(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, 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 its stock or bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors may deem expedient.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 5th day of August, 1985.

WITNESS: Kathy S. Hooper

Steven Brady
Steven Brady

STATE OF MARYLAND - :
COUNTY OF Montgomery : ss:
MONTGOMERY :

THIS IS TO CERTIFY that on this 5th day of August, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Steven Brady being personally known to me, and acknowledged the foregoing Articles of Incorporation to be their act.

Kathy S. Hooper
Notary Public

My Commission Expires:
July 1, 1986

0000.0226

CLERKS NOTATION
BEST COPY
AVAILABLE

003409

BOOK 171 PAGE 227

MS A 9:48

(52)

L.H. (02)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:48 MO. DAY YEAR 8-8-85

Stude

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 98

Charles Land
30 Courthouse Sq. # 404
Rockville Md 20850

0000 0227

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 228
ARTICLES OF INCORPORATION
OF
DALLAS-INTERSTATE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 08, 1985 AT 09:58 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 5 FOLIO 2740 03404 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1981810

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 183106

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 229

003533

ARTICLES OF INCORPORATION
OF
D&A DISTRIBUTING OF MARYLAND, INC.

JD

FIRST: I, KEITH KOVACS of 24 Rockwell Court, Annapolis, Maryland 21403, being at least eighteen (18) years of age, do, under and by virtue of the general incorporation laws of the State of Maryland authorizing the formation of corporations, voluntarily with the intention of forming a corporation and hereby form a corporation.

SECOND: The name of the corporation (hereinafter called "corporation") shall be D&A DISTRIBUTING OF MARYLAND, INC. ✓

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

- (A) To solicit orders and distribute equipment.
- (B) To enter into partnerships, joint ventures, and all other business associations for any lawful purpose.
- (C) To engage in the ownership, operation, construction, management, marketing and all other lawful activities respecting those items named in (A) above, and to engage in any other lawful business or businesses, whether or not related to those elsewhere described in these articles, and those authorized or approved from time to time by the Board of Directors.
- (D) 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.
- (E) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, and otherwise dealing in and with goods, wares, and merchandise, of every class and description.
- (F) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the corporation.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:37

E. AUBREY COLLISON
CLERK

52208249

0000 0029

BOOK 171 PAGE 230

003534

(G) To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and 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.

(H) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like, which may seem capable of being 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.

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

(J) 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.

(K) The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to the terms of any other clause of this or any other section of these articles of incorporation or of any amendment thereto, and shall be regarded as independent and construed as powers as well as objects and purposes.

✓ **FOURTH:** The post office address of the principal office of the corporation in this state is 24 Rockwell Court, Annapolis, Maryland 21403.

✓ The Resident Agent is Edward O. Wayson, Jr., whose address is 80 West Street, P. O. Box 868, Annapolis, Maryland 21404.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1,000) shares, no par

CLERKS NOTATION
BEST COPY
AVAILABLE

value in each share, all of which shall be of one class designated as common stock.

SIXTH: The corporation shall have two directors, being, Keith Kovacs of 24 Rockwell Court, Annapolis, Maryland 21403; who shall act as director until the first annual meeting or until his successor is duly chosen and qualified.

SEVENTH: The Board of Directors shall have the power to create by-laws for the purpose of restricting transferability of stock as long as these restrictions are not inconsistent with law.

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.

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 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 or under the laws of the State of Maryland.

Any contract, transaction or act of the corporation or of the directors which shall be ratified by a majority or a quorum of the stockholders having voting powers at the annual meeting, or at any special meeting called for such purpose, shall, so far as permitted by law, be valid and as binding as those ratified by every stockholder of the corporation.

Notwithstanding any provision of the law requiring the action to be taken or authorized by the affirmative vote of the holders or a majority or other designated proportion of the shares or of the shares of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 232

003536

entitled to vote thereon, except as otherwise provided in the charter or in the by-laws but in cases in which the law authorized such action to be taken or authorized by a less vote, such action shall be effective and valid if so taken or authorized except as otherwise provided in the charter or in the by-laws.

The corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law, including amendments changing the terms of any of its outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of fifty-one percent (51%) of the shareholders of such stock at the time outstanding by a vote at a meeting or in writing with or without a meeting.

NINTH: Each director and each officer and his heirs, executors, and administrators, shall be indemnified by the company against any costs and expenses reasonably incurred by him in connection with any action, suit, or proceeding, to which he may be made a party by reason of his being or having been a director or officer of the company or of any other corporation which he serves or has served as director or officer at the request of the company, and against any amounts paid by him in settlement of or in satisfaction of a judgment in this action, suit, or proceeding (other than amounts paid or payable to the corporation), provided that no director or officer shall be indemnified against any costs, expenses, or payments, in relation to any matter as to which he shall be finally adjudged liable for acting fraudulently as to the corporation, or derelict in the performance of his duties as such director or officer or in relation to any matter as to which there has been no adjudication with respect to his performance of his duties unless the company shall receive an opinion from independent counsel that the director or officer is not liable for the alleged fraudulent conduct and has not been derelict as stated above; and provided that the foregoing rights of indemnification shall be exclusive of other rights to which he may be entitled as a matter of law.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 233

003537

TENTH: Provisions for the regulations of the internal affairs of the corporation are: the power to make, alter, amend or repeal the by-laws and shall be vested in the Board of Directors.

ELEVENTH: Pre-emptive right: The stockholders of the common stock shall have the pre-emptive rights, that is, shall have the right of first purchase when the Board of Directors chooses to issue further stock than that already outstanding, at the price, terms and conditions, as shall be fixed by the Board of Directors. These pre-emptive rights shall be exercised in the relation determined by the number of shares held by each stockholder at the time of issue in relation to the total number of shares outstanding at the time of issue.

TWELFTH: The name and address, including street number, of the incorporator is:

KEITH KOVACS 24 Rockwell Court
Annapolis, Maryland 21403

IN WITNESS WHEREOF, I have signed these Articles of Incorporation.

WITNESS:

DATE: 8-7-85

Deborah Espino

Keith Kovacs (SEAL)
Keith Kovacs

STATE OF MARYLAND, COUNTY OF Calvert : to wit:

I HEREBY CERTIFY that on this 7th day of August 1985, before me, the subscriber, a Notary Public in and for the State of Maryland and the county aforesaid, personally appeared KEITH KOVACS and acknowledged the foregoing Articles of Incorporation to be their act.

IN WITNESS WHEREOF, I set my hand and notarial seal the day and year last above written.

Claudia A. Fenar
Notary Public

My Commission Expires: 7/1/86

CLERKS NOTATION
BEST COPY
AVAILABLE

003538

1985 / AUG - 8 A 11:58

BOOK 171 PAGE 234

L.V. (02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:58 MO. DAY YEAR 8-8-85

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>gws</i>

Stork

Edward Wayson
80 West St
Annapolis, Md 21404

0000 0234

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 235

ARTICLES OF INCORPORATION
OF
D & A DISTRIBUTING OF MARYLAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 08, 1985 AT 11:58 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2740 , FOLIO 03532 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1982008

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 183125

CLERKS NOTATION
BEST COPY
AVAILABLE

000083

BOOK 171 PAGE 236

ATLANTIC INVESTIGATIONS, INC.
A CLOSE CORPORATION UNDER TITLE 4
ARTICLES OF INCORPORATION

FIRST: The undersigned Gregory M. Manning and Walter K. Rothfuss, whose post office addresses are 515 Oak Road, Pasadena, MD 21122, and 406 S. Beechfield Ave., Baltimore, MD 21229, 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 ATLANTIC INVESTIGATIONS, 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 perform any and all types of lawful investigations in support of the legal and insurance industries and on behalf of private parties; to engage in any and all management activities, investigations, engineering, and studies; to consult, manage and assist corporations, firms, syndicates, partnerships, associations, individuals, and other business organizations in connection with the general field of ATLANTIC INVESTIGATIONS, INC. and to make, conduct and supervise research surveys; and to make investigations

1

52218129

0000 0246

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY
1986 JAN 31 AM 10:37
E. AUGREY COLLISON
CLERK

BOOK 171 PAGE 237

000084

into all matters and things in the field of fraud, criminal activities, accidents of all types including automobile and personal injury, and all areas of science and technology; to provide security and surveillance services of all types; to promote, manage, control, maintain, and give expert advice to all firms, syndicates, partnerships, corporations, associations, and individuals, and to consult with and advise any and all business organizations in connection with ATLANTIC INVESTIGATIONS, INC.'s services, devices, equipment, and plans; to tender bids and execute contracts as necessary for the above activities; to employ technicians, experts, engineers or others as necessary in every branch of skill and endeavor, and to initiate, direct, and supervise their efforts in research, surveys, and investigations in any and all branches and fields of investigation, science, and technology; to engage in the business of purchasing, acquiring, owning, selling, and generally dealing in all types of motor vehicles.

B. To manufacture, assemble, buy, distribute, sell, install, and deal generally in and with all and every variety of product, device, system, and plan for the detection and prevention of burglary, theft, robbery, fire and arson; to develop generally devices and systems for the detection and suppression of any and all types of criminal activity and fires to patent or otherwise legally protect and exploit new designs and ideas in such fields; to purchase, lease, acquire, manufacture, assemble, sell, install and generally deal in and with life and property safety equipment of all types and kinds; to purchase, lease, acquire, manufacture, assemble, sell, own and maintain burglar detection and alarm systems, intrusion detection and alarm systems, smoke and fire detection and alarm systems, computer security

BOOK 171 PAGE 238

000085

systems, including the software development necessary thereto; to engage in, manufacture, assemble, buy, distribute, sell, install, lease, and generally deal in and with all and every variety of product, device, system, and plan in the field of electronics; to buy, sell, lease, manufacture, distribute and install any and all types of electronic parts, tools, equipment, and accessories and generally to carry on any other business which can be advantageously pursued in conjunction with or incidental to any of the above purpose.

C. To export from and import into the United States, and its territories and possessions, and any and all foreign countries, as principal or agent, merchandise of every kind and nature, and to purchase, sell, and deal in and with merchandise of every kind or nature for exportation from, and importation into, the United States, to and from all countries foreign thereto, and for exportation from and importation into, any foreign country, to and from any other country foreign thereto, and to purchase and sell domestic merchandise in domestic market and foreign merchandise in foreign markets, and to do a general foreign and domestic exporting and importing business to act as financial, commercial, or general agent or representative of any corporation, association, firm, syndicate or individual, both foreign, domestic and international, and as such to develop, improve, and extend the property, trade and business interests thereof, and to aid any lawful enterprise in connection therewith to own, hold, rent, lease, manage, encumber, improve, exchange, buy and sell real property, collect rents, and do a general real estate business and in general to have and exercise all powers, rights, and privileges necessary and incident to carrying out properly the objects above mentioned; to engage in the business of repairing radios, television sets, computers, and other electronic equipment, and all

BOOK 171 PAGE 239

000085

other activities connected with the operation of such business; to acquire by purchase, lease, or otherwise, equip, maintain, and operate a general machine shop and foundry and do repairing, welding, brazing, soldering, polishing, moulding, casting, pattern making, blacksmithing, lacquering, enameling, metal stamping and cutting, and electrical work; to carry freight for hire to receive and load all varieties of commercial freight on board highway motor vehicles to transport such freight to various destinations within the state of Maryland and throughout the United States; and to buy, sell and otherwise deal in and with tractors and trailers suitable for commercial trucking, and to maintain and repair the same.

D. To purchase, lease, or otherwise acquire all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind of 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 business or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, businesses, 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.

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

BOOK 171 PAGE 240

000087

F. 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 or, any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States 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.

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

H. To loan or advance money with or without limit as to the 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 matter permitted by law, for money so borrowed or in payment for

000088

BOOK 171 PAGE 241

property purchases, or for any other lawful consideration, and to secure 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.

I. 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.

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purposes, object or business mentioned or to limit or restrict any of the powers of the Corporation. The

BOOK 171 PAGE 242

000089

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 Law of this State.

✓ FIFTH: The Post Office address of the principal office of the Corporation in Maryland is 515 Oak Road, Pasadena, Anne Arundel County, MD 21122. The name and post office address of the resident agent of the Corporation in Maryland are Gregory M. Manning, 515 Oak Road, Pasadena, Anne Arundel County, MD 21122. *Same*

SIXTH: The total number of shares of stock which the Corporation has authority to issue is 10,000 shares of common stock at no par value.

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 two directors, whose names are Gregory M. Manning and Walter K. Rothfus.

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. 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 officers, directors or shareholders are pecuniarily or otherwise interested in, or are directors or officers of, such other corporations; and directors or officers

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 243

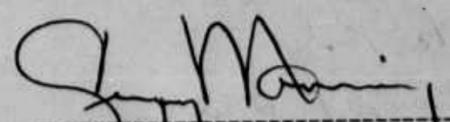
000090

individually, or any firm of which any director or officer may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Officers and Shareholders or a majority thereof; and any officer or 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 officers 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 and not so interested.

B. 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.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on August 9, 1985, and severally acknowledge the same to be our act.


GREGORY M. MANNING


WALTER K. ROTHEUSS

0000 0243

CLERKS NOTATION
BEST COPY
AVAILABLE

000091

BOOK 171 PAGE 244

L.H.

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:28 MO. 8 DAY 9 YEAR 85

52

40	ORG. & CAP. FEE
26	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
66	TOTAL
	CASH <input checked="" type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>Yes</i>

Strick

*Gregory Manning
515 Oak Rd
Pasadena, Md 21122*

1985 AUG -9 A 10:28

0000 0244

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 245

ARTICLES OF INCORPORATION
OF
ATLANTIC INVESTIGATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 09, 1985 AT 10:28 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741 , FOLIO 9 000082 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 40 RECORDING FEE PAID: \$ 26 SPECIAL FEE PAID: \$ _____

D1982073

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 183132

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 246

000156

ARTICLES OF INCORPORATION
PARENTS FOR MONTESSORI EDUCATION, INC.

FIRST: I, Ann M. Fligsten, whose post office address is 507 West Drive, 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 (hereinafter called the "Corporation") is:

PARENTS FOR MONTESSORI EDUCATION, INC. ✓

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

A. To establish and run a non-profit school for children that is consistent with and in furtherance of the teachings and principles of Maria Montessori, open to all children regardless of race, sex or religious affiliation; and

B. 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

C. 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 507 West Drive, Severna Park, Maryland 21146. The name and post office address of the Resident

52218218

0000 0248

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:37
E AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

000157

BOOK 171 PAGE 247

Agent of the Corporation in this State is Ann M. Fligsten, 507 West Drive, Severna Park, Maryland 21146. Said Resident Agent is an individual actually residing in this State. *Same*

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

SIXTH: The business and affairs of the Corporation shall be managed under the direction of a Board of Directors. The number of Directors shall never number less than three, nor more than fifteen individuals. The names of the Directors who shall act until the first annual meeting of the Corporation, when their successors are duly qualified and chosen are: Barbara Pratt, Roy Mason and Ann M. Fligsten.

SEVENTH: Any person, corporation, organization or institution desiring to promote the objects of the Corporation shall be eligible for membership in the Corporation by payment of dues established from time to time by the Board of Directors.

EIGHTH: The Corporation shall not participate nor intervene in any political campaign on behalf of any candidate for public office. No part of the property or income of the Corporation shall inure to the private benefit of any individual or group, other than such compensation for services rendered to the Corporation for such officers or employees as may be approved by the Board of Directors from time to time.

NINTH: The Corporation shall expend or distribute for educational purposes annually such amount of its income, current or not current, necessary to avoid unreasonable accumulation of

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 248

000158

income within the meaning of the Internal Revenue Code. The organization shall not engage in any prohibited transaction as described in the Internal Revenue Code. The activities of the Corporation shall always be limited to those which will allow it to qualify for federal income tax exemption as an educational institution under the revenue laws of the United States in force from time to time.

TENTH: In the event that circumstances force the Corporation to dissolve after payment of all legal obligations pursuant to Section 5-208 of the Corporations and Associations Article as amended from time to time, all remaining assets of the Corporation shall be transferred to a non-profit corporation having a similar or analogous character or purpose to the Corporation or associated or connected with the Corporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8th day of August, 1985, and I acknowledge the same to be my act.

Witness:

Arnette Lane

Ann M. Fligsten
Ann M. Fligsten

0000 0248

CLERKS NOTATION
BEST COPY
AVAILABLE

000159

BOOK 171 PAGE 249

CERTIFIED
COPY MADE

L.H. 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
10:40	8	9	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
9	OTHER /CC-3		
49	TOTAL		
	CASH	<input type="checkbox"/>	APPROVED BY
	CHECK	<input checked="" type="checkbox"/>	pen

(52)

nonstk.

Ann Flugster
507 West Drive
Severna Park, Md 21146

1985 AUG -9 10:40

0000 0249

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 250

ARTICLES OF INCORPORATION
OF
PARENTS FOR MONTESSORI EDUCATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 09, 1985 AT 10:40 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 000159 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1982180

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 183143

920

BOOK 171 Part 251

CLERKS NOTATION
BEST COPY
AVAILABLE

ARTICLES OF INCORPORATION

000166

OF

M.A.E. INCORPORATED

FIRST: We, the undersigned, Roland S. Brown, whose post office address is Shady Side, Maryland 20764, Penny M. Brown, whose post office address is Shady Side, Maryland 20764, and Ruth P. Huff, whose post office address is Shady Side, Maryland 20764, each being at least twenty-one years of age, do hereby associates 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:

M.A.E. INCORPORATED ✓

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

(a) To own, operate, run and manage the business of electrical construction in all types and forms, residential, commercial, government, and are 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 voting trust certificates so owned; to promote, to lend money to, and guarantee the dividends, stocks, bonds, notes, evidence of indebtedness, contracts or other obligations of and otherwise aid in any manner which shall be lawful, any corporation or association on which this corporation shall have any interest.

(c) To engage in and transact the business of research in any field, to carry in 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 and 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 science; and goods, wares, merchandise, commodities, articles of commerce and property of every kind and description, and any and all products, machinery, equipment and supplies used or useful in connection therewith, and to engage in, conduct and carry on a general manufacturing merchandising, mercantile and trading business in any and all branches thereof.

52248220

0000 0251

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:37
E. AUBREY COLLISON
CLERK

(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 any kind.

(f) To purchase, lease or otherwise acquire, hold develop, improve, mortgage, sell, exchange, let or in anymanner encumber or dispose of real property wherever situated.

(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.

(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.

(l) To construct, purchase, charter or otherwise acquire and deal with ships, yachts, boats and vessels of all kinds for any of the purpose of the Corporation.

(m) 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.

(n) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation.

The foregoing anumeration 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 is not intended, by the mention of any particular purpose, object or

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

✓ FOURTH: The Post Office address of the principal office of the Corporation in this State is ^{1238 Steamboat Rd, Pms} Shady Side, Maryland 20764. The resident agent of the Corporation is Roland S. Brown. whose post office address ^{is} 1238 Steamboat Road Shady Side, Maryland 20764. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one 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 of 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 carrying options or warrants to purchase stock of the corporation issued, optioned, or sold by it after its corporation. 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.

CLERKS NOTATION
BEST COPY
AVAILABLE

SIXTH: The number of directors of the Corporation shall be three which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: Roland S. Brown, Penny M. Brown, and Ruth P. Huff.

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 August 9, 1985.

Roland S. Brown
Roland S. Brown

Penny M. Brown
Penny M. Brown

Ruth P. Huff
Ruth P. Huff

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 9th day of August before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Roland S. Brown, Penny M. Brown and Ruth P. Huff and they acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notary Seal.

Sharon Lynn Williams
Notary

My Commission Expires July 1, 1986

CLERKS NOTATION
BEST COPY
AVAILABLE

000170

BOOK 171 PAGE 255

LP.

(02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

Stock

TIME 10:57 MO. DAY YEAR 8-9-85

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>gms</i>



*Roland Brown
1238 Steamboat Rd
Shady Side Md 20764*

1985 AUG -9 A 10:57

0000 0255

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 256

ARTICLES OF INCORPORATION
OF
M.A.E. INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 09, 1985 AT 10:57 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 000165 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1982206

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 183145

E AUBREY COLLISON
CLERK

ARNOLD
ATTORNEY
SILVER
BALTIMORE

CLERKS NOTATION
BEST COPY
AVAILABLE

000172

BOOK 171 PAGE 257

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, the subscribers, GARY HELMICK, whose post office address is 227 Dogwood Road, Millersville, Maryland, 21108; JACKIE HELMICK, whose post office address is 227 Dogwood Road, Millersville, Maryland, 21108; and BURTON H. KAPLAN, whose post office address is 373 N. Ferry Point Road, 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 hereinafter called the "Corporation") is BAY COUNTRY AUTO, INC.

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

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

- (1) To engage in the business of repairing all kinds of motor vehicles, including the repair of mechanical problems with the motor vehicles; to establish, maintain and operate a motor vehicle body shop; and to do everything

52218153

0000 0257

RECEIVED FOR RECORD
CIVIL COURT, BALTIMORE COUNTY
1986 JAN 31 AM 10:37
E. AUBREY COLLISON
CLERK

ARNOLD R. SILBIGER
ATTORNEY AT LAW
SILBIGER BUILDING
BALTIMORE, MD 21227

243-1818

BOOK 171 PAGE 258

000173

ordinarily done by those engaged in that line of 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 2543 Mountain Road, Pasadena, Maryland, 21122. The name and post office address of the Resident Agent of the Corporation in this State is Jackie Helmick, 2543 Mountain Road, Pasadena, Maryland, 21122. Said Resident Agent is an individual actually residing in this State. *Same*

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand (1000) shares of common stock, without par value.

SEVENTH: The number of directors shall be three (3), which number may be increased or decreased pursuant to the ByLaws of the Corporation. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Gary Helmick, Jackie Helmick and Burton H. Kaplan.

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,

BOOK 171 PAGE 259

000174

or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the rights of the Corporation) by reason of the fact that they are or were such director, officer, employee, or agent of the Corporation, or are or were 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 them in connection with such action, suit, or proceeding, if they acted in good faith and in a manner which they 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 their 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 they are or were such a director, officer, employee, or agent of the Corporation, or are or were 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) actually and

000175

BOOK 171 PAGE 260

reasonably incurred by them in connection with the defense or settlement of such action or suit if they acted in good faith and in a manner they 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 their 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 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, they shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by them 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

BOOK 171 PAGE 261

000176

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 they have 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

CLERKS NOTATION
BEST COPY
AVAILABLE

111-4262

000177

the Corporation.

(7) Any indemnification pursuant of this Article EIGHTH shall not be deemed exclusive of any other rights to whose 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.

IN WITNESS WHEREOF, we have signed these Articles and severally acknowledge same to be our act.

WITNESS:

Arnold R. Silbiger
on to call

Gary W. Helmick
GARY HELMICK

Jackie Helmick
JACKIE HELMICK

Burton H. Kaplan
BURTON H. KAPLAN

ARNOLD R. SILBIGER
ATTORNEY AT LAW
SILBIGER BUILDING
BALTIMORE, MD 21237
242-1610

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 263

6:10:29 A 10:29

(52)

CP

ARTICLES OF INCORPORATION
OF:
BAY COUNTRY AUTO, INC.

12

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:29
NO. 89
DAY 85
YEAR

80	ORG. & CAP. FEE		
22	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
42	TOTAL		
	CASH	<input type="checkbox"/>	APPROVED BY
	CHECK	<input checked="" type="checkbox"/>	<i>[Signature]</i>

ARNOLD R. SILBERGER
ATTORNEY AT LAW
SILBERGER BUILDING
1338 SUPERIOR SPRING ROAD
BALTIMORE, MARYLAND 21227

242-1616
ARNOLD R. SILBERGER
T. AUSTIN MURPHY

AK

000178

0000 0287

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 264

ARTICLES OF INCORPORATION
OF
BAY COUNTRY AUTO INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 09, 1985 AT 10:29^{A.} O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 000171, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1982214

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. Johnson



A 183146

000206

BOOK 171 PAGE 265

ARTICLES OF INCORPORATION
of
THE KIWANIS FOUNDATION OF
CROFTON, MARYLAND, INC.

ARTICLE I. CORPORATION ESTABLISHED

Section 1. We, the undersigned, being at least eighteen (18) years of age and citizens of the United States, desiring to form a non-stock corporation pursuant to the Corporation and Associations Article of the Annotated Code of Maryland, do hereby form a corporation.

ARTICLE II. NAME OF CORPORATION

Section 1. The name of the Corporation is: The Kiwanis Foundation of Crofton, Maryland, Inc. Hereinafter, any reference to the "Corporation" shall be construed to mean "The Kiwanis Foundation of Crofton, Maryland, Inc.".

DENNIS R. ROBIN
ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401
(301) 263-8510

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:38

52148318

E. AUBREY COLLISON
CLERK

1

0000 0265

000207

BOOK 171 PAGE 266

ARTICLE III. PRINCIPAL OFFICE

Section 1. The post office address of the principal office of the Corporation is
✓ 1542 Ellsworth Av., ~~P. O. Box 3101~~, Crofton, Maryland 21114.

ARTICLE IV. RESIDENT AGENT

Section 1. The Resident Agent of the Corporation in Maryland is Dennis R. Robin and the address of the Resident Agent is 1608 Farnborn Street, Crofton, Maryland 21114.

ARTICLE V. LIMITED MEMBERS, DIRECTORS, AND OFFICERS

Section 1. The members, directors, officers, and trustees of the Corporation may only be active, honorary, or senior members of the Kiwanis Club of Crofton, Maryland, Inc. Subject to this limitation, the membership shall be as provided by the By-laws of the Corporation.

DENNIS R. ROBIN
ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401
(301) 283-5510

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 267

000208

ARTICLE VI. PERPETUAL EXISTENCE

Section 1. The Corporation shall have a perpetual existence.

ARTICLE VII. STOCK ISSUANCE PROHIBITED

Section 1. The Corporation is formed as an organization of individuals who, as members of the Corporation, shall serve voluntarily, solely for the benevolent and charitable purposes set forth in these Articles of Incorporation. Since the Corporation is not established for the purpose of pecuniary gain or profit to any of its members, the Corporation may not issue capital stock.

ARTICLE VIII. CORPORATE PURPOSES

Section 1. The Corporation is organized exclusively for and shall be operated exclusively for charitable, educational, and scientific purposes, all within the purview of Section 501(c)(3) of the Internal Revenue Code and the Regulations adopted thereunder. It shall serve those

DENNIS R. ROBIN
ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401
(301) 263-8810

purposes in ways consistent with the purposes of Kiwanis International and the Kiwanis Club of Crofton, Maryland, Inc.

Section 2. More particularly, the Corporation shall be operated to serve disadvantaged or needy persons, both within and outside the community of the membership. These services may include the provision of assistance, support, education, training, and protection to such disadvantaged or needy persons. The Corporation shall be particularly concerned with the provision of services to handicapped people, aged people, and young people. The Corporation also shall be operated to generally assist young people through community service organizations and programs and through educational and vocational organizations and programs, including programs for the granting of scholarships.

Section 3. The Corporation may construct or improve a community hall and may maintain a community hall to serve any or all of the above stated purposes and generally for the use and benefit of all worthy community service and youth organizations in the area of the Corporation's membership.

000210

BOOK 171 PAGE 269

Section 4. All of the purposes specified under Sections 2 and 3 of this Article shall be carried out pursuant to the general purposes set forth under Section 1 of this Article. Those purposes specified under Sections 2 and 3 of this Article do not necessarily constitute an all-inclusive statement of the purposes that the Corporation may serve and, consistent with the requirements of Section 1 of this Article, the Corporation may expend funds and conduct its activities for any other charitable, educational, or scientific purpose, through whatever means, and by whatever manner as the Board of Directors considers appropriate and advisable.

ARTICLE IX. PROHIBITED ACTS AND ACTIVITIES

Section 1. 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 these Articles of Incorporation.

DENNIS R. ROBIN
ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401
(301) 263-6510

BOOK 171 PAGE 270

000211

- Section 2. 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 may not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
- Section 3. Notwithstanding any other provision of these Article, the Corporation may not carry on any other activity 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 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.
- Section 4. The Corporation may not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or in corresponding provisions of any subsequent federal tax laws.
- Section 5. The Corporation may not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code or in corresponding provisions of any subsequent federal tax laws.

BOOK 171 PAGE 271

000212

Section 6. The Corporation may not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or in corresponding provisions of any subsequent tax laws.

Section 7. The Corporation may not make any taxable expenditures as defined in Section 4845 (d) of the Internal Revenue Code of 1954, or in corresponding provisions of any subsequent federal tax laws.

ARTICLE X. POWERS AND DUTIES

Section 1. The financial contributions that the Corporation is authorized to make under these Articles of Incorporation may be made directly by the Corporation or the Corporation may furnish funds for any authorized purpose to any other organization that qualifies as a tax exempt organization under Section 501 (c) (3) of the Internal Revenue Code.

Section 2. For the purposes set forth in these Articles, the Corporation may receive funds and property, whether real or personal, tangible or intangible, by bequest, devise, gift, purchase, or

BOOK 171 PAGE 272 000213

lease. For those purposes, the Corporation may take title to and use the proceeds and income of the stocks, bonds, obligations, or other securities of any corporation. The Corporation may receive any of the property described in this section absolutely or in trust.

Section 3. The Corporation shall administer the funds and property received for the purposes set forth in these Articles. In this regard, the Corporation may hold, invest, and reinvest any such funds and may sell, convey, and dispose of such property and invest and reinvest the principal thereof.

Section 4. 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, or by corresponding provisions of any subsequent federal tax laws.

Section 5. The Corporation may make and enter into contracts as may be proper and necessary or desirable for the purposes set forth in these Articles.

BOOK 171 PAGE 273

000214

Section 6. The Corporation may purchase, lease, or otherwise acquire real and personal property as may be proper and necessary or desirable for carrying out the purposes of the Corporation as set forth in these Articles. The Corporation may sell or exchange such acquired property.

Section 7. The Corporation may erect on such real estate as may be so acquired a suitable building or buildings and maintain any such building or space in any such building so acquired as may be proper and necessary or desirable for carrying out the purposes of the Corporation.

Section 8. The Corporation may engage, hire, or employ any person as may be proper and necessary or desirable for carrying out the purposes of the Corporation and pay to that person such compensation as the Board of Directors considers reasonable and proper.

Section 9. The Corporation may raise or borrow money for any of the purposes of the Corporation. As to any money so borrowed, the Corporation may issue bonds, notes, or other obligations, of any nature, in any manner permitted by Law.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 274

000215

The Corporation may sell, pledge, discount, or otherwise dispose of such bonds, notes, or other obligations, for any of the purposes of the Corporation.

The Corporation may secure the payment of money for property purchased or for money otherwise borrowed, together with interest thereon, by mortgage of, deed of trust upon, or pledge, conveyance, or assignment in trust of the whole or any part of the real, personal, or mixed property of the Corporation.

Section 10. Subject to Article XI of these Articles, the Corporation may deal with and expend the funds and property it receives and the income therefrom for any of the purposes set forth in these Articles, without limitation, except for any limitation imposed by law or as may be contained in an instrument under which particular funds or property is acquired.

If the Corporation receives funds or property under an instrument such as a trust, will, or deed of trust, the Corporation shall, to the extent consistent with the law, administer the funds or property as directed under the terms of the instrument. However, the Corporation may not accept any such

DENNIS R. ROBIN
ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401
(301) 263-8510

BOOK 171 PAGE 275 000216

funds or property if such acceptance is conditioned or limited in a manner: (1) that would require distribution of the funds or property or the income therefrom to any person or organization other than a charitable organization or for other than a charitable purpose as set forth in these Articles of Incorporation; or (2) that would, in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation under Section 501(c)(3) of the Internal Revenue Code.

Section 11. The Corporation may exercise any and all other powers that a non-profit corporation, organized under the applicable provisions of the Annotated Code of Maryland, for charitable, educational, and scientific 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 tax-exempt purposes.

ARTICLE XI. CONFORMANCE TO CONSTITUTION, BY-LAWS,
AND POLICIES OF KIWANIS INTERNATIONAL

Section 1. The Corporation shall be governed by the Constitution, by-laws, and policies of Kiwanis International.

DENNIS R. ROBIN
ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401
(301) 263-5510

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 276

000217

- Section 2 The Corporation shall comply with any requirements or conditions set by Kiwanis International.
- Section 3. An amendment to these Articles of Incorporation or the By-laws of the Corporation shall not be effective until approved by Kiwanis International.
- Section 4. On request of the Board of Trustees of Kiwanis International shall change its form of organization or dissolve, as requested.

ARTICLE XII. MEMBERS

- Section 1. Subject to the limitation posed by Article V of these Articles of Incorporation, the members of the Corporation shall be determined, chosen, or elected in a manner set forth in the By-Laws of the Corporation and a member may be dropped or removed from the membership in a manner authorized by the By-Laws.

DENNIS R. ROBIN
ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401
(301) 263-5510

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 277

000218

ARTICLE XIII. OFFICERS

Section 1. The officers of the Corporation shall be members of the Board of Directors who, as provided by the By-Laws of the Corporation, either shall be appointed ex-officio, pursuant to their offices in the Kiwanis Club of Crofton, Maryland, Inc., or elected by the Board of Directors as provided by the By-Laws of the Corporation.

ARTICLE XIV. BOARD OF DIRECTORS

Section 1. The Corporation shall be governed by a Board of Directors. The number of the Directors and the manner of their election shall be as set forth in the By-Laws of the Corporation. The names and addresses of the individuals who shall serve as Directors until their election and qualification of their successors are: George A. Pierce, 1714 Tedbury Street, Crofton, Maryland 21114; Harry C. O'Haver, 1556 Ellsworth Avenue, Crofton, Maryland 21114;

DENNIS R. ROBIN
ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401
(301) 263-5510

0000 0277

BOOK 171 PAGE 278

000219

Kent C. Dixon, 1552 Crofton Parkway, Crofton, Maryland 21114; Donald B. Everitt, 1702 Twain Road, Crofton, Maryland 21114; Robert J. Hemming 1548 Eversham Place, Crofton, Maryland 21114; Steven W. Arnt, 1453 Hylton Place, Crofton, Maryland 21114; William D. Burlison, 1830 Treeview Court, Crofton, Maryland 21114; Edward J. Callahan, 1519 Crofton Parkway, Crofton, Maryland 21114; Danny A. Dalton, 1614 English Place, Crofton, Maryland 21114; Emery E. Dobbins, 1546 Everham Place, Crofton, Maryland 21114; Dennis R. Robin, 1608 Farnborn Street, Crofton, Maryland 21114; and Thomas F. Swartz, 1707 Usher Place, Crofton, Maryland 21114.

ARTICLE XV. BY-LAWS

Section 1. The members of the Corporation, by an affirmative vote of two-thirds (2/3) of those present at any regular or special meeting of the membership, may adopt By-laws to carry out the provisions of these Articles of Incorporation. The By-laws may provide for the government and administration of the Corporation and the conduct of the business of the Corporation. The Corporation, however, may not in any instance adopt a By-law that contravenes any provision of these Articles of Incorporation.

Section 2. An amendment to the By-laws of the Corporation shall not be effective until approved by Kiwanis International.

CERTIFICATE BOND

75% COTTON FIBER

ARTICLE XVI. DISSOLUTION

Section 1. In the event of dissolution or winding up of the Corporation or upon the abandonment of the activities of the Corporation due to its impractical or inexpedient nature, the directors or other persons in charge of the Corporation, after paying or adequately providing for the debts or obligations of the Corporation, shall grant, convey, assign, and deliver the remaining assets of the Corporation to either:

- (1) A state, a territory, a possession of the United States, or any political subdivision of any of the foregoing; or to the United States or the District of Columbia, to be used exclusively for public purposes; or
- (2) A corporation, trust, or community chest, fund or foundation that:

DENNIS R. ROBIN
ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401
(301) 263-8810

- (a) was created or organized in the United States or in any possession thereof, or under the law of the United States, any state or territory, the District of Columbia, or any possession of the United States;
- (b) is organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals;
- (c) prohibits any part of its net earnings to inure to the benefit of any private shareholder or individual; and
- (d) prohibits any substantial part of its activities to include the carrying on propaganda, or otherwise attempting to influence legislation.

Section 2. No organization shall qualify under this Article XVI of these Articles for distribution of any of this Corporation's assets unless the organization shall be an organization,

association, fund, or foundation organized and operated exclusively for charitable, religious, scientific or educational purposes which is a tax-exempt, non-profit organization under the United States Internal Revenue Code, and which is recognized as such by the United States Bureau of Internal Revenue.

Any assets transferred to any organization under this Article XVI of these Articles shall be used within the United States, or any of its possessions, exclusively for the purposes specified under subitem (2)(b) of Section 1 of this Article.

If the Corporation holds any assets in trust at the time of its dissolution, then upon petition therefor by the Attorney General, or any person concerned in the liquidation, such assets shall be disposed of in such manner as may be directed by decree of the Circuit Court for the county in which the Corporation had its principal office.

DENNIS R. ROBIN

ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401

(301) 263-5510

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 282

000223

IN WITNESS WHEREOF, we, the persons who are to act in
the capacity of first directors of this Corporation
have hereunto set our hands and seals
this 26th day of July
1985, severally acknowledge same to be our act.

Witnesses:

James Appel - As to all

Board of Directors:

George A. Pierce
GEORGE A. PIERCE
1714 Tedbury Street
Crofton, Maryland 21114

Harry O. Haver
HARRY O. HAVER
1556 Ellsworth Avenue
Crofton, Maryland 21114

Kent C. Dixon
KENT C. DIXON
1553 Crofton Parkway
Crofton, Maryland 21114

Donald B. Everett
DONALD B. EVERETT
1702 Twain Road
Crofton, Maryland 21114

Robert J. Hemming
ROBERT J. HEMMING
1548 Eversham Place
Crofton, Maryland 21114

Stephen W. Arnt
STEPHEN W. ARNT
1452 Hylton Place
Crofton, Maryland 21114

DENNIS R. ROBIN
ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401
(301) 269-8510

0000 0282

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 283

000224

000000

As to all
Dennis R. Robin

William D. Burlison
WILLIAM D. BURLISON
1830 Treeview Court
Crofton, Maryland 21114

Edward J. Callahan
EDWARD J. CALLAHAN
1519 Crofton Parkway
Crofton, Maryland 21114

Danny A. Dalton
DANNY A. DALTON
1614 English Place
Crofton, Maryland 21114

Emery E. Dobbins
EMERY E. DOBBINS
1546 Eversham Place
Crofton, Maryland 21114

Keith C. Dixon

Dennis R. Robin
DENNIS R. ROBIN
1608 Farnborn Street
Crofton, Maryland 21114

Dennis R. Robin

Thomas F. Swartz
THOMAS F. SWARTZ
1707 Usher Place
Crofton, Maryland 21114

DENNIS R. ROBIN
ATTORNEY AT LAW
213 MAIN STREET
ANNAPOLIS, MD 21401
(301) 263-8510

0000 0283

CLERKS NOTATION
BEST COPY
AVAILABLE

DR
auth
PO correct
js

025 171

000225

BOOK 171 PAGE 284

CERTIFIED
COPY MADE

L.H. (02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 8:51 AM. DAY 8-2-85 YEAR

20	ORG. & CAP. FEE
48	RECORDING FEE
	LIMITED PARTNERSHIP FEE
25	OTHER 1CC19P
93	TOTAL CASH <input type="checkbox"/> BY <input type="checkbox"/>
	CHECK <input type="checkbox"/>

Non Stode

Dennis Robin
90 Cathedral St
Annapolis Md 21401

1985 AUG - 2 A 8:51

0000 0284

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 285

ARTICLES OF INCORPORATION
OF
THE KIWANIS FOUNDATION OF CROFTON MARYLAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 02, 1985 AT 08:51 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 000205 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 48 SPECIAL FEE PAID: \$ _____

D1982271

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 183150

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 286

000260

ARTICLES OF INCORPORATION
OF
EASTPORT YACHTS, INC.

PK

FIRST: I, WAYNE T. KOSMERL, whose post office address is P.O. Box 3323, 222 Severn Avenue, Annapolis, Maryland 21403, being at least eighteen (18) years of age, hereby file these Articles of Incorporation under and by virtue of the General Laws of the State of Maryland.

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

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

(1) To own, operate, run, manage and engage in the business of chartering, leasing, selling, buying, trading-in, brokering, building, importing, distributing, and outfitting all types of boats, vessels, marine craft or any accessories relating thereto;

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

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

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

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

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

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

52198214

0000 0286

RECORDED FOR RECORD
CLERK COURT, A.A. COUNTY

1986 JAN 31 AM 10:38

E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 287

000261

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 410 Severn Avenue, Suite 306, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is ALLAN *Send* MENCIN, 410 Severn Avenue, Suite 306, Annapolis, Maryland 21403. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 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 Bylaws of the Corporation, but shall never be less than three provided that:

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

CLERKS NOTATION
BEST COPY
AVAILABLE

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

The name of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are ALLAN MENCIN, WAYNE T. KOSMERL, and CHARLES BAGLEY, IV.

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

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

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

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

EIGHTH: Except as may 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 shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify officers, directors, agents and employees as follows:

(1) The Corporation shall indemnify any officer or director of the Corporation who was or is a party or is

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 289

000263

threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such officer, director, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, director, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding, if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

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

(3) To the extent that an officer or director of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 290

000264

paragraphs (1) and (2) of this Article NINTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article NINTH.

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

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

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

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

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I hereby affirm under the penalties of perjury that I have signed these Articles of Incorporation

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 291

000265

this 1st day of July, 1985, and I acknowledge the same to be my act.

WITNESS:

Patricia J. Johnson

Wayne T. Kosmerl
WAYNE T. KOSMERL

3451D

CLERKS NOTATION
BEST COPY
AVAILABLE

000266

BOOK 171 PAGE 292

(5a)

L.H.

ARTICLES OF INCORPORATION OF	
(02) EASTPORT YACHTS, INC. STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
DATE	11-13 1985
NO.	8-7-85
ORG. & CAP. FEE	30
RECORDING FEE	38
LIMITED PARTNERSHIP FEE	
OTHER	12
TOTAL	54
CASH	<input type="checkbox"/>
CHECK	<input checked="" type="checkbox"/>
Return to: Wayne T. Kosmehl COUNCIL, HARADEL, KOSMERT & NOLAN, P.A. ATTORNEYS AT LAW 222 SEVERN AVENUE P. O. BOX 3323 ANNAPOLIS, MARYLAND 21403-0323 680.25	

stake

CERTIFIED
COPY MADE

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 293

ARTICLES OF INCORPORATION
OF
EASTPORT YACHTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 07, 1985 AT 11:13 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 7 FOLIO 000253 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1982347

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 183157

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 294

000278

A CLOSE CORPORATION
ARTICLES OF INCORPORATION
OF
THE KNITTING LOFT, LTD.

OK

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, 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:

THE KNITTING LOFT, LTD. ✓

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 buy, sell and generally deal in knitting goods and supplies of every kind and description and all other types of personal property.

(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.

FIFTH: The post office address of the principal

CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:38

52198198

E. AUBREY COLLISON
CLERK

0000 0244

BOOK 171 PAGE 295

000279

✓
✓
Some office of the Corporation in this State is 513 Forest View Road, Linthicum Heights, Maryland 21090. The Resident Agent of the Corporation is Eloise A. Vaughan, whose post office address is 513 Forest View Road, Linthicum Heights, 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, Eloise A. Vaughan, 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 contract or transaction, with like force and effect as if he were not such director or officer of such other

CLERKS FOUNDATION
BEST COPY
AVAILABLE

000280

BOOK 171 PAGE 296

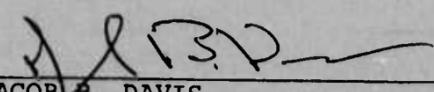
corporation or association or were not so interested or were not a member of a firm so interested.

(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 6th day of August, 1985.



JACOB B. DAVIS

CLERKS NOTATION
BEST COPY
AVAILABLE

000281

BOOK 171 PAGE 297

1985 AUG 9 10:46 AM

LH (52)

Stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:46 MO. 8 DAY 7 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
9	OTHER ICC3P
49	TOTAL

CASH APPROVED BY
CHECK *js*

CERTIFIED
COPY MADE

Jacob Davis
PO Box 849
Glen Burnie Md 21061-0849

0000 0281

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 298

ARTICLES OF INCORPORATION
OF
THE KNITTING LOFT, LTD

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 07, 1985 AT 10:46 O'CLOCK ^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 4 2741, FOLIO 000277 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1982388

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. Collins



A 183161

E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

000294

BOOK 171 PAGE 299

ARTICLES OF INCORPORATION

OF

Commercial Electronics Entertainment Company

* * * * *

FIRST: I, THE UNDERSIGNED, William P. Gibbons, whose post-office address is 1100 Ohio Savings Plaza, Cleveland, Ohio 44114, being at least eighteen years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate myself as incorporator with the intention of forming a corporation.

SECOND: The name of the corporation is Commercial Electronics Entertainment Company ✓

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

To engage in any or all lawful business for which corporations may be organized under the Maryland General Corporation Law.

FOURTH: The post-office address of the principal office of the corporation in this state is ~~Suite 1~~^{NA}, 100 Severn Avenue, Annapolis, Maryland 21403. The name of the resident agent of the corporation in this state is E. Randall Sitler, a resident of this state, and the post-office address of the resident agent is ~~Suite 1~~^{NA}, 100 Severn Avenue, Annapolis, Maryland 21403.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is One Hundred (100) common shares without par value, all of one class.

SIXTH: The number of directors of the corporation shall be three (3), which number may be changed in accordance to the by-laws of the corporation. The names of the

52198221

0000 0294

Res

RECEIVED FOR RECORD
CLERK COURT, A.A. COUNTY
1986 JAN 31 AM 10:38
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 300

000295

directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are:

E. Randall Sitler

Scott R. Sitler

John H. Sitler

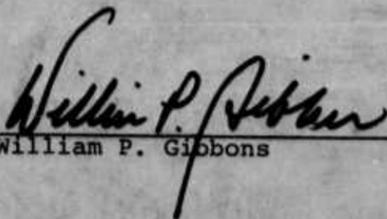
SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned incorporators of Commercial Electronics Entertainment Company who executed the foregoing Articles of Incorporation hereby acknowledge the same to be their act and further acknowledge that, to the best of their knowledge the matters and facts set forth therein are true in all material respects under the penalties of perjury.

Dated the 19th day of July, 1985.


William P. Gibbons

0000 0320

CLERKS NOTATION
BEST COPY
AVAILABLE

000296

BOOK 171 PAGE 301

CERTIFIED
COPY MADE

1985 AUG - 1 A 10:11

(52)

LW (02)

Stork

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:17 MO. DAY YEAR 8-7-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER <i>ic cap</i>
48	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>AS</i>

CT-Donahue
815 Superior Av NE
Cleveland Ohio 44114

0000 0321

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 302

ARTICLES OF INCORPORATION
OF
COMMERCIAL ELECTRONICS ENTERTAINMENT COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 07, 1985 AT 10:17 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741 , FOLIO 3 **000293** OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 20 SPECIAL FEE PAID: \$ _____
D1982412

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 183164

MITER CONSTRUCTION COMPANY, INC.

ARTICLES OF INCORPORATION

FIRST: I, Katherine LesCallett, whose post office address is 6391 Shady Side Road, Shady Side, Maryland 20764, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is Miter Construction Company, Inc.

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

(1) To build new homes and remodel existing homes including siding and roof work.

(2) To engage in any other lawful purpose and/or business.

(3) To do anything permitted by Section 2-103 of the Corporation 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 6391 Shady Side Road, Shady Side, Maryland 20764. The name and post office address of the Resident Agent of the Corporation in this State are Katherine LesCallett, 6391 Shady Side Road, Shady Side, Maryland 20764. 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 (100) shares of common stock, without par value.

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 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: Directors: Katherine LesCallett, William Ligan LesCallett, Elizabeth Jean Zseltvay, and Ronald Zseltvay, Sr.

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

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

WITNESS:

Richard J. McCarthy *Katherine LesCallett*

52208247

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:38

E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

000361

deleted "S" in name
at Reading per
Mr. McCarthy
8-8-85

1985 AUG 8 A 11:52

BOOK 171 PAGE 304

CERTIFIED
COPY MADE

(02)

(52)

44

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 11:52 MO. DAY YEAR 8-8-85

20	ORG. & CAP. FEE
30	RECORDING FEE
	LIMITED PARTNERSHIP FEE
7	OTHER ICCIP
47	TOTAL CASH <input type="checkbox"/> APPROVED BY CHECK <input checked="" type="checkbox"/> 48

Michael McCarthy
12427 Sadler Lane
Bowie, MD 20715

0000 0324

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 305

ARTICLES OF INCORPORATION
OF
MITER CONSTRUCTION COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 08, 1985 AT 11:52 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 000359 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1982529

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. Adams



A 183174

CLERKS NOTATION
BEST COPY
AVAILABLE

000496

BOOK 171 PAGE 306

ARTICLES OF INCORPORATION

FIRST: That I, the subscriber, Michael J. Hoban, whose post office address is 25 Tudor Court, Timonium, Maryland, 21093, being at least eighteen years of age, am hereby forming 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 the "Corporation") is:

ARCHIVES STORAGE SPECIALISTS, INC. ✓

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

(a) To conduct record retention and storage, to include but unlimited to storage of files, general records and literature.

(b) To purchase, lease or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of foods, 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 purchase, lease or otherwise acquire, all or any part of the property, rights, business, 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

52248522

0000 0000

RECEIVED FOR RECORD
CIRCUIT COURT, N.A. COUNTY
1986 JAN 31 AM 10:38
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 307

000497

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.

(e) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, registered 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.

(f) 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, or voting trust certificates of any shares of stock, or any bonds or other securities or evidences of indebtedness issued or created by any other corporation, 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 share of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(g) To guarantee the payment of dividends upon shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds,

CLERKS NOTATION
BEST COPY
AVAILABLE

debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(h) 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.

(i) 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.

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

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 309

000499

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by Law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations, purposes and powers relative to corporations which are contained in the General Laws of this State, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation is 808 Barkwood Court, Linthicum, Maryland, 21090. The resident agent of the Corporation is Michael J. Hoban, whose post office address is 25 Tudor Court, Lutherville, Maryland, 21093. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 5,000 shares with no par value, all of which shares are of one class, and are designated as common stock.

SIXTH: The Corporation shall have four (4) directors: Michael J. Hoban, Reese V. Bean, III, Varghese Robert George, and Charles Robert Quental, and they shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The number of directors of the Corporation may be increased or decreased pursuant to the By-Laws of the Corporation.

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:

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 310

000500

(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, whether now or hereafter authorized, or securities convertible into shares of its stock with or without par value, 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 time and prices of redemption of, and the conversion rights of such shares.

(c) The Corporation reserves the right to amend its Charter, including such amendments as 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.

(d) 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 rights of subscription to any shares of any class or to any securities convertible into shares of stock of the

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 311

000501

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.

(e) 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 powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

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

WITNESS:

Ausy A. Jones Michael J. Hoban
MICHAEL J. HOBAN
(Incorporator)

STATE OF MARYLAND, CITY OF BALTIMORE, to wit:

I HEREBY CERTIFY that on this 24th day of July, 1985, before me, the subscriber, in and for the City and State aforementioned, personally appeared Michael J. Hoban, and made oath in due form of law that he is the person whose name appears above as Incorporator.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 312

000502

My commission expires:

7-1-86

Sally R. Jones
NOTARY PUBLIC

STATE BOND

CLERKS NOTATION
BEST COPY
AVAILABLE

000503

BOOK 171 PAGE 313

LP. 02
STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
3:18	8	9	85
20	ORG. & CAP. FEE		
27	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
44	TOTAL CASH	<input type="checkbox"/>	APPROVED BY
	CHECK	<input checked="" type="checkbox"/>	pcm

(52)

str

Fine, Gibbons, MacMeekin
2211 Maryland Ave
Balto Md 21218

1985 AUG 9 - 9 31 8

1985 AUG 9 - 9 31 8

0000 03/17

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 314

ARTICLES OF INCORPORATION
OF
ARCHIVES STORAGE SPECIALISTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 09, 1985 AT 03:18 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 000495 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 24 SPECIAL FEE PAID: \$

D1982750

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 183195

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 315

000589

NORTH ARUNDEL TITLE CORPORATION
ARTICLES OF INCORPORATION

FIRST: I, Karen M. Albright, whose post office address is 200 Hospital Drive, 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 "NORTH ARUNDEL TITLE CORPORATION"

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

(a) To engage in and conduct final settlement of the sale and purchase of real property and to act as settlement officer and escrow agent in furtherance thereof. 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 principal office will be Suite 113, 200 Hospital Drive, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the corporation in this state is Christopher H. Hill, Suite 113, 200 Hospital Drive, 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.

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:

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

52218226

1986 JAN 31 AM 10:38

E. AUBREY COLLISON
CLERK

BOOK 171 PAGE 315

(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 director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Christopher H. Hill.

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.

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

CLERKS NOTICE
BEST COPY
AVAILABLE

000591

BOOK 171 PAGE 317

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 proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

Law Offices of
Christopher Harris Hill
1000 North Building
200 West 10th Street, Suite 111
Columbus, Maryland 21046
(301) 748-8711

CLERKS POSITION
BEST COPY
AVAILABLE

BOOK 171 PAGE 318

000592

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 7th day of August, 1985 and I acknowledge
the same to be my act.

WITNESS:

Philip H. Vogt
47/gv

Karen M. Albright
Karen M. Albright

Law Office of
Christopher Harris Hill
8000 Medical Building
200 Hospital Drive, Suite 213
Cape Girardeau, Missouri 63703
(314) 744-0711

000593

BOOK 171 PAGE 319

000593

BEST COPY AVAILABLE

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

[Faint signatures and names]

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
 APPROVED FOR RECORD

TIME: 10:59 MO: 8 DAY: 9 YEAR: 85

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL

TOTAL CASH CHECK APPROVED BY *[Signature]*

(50)

pkh

Christopher Hill
 200 Hospital Dr, #113
 Glen Burnie, Md 21061

0000 0314

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK **171** PAGE **320**

ARTICLES OF INCORPORATION
OF
NORTH ARUNDEL TITLE CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 09, 1985 AT 10:59 O'CLOCK ^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741 FOLIO 5 **000588** OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 22

SPECIAL FEE PAID:
\$ _____

D1982891

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. [Signature]



A-183209

CLERKS NOTATION
BEST COPY
AVAILABLE

000648

BOOK 171 PAGE 321

SILENT RUNNING ANNAPOLIS SAILING VENTURES, INC.

ARTICLES OF INCORPORATION

FIRST: I, LESLIE C. SANG, whose post office address is 8 Silverwood Circle, Apartment 12, Annapolis, Maryland 21403, 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 hereafter called the "Corporation") is:

SILENT RUNNING ANNAPOLIS SAILING VENTURES, INC. ✓

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

(1) To engage in the business of renting, leasing, and chartering yachts and other equipment on short term and long term basis, and to establish sailing schools and provide instructions in sailing and other water activities; and

(2) To engage in the business of buying and selling yachts and other marine equipment; and

(3) To engage in the business of the delivery of yachts, marine consulting and other marine related purposes; and

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

(5) To acquire (by purchase, lease, or otherwise), own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situated, within or either alone or in connection with any person, firm, association or corporation; and

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

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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:38

E. AUBREY COLLISON
CLERK

52218236

0000 0321

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 322

000649

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

✓ FOURTH: The post office address of the Corporation in this state is 8 Silverwood Circle, Apartment 12, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this state is Leslie C. Sang, 8 Silverwood Circle, Apartment 12, Annapolis, Maryland, 21403. Said Resident Agent is an individual actually residing in this state.

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

SIXTH: The number of directors of the Corporation shall be three, which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3), provided that 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: Leslie C. Sang.

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.

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

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

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

NINTH: The corporation 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

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 324

000651

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 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) 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 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 NINTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article NINTH.

(4) Any indemnification under paragraph (1) or (2) of this Article NINTH (unless ordered by a court) shall be made by

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 325

000652

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 NINTH. 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 Article.

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

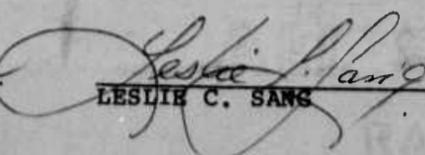
(7) Any indemnification pursuant to this Article NINTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled, and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representatives of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

TENTH: The duration of the Corporation shall be perpetual.

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:


3437D/289


LESLIE C. SANG (SEAL)

CLERKS NOTATION
BEST COPY
AVAILABLE

000653

BOOK 171 PAGE 326

	ARTICLES OF INCORPORATION OF	SILENT RUNNING ANNAPOLIS SAILING VENTURES, INC.
Return to: Ronald E. Council COUNCIL, BARADEL, KOMMERL & NOLAN, P.A. ATTORNEYS AT LAW 222 SEVERN AVENUE P. O. BOX 3323 ANNAPOLIS, MARYLAND 21403-0323 3113.01		

20	ORG. & CAP. FEE	
20	RECORDING FEE	
11	LIMITED PARTNERSHIP FEE	
51	OTHER	1000 SP
	TOTAL	
	CASH <input type="checkbox"/>	Approved by
	CHECK <input checked="" type="checkbox"/>	W. J. O.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 11:00 MO. 8-9-85 DAY YEAR

CERTIFIED
COPY MADE

still

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 327

ARTICLES OF INCORPORATION
OF
SILENT RUNNING ANNAPOLIS SAILING VENTURES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 09, 1985 AT 11:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 000647 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1982982

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 183218

001072

BOOK 171 PAGE 328

ENVIRONMENTAL MAINTENANCE SERVICES, INC.
(CLOSE CORPORATION)

ARTICLES OF INCORPORATION

gs
FIRST: I, Jon W. Brassel, whose post office address is 116 Cathedral Street, Annapolis, Maryland 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 the "Corporation") is Environmental Maintenance Services, Inc. ✓

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

FOURTH: The purposes for which the Corporation are:

1. To engage generally in the business of providing maintenance and refuse removal services.

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 principle office of the Corporation in this State is 501 W. Central Avenue, Davidsonville, Maryland. The name and post office address of the Resident Agent of the Corporation in this State are Jon W. Brassel, 116 Cathedral Street, Annapolis, Maryland. Said Resident Agent is an individual residing in this state. ✓

RECEIVED FOR RECORD
1986 JAN 31 AM 10:38

E. AUBREY COLLISON
CLERK

18469

0000 0328

CLERKS NOTATION
BEST COPY
AVAILABLE

~~00107~~
001073

BOOK 171 PAGE 329

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5000) shares of Common Stock without par value.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23rd day of July, 1985, and I acknowledge the same to be my act.

Marcia Welteran
Witness

Jon W. Brassel
Jon W. Brassel

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

I HEREBY CERTIFY on this 23rd day of July, 1985, before me, a subscriber, a Notary Public of the State of Maryland, personally appeared JON W. BRASSEL, the incorporator named above, acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESSED MY HAND AND NOTARIAL SEAL,

Linda Hurlsey
Notary Public

My Commission Expires: 7-1-86



0000 0329

CLERKS NOTATION
BEST COPY
AVAILABLE

PO
21035
RPA
21401

001074

BOOK 171 PAGE 330

(52)

(OR)

L.H.

Stork

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 12:00 MO. DAY YEAR 8-12-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

John Brussel
116 Cathedral St
Annap., Md 21401

0000 03/00

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 331

ARTICLES OF INCORPORATION
OF
ENVIRONMENTAL MAINTENANCE SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 12, 1985 AT 12:00 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 3 001071 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1983295

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 183239

BOOK 171 PAGE 332

001139

ARTICLES OF INCORPORATION

OF

KING'S CREEK, LTD

FIRST: I MICHAEL R. ROBLYER, 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: King's Creek, Ltd.

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

(a) To buy and sell, both at wholesale and retail, export, import, and generally trade in nautical theme household items including jewelry, lamps, chinaware, dishware, books, book ends, candles, candlesticks, and other novelties, and all kinds of goods, wares, and merchandise of every nature and discription; to operate one or more gift and miscillaneous novelty shops, and to operate any business along any line corporate to the business herein more specifically described.

(b) To buy, purchase or in any way acquire mortgages, notes, conditional contracts of sale, accounts receivable or other evidences of indebtedness, and to loan and advance money to individuals, corporations or partnerships on merchandise, chattels, motor vehicles, shares, bonds, stocks, securities, reals and leasehold properties, notes, conditional contracts of sale

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:38

E. AUBREY COLLISON
CLERK

52248199

52248200

0000 0332

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 333

001140

and accounts receivable and any other property of whatever kind, nature or description.

(c) To acquire by purchase or in any other manner, to take, receive, hold, use, improve, sell, mortgage, lease, dispose of, and otherwise deal with any real or personal property, including the shares, bonds, stocks, securities, properties, rights, business, good will and assets of every kind, of any corporation, firm or individual, and to pay for the same in cash or in stock of this Corporation or otherwise to assume and pay the liabilities thereof in the manner provided by law. To enter into, make and perform contracts of any kind for any lawful purposes without limit as to amount with any person, firm or corporation, municipality, State or government, to borrow such monies as it may require for the purpose of its business and to draw, make, receipt, endorse, discount, execute and issue promissory notes, bills of exchange and other negotiable instruments and evidence of indebtedness, and to secure the payment thereof by mortgage, pledge, deed of trust, conveyance or assignment of the whole or any part of the corporate property, either real, personal or mixed.

(d) To have offices, conduct its business and promote its objects within and without the State of Maryland, and in other States and foreign countries, without question as to place and number.

(e) To carry on any other business which may be calculated directly or indirectly to effectuate the aforesaid objects,

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 334

001141

to facilitate in the transaction of its aforesaid business or any part thereof, or in the transaction of any other business that may be calculated directly or indirectly to enhance the value of its property and rights.

It is the intention that said clauses be broadly construed, both as to purposes and powers, and generally that the Corporation shall be authorized to exercise and enjoy all other powers and rights granted 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 or as waiver of any of the powers, rights, or privileges granted or conferred by the Laws of the State of Maryland, now or hereinafter in force.

(f) To borrow money and to pledge as collateral any or all of the assets of the Corporation.

(g) In general, to invest the capital of this Corporation for profit and to use and deal in money and wealth in any fashion and to do any and all things hereinabove set forth and such other things as are incidental or conducive to the attainment of the objects and purposes of the Corporation as principal, factor, agent, contractor, person, firm, association or corporation; and in carrying on its business and for the purpose of furthering or attaining any of its objects, to make and perform contracts of any kind and description, and to do such acts and things and to exercise all and any such powers to the same extent as a natural person might or could lawfully do, provided the same are not

CLERKS NOTICE
BEST COPY
AVAILABLE

inconsistent with the By-Laws under which this Corporation is organized.

(h) 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 770 Ritchie Highway , Suite W 8, Severna Park, Maryland 21146. The name and post office address of the Resident Agent is Michael R. Roblyer, 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 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 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 stockholders, the number of directors may be less than three, but not less than the number of stockholders.

BOOK 171 PAGE 336

001143

JAMES L. SMITH
SUSAN K. SMITH
GEORGE T. HARRISON, III

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 this 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

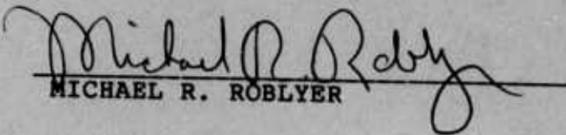
CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 337

001144

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

IN WITNESS WHEREOF, I have signed these Article of Incorporation this 29th day of July, 1985, and I acknowledge the same to be my act.


MICHAEL R. ROBLYER

CLERKS NOTATION
BEST COPY
AVAILABLE

001145

BOOK 171 PAGE 338

1985 AUG 12 4 10 16 P

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:16 MO. DAY YEAR 8 12 83

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> PCM

PKK

Michael Roblyzer

7 Willow St

Annapolis, Md 21401

1985 AUG 12 4 10 16 P

0000 0328

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 339

ARTICLES OF INCORPORATION
OF
KING'S CREEK, LTD

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 12, 1985 AT 10:16 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 001138 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1983410

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 183251

BOOK 171 PAGE 340

001211

BELTWAY EXPRESS, INC.

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

ARTICLES OF INCORPORATION

FIRST: I, Rebecca A. Bryant, whose post office address is 231 St. Paul Place, 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 hereafter called the "Corporation") is BELTWAY EXPRESS, 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:

To carry on the business of warehousing, storing, and forwarding of goods, wares and merchandise, and in connection therewith to own, lease, build or otherwise acquire, operate, and control vehicles, warehouses, stores, sheds or other structures, and to issue or receive warehouse, dock, storage or other receipts, negotiable or nonnegotiable, covering all kinds of goods, wares, merchandise, and any other commercial commodity, or things of value; to collect and receipt for dockage, wharfage, and storage dues and other compensations, and to advance or collect freights, duties, insurance, and liens of every kind upon goods, wares, and merchandise, or other property; and in general to do any and all acts that may be necessary, convenient, or appurtenant to any one of the above-mentioned objects; 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.

FIFTH: The post office address of the principal office of the Corporation in this state is 643 Saltzman Road, Severna Park, Maryland 21146. ✓

The name and post office address of the Resident Agent of the Corporation is Rebecca A. Bryant, 231 St. Paul Place, Baltimore, Maryland 21202. ✓

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.

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY
1986 JAN 31 AM 10:38

E. AUBREY COLLISON
CLERK

52248473

0000 03X0

BOOK 171 PAGE 341

001212

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 Kirkpatrick.

EIGHTH:(1)As used in the Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnifications 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 9th day of August, 1985, and I acknowledge the same to be my act.

Rebecca A. Bryant

0000 0341

CLERKS NOTATION
BEST COPY
AVAILABLE

001213

BOOK 171 PAGE 342

L.P. 02

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:31 MO. 8 DAY 12 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTIAL FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>PCM</i>

pth

Rebecca Bryant

[Signature]

231 St. Paul Pl.

Balto, Md 21202 - 2003

0000 0342

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 343

ARTICLES OF INCORPORATION
OF
BELTWAY EXPRESS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 12, 1985 AT 10:31 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741 FOLIO 001210 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1983543

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 183263

E. AUBREY COLLISON
CLERK

J. THOMAS
ATTORNEY
1029 VERMONT
SUITE
WASHINGTON

CLERKS NOTATION
BEST COPY
AVAILABLE

001280

BOOK 171 PAGE 344

ARTICLES OF INCORPORATION
CERTIFICATE OF INCORPORATION
OF
NELSON-CUNNINGHAM COMPANY

AK
926

FIRST: The name of the Corporation is Nelson-Cunningham Company.

SECOND: The principal office and place of business in Maryland is to be located at 222 Severn Avenue, Annapolis, Maryland 21403. The agent in charge thereof is Robert Klipstein of 358 Harwick Court, Severna Park, Maryland. 21146. (an individual over the age of 18 years.)

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any and all of the things mentioned in this instrument as fully and to the same extent as natural persons might or could do, and in any part of the world: to advertise and sell yachts; to list yachts for sale; to purchase and or otherwise sell or trade new and used yachts; and to otherwise engage in the business of a yacht brokerage company and do all and any of the things as permitted by law; to take, own hold, deed in, mortgage or otherwise lien and to lease,

52248464



0000 0344

RECEIVED FOR RECORD
CIRCUIT COURT, A. A. COUNTY
1986 JAN 31 AM 10:38
E. AUBREY COLLISON
CLERK

J. THOMAS GIUNTA
ATTORNEY AT LAW
1929 VERMONT AVE., N.W.
SUITE 701
WASHINGTON, D.C. 20005

BOOK 171 PAGE 345

001281

sell, exchange, transfer or in any manner whatsoever dispose of yachts within or without the State of Maryland, wheresoever situated; to purchase or acquire in any lawful manner and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wears, merchandise, and property of any and every class and description as related to yachts and the yacht brokerage business, and in any part of the world; to acquire the good will, rights and property, and to undertake the whole or part of the assets or 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 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.

FOURTH: The amount of the total authorized capital stock of this Corporation is One Thousand Dollars (\$1,000.00) divided into one hundred (100) shares, of Ten Dollars (\$10.00) each.

CLERKS NOTATION
BEST COPY
AVAILABLE

001282

BOOK 171 PAGE 346

The amount of capital with which it will commence business is One Thousand Dollars (\$1,000.00).

FIFTH: The names and places of residence of each of the incorporators are as follows:

NAME	RESIDENCE
Gene R. Nelson	531 - 2nd Street Annapolis, Maryland 21403
Dana Cunningham	760 B Fairfield Avenue Annapolis, Maryland 21403
Robert Klipstein	358 Harwick Court Severna Park, Maryland 21146

SIXTH: The existence of this Corporation is to be perpetual.

SEVENTH: The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatsoever.

EIGHTH: 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 this 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 authority to dispose, in any manner, of the whole property of this Corporation.

J. THOMAS GIUNTA
ATTORNEY AT LAW
1029 VERMONT AVE., N.W.
SUITE 701
WASHINGTON, D.C. 20005

0000 0346

001283

BOOK 171 PAGE 347

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.

The stockholders and Directors shall have power to hold their meetings and keep the books, documents, and papers of the Corporation outside 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 the State of Maryland.

It is the intention that the objects, purposes, and powers specified in the third paragraph of this instrument except where otherwise specified in the paragraph, shall be nowise limited or restricted by reference to or inference from the terms of any other clause or paragraph in this Certificate 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.

The initial Directors of this Corporation are as follows:

1. Gene Nelson
2. Dana Cunningham
3. Robert Klipstein

The number of Directors of this corporation shall be Three (3).

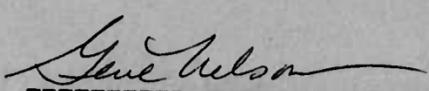
CLERKS NOTATION
BEST COPY
AVAILABLE

001284

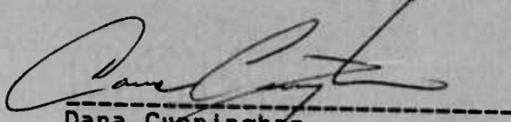
BOOK 171 PAGE 348

We, the undersigned, for the purpose of forming a Corporation under the laws of Maryland, do make file, and record this certificate, and do certify that the facts stated in this agreement are true. That we are all individuals over the age of 18 years.

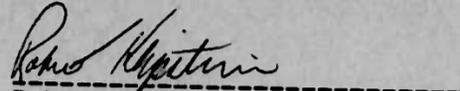
DATED: April 10, 1985



Gene Nelson, President

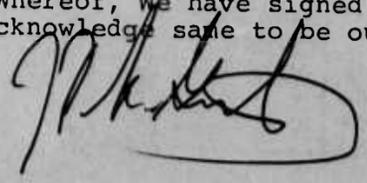


Dana Cunningham,
Vice President



Robert Klipstein,
Secretary/Treasurer

In Witness Whereof, We have signed these Articles and Severally acknowledge same to be our act,



J. THOMAS GIUNTA
ATTORNEY AT LAW
1029 VERMONT AVE., N.W.
SUITE 701
WASHINGTON, D.C. 20005

0000 0348

CLERKS NOTATION
BEST COPY
AVAILABLE

001285

BOOK 171 PAGE 349

LP (2)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:08 MO. DAY YEAR 8-12-85

20	ORG. & CAP. FEE
80	RECORDING FEE
	LIMITED PARTNERSHIP FEE
11	OTHER 100.50
51	TOTAL

CASH CHECK APPROVED BY: *sgs*

Stole

CERTIFIED
COPY MADE

J. Thomas Giunta
1029 Vermont Av, NW #701
Wash DC 20005

1985 AUG 12 A 10:08

0000 0349

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 350

ARTICLES OF INCORPORATION
OF
NELSON-CUNNINGHAM COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 12, 1985 AT 10:08 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2741, FOLIO 001278 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1983634

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 183272

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 351

001354

ARTICLES OF INCORPORATION
OF
W.A.D. ASSOCIATES, INC.

FIRST: I, Leroy Warren Ford, Jr. whose post office address is 1404 Crain Highway South, Suite 206, 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 referred to as the "Corporation") is W.A.D. Associates, Inc.

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

(1) To engage in the business of performing and rendering services for vocational schools; to solicit, enroll and assist in the placement of students in various courses of vocational training; to perform all necessary and proper related services and activities in connection therewith; and to engage in any other lawful purpose and business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 1404 Crain Highway South, Suite 206, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State are Leroy Warren Ford, Jr., 1404 Crain Highway South, Suite 206, 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 One Thousand (1,000) shares of common stock, without par value.

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

52248557

0000 0661

RECEIVED FOR RECORD
CIRCUIT COURT, T.A.A. COUNTY
1986 JAN 31 AM 10:38
E. AUBREY COLLISON
CLERK

✓
Same

BOOK 171 PAGE 352

001355

(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:

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

IN WITNESS WHEREOF, I have signed these Articles of

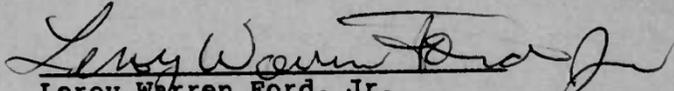
0000 0352

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 353

001356

Incorporation this 9th day of August, 1985, and I
acknowledge the same to be my act.


Leroy Warren Ford, Jr.

0000 0367

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 354

MARC PUSHKIN, ATT'Y. AT LAW
30 EAST PADONIA ROAD
SUITE 406
TIMONIUM, MARYLAND 21093

001357

02 L.H.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	DAY	YEAR
11:39	8	85
20		
20		
9		
49		

stt

1-CC 3
✓A

(52)

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 355

ARTICLES OF INCORPORATION
OF
W.A.D. ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 12, 1985 AT 11:39 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741 FOLIO 001353 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1983766

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 183289

BOOK 171 PAGE 356
BODKINS PLAINS
COMMUNITY ASSOCIATION, INC.

001387

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: The undersigned, Will Kirby, whose post office address is 8408 Lockwood Road, Pasadena, Maryland 21122; Joyce Kirby, whose post office address is 8408 Lockwood Road, Pasadena, Maryland 21122; Brenda Lodenkemper, whose post office address is 8384 Dunn Road, Pasadena, Maryland 21122; and Sandy Hoover, whose post office address is 8126 Bodkin Ave., Pasadena, Maryland 21122, all 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 herein after called the Corporation) is BODKINS PLAINS COMMUNITY ASSOCIATION, INC. ✓

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

1. To promote the general welfare of the residents of Bodkin Plains, Anne Arundel County, Maryland: for the improvement of said locality and to regulate community property, wharves and landings of the said Bodkin Plains, the highways thereof, and all matters affecting the aforesaid community.
2. To secure a compliance with, and to prevent a violation of any restrictions applicable to said Bodkin Plains.
3. To promote social activities in the community.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:38

E. AUBREY COLLISON 52258184
CLERK

0000 0366

BOOK 171 PAGE 357

001388

✓
✓
FOURTH: The post office address of the principal office of the Corporation in Maryland is 8408 Lockwood Road, Pasadena, Maryland, 21122. The name and post office address of the resident agent of the Corporation in Maryland are, Will Kirby, 8408 Lockwood Road, Pasadena, Maryland 21122.

FIFTH: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

SIXTH: The number of directors of the Corporation shall be three (3) to five (5) 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 is (are) Darrell Stegall, Loretta Barnes, Elsie Barnes, Anne Wicker, and Marie Hermit.

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:

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I (We) have signed these Articles of Incorporation on August 12, 1985, and severally acknowledge the same to be my (our) act.

Will Kirby
Will Kirby

Joyce Kirby
Joyce Kirby

Brenda J. Lodenkemper
Brenda Lodenkemper

Sandy Hoover
Sandy Hoover

0000 0357

CLERKS NOTATION
BEST COPY
AVAILABLE

001389

BOOK 171 PAGE 358

(02) L.H.

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:36 MO. 8 DAY YEAR 8-13-85

Non-Stock

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input checked="" type="checkbox"/> BY
	CHECK <input checked="" type="checkbox"/>

Will Kirsby
8408 hockwood Rd
Pasadena Md 21122

0000 0368

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 359

ARTICLES OF INCORPORATION
OF
BODKINS PLAINS COMMUNITY ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
AUGUST 13, 1985 09:36 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741 , FOLIO 3 001386
OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1983832

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 183293

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 360

001421

STARR REAL ESTATE AND PROPERTY MANAGEMENT, *Incorporated*

ARTICLES OF INCORPORATION

FIRST: The undersigned, George R. Kopf and Ausma G. Kopf, whose post office address is 443 Lakeland Road North, Severna Park, Maryland 21146, 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 STARR REAL ESTATE AND PROPERTY MANAGEMENT, INCORPORATED.

THIRD: The purposes for which the Corporation is formed are as follows: to sell, purchase, exchange, lease, rent or collect rents for the use of real estate, for another for a fee or commission, and as further described in the Annotated Code of Maryland, Article 56, Real Estate Brokers.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 443 Lakeland Road North, Severna Park, Maryland, 21146. The name and post office address of the resident agent of the Corporation in Maryland are George R. Kopf, *Some* 443 Lakeland Road North, Severna Park, Maryland 21146.

FIFTH: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

SIXTH: The number of directors of the Corporation shall be three which number may be increased or decreased pursuant to the by-laws of the Corporation, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Dawn Marie Kopf, Clifford M. Kopf, George R. Kopf.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:38

E. AUBREY COLLISON
CLERK

52258222

0000 0360

CLERKS NOTATION
BEST COPY
AVAILABLE

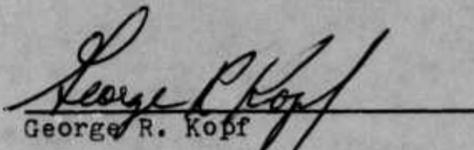
001422

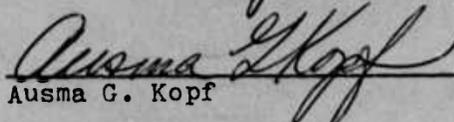
BOOK 171 PAGE 361

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:

EIGHTH: The durration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on July 30, 1985, and severally acknowledge the same to be our act.


George R. Kopf


Ausma G. Kopf

0000 0361

CLERKS NOTATION
BEST COPY
AVAILABLE

001423

BOOK 171 PAGE 362

1985 AUG -2 A 8:57

BOOK 171 PAGE 362

(02)

L.N.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

Stark

(52)

TIME 9:39 MO. DAY YEAR 8-13-85

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>egs</i>

George Kopf
443 Lakeland Rd N.
Seneca Pk, Md 21146

0000 0362

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 363

ARTICLES OF INCORPORATION
OF
STARR REAL ESTATE AND PROPERTY MANAGEMENT, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
AUGUST 13, 1985 09:09 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 3 001420, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1983873

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 183297

BOOK 171 PAGE 364

002454

The BRISTOL PLAYERS, Inc.
Articles of Revival

First: The name of the corporation at the time the charter was forfeited was The Bristol Players, Inc.

Second: The name which the corporation will use after the revival is The Bristol Players, Inc.

Third: The name and the address of the resident agent are:

Chuck Kandalis
10 East Eager Street
Baltimore, Md.

Fourth: These Articles of Revival are for the purpose of reviving the charter of the corporation.

Fifth: At 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: Our new principal office address is, The Bristol Players, Inc. c/o Al Tyler, 184-G Sloane Dr., Glen Burnie, Md. 21061.

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

Al Tyler
Last Acting President

Charles M. Kandalis
Last Acting Treasurer

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:39

E. AUBREY COLLISON
CLERK

52328253

0000 0364

002455

BOOK 171 PAGE 365

Affidavit to Accompany Articles of Revival
for
Bristol Players

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

Signature Al Tyler
Print Name AL TYLER

I hereby certify that on July 19, 1985 before me, the
subscriber, a notary public of the State of Maryland, in and for
Calvert County, personally appeared Al Tyler
and made oath under the penalties of perjury that the matters and facts
are set forth in this affidavit are true to the best of his knowledge,
information and belief.

As witness my hand and notarial seal

Sharon G. Moll

My Commission expires July 1, 1986

0000 0365

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 366

002456

RECORDING FEE	
RECORDING FEE	
RECORDING FEE	✓
RECORDING FEE	✓
RECORDING FEE	✓

LP 18
Act of Revival

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:30 NO. 8 DAY 16 YEAR 85

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
10	OTHER <i>Special fee</i>
30	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>PCB</i>

The Bristol Players, Inc.
% Al Tyler
134-G Sloane Dr.
Glen Burnie, Md 21061

0000 0366

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 367
ARTICLES OF REVIVAL
OF
THE BRISTOL PLAYERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 16, 1985 AT 9:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 002453 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ 20.00	\$ 10.00

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.

Raf B. Robinson



A 183329

CLERKS NOTATION
BEST COPY
AVAILABLE

001842

BOOK 171 PAGE 368

FOREST HEIGHTS HOMEOWNERS ASSOCIATION INC.

Articles of Revival

The name of the corporation at the time the charter was forfeited was Forest Heights Homeowners Association, Inc.

The name which the corporation will use after revival is Olde Towne Heights Homeowners Association, Inc.

The name and address of the resident agent are Raymond Durant, 6015 Livingston Road, Oxon Hill, Maryland 20745. This is the new principal office address.

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

The undersigned who were respectively the last acting president and treasurer of the corporation severally acknowledge the Articles to be their Act.

Raymond Durant
Last Acting President

Mary A. Smith
Last Acting Treasurer

52278163

RECEIVED FOR RECORD
CIRCUIT COURT, D.C. COUNTY

1986 JAN 31 AM 10:39

E. AUBREY COLLISON
CLERK

0000 0368

CLERKS NOTATION
BEST COPY
AVAILABLE

001843

BOOK 171 PAGE 369

FOREST HEIGHTS HOMEOWNERS
ASSOCIATION, INC.

I, Raymond Durant, President of Olde Towne Heights Home-
owners Association, Inc. hereby declare that the previously
mentioned corporation has paid all State and local taxes
except 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.

NOTARY PUBLIC STATE OF MARYLAND
NOTARY PUBLIC STATE OF MARYLAND
COMMISSION EXPIRES JULY 1, 1986

Raymond Durant
Raymond Durant
President

I hereby certify that on 15 DAY before me, the
subscriber, a notary public of the State of Maryland, in
and for P. Co. County, personally appeared RAYMOND DURANT
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.

My Commission expires My Commission Expires July 1, 1986

Steven P. Baxter

0000 0369

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 370

001844

NAME	✓
PRINCIPAL OFFICE	✓
MEMBER AGENT	✓
REGISTERED AGENT	✓

LN
Art of Renewal
18A

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	10:18	DAY	8	MONTH	15	YEAR	85
	20	ORG. & CAP. FEE					
		RECORDING FEE					
		LIMITED PARTNERSHIP FEE					
	10	OTHER	Special fee				
	30	TOTAL	CASH	<input type="checkbox"/>	APPROVED BY	[Signature]	
			CHECK	<input checked="" type="checkbox"/>			

1985 JUL 22 A 10:53

Olde Towne Heights Homeowners
Association

6017 Livingston Rd
Oxon Hill, Md
20745

1985 AUG 15 A 10:18

0000 03/10

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 371

ARTICLES OF REVIVAL
OF
FOREST HEIGHTS HOMEOWNERS ASSOCIATION, INC.
Changing its name to
OLDE TOWNE HEIGHTS HOMEOWNERS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 15, 1985 AT 10:18 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 001841 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____
RECORDING FEE PAID: \$ 20.00
SPECIAL FEE PAID: \$ 10.00

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. Quinn



A 183403

CLERKS NOTATION
BEST COPY
AVAILABLE

001957

BOOK 171 PAGE 372

ARTICLES OF AMENDMENT
OF
MDS, INC.

MDS, Inc., a Maryland Corporation, having its principal office in Anne Arundel County, Maryland, (hereafter 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 in its entirety Article SECOND and substitutes in lieu thereof the following:

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

✓ SYSTEMS COMPONENTS INTERNATIONAL, LTD."

SECOND: By written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advised the foregoing amendment and by written informal action unanimously taken by the stockholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the stockholders of the Corporation duly approved said amendments.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1966 JAN 31 AM 10:39

E AUBREY COLLISON
CLERK

52278172

0000 03/12

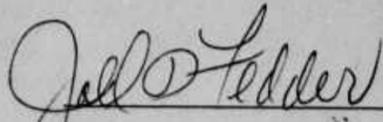
BOOK 171 PAGE 373

001958

IN WITNESS WHEREOF, the Corporation has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary on this 9th day of August, 1985, and its President acknowledges that these Articles of Amendment are the act and deed of MDS, 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.

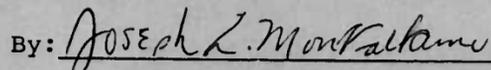
ATTEST:

MDS, INC., LTD.



Joel D. Fedder

Secretary

By: 

Joseph E. Montalbano

President

0000 03/13

CLERKS NOTATION
BEST COPY
AVAILABLE

001959

BOOK 171 PAGE 374

ARTICLES OF AMENDMENT OF
MDS, INC.

Outstanding (GH)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

9:46 MO. 8-15-85 DAY YEAR

ORG. & CAP. FEE	
RECORDING FEE	20
LIMITED PARTNERSHIP FEE	
OTHER	
CASH <input type="checkbox"/> ATTACHED BY	
TOTAL CHECK <input checked="" type="checkbox"/>	20

JOEL D. FEDDER
514 N. Crain Highway
Glen Burnie, Maryland 21061

NAME	
MERCHAL OFFICE	
AGENT	
AGENT ADDRESS	

9th & V 51 9th 604

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 375

ARTICLES OF AMENDMENT
OF

MDS, INC.

Changing its name to
SYSTEMS COMPONENTS INTERNATIONAL, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 15, 1985 AT 9:46 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 001958 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 183423

CLERKS NOTATION
BEST COPY
AVAILABLE

002498

BOOK 171 PAGE 376

AMENDED ARTICLES OF INCORPORATION
OF
EAST-MAR DISTRIBUTORS, INC.

THE UNDERSIGNED, F. Dudley Staples, Jr., the incorporator named in the Articles of Incorporation for East-Mar Distributors, Inc. which were received and approved for record by the State Department of Assessments and Taxation of Maryland on July 18, 1985, hereby certifies to the State Department of Assessments and Taxation that there has been no organizational meeting of the Board of Directors of the Corporation and that no stock of said corporation has been issued. These Amended Articles of Incorporation are being filed to change the name of the corporation from East-Mar Distributors, Inc. to Specialty Building Products, Inc. The Articles of Incorporation, as so amended, as permitted by Section 2-603 of the Corporations and Associations Article of the Annotated Code of Maryland, shall henceforth be as follows.

FIRST: The undersigned, F. Dudley Staples, Jr., whose post office address is 1800 Mercantile Bank and Trust Building, 2 Hopkins Plaza, Baltimore, Maryland 21201, being over eighteen years of age and acting as incorporator, hereby forms a Corporation under the Maryland General Corporation Law.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: Specialty Building Products, Inc.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:39

E. AUBREY COLLISON
CLERK

52108603

0000 03/14

3214E

BOOK 171 PAGE 377

002499

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

(a) to engage in the business of the distribution of building materials, including but not limited to, laminates and related products;

(b) To carry on any and all business, transactions and activities permitted by the Maryland General Corporation Law which may be deemed desirable by the Board of Directors of the Corporation, whether or not identical with or related to the business described in the foregoing paragraphs of this Article, as well as all activities and things necessary and incidental thereto, to the full extent empowered by such laws.

FOURTH: The post office address of the principal office of the Corporation in this State is 8339 Telegraph Road, Odenton, Maryland 21113. The resident agent of the Corporation in this State is C. Gordon McBee, whose post office address is the same as that of the principal office. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand (10,000) shares of the par value of One Dollar (\$1.00) each, all of which shares are of one class and are designated Common Stock. The aggregate par value of all shares having par value is Ten Thousand Dollars (\$10,000).

CLERKS NOTATION
BEST COPY
AVAILABLE

3214E

BOOK 171, PAGE 378

002500

SIXTH: The Corporation shall have three (3) Directors (which number may be increased or decreased, but to not less than the lesser of three (3) or the number of shareholders, pursuant to the By-Laws of the Corporation), and Joy Fennessey, Charles J. Lobianco, and C. Gordon McBee, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock, of any class or classes, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable.

(b) No contract or other transaction between this Corporation and any other corporation, partnership, individual or other entity and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are directors, principals, partners or officers of such other entity, or are pecuniarily or otherwise interested in such contract, transaction or act; provided that (i) the existence of such relationship or such interest shall be disclosed to the Board of Directors or to a

3214E

BOOK 171 PAGE 379

002501

committee of the Board of Directors if the matter involves a committee decision, and the contract, transaction or act shall be authorized, approved or ratified by a majority of disinterested directors on the Board or on such committee, as the case may be, even if the number of disinterested directors constitutes less than a quorum or (ii) the contract, transaction or act shall be authorized, ratified or approved in any other manner permitted by the Maryland General Corporation Law.

(c) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments which alter the contract rights of any class of outstanding stock as expressly set forth in the charter.

(d) The Board of Directors shall have the power to classify or reclassify any unissued stock, whether now or hereafter authorized, by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of such stock.

(e) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the votes of all classes or of any class of stock of the Corporation, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes

CLERKS NOTATION
BEST COPY
AVAILABLE

3214E

BOOK 171 PAGE 380

002502

entitled to be cast thereon, except as otherwise provided in this charter.

(f) Unless otherwise provided by the Board of Directors, no holder of stock of any class shall be entitled to preemptive rights to subscribe for or purchase or receive any part of any new or additional issue of stock of any class of the Corporation or securities convertible into stock of any class of the Corporation.

(g) To the maximum extent permitted by the Maryland General Corporation Law as from time to time amended, the Corporation shall indemnify its currently acting and its former directors, officers, agents, and employees and those persons who, at the request of the Corporation, serve or have served another corporation, partnership, joint venture, trust or other enterprise in one or more of such capacities against any and all liabilities incurred in connection with their services in such capacities.

IN WITNESS WHEREOF, I have signed these Amended Articles of Incorporation on the 25th day of July, 1985, and have acknowledged such Articles to be my act.

WITNESS:

Frank C. Luma

F. Dudley Staples, Jr.
F. Dudley Staples, Jr.

0000 0380

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 381

002503

NAME OF	
DATE	✓
PERSONAL COPY	
RECORD COPY	
RECORD LAST APPROV	

*Amended Art
10 A L.H.*

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR
2:12 7 25 85

	ORG. & CAP. FEE
<i>20</i>	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
<i>20</i>	TOTAL

CASH APPROVED BY
CHECK *PCM*

*Venable, Baetjer & Howard
1800 Mercantile Bank & Trust Bldg
Balto Md 21201*

1985 JUL 25 P 2:12

0000 0381

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 382

AMENDED ARTICLES OF INCORPORATION
OF
EAST-MAR DISTRIBUTORS, INC.
Changing its name to
SPECIALTY BUILDING PRODUCTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 25, 1985 AT 2:12 O'CLOCK P. M. AS IN CONFORMITY
Effective: 7/18/85, at 12:07 PM
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741, FOLIO 002497 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.

[Handwritten Signature]



A 183443

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 383

001198

West Bank, Inc.

A MARYLAND CLOSE CORPORATION

ARTICLES OF INCORPORATION

FIRST: The undersigned, H. Rollan Grice, Jr., whose address is 549 Thimbleshoals Court, Annapolis, Maryland 21401, being older than eighteen (18) years of age, does hereby form a corporation under the General Laws of the State of Maryland.

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

West Bank, Inc. ✓

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

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

- (a) To conduct generally the business of "real estate" investment and development.
- (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

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

1986 JAN 31 AM 10:39

E. AUBREY COLLISON
CLERK

52288028

0000 0383

BOOK 171 PAGE 384

001199

others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, ware and merchandise of every description, to carry on and transact any and all business concerning real estate transactions and business associated thereto.

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

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

001200

BOOK 171 PAGE 385

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

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

CLERKS NOTATION
BEST COPY
AVAILABLE

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

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

(k) To carry out all 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.

(l) To enter into any contractual relationship and to conduct any business in any way so long as this Corporation shall

CLERK'S NOTICE
BEST COPY
AVAILABLE

not be acting in a manner contrary to law.

FIFTH: The post office address of the principal office of the Corporation is: 549 Thimbleshoals Court, Annapolis, Maryland 21401.

SIXTH: The name and post office address of the Resident Agent of the Corporation is: H. Rollan Grice, Jr., 549 *Same* Thimbleshoals Court, Annapolis, Maryland 21401.

SEVENTH: The total number of shares of stock which the Corporation has authority to issue is FIVE THOUSAND (5,000) shares of common of no par value, all of one class.

EIGHTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be two (2) directors, whose names are H. Rollan Grice, Jr. and Vincent Goldsmith.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 15 day of August, 1985, and I acknowledge the same to be my act.

H. Rollan Grice, Jr.
H. ROLLAN GRICE, JR.

CLERKS NOTATION
BEST COPY
AVAILABLE

001203

BOOK 171 PAGE 388

L.H.

(02)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:54 NO. 8 DAY YEAR 15-85

Stock

(52)

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED
	CHECK <input checked="" type="checkbox"/> - <i>gms</i>

J. B. Smith
2101 Defense Highway
Crofton Md 21114

1985 AUG 15 P 2:54

0000 0388

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 389

ARTICLES OF INCORPORATION
OF
WEST BANK, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 15, 1985 AT 02:54 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2742 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.
F. 001197

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$ _____
D1986041

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 183890

CLERKS NOTATION
BEST COPY
AVAILABLE

EMERALD CONSTRUCTION CORPORATION
ARTICLES OF AMENDMENT

OK
Emerald Construction 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 the name Emerald Construction Corporation and inserting in lieu thereof the following:

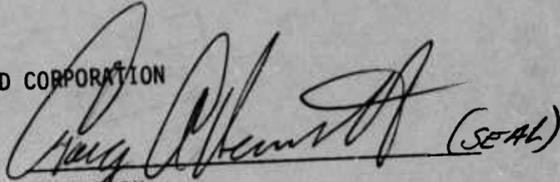
✓ Cramond Corporation

SECOND: 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: Cramond Corporation, has caused these presents to be signed in its name and on its behalf by its President or one of its Vice Presidents and attested by its Secretary or one of its Assistant Secretaries on July 17, 1985.

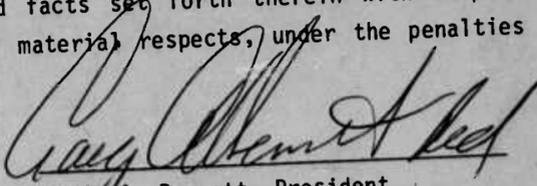
ATTEST:

CRAMOND CORPORATION


SECRETARY (SEAL)

Craig A. Bennett
PRESIDENT

THE UNDERSIGNED, President of Cramond 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 and on behalf of said Corporation, the foregoing Articles of Amendment to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.


Craig A. Bennett, President

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:39

E AUBREY COLLISON
CLERK

0000 0340

003321

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 391

CHANGE OF	<input checked="" type="checkbox"/>
NAME	<input checked="" type="checkbox"/>
PRINCIPAL OFFICE	<input type="checkbox"/>
RESIDENT AGENT	<input type="checkbox"/>
RESIDENT AGENT ADDRESS	<input type="checkbox"/>

09A 14

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:00 NO. DAY YEAR 7 19 85

NA	ORG. & CAP. FEE
	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
NA	TOTAL CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>

APPROVED BY *[Signature]*

Craig A. Bennett
238 Highlander Dr.
Glen Burnie, Md 21061

No fee - Amendment accepted to correct
Departmental error re Name availability.

0000 0001

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 392

ARTICLES OF AMENDMENT
OF
EMERALD CONSTRUCTION CORPORATION

Changing its name to:

CRAMOND CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 19, 1985 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER *2735*, FOLIO *003319* OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: RECORDING FEE PAID: SPECIAL FEE PAID:
\$ _____ \$ N/A. \$ _____

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. Johnson



A 181226

BOOK 171 PAGE 393

000628

AMENDED ARTICLES OF INCORPORATION
OF
MARINA RESOURCE MANAGEMENT, INC.

I, Ann M. Ivester, whose post office address is Equitable Bank Building, Suite 1002, 10320 Little Patuxent Parkway, Columbia, Maryland 21044, being at least eighteen (18) years of age and being the sole incorporator of MARINA RESOURCE MANAGEMENT, INC. (the "Corporation"), in accordance with Section 2-603 of the Corporations and Associations Article of the Annotated Code of Maryland, hereby files these Amended Articles of Incorporation:

FIRST: The Corporation desires to amend and restate its Charter as currently in effect as hereinafter provided. The provisions set forth in these Amended Articles of Incorporation are all of the provisions of the Charter of the Corporation as currently in effect.

SECOND: The Charter of the Corporation is hereby amended to remove the Statement of Election to be a close corporation and from and after the date of acceptance of these Amended Articles of Incorporation by the State Department of Assessments and Taxation, Article THIRD of the Charter, heretofore setting forth such Statement of Election, is hereby deleted in its entirety.

THIRD: The Charter of the Corporation is hereby amended by striking in their entirety Articles FIRST through EIGHTH, inclusive, and by substituting in lieu thereof the following:

FIRST: The name of the Corporation (hereinafter called the "Corporation"), is

MARINA RESOURCE MANAGEMENT, INC.

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

(a) To own and operate a restaurant.

(b) To carry on the aforesaid business and any related or unrelated business and activity in the State of Maryland, or in any state, territory, district or dependency of the United States, or in any foreign country.

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

52008228

RECEIVED FOR RECORD
CIRCUIT COURT, H.A. COUNTY
1986 JAN 31 AM 10:39
E. AUBREY COLLISON
CLERK

0000 0347

THIRD: The post office address of the principal office of the Corporation in this State is 1402 Colony Road, Pasadena, Maryland 21122. The name and post office address of the resident agent of the Corporation in this State is Lee D. Pollock, 13758 Barberry Lane, Sykesville, Maryland 21784. Said agent is an individual actually residing in this State.

FOURTH: The total number of shares of capital stock for which the Corporation has authority to issue is five thousand (5,000) shares, at One Dollar (\$1.00) par value.

FIFTH: 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 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.

SIXTH: 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 hereinafter 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.

SEVENTH: 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.

EIGHTH: The Corporation shall have the power to indemnify, by express provisions of its By-Laws, by agreement, or by majority vote of either its stockholders or disinterested directors, any one or more of the following classes of individuals: (1) present or former directors and/or officers of the Corporation; (2) present or former agents and/or employees of the Corporation, (3) present or former administrators, trustees, or other fiduciaries under pension, profit sharing, deferred compensation, or any other employee benefit plan maintained by the Corporation; and (4) persons serving or who have served at the request of the Corporation in any of the aforementioned capacities for any other Corporation, partnership, joint venture, trust, or other enterprises. Provided, however, that the Corporation shall not have the power to indemnify any person if such indemnification be contrary to Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, or any statute, rule or regulation of similar import.

FOURTH: There is not stock outstanding or subscribed for entitled to be voted on these Amended Articles of Incorporation of this Corporation, and these Amended Articles of Incorporation were unanimously approved by the board of Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Amended Articles of Incorporation this 17th day of July, 1985, and states, under the penalties of perjury, that the matters and facts set forth herein with respect to compliance with Section 2-603 of the Corporations and Associations Article of the Annotated Code of Maryland, are true in all material respects to the best of her knowledge, information and belief.

WITNESS:

Cynthia D. Dymond

Ann M. Ivester
Ann M. Ivester

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 396

136000

BOOK 171 PAGE 396

10

L.A.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

NO. DAY YEAR
7/19/85

20	ORG. & CAP. FEE	
9	RECORDING FEE	
29	LIMITED PARTNERSHIP FEE	
	OTHER	1-CC 3
	TOTAL CASH	
	TOTAL CHECK	A

Wilkinson, Linda + Egon #1002
 10320 Little Patent Hwy
 Columbia, Md 21044

0000 0346

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 397

AMENDED ARTICLES OF INCORPORATION
OF
MARINA RESOURCE MANAGEMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND 7/19/85 AT 10:20 O'CLOCK A. M. AS IN CONFORMITY
Effective: 6/20/85, at 2:43 PM
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 000627, 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. Arundel



A 181612

CLERKS NOTATION
BEST COPY
AVAILABLE

003072

BOOK 171 PAGE 398

EARL KENT HAMILTON, D.D.S., P.A.

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Articles of Incorporation of Earl Kent Hamilton, D.D.S., P.A., a Maryland professional corporation (hereinafter the "Corporation"), the post office address of whose principal office in this State is 7706 Quarterfield Road, Glen Burnie, Maryland, are hereby amended by deleting existing Article SECOND in its entirety and adding a new Article in lieu thereof to read as follows:

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

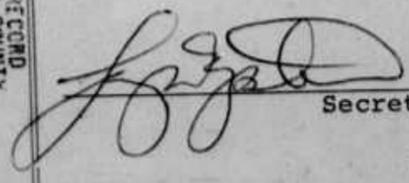
✓ HAMILTON & EPSTEIN, D.D.S., P.A.

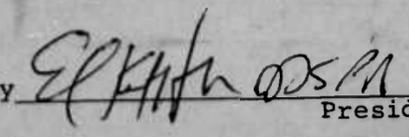
SECOND: These Articles of Amendment were unanimously advised by the Board of Directors and unanimously authorized by the Stockholders of the Corporation, acting pursuant to Sections 2-408(c) and 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland on July , 1985.

THIRD: The officers signing this instrument below acknowledge these Articles of Amendment to be the corporate act of the Corporation and hereby certify, under penalties of perjury, that to the best of their knowledge, information and belief, all matters and facts set forth in this instrument are true and correct in all material respects.

IN WITNESS WHEREOF, Earl Kent Hamilton, D.D.S., P.A. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested to by its Secretary on this day of July, 1985.

ATTEST: EARL KENT HAMILTON, D.D.S., P.A.


Secretary

By  (SEAL)
President

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY
1986 JAN 31 AM 10:40
E AUBREY COLLISON
CLERK

52038369

0000 0348

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 399

CHANGE OF	
NAME	✓
PRINCIPAL OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

003073

W.D.

09A

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
10:33	7	22	85
20	ORG. & CAP. FEE		
	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
7	OTHER 1-CC 1		
27	TOTAL		
	CASH	APPROVED BY	
	CHECK	A	

Lechowitz, Loney + Davis
PO Box 849

Shirburn, Ill 21061-0849

0000 0849

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 400

ARTICLES OF AMENDMENT
OF
EARL KENT HAMILTON, D.D.S., P.A.
Changing its name to:
HAMILTON & EPSTEIN, D.D.S., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 22, 1985 AT 10:33 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 003071 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. Johnson



A 181666

CLERKS NOTATION
BEST COPY
AVAILABLE

001325

BOOK 171 PAGE 401

ARTICLES OF INCORPORATION
FOR
STEVE JAX, INC.

1986 JUL 12 A 10:15

FIRST: I, William F. Jones, whose post office address is 13 Francis Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby for a corporation under and by virtue of the General Laws of Maryland.

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

STEVE JAX, 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. The sale of Automotive and other parts.
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 1959 West Street Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State, is Stephen Dalton, 1959 West Street, Annapolis, Maryland 21401. Said Resident Agent is an individual residing in the State of Maryland.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 5,000 shares, with no par value.

SEVENTH: 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 one, provided that:

1. If there is not 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

51938208

0000 0421

1986 JAN 31 AM 10:40
E. AUBREY COLLISON
CLERK

RECORDED
IN
CLERK'S OFFICE
ANNE ARUNDEL COUNTY

less than three, but not less than the number of stockholders.

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

STEPHEN DALTON

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, 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.

NINTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of 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: (1) As used in the Article TENTH, 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

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 403

001327

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) and (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, the 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 8th day of July, 1985.

WITNESS:

William F. Jones
WILLIAM F. JONES, INCORPORATOR

0000 0423

CLERKS NOTATION
BEST COPY
AVAILABLE

001328

BOOK 171 PAGE 404

02

10

Stock

52

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

MO. DAY YEAR
10:15 7-12-85

20	ORD. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>js</i>

William Jones
13 Francis St
Annapolis Md 21401

0000 0424

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 405

ARTICLES OF INCORPORATION
OF
STEVE JAX , INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 12, 1985 10:15 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736 , FOLIO 001324 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1967983

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 181687

CLERKS NOTATION
BEST COPY
AVAILABLE

.001338

BOOK 171 PAGE 406

ARTICLES OF INCORPORATION OF

A-1 AUTO SALES, INC.

(A CLOSE CORPORATION)

FIRST: The Undersigned, MARIO CAROPRESSO, whose post office address is 502 North Craine Highway, Glen Burnie 21061

being at least twenty one (21) 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 hereafter called the Corporation)

is: A-1 Auto Sales, Inc.

THIRD: The Corporation shall be a closed corporation as authorized by Section 4-101 of the General Corporation Laws of Maryland.

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

- (a) To own and operate an automobile dealership or automobile sales and service business and to buy, sell, lease, trade or otherwise dispose of any and all types of motor vehicles, and to finance the purchase of automobiles, through said automobile dealership or automobile sales and service business.

51938290

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:40

E. AUBREY COLLISON
CLERK

0000 0426

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 407

001339

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements or other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, exchange, sell, let or in any manner encumber or dispose of real property wherever situated.

(d) 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 or otherwise turn to account, the same.

(e) To loan or advance money with or without interest and security, without limit as to the 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, 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 right, whether at the time owned or thereafter acquired, to sell, pledge, discount or otherwise dispose such bonds, notes or other obligations of the Corporation for its corporate purposes.

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

(g) To carry out all or any part of the aforesaid purposes, and to conduct its business in any or all of its branches in any or all states, territories, districts,

1986 JUL 12 A 10:42

0000 0427

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 408

001340

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 enumerations 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 of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to Corporations which are contained in the general laws of the State of Maryland, and to engage in such business and transactions which the Board of Directors or the stockholders shall deem advisable.

FIFTH: The post office address of the principal place of the Corporation in this State is 502 North Craine Highway, Glen Burnie, Maryland 21061

The name and post office address of the resident agent of the Corporation in this State is R. Richard Donadio, 309 East Joppa Road, Towson, Maryland 21204

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 Five Thousand (5,000), without par value, all of one class, designated as Common Stock.

SEVENTH: The Corporation shall have one director and Mario Caropresso shall act as such until their successors are duly chosen and qualify.

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

(a) The Corporation and its stockholders shall be empowered and authorized to exercise all the rights, and privileges, conferred upon a closed corporation under Section 4-401 of Corporation & Associations Article the subtitle "CLOSE CORPORATION" of ~~Section 4-401~~ of the Code of Maryland as existing

0000 0428

CLERKS NOTATION
BEST COPY
AVAILABLE

001341

BOOK 171 PAGE 409

on the effective date of these Articles or as the same may be amended from time to time including without limitation the authority to enter into one or more stockholders' agreements as authorized by Section 4-101 under such subtitle; but no provision of the charter or by-laws of the Corporation shall as such constitute a stockholders' agreement specially authorized by Section 4-101 under said subtitle unless such provision specifically states that it shall be deemed to be such a stockholders' agreement.

NINTH: The Corporation shall also be able to carry on any of the business hereinbefore enumerated for itself, or for account of others, or through others for its own account, to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate for or facilitate the transaction of the aforesaid objects or business, or any of them or any part thereof, or to enhance for the value of its property, business or rights.

TENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

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

ELEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I/WE have signed these Articles of Incorporation acting as incorporators and have acknowledged them to be our act this 2 day of July 1965.

WITNESS:

George J. [Signature]

Mavis [Signature] (SEAL)

_____ (SEAL)

0000 0409

CLERKS NOTATION
BEST COPY
AVAILABLE

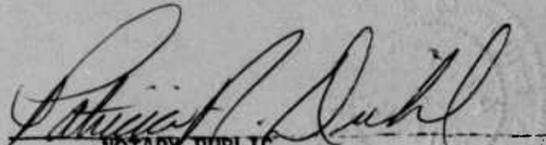
BOOK 171 PAGE 410

001342

STATE OF MARYLAND)
COUNTY OF Baltimore) to wit:

I HEREBY CERTIFY that on this 1 day of July, 19 85
before me, the subscriber, a Notary Public in and for the State and County aforesaid,
personally appeared MARIO CAROPRESSO
being the incorporators of A-1 AUTO SALES, INC.
and they acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.


NOTARY PUBLIC

My Commission Expires: July 2, 1986

0000 0410

CLERKS NOTATION
BEST COPY
AVAILABLE

001343

BOOK 171 PAGE 411

001343

STATE OF MARYLAND
COUNTY OF _____
I HEREBY CERTIFY that on this _____ day of _____
before me, the undersigned, a Notary Public in and for the State and County of Maryland,
personally appeared _____
before the fact of the execution of the foregoing instrument to be their act
and they acknowledged the foregoing articles of incorporation to be their act
AS WITNESS my hand and Notarial Seal



76 (02)

stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:00 MO. DAY YEAR 7-12-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

R. Richard Donadio
309 E. Joppa Rd.
Towson Md 21204

0000 0411

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 412

ARTICLES OF INCORPORATION
OF
A-1 AUTO SALES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 12, 1985 10:00 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2736 FOLIO 001337 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1968015

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. Robinson



A 181690

CLERKS NOTATION
BEST COPY
AVAILABLE

001440

986 JUL - 9 A 9:25

BOOK 171 PAGE 413

THE AMERICAN CATHOLIC CHURCH, INC.

A NON-STOCK CORPORATION

ARTICLES OF INCORPORATION

OK

[Handwritten scribble]

The undersigned, a majority of whom are citizens of the United States and residents of the State of Maryland, desiring to associate ourselves for the purpose of founding and continuing a free church, religious denomination, and Non-Profit Corporation and under the Non-Profit Corporation Laws of the State of Maryland and the laws of the United States, do hereby certify:

FIRST: The name of the church, denomination and religious Corporation shall be THE AMERICAN CATHOLIC CHURCH, INC.

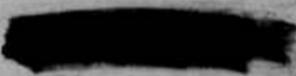
SECOND: The plan and purpose of this church and religious denomination shall be to provide a place of worship for those who are in agreement with our religious principles, to establish other places of worship throughout the world, to teach and disseminate the principles and religious tenets of the American Catholic Church, to ordain ministers, to spread the gospel and to do all those things which are consistent with the laws of the State of Maryland, the United States and the principles of the American Catholic Church for which a non-profit corporation and religious denomination is founded.

THIRD: The place in this state where the principal office of the Church and Corporation is to be located is Severna Park, Anne Arundel County, Maryland, and the post office address of the principal office of the Church and Corporation shall be P.O. Box 375, 600 Baltimore-Annapolis Blvd., Severna Park, Maryland, Anne Arundel County, 21146.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:40

E. AUBREY COLLISON
CLERK



0000 0413

001441

BOOK 171 PAGE 414

FOURTH: The resident agent of the corporation is Anthony J. Girandola, 600 Baltimore-Annapolis Blvd., Severna Park, Maryland, 21146.

FIFTH: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SIXTH: The initial number of trustees of the corporation is four (4) which number may be increased pursuant to the bylaws of the religious corporation but shall never be less than four (4) nor more than fifteen (15). The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Rev. Anthony J. Girandola, 600 Baltimore-Annapolis Blvd., Severna Park, Md. 21146.

Lorraine H. Girandola, 600 Baltimore-Annapolis Blvd., Severna Park, Md. 21146.

Anthony G. Girandola, 324 Marlinspike Dr., Severna Park, Md. 21146.

Alfred Grasso, 1008 Capesplit Harbour, Pasadena, Md. 21122.

In the Plan of the American Catholic Church, the time and manner for election and succession of trustees shall be, as follows:

001442

BOOK 171 PAGE 415

1.) Trustees shall be appointed by the board of directors, following nominations by the general membership on the first day of each fifth year following the date of incorporation herein:

2.) Individuals eligible to vote for nomination shall be bona-fide members of the American Catholic Church whose names are included in the rolls of the church:

3.) Individuals qualified to be elected to office must be bona-fide members of the American Catholic Church whose names are included in the rolls of the Church:

4.) In addition to the approvals stated above, the Presiding Bishop or Religious Superior of the American Catholic Church must also give his (or her) stamp of approval.

SEVENTH: 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 Second 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 416

001443

EIGHTH: 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.

IN WITNESS WHEREOF: THE AMERICAN CATHOLIC CHURCH, INC. has caused these presents to be signed in its name and on its behalf by its Trustees and original officers on the 2nd day of July, 1985, and we acknowledge the same to be our acts.

AMERICAN CATHOLIC CHURCH, INC.

BY: [Signature]
Anthony J. Girandola
[Signature]
Lorraine H. Girandola
[Signature]
Anthony G. Girandola
[Signature]
Alfred Grasso

Witness: [Signature]

0000 0416

CLERKS NOTATION
BEST COPY
AVAILABLE

001444

BOOK 171 PAGE 417

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

02. L.H.

TIME 10:40

NO. DAY YEAR 7 17 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

non-stick

52

Anthony J. Geranola
608 Baltimore + Annapolis Blvd
Severna Park, Md 21146

Note This should not
be coded as a check.

REC JUL 17 4 03 PM '85

0000 0417

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 418

ARTICLES OF INCORPORATION
OF
THE AMERICAN CATHOLIC CHURCH, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 17, 1985 10:46 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 001439, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: 20
\$ _____

RECORDING FEE PAID: 20
\$ _____

SPECIAL FEE PAID:
\$ _____

D1968163

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 181705

CLERKS NOTATION
BEST COPY
AVAILABLE

001446

BOOK 171 PAGE 419

ARTICLES OF INCORPORATION
FOR

BAYSIDE ENDEAVOR, INC.
A Maryland Close Corporation

FIRST: We, Donald Jiruska, whose post office address is 104 Wicomico Road, Stevensville, Maryland, and Stanley A. Newquist, III, whose post office address is 5 Hill Street, Annapolis, Maryland, 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 Bayside Endeavor, Inc.

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

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

(1) To engage in the business of home improvements, including but not limited to repair and replacement of roofs, and all other aspects of the construction industry; 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.

FIFTH: The post office address of the principal office of the Corporation in this state is 1823 D George Avenue, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this state is Donald Jiruska, 104 Wicomico Road, Stevensville, Maryland 21666. Said Resident Agent is an individual actually residing in this state.

SIXTH: The total number of shares of capital stock

RECEIVED
CLERK RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:40

E. AUBREY COLLISON 51963381
CLERK

0000 0419

CLERK'S OFFICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 420

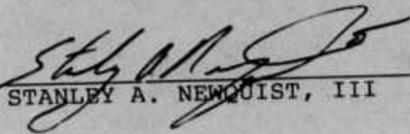
001447

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 said election becomes effective, there shall be two(2) directors, whose names are Donald Jiruska, 104 Wicomico Road, Stevensville, Maryland 21666, and Stanley A. Newquist, III, 5 Hill Street, Annapolis, Maryland 21401.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 4th day of June, 1985, and we acknowledge the same to be our act.


DONALD JIRUSKA


STANLEY A. NEWQUIST, III

CLERKS NOTATION
BEST COPY
AVAILABLE

USA: 111 001448

BOOK 171 PAGE 421

12

L.A.

Stock

5a

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:37 MS. DAY YEAR 7-15-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH CHECK <i>gws</i>

Methie Smison
1205 West St.
Annapolis Md 21401

0000 0421

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 422

ARTICLES OF INCORPORATION
OF
BAYSIDE ENDEAVOR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 15, 1985 AT 11:37 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 001445 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: 20
\$ _____

RECORDING FEE PAID: 20
\$ _____

SPECIAL FEE PAID:
\$ _____

D1968171

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 181706

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 423

JUDY GILDEN RACHAP, INC.

001513

ARTICLES OF INCORPORATION

FIRST: The undersigned Judith G. Rachap, whose post office address is 1846 Old Annapolis Road, 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 Judy Gilden Rachap, Inc.

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

1. Real estate brokerage, sales training, consulting services
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 principle office of the Corporation in Maryland is 1846 Old Annapolis Road, Annapolis, Maryland 21401. The name and post office address of the resident agent of the Corporation in Maryland is Judith G. Rachap, 1846 Old Annapolis Road, Annapolis, Maryland 21401. Said resident agent is an individual actually residing in this State.

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 \$1.00 a share, all of one class, and having an aggregate par value of one thousand dollars (\$1,000.00).

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 of the director who shall act until the first meeting or until their successors are duly chosen and qualified is Judith G. Rachap.

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:

NONE

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on July 19, 1985, and severally acknowledge the same to be my act.

Judith G. Rachap
JUDITH G. RACHAP

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1985 JAN 31 AM 10:41

E. AUBREY COLLISON
CLERK

52008273

0000 0423

CLERKS NOTATION
BEST COPY
AVAILABLE

001514

BOOK 171 PAGE 424

CERTIFIED
COPY MADE

02

10

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
10:55	7	16	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
6	OTHER <i>Good Standing</i>		
TOTAL CASH <input type="checkbox"/> APPROVED BY			
CHECK <input checked="" type="checkbox"/> <i>PCM</i>			

(52)

9 - 2CC - 2

55 - Total

Judith Rachap
1846 Old Annapolis Rd
Annapolis, Md 21401

1985 JUL 19 A 10:55

0000 0424

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 425

ARTICLES OF INCORPORATION
OF
JUDY GILDEN RACHAP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 16, 1985 AT 10:55 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 001512 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: 20
\$ _____

RECORDING FEE PAID: 20
\$ _____

SPECIAL FEE PAID:
\$ _____

D1968486

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 181718

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 426

001532

B. & W. AUTO SHOWS, INC.
ARTICLES OF INCORPORATION

FIRST: We, the undersigned, STEPHEN F. CANNING, whose post office address is 493 Lisa Avenue, Odenton, Md. 21113; DONALD A. MILLER, JR., whose post office address is 1947 Montivideo Road, Jessup, Md. 20794 and JUDITH MILLER, whose post office address is 1947 Montivideo Road, Jessup, Md. 20794, respectively, each being at least twenty-one 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:

B. & W. AUTO SHOWS, INC.

THIRD: The purposes for which the Corporation is formed are as follows: To hold, sponsor, and promote automobile shows and related promotions; To acquire, take, receive, hold, use and employ, sell, mortgage, lease, dispose of and otherwise deal with any property, real or personal, or contractually situated in County of Anne Arundel, other areas in the State of Maryland, and elsewhere; To handle investments, make loans, make contracts with anyone for the more successful promotion of the object and purposes of said Corporation; To receive income and make payments in course of business; To prepare and issue stock in the manner permitted by law; and to have necessary offices to carry on said operations. The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the Corporation. In general to carry on any business in connection with the foregoing and to have and to exercise all the powers conferred by the Laws of the State of Maryland on corporations.

FOURTH: The post office address of the principal office of the Corporation in this State is 1947 Montivideo Road, Jessup, Md. 20794. The name and post office address of the resident agent of the Corporation in this State is Judith Miller, same address. Said Resident Agent is a citizen of this State and actually resides therein.

██████████
51998235

0000 0424

RECEIVED FOR RECORD
CIRCUIT COURT, ANNE ARUNDEL COUNTY
1986 JAN 31 AM 10:41
E. AUBREY COLLISON
CLERK

LAW OFFICE
GERTRAM L. POTEMPA
428 ST. PAUL ST
BALTO. 2, MD

CLERKS NOTATION
BEST COPY
AVAILABLE

B & W. Auto Shows, Inc
Articles of Incorporation
Continued

BOOK 171 PAGE 427

001533

FIFTH: The total number of shares which the Corporation has authority to issue is one thousand (1000) shares of the par value of one hundred (\$100.00) dollars a share, all of one class, and having an aggregate par value of one hundred thousand (\$100,000.00) dollars.

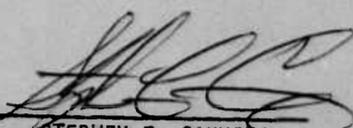
SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased pursuant to the by-laws of the Corporation, but never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Stephen F. Canning, Donald A. Miller, Jr, and Judith Miller.

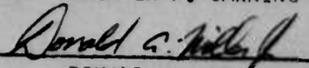
SEVENTH: The following provisions are hereby adopted for the purpose of defining and limiting the powers of the Corporation, directors and stockholders:

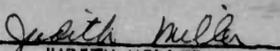
The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock whether now or hereafter authorized and/or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: 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 this 25 day of JUNE, in the year 1985.


STEPHEN F. CANNING


DONALD A. MILLER, JR


JUDITH MILLER

Witness as to all:



CLERKS NOTATION
BEST COPY
AVAILABLE

001534

80 JUN 18 A 10:08

(63)

BOOK 171 PAGE 428

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
TIME	10:08
NO.	7-18-85
DAY	
YEAR	
B. & W. AUTO SHOWS, INC. ARTICLES OF INCORPORATION	
(2)	
16	
20	ST. & CAP. FEE
20	REG. LIC. FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>
	APPROVED BY

LAW OFFICE
BERTRAM L. POTEMKEN
425 ST. PAUL STREET
BALTIMORE, MARYLAND 21202

Stock

BOOK 171 PAGE 429

CLERKS NOTATION
BEST COPY
AVAILABLE

ARTICLES OF INCORPORATION
OF
B. & W. AUTO SHOWS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 18, 1985 AT 10:08 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2736, FOLIO 001531, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: 20 \$ _____
RECORDING FEE PAID: 20 \$ _____
SPECIAL FEE PAID: \$ _____
D1968528

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 181722

CLERKS NOTATION
BEST COPY
AVAILABLE

ATLANTIC SATELLITE, LTD

BOOK 171 PAGE 430

001550

ARTICLES OF INCORPORATION

of

ATLANTIC SATELLITE, LTD.

PL

FIRST: The undersigned, Vivian B. DiDonato, 631 Whittier Parkway, Severna Park, MD 21146, Ralph C. Davis, II, 1062 Plum Creek Drive, Crownsville, MD 21032, and Charles M. Bisland, 105 Stewart Drive, Edgewater, MD 21037, being eighteen (18) years of age or older, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter "corporation") is ATLANTIC SATELLITE, LTD.

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

A. To buy, sell, operate, install, maintain, repair, manufacture and construct any and all manner and kinds of television, satellite, antenna, telecommunication, telephone, electronic and related equipment and/or systems.

B. To purchase, lease, or otherwise acquire, and to hold, own, service, install, maintain and operate, lease, hire, grant the use of, or otherwise dispose of, and to generally deal in and with equipment of all kinds and descriptions.

C. To buy or otherwise acquire, invest in, hold, warehouse, store, lease, exchange, mortgage, hypothecate, pledge, lien or otherwise encumber, loan, borrow money on, trade, deal in, transport, ship, or otherwise move, sell, dispose of or contract on consignment or otherwise, real and personal property, chattels, goods, wares and merchandise or rights, franchises, interests, and good will therein.

D. To borrow and lend money and negotiate loans; to purchase, own, subscribe for, draw, make, execute, issue, take,

1

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:41

E. AUBREY COLLISON
CLERK

51938138

1985 JUL 18 A 9:50

0000 0488

CLERKS NOTATION
BEST COPY
AVAILABLE

ATLANTIC SATELLITE, LTD BOOK 171 PAGE 431

001551

accept, hold, sell, exchange, deliver, endorse, guarantee, discount, transfer, assign, pledge, hypothecate, cancel, mortgage or otherwise acquire, dispose of or deal in trust or otherwise in the whole or any part of the shares, stocks, bond, coupons, debentures, acceptances, mortgages, obligations, contracts, notes, evidence of debt, bills of exchange, warrants, dividends, instruments of negotiable or transferable warehouse receipts, choses in actions or securities of government, individual partnerships, associations and corporations, public, quasi-public or private, domestic or foreign, including those of its own issue, and all trust or other certificates of, or receipts evidencing interest in any such security; to issue and exchange therefore its own stock, bonds and other obligations, and while holder or owner of any such securities therein, to exercise all the rights, powers and privileges of ownership including the right to vote thereon for any and all purposes; and while the holder to issue and exchange therefore, shares of its own stock, bonds or other obligations; to aid any corporation, partnership or ventures in which it may have an interest and to do all legal acts and things for the preservation, protection, improvement, development and enhancement of the value of any such corporation, partnership or venture, or of its stock, bonds, securities, evidence of indebtedness, contracts or other obligations.

E. To provide, hire and discharge managers, officers and employees.

F. To do all and everything necessary, suitable and proper for the attainment of any of the purposes, the accomplishments of any of the objects or the furtherance of any of the powers hereinbefore set forth; to carry on any other lawful business

CLERKS NOTATION
BEST COPY
AVAILABLE

ATLANTIC SATELLITE, LTD

BOOK 171 PAGE 432

001552

whatsoever which may seem to the corporation capable of being carried on whether or not in connection with the foregoing or calculated directly or indirectly to promote the interest of the association or to enhance the value of its properties; and to have, enjoy and exercise any and all rights, powers and privileges provided the same not be inconsistent with the laws of the State of Maryland or with the laws enacted by the Congress of the United States.

G. To do any and all things herein set forth as fully and to the same extent as natural persons might do or as may be permitted by law.

FOURTH: The post office address of the principal office of the corporation in the State of Maryland is 24 Lee Street, Annapolis, MD 21401.

The name and post office address of the resident agent of the corporation in the State of Maryland is Vivian B. DiDonato, 24 Lee Street, Annapolis, MD 21401. 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 Ten Thousand (10,000) shares with a par value of \$10.00 per share, all of one class. The initial capitalization will be not less than One Thousand Dollars (\$1,000.00).

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

- A. Only one class of stock shall be issued.
- B. No preference shall be given as to particular shares of stock.

CLERKS NOTATION
BEST COPY
AVAILABLE

ATLANTIC SATELLITE, LTD BOOK 171 PAGE 433

001553

- C. Shares issued are to be nonconvertible common stock.
- D. The owner or owners of the stock of the corporation shall be entitled to one vote for each share of stock so owned.
- E. No shareholder shall be entitled as a matter of right to subscribe for or receive additional shares of stock of the corporation, or any bonds, debentures or other securities convertible into stock.
- F. No stockholder shall pledge, sell, assign, transfer or otherwise dispose of any share or shares of stock of this corporation, nor shall the executor, administrator, trustee, assignee or legal representative, in any capacity, or a deceased stockholder pledge, sell, assign, transfer or otherwise dispose of any share or shares of stock of this corporation without first offering, in writing addressed to this corporation by registered mail, said share or shares of stock to the corporation, and the corporation shall have the right to purchase the same at any time within thirty (30) days after the receipt of written notice of said offer. If the corporation fails to purchase all of the shares so offered for sale within such thirty (30) days then the secretary of the corporation shall notify the other stockholders of the corporation that all or the remainder of such stock, as the case may be, is available for purchase and the other stockholders of the corporation shall have the right to purchase ratably, in proportion to their respective holdings, such stock at any time within thirty (30) days after receipt of said notice from the secretary of the corporation. If any stockholder fails to purchase within such thirty (30) day period, then the remaining stockholders shall have the right to purchase the remaining shares and these remaining shares shall be allotted in the order of receipt by

CLERKS NOTATION
BEST COPY
AVAILABLE

the corporation on written order for such purchase. The price to be paid for the said shares shall be equal to the amount of any definite, modified offer from a responsible person or persons, or in the absence of any such definite, modified offer, the price to be paid shall be the book value of such shares as of the last day of the month next proceeding the month during which said offer is made to the corporation. In computing the book value of the stock, no valuation shall be given to the good will of the corporation. If the corporation or the remaining stockholders shall fail to purchase all of said shares so offered for sale during the respective thirty (30) day period, then the owner or holder thereof shall have the right to transfer such shares to whomsoever he determines, but at a price not less than the price to be paid by the corporation or the other stockholders as herein provided. Compliance with the terms and conditions herein set forth in regard to the sale, assignment, transfer or other disposition of the shares of stock of this corporation shall be a condition precedent to the transfer of such shares on the books of this corporation.

Until such time as their successors are elected and qualified, Vivian B. DiDonato, Ralph C. Davis, II and Charles M. Bisland shall be the directors of the corporation.

SEVENTH: The duration of the corporation shall be perpetual.

EIGHTH: The corporation reserves the right to amend, alter, change or repeal any provisions contained in the foregoing Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on shareholders, directors and/or officers are subject to this reserve power.

0000 0434

CLERKS NOTATION
BEST COPY
AVAILABLE

ATLANTIC SATELLITE, LTD

001555

BOOK 171 PAGE 435

IN WITNESS WHEREOF, we have signed these Articles of
Incorporation on the 15th day of July, 1985.

Vivian B. DiDonato
Vivian B. DiDonato

Ralph C. Davis, II
Ralph C. Davis, II

Charles M. Bisland
Charles M. Bisland

COUNTY OF ANNE ARUNDEL :

: ss

STATE OF MARYLAND :

On this 15th day of July, 1985 before me, a notary public,
personally appeared Vivian B. DiDonato, Ralph C. Davis, II, and
Charles M. Bisland, known or identified to me to be the persons
whose names are subscribed to within the instrument and
acknowledged that they executed the same for the purposes
therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official
seal.

[Signature]
Notary Public

My commission expires July 1, 1986.

CLERKS NOTATION
BEST COPY
AVAILABLE

001556

BOOK 171 PAGE 436

(52)

(02)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
 TIME 9:50 MO. DAY YEAR 7-18-85

26	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL

CASH APPROVED BY
 CHECK *[Signature]*

Stock

Tarrant Lomax
1110 Vermont Av, NW
Wash DC 20005

0000 0426

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 437

ARTICLES OF INCORPORATION
OF
ATLANTIC SATELLITE, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 18, 1965 AT 09:50 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED

RECORDED IN LIBER 2736 FOLIO 001519 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID 20
\$ _____

RECORDING FEE PAID: 22
\$ _____

SPECIAL FEE PAID:
\$ _____

01968577

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 181727

FRAME, I
DUVAL
ATTORNEY
PASADENA P
3111 MOUNT
PASADENA, MA

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 438

002357

ARTICLES OF INCORPORATION
OF

D & N TRANSPORTATION CO., INC.

(A Maryland Close Corporation)

* * * * *

FIRST: I, DONNA FRANCES McINTYRE, whose post office address is 205 Oakleigh Avenue, 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:

D & N TRANSPORTATION CO., INC.

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

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

(1) To own, lease and operate motor vehicles for transporting property as a common or contract carrier for compensation; to arrange for transportation by other common carriers or contract carriers either by motor vehicle, rail or otherwise; to purchase, lease, rent or acquire by any other method of control trucks and motor vehicles of any and every kind, apparatus, garages, waiting rooms, terminals and all property of any kind whatsoever necessary or useful for the transaction and carrying on of such business; to sell and dispose of the same when no longer needed, desired, or required in the conduct of such business; and to acquire all necessary franchises, licenses, grants, permits, and other evidences of authority to carry on such business, and to sell, transfer, assign, or dispose of, in the manner allowed and provided by law, such franchises, licenses, grants, permits, or other evidences of authority to carry on such business.

(2) To take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, divide, and otherwise handle, deal in, manage, and dispose of real estate, real property, and any interest or right therein, both in the United States of America, and in any foreign country, either for its own account or for the account of others.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:41

E. AUBREY COLLISON
CLERK

52008225

-1-

0000 0438

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MARYLAND 21128

1985 JUL 19 A 9 27

002358

BOOK 171 PAGE 439

(3) 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.

(4) To acquire by purchase, subscription, contract, or otherwise, and to hold and to sell any bonds or evidences of indebtedness or other securities, or any shares of capital stock, created or issued by this Corporation or by any other corporation or corporations, association or associations, created or issued in any and all parts of the world by corporations, associations, partnerships, firms, trustees, syndicates, individuals, governments, states, municipalities, and any other political and governmental divisions and subdivisions, or by any combinations, organizations or entities whatsoever.

(5) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money without limit as to amount 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.

(6) 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.

(7) 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

002359

BOOK 171 PAGE 440

dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

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

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

FIFTH: The post office address of the principal office of the corporation in this State is 205 Oakleigh Avenue, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Donna Frances McIntyre, 205 Oakleigh Avenue, Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of the authorized capital stock of the corporation is One Hundred Thousand (\$100,000.00) Dollars divided into Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share.

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

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 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,

002760

BOOK 171 PAGE 441

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 is 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 part or is threatened to be made a part 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 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 is 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 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 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 the Court) shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director or officer

CLERKS NOTATION
BEST COPY
AVAILABLE

002361

BOOK 171 PAGE 442

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 in such action, suit, or proceedings, 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

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

Ranagh Gregory WITNESS
Donna Frances McIntyre DONNA FRANCES MCINTYRE

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

I HEREBY CERTIFY that on this 12 day of July, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared DONNA FRANCES MCINTYRE, and she acknowledged the foregoing Articles of Incorporation to be her act.

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

Ranagh Gregory
Notary Public

My Commission Expires:
July 1, 1986

0000 0442

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
2111 MOUNTAIN ROAD
PASADENA, MARYLAND 21125

CLERKS NOTATION
BEST COPY
AVAILABLE

002362

BOOK 171 PAGE 443

52

OR 76

ARTICLES OF INCORPORATION
OF
D & N TRANSPORTATION CO., INC.
(A MARYLAND CLOSE CORPORATION)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

FILE NO. DATE YEAR

9157 2-19-88

20	REG. & GAP. FEE	
20	RECORDING FEE	
40	LIMITED PARTNERSHIP FEE	
	OTHER	
40	CASH	<input type="checkbox"/>
	NON-CASH	<input checked="" type="checkbox"/>
	APPROVED BY	

FRANK, HALL & DUVALL, P. A.
ATTORNEYS AT LAW
PASADENA PROFESSIONAL BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD. 21122

Stork

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 444

ARTICLES OF INCORPORATION
OF
D & N TRANSPORTATION CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 19, 1985 AT 09:57 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 102356 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1968390

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 181755

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 445

002373

THE TOMMY TOMPKINS DEVELOPMENT CORPORATION

ARTICLES OF INCORPORATION

FIRST: The undersigned Keith D. Tompkins, Lynda Tompkins, R.C. Tompkins, Jr. whose post office address is 223 Newport Drive, Severna Park, Md. 21146, being at least 18 years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation is The Tommy Tompkins Development Corporation.

THIRD: The purposes for which the corporation is formed are as follows: To purchase, manage and sell all forms of commercial and residential real estate.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 223 Newport Drive, Severna Park, Md. 21146. ✓

The name of the resident agent of the Corporation is Keith D. Tompkins, the address for the resident agent is 223 Newport Drive, Severna Park, Md. 21146. ✓

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

SIXTH: The number of directors of the Corporation shall be three which number may be increased or decreased pursuant to the bylaws 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 R.C. Tompkins, Jr., Lynda P. Tompkins and Keith D. Tompkins.

SEVENTH: There shall be no limitations or provisions regulating the officers of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on July 17, 1985, and severally acknowledge the same to be our act.

R.C. Tompkins
R.C. Tompkins, Jr.
Lynda P. Tompkins
Lynda P. Tompkins
Keith D. Tompkins
Keith D. Tompkins

52008386
RECEIVED FOR RECORD
COURT, A.A. COUNTY
1986 JAN 31 AM 10:41
E. AUBREY COLLISON
CLERK

0000 0445

CLERKS NOTATION
BEST COPY
AVAILABLE

002374

BOOK 171 PAGE 446

02

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 12:55 MO. 7 DAY 19 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL

CASH APPROVED BY
CHECK A

(52)

non
sth - of

Keith Thompson
223 Newport Dr
Sevenson Sub, Ind 21146

1985 JUL 19 P 12:55

0000 0446

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 447

ARTICLES OF INCORPORATION
OF
THE TOMMY TOMPKINS DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 19, 1985 AT 12:55 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

2
RECORDED IN LIBER 2736, FOLIO 002372 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 20 SPECIAL FEE PAID: \$
D1968924

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 181758

E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 448

002382

ARTICLES OF INCORPORATION
OF
MARABROOKE COMMUNITY ASSOCIATION, INC.
(A Non-Profit, Non-Stock Corporation)

In compliance with the requirements of Title 5,
Subtitle 2 of the Corporations and Associations Article of the
Annotated Code of Maryland, the undersigned, a resident of
Maryland, who is at least eighteen years of age, has this day,
formed a non-stock corporation, not for profit, and does hereby
certify:

ARTICLE I

The name of the Corporation is MARABROOKE COMMUNITY
ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at
133 Foxwell Bend, Glen Burnie, Anne Arundel County, Maryland

22061.

ARTICLE III

Jeffrey M. Neuman, whose address is 133 Foxwell Bend,
Glen Burnie, Anne Arundel County, Maryland 21061, is hereby
appointed the resident agent of the Association. Said Jeffrey M.
Neuman is an individual actually residing in this State and is at
least eighteen years of age.

ARTICLE IV

The terms "Association", "Common Area", "Company",
"Lots", "Owner", and "Property" as used in these Articles of
Incorporation shall have the meanings set forth in the
Declaration of Covenants, Conditions and Restrictions Relating to
the Marabrooke Community Association dated July 19, 1985, and
intending to be recorded among the Land Records of Anne Arundel
County ("Declaration").

52008024

0000 0448

RECEIVED FOR RECORD
CLERK COURT, ANNE ARUNDEL COUNTY
1986 JAN 31 AM 10:41
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 449

002383

ARTICLE V

PURPOSES AND POWERS OF THE ASSOCIATION

The Association shall not operate for pecuniary gain or profit, shall not issue capital stock, and no part of the net earnings of the Association shall inure to the benefit of any member or individual (except that reasonable compensation may be paid for services rendered), and the specific purposes for which it is formed are to provide for: (i) the use, improvement, maintenance, operation and repair of the Common Areas located in the Property including any improvements and amenities located thereon; (ii) the establishment of rules and regulations for the use of the Common Areas including any improvements and amenities located thereon; (iii) the distribution among the Owners of the Property of the costs of the use, improvement, maintenance and repair of the Common Areas including any improvements and amenities located thereon; and (iv) the promotion of the health, safety, pleasure, recreation and welfare of the residents of the Lots within the Property. In furtherance of these purposes, the Association, (by action of its Directors unless otherwise noted in these Articles of Incorporation or in the Declaration) shall have full power to:

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

(b) fix, levy, collect and enforce payment by any lawful means of all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith

CLERKS NOTATION
BEST COPY
AVAILABLE

002384

BOOK 171 PAGE 450

and all office and other expenses incident to the conduct of the affairs of the Association, including all licenses, taxes or governmental charges levied or imposed against the Property of the Association;

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

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

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility subject, however, to the requirements of the Declaration and to such conditions as may be agreed to by the members; and

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional property and open space, provided that, except as otherwise provided in the Declaration, any such merger, consolidation or annexation shall have the assent of two-thirds (2/3rds) of the votes of each class of the members; and

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

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 451

002385

ARTICLE VI

Every Owner shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot.

ARTICLE VII

The Association shall have two classes of voting membership:

Class A: Class A members shall be all Owners with the exception of the Company and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members, however, for purposes of a quorum they shall be treated as a single member. The votes for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B: The Class B Member(s) shall be the Company and shall be entitled to three votes for each Lot owned. The Class B Membership shall cease and be converted to Class A Membership on the happening of either of the following events, whichever occurs earlier:

(a) when the total votes outstanding in the Class A Membership equal the total votes outstanding in the Class B Membership; or

(b) on the seventh anniversary of the date of the Declaration.

ARTICLE VIII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 452

002386

Board of Directors, who need not be members of the Association. 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 that number permitted by law or more than nine (9), except that:

(1) If there are no membership certificates outstanding, the number of directors shall be less than three but not less than one; and

(2) If there are membership certificates outstanding, but less than three stockholders, the number of directors may be less than three but not less than the number of members.

The director who shall act until the first annual meeting or until his successors are duly chosen and qualified is Jeffrey M. Neuman, 133 Foxwell Bend, Glen Burnie, Maryland 21061.

ARTICLE IX
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by the holders of not less than two-thirds (2/3rds) of the votes of each class of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that acceptance of such a dedication is refused, the assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to similar purposes.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 453

002387

ARTICLE X

The Association shall exist perpetually.

ARTICLE XI

Amendment of these Articles shall require the assent of the holders of two-thirds (2/3rds) of the votes of each class of members present in person or by proxy at the meeting at which the vote is taken. Anything set forth above in this Article XI to the contrary notwithstanding, the Company shall have the absolute unilateral right, power and authority to modify, revise, amend or change any of the terms or provisions of these Articles of Incorporation all as from time to time amended or supplemented. However, this unilateral right, power and authority of the Company may be exercised if and only if either the Veterans Administration or the Federal Housing Administration or any successor agencies thereto shall require such action as a condition precedent to the approval by such agency of the United States of the Property or any part thereof or any Lots thereon for federally approved mortgage financing purposes under applicable Veterans Administration, Federal Housing Administration or similar programs. If the Veterans Administration or the Federal Housing Association or any successor agencies thereto approve the Property or any part thereof or any Lot therein for federally approved mortgage financing purposes, any amendments to these Articles made during any period of time when there are Class B members of the Association shall also require the prior consent of the agency giving such approval.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Maryland, the undersigned, Jeffrey M. Neuman, whose post office address is 133 Foxwell Bend, Glen Burnie, Anne Arundel County, Maryland 21061, being at least eighteen years of age, has executed these Articles

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 454

002388

of Incorporation this 19th day of July, 1985, for the purpose of incorporating this Association and he acknowledges the same to be his act.

WITNESS:

Esloose

Jeffrey M. Neuman
Jeffrey M. Neuman

AA/73-.6

-7-

0000 0454

CLERKS NOTATION
BEST COPY
AVAILABLE

002389

(52)

BOOK 171 PAGE 455

ARTICLES OF INCORPORATION	
MARABROOKE COMMUNITY ASSOCIATION, INC.	
(62)	
D	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
TIME	NO. DAY YEAR
9:07	7-19-88
20	ORG. & CAP. FEE
84	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
44	TOTAL CASE
	CHECK
	APPROVED BY

LAW OFFICES
BLUM, YUNKAS, MALLMAN, GUTMAN
& DENICK, P. A.
1800 NUNSEY BUILDING
7 NORTH CALVERT STREET
BALTIMORE, MD 21202-1984

70

61-707-534

Non-Stock

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 456

ARTICLES OF INCORPORATION
OF
MARABROOKE COMMUNITY ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 19, 1985 09:07 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 002381 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: 20
\$ _____

RECORDING FEE PAID: 24
\$ _____

SPECIAL FEE PAID:
\$ _____

D1968940

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 181760

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 457

ARTICLES OF INCORPORATION
OF
MARABROOKE, INC.

002391

THIS IS TO CERTIFY:

FIRST: That the undersigned, Anthony P. Palaigos, whose post office address is 1800 Munsey Building, 7 N. Calvert Street, Baltimore, Maryland 21202, being of full legal age, hereby forms a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

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

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

- (a) To acquire by purchase, lease, gift, devise, or otherwise, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, divide, and otherwise handle, deal in, and dispose of real estate, real property, and any interest or right therein, whether as principal, agent, broker, or otherwise, and to construct, manage, operate, service, equip, furnish, alter, and keep in repair dwellings, apartment houses, hotels, office buildings, and real and personal property of every kind, nature, and description, whether as principal, agent, broker, or otherwise, and generally to do anything and everything necessary and proper to the extent permitted by law in connection with the owning, developing, managing, leasing, and operating real and personal property of any and all kinds.
- (b) To borrow money and issue evidences of indebtedness in furtherance of all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:41

E. AUBREY COLLISON
CLERK

52008025

0000 0457

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 458

002392

- (c) To carry on any other business or businesses which may be calculated directly or indirectly to effectuate the aforesaid objects or any of them, and to facilitate the transaction by the Corporation of the aforesaid business or any part thereof, or the transaction of any other business which may be conducted either directly or indirectly to enhance the value of its assets and property. It is the intention that the above clause shall in no way be limited or restricted by reference to or inference from any other clauses of this paragraph or any other clauses or paragraphs of these Articles of Incorporation, but that the objects, purposes and powers specified in this paragraph and in each of the clauses and paragraphs of these Articles shall be independent objects, purposes and powers. And in general to exercise and enjoy all other privileges, rights and powers granted to or conferred upon corporations by the General Laws of the State of Maryland, now or hereafter in force. The enumeration of special powers, as herein specified, not being intended to exclude or to be construed as a waiver or limitation of any such other powers, rights and privileges.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 133 Foxwell Bend, Glen Burnie, Maryland 21061, and the name and the post office address of the resident agent of the Corporation is Jeffrey M. Neuman, 133 Foxwell Bend, Glen Burnie, Maryland 21061, and the said Jeffrey M. Neuman is a citizen of the State and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is one thousand (1,000) shares, without nominal or 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 not be less than three (3)

as an objecting stockholder in the case of a consolidation, merger, statutory share exchange or transfer of assets.

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.

EIGHTH: No contract or other transaction between this Corporation and any other corporation shall in any way be affected, or invalidated by the fact that any of the directors of this Corporation is pecuniarily or otherwise interested in, or is a director or officer of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact of the common directorship or interest is disclosed or known to the Board of Directors and the board authorizes, approves or ratifies the contract or transaction by the affirmative vote of a majority of disinterested directors even if the disinterested directors constitute less than a quorum or the contract or transaction is fair and reasonable to this Corporation.

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

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

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 460

002393

except (a) where there be no stock issued by the Corporation, the Corporation shall have at least one (1) director and (b) where there be stock issued by the Corporation to fewer than three (3) stockholders, the number of directors shall be no less than the number of stockholders of the Corporation.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Jeffrey M. Neuman and Howard Janet.

SEVENTH: The following provisions shall define, limit and regulate 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. The Board of Directors shall, by resolution, state its opinion of the actual value of any consideration other than money for which it authorizes shares of stock of the Corporation to be issued.

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

(3) The Corporation 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 no objecting stockholder whose rights may or shall be thereby substantially adversely affected shall be entitled to the same rights

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 461

002395

(3) With respect to an employee or agent, other than a director or officer, of the Corporation, the Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to such employee or agent in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 18th day of July, 1985.

WITNESS:

Esposito

Anthony P. Palaigos (SEAL)

CORP#4/24-28

CLERKS NOTATION
BEST COPY
AVAILABLE

002396

52

BOOK 171 PAGE 462

MARABROOKE, INC.	
ARTICLES OF INCORPORATION	
(623)	
16	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD FILE NO. 9-015 MO. 7-19-85 DAY YEAR	
20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <input checked="" type="checkbox"/>

LAW OFFICES
 BLUM, YUMKAS, MAILMAN & GUTMAN, P.A.
 1800 MUNGESY BUILDING
 7 NORTH CALVERT STREET
 BALTIMORE, MD. 21202-1984

90 is 4 61 100 5391

Stude

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 463

ARTICLES OF INCORPORATION
OF
MARABROOKE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 19, 1985 09:06 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2736 , FOLIO 002390 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1968957

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 181761

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 464

002476

JOHN L. DIAMOND, INC.
ARTICLES OF INCORPORATION

98
FIRST: I, Bruce A. Krain, whose post office address is 60 West Street, Suite 401, 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 JOHN L. DIAMOND, INC.

THIRD: The purposes for which the Corporation is formed are:
(1) Construction and building of residential and commercial sites; and to engage in any other lawful purpose and business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 1934, Unit 1, Lincoln Boulevard, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are: Bruce A. Krain, 330 Edgemere Drive, Annapolis, Maryland 21403. Said Resident Agent is an individual actually residing in this State.

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

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

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

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

The names of the director who shall act until the first annual meeting or until their successors are duly chosen and qualified are: John L. Diamond.

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY

1986 JAN 31 AM 10:41

E. AUBREY COLLISON
CLERK

0000 0464

BOOK 171 Page 465

002477

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

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

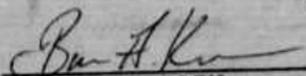
(2) The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications,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

(3) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the face value of this 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 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: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the capital stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

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



BRUCE A. KRAIN

52038258

0000 0465

CLERKS NOTATION
BEST COPY
AVAILABLE

002078

BOOK 171 PAGE 466

(02) 1B

(52)

Stork

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:00 MO. DAY YEAR 7-22-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> (S)

Bruce Train
60 West St #401
Annapolis Md 21401

0000 0466

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 467
ARTICLES OF INCORPORATION
OF
JOHN L. DIAMOND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 22, 1985 09:00 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 002475 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: 20
\$ _____

RECORDING FEE PAID: 20
\$ _____

SPECIAL FEE PAID:
\$ _____

D1969096

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 181775

002517

BOOK 171 PAGE 468

SECURITY DESIGN GROUP, 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, James R. Stands, whose post office address is Box E 22 Clark Road, Jessup, Maryland 20794, 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 Security Design Group, 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 design, engineer and install security protection systems.

(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 Box E 11 Clark Road, Jessup, Maryland 20794. The name and post office address of the Resident Agent of the Corporation in this State is James R. Stands, Box E 11 Clark Road, Jessup, Maryland 29794. 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 eight hundred (800) 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 R. Stands.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:41 52038256

E. AUBREY COLLISON
CLERK

0000 0468

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 469

002518

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 17th day of July, 1985,
and I acknowledge the same to be my act.

James R. Stands
JAMES R. STANDS

0000 0469

CLERKS NOTATION
BEST COPY
AVAILABLE

002519

BOOK 171 PAGE 470

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:33 MO. DAY YEAR
7-22-85

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>90</i>

Strike

*Archie Hall
3111 Mountain Rd
Pasadena Md 21122*

0000 04/10

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 471

ARTICLES OF INCORPORATION
OF
SECURITY DESIGN GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 22, 1985 09:33 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 3, FOLIO 002516 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1969161

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 181782

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 472

002529

ARTICLES OF INCORPORATION
OF
MEADOWS ALUMNI ASSOCIATION, INC.

FIRST: The undersigned, Linda B. Busch, whose post office address is 1010 Wisconsin Avenue, Washington, D.C. 20007, 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 Meadows Alumni Association, Inc. (which is hereinafter called the Corporation).

THIRD: The purpose for which this Corporation is organized is exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1954. In particular, its purpose is to render support and assistance and promote a strong bond of fellowship to those who have benefited from the rehabilitation programs of the Meadows Recovery Center. The Corporation will sponsor these individuals at seminars and meetings with residents of the community to educate them on the dangers of alcohol and drug abuse.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 730 Maryland Route 3, Gambrills, Maryland 21054. The name and post office address of the resident agent of the Corporation in Maryland are The Corporation Trust Incorporated, 32 South Street, Baltimore, Maryland 21202.

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

SIXTH: The corporation is to have no members.

SEVENTH: The directors of the corporation shall be elected or appointed as provided in the by-laws.

EIGHTH: The affairs of the corporation shall be managed by the Board of Directors. The directors are authorized to exercise such powers as are

E. AUBREY COLLISON
CLERK
1986 JAN 31 AM 10:41
RECEIVED FOR RECORD
CLERK'S OFFICE
BALTIMORE COUNTY

52058281

0000 0412

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 473

002530

now or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the obtainment of the purposes of the corporation, subject to the further limitation and condition that, notwithstanding any other provision of these Articles, only such powers shall be exercised by the Directors as are in furtherance of the tax exempt purposes of the corporation and as may be exercised by an organization exempt from taxation under Section 501(c)(4) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended and by an organization any contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its incorporators, 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)(4) 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).

0000 04/13

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for the promotion of the social welfare as shall at the time qualify as an exempt organization or organizations under section 501(c)(4) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the District Court for Anne Arundel County, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

NINTH: 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.

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.

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.

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.

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.

BOOK 171 PAGE 475

002532

TENTH: The address, including street and number, of its initial registered office is 32 South Street, Baltimore, Maryland 21202 and the name of its initial registered agent at such address is The Corporation Trust Incorporated, a corporation of Maryland.

ELEVENTH: The number of directors constituting the initial Board of Directors shall be three (3) which number may be increased pursuant to the by-laws of the corporation, but shall never be more than twelve; and the names and addresses, including street and number of the persons who are to serve as the initial directors until their successors be elected and qualified are:

<u>Name</u>	<u>Address</u>
Paul Brown	P.O. Box 521 730 Maryland Route 3 Gambrills, Maryland 21054
Linda Busch	1010 Wisconsin Avenue, N.W. Washington, D.C. 20007
Dick Kessler	1010 Wisconsin Avenue Washington, D.C. 20007

TWELTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on July 19, 1985, and severally acknowledge the same to be my act.

Linda B. Busch
Linda B. Busch, Esq.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 476

002533

1B (02)

(52)

STATE DEPARTMENT OF
AGREEMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:42 AM. DAY 7-22-85 YEAR 85

20	GRV. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	TOTAL CHECK <input checked="" type="checkbox"/> <i>go</i>

Non Stock

PIA - R. Din Lerman
1010 Wise. Av, N.W.
Wash., D. C. 20007

1985 JUL 22 A 10:42

0000 04/16

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 477

ARTICLES OF INCORPORATION
OF
MEADOWS ALUMNI ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 22, 1985 10:42 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2736, FOLIO 902528 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1969187

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 181784

002646

BOOK 171 PAGE 478

ARTICLES OF INCORPORATION

OF

ZEPHYR CORP.

AK
FIRST: I, ABEL J. MERRILL, whose post office address is 116D Cathedral Street, Annapolis, Maryland, 21404-1909, 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:

ZEPHYR CORP.

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

1. To engage in the construction, purchase, ownership, or control of vessels propelled by wind, steam or other power, and the operation of the same for transportation of passengers or freight and for other purposes, upon the high seas and upon all navigable waters; to acquire, use, and manage docks, piers or basins; to purchase or lease buildings, structures, and real estate necessary or useful in connection with the ownership and operation of such vessels, including but not limited to docks, piers and basins; and to acquire by purchase or lease property of all kinds useful or necessary in the construction or operation of such vessels, or the construction, purchase, lease, or operation of such docks, piers and basins; 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 21 Chesapeake Landing, Annapolis, Maryland, 21403. The name and post office address of the Resident Agent of the Corporation in this State is Abel J. Merrill, 116D Cathedral Street, Annapolis, Maryland 21404-1909. 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), without par value.

ITEM SIXTH: The number of directors of the Corporation shall be

A00362 (07-16-85)

RECEIVED FOR RECORD
CIRCUIT COURT, ST. MARY'S COUNTY

1986 JAN 31 AM 10:41

1 E. AUBREY COLLISON 51988257
CLERK

0000 04/18

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 479

002647

three (3) or the minimum number permitted by the Corporations and Associations Article, whichever number is less. 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: MARTIN BEER.

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:

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 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.

EIGHTH: The Corporation shall have perpetual existence.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16th day of July, 1985, and I acknowledge the same to be my act.

WITNESS:

Suzanne J. Zwick

Abel J. Merrill (SEAL)
Abel J. Merrill

A00362 (07-16-85)

0000 0419

CLERKS NOTATION
BEST COPY
AVAILABLE

002638

BOOK 171 PAGE 480

02 13
STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
MO. DAY YEAR
4:00 2 17 85

20	OPER. & CAP. FEE
20	PROPERTY TAX
8	OTHER 1002P
48	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>

APPROVED BY [Signature]

Abel J. Merrill Co.
116 Cathedral St
P. O. Box 1909
Annapolis, Md. 21404

0000 0480

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 481
ARTICLES OF INCORPORATION
OF
ZEPHYR CORP.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 17, 1985 04:00 P.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3
RECORDED IN LIBER 2736, FOLIO 002645 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1970680

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 181804

Forman
IRVINGTON
7708 G
GLEN

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 482

002836

ARTICLES OF INCORPORATION
OF
PUMA ENGINEERS, INC.

The undersigned, Douglas E. deKeyser, 130 Circle Road, 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 Puma Engineers, Inc.

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 manufacture, market, buy, sell, resell, and repair mechanical products and parts of all types and kinds 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 130 Circle Road, Pasadena, Maryland 21122.

ARTICLE IV

The name and post office address of the resident agent of the corporation in Maryland is Douglas E. deKeyser, 130 Circle road, Pasadena, Maryland 21122. Said resident agent is a citizen of Maryland and actually resides therein.

LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7709 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:41

E. AUBREY COLLISON
CLERK

51968440

0000 0482

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 483 . . . 002837

ARTICLE V

The total number of shares of stock which the Corporation has 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 number of directors of the corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3), provided that:

- (1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and
- (2) If there is stock outstanding and so long as there is 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(s) who shall act until the first annual meeting or until his successor(s) is/are duly chosen and qualified is: Douglas E. deKeyser.

ARTICLE VII

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 12th day of JULY, 1985.

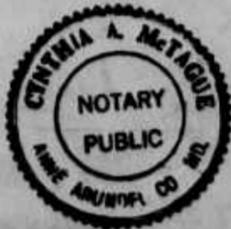
Cynthia A. McLaque *Douglas E. deKeyser*

 CYNTHIA A. McLAQUE DOUGLAS E. deKEYSER

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

I HEREBY CERTIFY that on this 12th day of July, 1985, before me, the subscriber, a Notary Public in the State of Maryland, in and for the County aforesaid, personally appeared DOUGLAS E. deKEYSER, who acknowledged the foregoing Articles of Incorporation to be his act and deed.

LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7708 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061



Cynthia A. McLaque

 NOTARY PUBLIC
 My Commission Expires: 7/1/86

0000 0483

CLERKS NOTATION
BEST COPY
AVAILABLE

002833

BOOK 171 PAGE 484

(02) 1B

Stock

(52)

STATE DEPARTMENT OF
AGRICULTURE AND BLENDED
APPROVED FOR RECORD

TIME 11:58 AM DATE 7-15-85

20	COMP. & CAP. FEE
20	RECORDING FEE
8	LIMITED PARTNERSHIP FEE
48	TOTAL CASH 100.28
	TOTAL CHECK 1.95

APPROVED BY

Alan Foreman
7709 Quarterfield Rd
Glen Burnie Md 21061-4497



0000 0484

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 485

ARTICLES OF INCORPORATION
OF
PUMA ENGINEERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 15, 1985 AT 11:58 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2736, FOLIO 002835 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1970730

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. O'Brien



A 181809

002864

BOOK 171 PAGE 486

ARTICLES OF INCORPORATION
OF
MATES, INC.

FIRST: The undersigned, Martin J. Kirsch, whose post office address is 1101 17th Street, N. W., Washington, D. C. 20036, being at least twenty-one 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:

MATES, INC.

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

1. To carry on a general business of selling alcoholic beverages of all kinds at both wholesale and retail. To prepare, compound, refine, buy, sell, import, export, handle, distribute, market, pack, warehouse, sell, trade and deal in and with or otherwise acquire or dispose of, as principal or agent, at wholesale or retail, on commission or otherwise, beverages of every nature, kind, and description.
2. To improve, manage, develop, sell, assign, transfer, lease, mortgage, create a security interest in, pledge, or otherwise dispose of or deal with all or any part of the property of the Corporation, and from time to time to vary any investment or employment of funds of the Corporation.
3. To purchase or otherwise acquire the goodwill, rights, property, and franchises and to take over as a going concern the whole or any part of the assets and liabilities of any person, firm, association, or corporation engaged in the same or similar business, and to hold or in any manner dispose of the whole or any part of the property so acquire; as may be permitted by law; and to continue and conduct the whole or any part of any business acquired, insofar as a corporation of this character may lawfully do so, with the right to exercise all powers necessary or convenient in and about the conduct and management of such business.
4. To engage in, operate and/or acquire interest in any kind of business, of whatever nature, which may be permitted by law.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:41

E. AUBREY COLLISON
CLERK

51988180

0000 0486

5. To import, export, manufacture, produce, buy, sell and otherwise deal in and with, goods, wares, and merchandise of every class and description.

6. To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulas, franchises and the like, which may seem capable of being used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses, franchises and similar agreements and arrangements in respect of, sell, and otherwise turn to account the same.

7. To purchase or otherwise acquire, and to hold, sell, or otherwise dispose of, and to retire and re-issue, shares of its own stock of any class in any manner now or hereafter authorized or permitted by law, and to pay therefore, with cash or other property, as shall be determined by a majority of the Board of Directors.

8. To lend money to other persons, partnerships, associations, corporations and any other entity, secured by mortgage or other lien on real property, or pledge or security interest in personal property, or without security, but only to the extent permitted a business corporation under the Business Corporation Law of the State of Maryland.

9. To carry out all or any part of the foregoing objects as principal, broker, factor, agent, contractor, nominee, straw party, or otherwise, either alone or through or in conjunction with or for and on behalf of any other person, firm, association, or corporation, and for or not for the account of (and with or without any true legal or beneficial ownership in) the Corporation, and in any part of the world, and, in carry on its business and for the purpose of attaining or furthering any of its objects and purposes, and to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient, or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such objects and purposes.

10. To do any thing and exercise any power suitable, convenient, or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such objects and purposes.

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 488

002866

11. 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 purposes, 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 have, enjoy, and exercise all of the powers and rights now or hereafter conferred by statute upon corporations of a similar character, it being the intention that the purposes, objects, and powers specified in each of the paragraphs of this Article shall, except as otherwise expressly provided, in no wise be limited or restricted by reference to or inference from the terms of any other clause or paragraphs 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; 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 law of the jurisdiction above referred to may not at the time lawfully carry on or do.

FOURTH: The post office address of the principal office of the Corporation in Maryland is:

81 Main Street
Annapolis, Maryland 21401

The name and post office address of the registered agent of the Corporation in Maryland is:

Martin J. Kirsch
9704 Byeforde Road
Kensington, Maryland 20895

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

FIFTH: The Corporation shall have one class of stock. The total amount of authorized capital stock of the Corporation is Five Thousand (5,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

CLERKS NOTATION
BEST COPY
AVAILABLE

002867

BOOK 171 PAGE 489

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 (3); and the names of the directors who shall act as the initial Board of Directors until the first annual meeting or until their successors are duly chosen and qualified are:

Henry Mates	16000 Wallingford Road Silver Spring, Maryland 20906
Pearl Mates	16000 Wallingford Road Silver Spring, Maryland 20906
Mitchell Mates	16000 Wallingford Road Silver Spring, Maryland 20906

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 and direct the issuance from time to time of its 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 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.

2. No holder of stock of any class shall be entitled as a matter of right to subscribe for or purchase any part of any new or additional issue of stock of any class or of securities convertible into 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.

3. 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 any director 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 director, or a firm of which a director is a member, is so interested, such fact shall be disclosed or shall have been known to the Board of Directors or a majority thereof. Any director of the Corporation who is also a director or officer or

002868

BOOK 171 PAGE 490

interest 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 of any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, as if he were not such director or officer of such other corporation or association or not so interested or a member of a firm so interested.

4. Any contract, transaction, or act of the Corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the Corporation.

5. Unless the By-Laws otherwise provide, any officer or employee of the Corporation (other than a director) may be removed at any time with or without cause by the Board of Directors or by any committee or superior officer upon whom such power of removal may be conferred by the By-Laws or by authority of the Board of Directors.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: Every director, officer or employee of the corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, actually or necessarily incurred by or imposed upon him in connection with any proceeding in which he may be made a party, or in which he may become involved, by reason of his being or having been a director, officer or employee of the Corporation, or any settlement thereof, whether or not he is a director, officer or employee at the time such expenses and liabilities accrue, except in such cases wherein the director, officer or employee is adjudged guilty of willful misfeasance or malfeasance or negligence in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such

CLERKS WORKING
BEST COPY
AVAILABLE

BOOK 171 PAGE 491

002869

director, officer or employee may be entitled.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 15th day of July, 1985.

Witness:

Ida M. Little

Martin J. Kirsch
Martin J. Kirsch

District of Columbia, SS:

I hereby certify that on July 15, 1985, before me, the subscriber, a Notary Public of the District of Columbia in and for the City of Washington, personally appeared Martin J. Kirsch and acknowledged the foregoing Articles of Incorporation to be his act.

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

Ida M. Little
Ida M. Little
Notary Public

(Notarial Seal)

My Commission Expires: 4-30-86

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 492

002870

1A 02

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
10:11	7	17	8
20	ORG. & CAP. FEE		
22	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
12	OTHER	ICC-6	
54	TOTAL	CASH <input type="checkbox"/>	APPROVED BY
		CHECK <input checked="" type="checkbox"/>	pcm

ATK

Martin Kirsch

1101 - 17th St, N.W., #609

Wash, D.C. 20036

0000 0482

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 493

ARTICLES OF INCORPORATION
OF
MATES, INC.

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

RECORDED IN LIBER 2736, FOLIO 002863, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: 20
\$ _____

RECORDING FEE PAID: 22
\$ _____

SPECIAL FEE PAID:
\$ _____

D1970789

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 181814

CLERKS NOTATION
BEST COPY
AVAILABLE

002958

BOOK 171 PAGE 494

1986 JUL 15 A 10:20

**ARTICLES OF INCORPORATION
OF
CONSUMER PHONE COMPANY, INC.**

FIRST: I, EARL G. SCHAFFER, whose post office address is 4 Evergreen Road, Severna Park, Maryland, 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:

CONSUMER PHONE COMPANY, 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 to buy, sell, distribute and otherwise deal in communications and electronic equipment, 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

- 1 -

1986 JAN 31 AM 10:42

E. AUBREY COLLISON
CLERK

51968115

0000 0444

CLERKS NOTATION
BEST COPY
AVAILABLE

002959

BOOK 171 PAGE 495

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;

CLERKS NOTATION
BEST COPY
AVAILABLE

002960

BOOK 171 PAGE 496

(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 136 Ritchie Highway, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is William J. Daly, 349 Tern Wing Court, Arnold, Maryland 21012. 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.

CLERKS NOTATION
BEST COPY
AVAILABLE

002961

BOOK 171 PAGE 497

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

William J. Daly

Betty J. Daly

William J. Daly, 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.

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.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 498

002962

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

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

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

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

WITNESS:

Iva J. Steenke

Earl G. Schaffer
EARL G. SCHAFFER

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 499

002963

(52)

(02)

10

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:20 MO. 7 DAY 15 YEAR 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
11	OTHER <i>icosp</i>
51	TOTAL
	CASH
	CHECK <i>gpo</i>

Consumer Phone Company, Inc.
Betty Daly
136 Ritchie Hwy
Pasadena, Md 21122

0000 0449

CLERK'S ROOM
BEST COPY
AVAILABLE

BOOK 171 Page 500

ARTICLES OF INCORPORATION
OF
CONSUMER PHONE COMPANY INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 15, 1985 AT 10:20 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 002957 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1970896

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 181825

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 501
MIDDLE ATLANTIC CHAPTER / 003144
NATIONAL SWIMMING POOL INSTITUTE, INC.
Articles of Revival

1985 JUN 28 A 10:22

First: The name of the corporation at the time the charter was forfeited was Middle Atlantic Chapter / National Swimming Pool Institute, Inc.

Second: The name which the corporation will use after revival is Middle Atlantic Chapter - National Spa and Pool Institute, Inc.

Third: The name and address of the resident agent are Carroll Gray, Executive Director, P.O. Box 209, 692 Ritchie Highway, Suite F, Severna Park, MD 21146.

1985 JUL 23 A 9:11

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 692 Ritchie Highway, Suite F, (P.O. Box 209) Severna Park, MD 21146.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:42
E. AUBREY COLLISON
CLERK

5204808

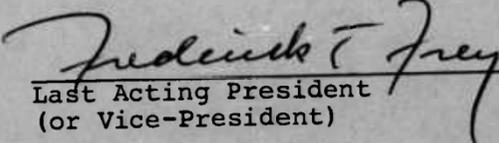
0000 0521

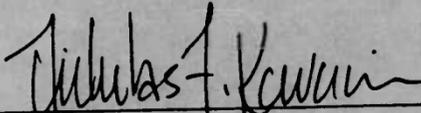
CLERKS NOTATION
BEST COPY
AVAILABLE

003145

BOOK 171 PAGE 502

The undersigned who were respectively the last acting president (or vice-president) and secretary (or treasurer) of the corporation severally acknowledge the Articles to be their act.


Last Acting President
(or Vice-President)


Last Acting Secretary
(or Treasurer)

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 503

003146

I, Frederick Frey of Poolservice Company, 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.

Frederick Frey
Frederick Frey

I hereby certify that on May 31, 1985, before me, the subscriber, a notary public of the State of Maryland, in and for Anne Arundel County, personally appeared Frederick Frey 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

Mary J. Lewald
MARY JO LEWALD
My Commission expires 7/86

0000 0503

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 504

003147

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

Act of Revival (18A)

L.H.

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:15 MO. DAY YEAR 7 23 85

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
10	OTHER <i>special fee</i>
30	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>plm</i>

Middle Atlantic Chapter - National
Spa and Pool Institute

P.O. Box 209
Severna Park, Md 21146

0000 0604

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 505
ARTICLES OF REVIVAL

OF

MIDDLE ATLANTIC CHAPTER/NATIONAL SWIMMING POOL INSTITUTE, INC.

Changing its name to

MIDDLE ATLANTIC CHAPTER - NATIONAL SPA AND POOL INSTITUTE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 23, 1985 AT 9:15 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 003143, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ 20.00	\$ 10.00

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.

R. B. Quinn



A 181943

©OTTE
ATTO
114 AN
ANNAPOLIS

BOOK 171 PAGE 506

002012

Housewives Helpers, Inc., a Maryland Corporation, having its principal office at 8007 Baileys Lane, Pasadena, Maryland 21122, hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department") that:

FIRST: The Charter of the Corporation is hereby amended to change: The name of the Corporation from Housewives Helpers, Inc. to Household Helpers, Inc.

SECOND: All other provisions of the charter remain unchanged.

THIRD: By written informal action, unanimously taken by the Board of Directors of this 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 amendment and by written informal action unanimously taken by the Stockholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland the Stockholders of the Corporation duly approved said amendments.

IN WITNESS WHEREOF, Housewives Helpers, Inc. has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary on this 26th day of June, 1985 and its President acknowledges that these Articles of Amendment are the act and deed of Housewives Helpers, 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.

HOUSEWIVES HELPERS, INC.

ATTEST:

BY: George C. Bailey
George Bailey

Secretary

Sia Marie D'Ambrosio

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:42

E. AUBREY COLLISON
CLERK

52068052

0000 0526

GOETTEE & SHERMATZ P.A.
ATTORNEYS AT LAW
114 ANNAPOLIS STREET
ANNAPOLIS, MARYLAND 21401

CLERKS NOTATION
BEST COPY
AVAILABLE

002013

1974 171 507

1985 JUL 19 9 50 AM '85

STATE OF	
NAME	✓
PRINCIPAL OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

ARTICLES OF AMENDMENT
W. J. Arnold (9A)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

DATE	9:00	NO.		DAY		YEAR	
ORIG. & C.P.P. FEE							
RECORDING FEE	20						
LIMITED PARTNERSHIP FEE							
OTHER							
TOTAL CASH							
TOTAL CHECK							

GOETTEE & SHEMATZ, P. A.

ATTORNEYS AT LAW

114 ANNAPOLIS STREET

ANNAPOLIS, MARYLAND 21401

TELEPHONE { 267-7280
269-6466

7-23-85

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 508

ARTICLES OF AMENDMENT
OF
HOUSEWIVES HELPERS, INC.
Changing its name to
HOUSEHOLD HELPERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 23, 1985 AT 9:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2736, FOLIO 002011 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. Auburn



A 181948

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 509

002104

Free State Properties, Incorporated
Articles of Revival

First: The name of the corporation at the time the charter was forfeited was Free State Properties, Incorporated

Second: The name which the corporation will use after revival is Free State Properties, Incorporated

Third: The name and address of the resident agent are Jon R. Shimer - 1625 Old General's Highway, Annapolis, MD. 21401.

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 1625 Old General's Highway, Annapolis, MD 21401.

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.

Jon R. Shimer
Last Acting President
(or Vice-President)
Jon R. Shimer

Paul J. Ostrye
Last Acting Secretary
(or Treasurer)
Paul J. Ostrye

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:42

E. AUBREY COLLISON
CLERK

52068177

0000 0629

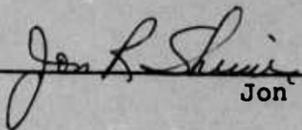
CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 510

002105

Affidavit

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



Jon R. Shimer

I hereby certify that on 7/10/85 before me, the subscriber, a notary public of the State of Maryland, in and for Anne Arundel County, personally appeared Jon R. Shimer 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



Virginia R. Ewald

My Commission expires 1 July '86

0000 0510

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 511

002106

CHANGE OF	
NAME	
PRINCIPAL OFFICE	✓
AGENT	✓
AGENT	✓

L.P. art of Revival (18)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:00 MO. DAY YEAR 7-25-85

30	ORG. & CAP. FEE special fee
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
6	OTHER / good standing
56	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> [Signature]

Free State Properties, Inc.
1625 Old General's Highway
Annapolis Md 21401

0000 06/11

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 512

ARTICLES OF REVIVAL
OF
FREE STATE PROPERTIES, INCORPORATED

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.

RECORDED IN LIBER 2787, FOLIO 002103, 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.

Paul B. Quinn



A 181960

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 513

002604

PRIDE VILLAGE SWIM CLUB, INC.

ARTICLES OF REVIVAL

Pride Village Swim Club, Inc., a Maryland corporation having its principal office in Arnold, Maryland (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

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

SECOND: The name of the Corporation at the time of the forfeiture of its Charter was Pride Village Swim Club, Inc.

THIRD: The name which the Corporation will use after the revival of its Charter pursuant to these Articles of Revival shall be

PRIDE VILLAGE SWIM CLUB, 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 P.O. Box 27, Arnold, Maryland 21012, 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 Raymond M. Smith, P.O. Box 27, Arnold, Maryland 21012. Said resident agent is a citizen actually residing in this State.

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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:42

E. AUBREY COLLISON
CLERK

52108643

52108644

0000 0513

CLERKS NOTATION
BEST COPY
AVAILABLE

002605

BOOK 171 PAGE 514

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

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

IN WITNESS WHEREOF, the Corporation has caused these Articles of Revival to be signed and acknowledged in its name and on its behalf by its last acting President and its corporate seal to be hereunto affixed and attested by its last acting Secretary all as of this 15th day of July, 1985.

ATTEST:

PRIDE VILLAGE SWIM CLUB, INC.

Nancy Casella
Secretary

By: Wesley L. Proctor
President

The undersigned, the last acting President and Secretary of Pride Village Swim Club, Inc., who executed on behalf of said Corporation the foregoing Articles of Revival, of which this certificate is made a part, hereby acknowledge, in the name and on behalf of said Corporation, the foregoing Articles of Revival to be their act.

7/15/85
Date

Wesley L. Proctor
President

Nancy Casella
Secretary

0000 0514

CLERKS NOTATION
BEST COPY
AVAILABLE

002606

BOOK 171 PAGE 515

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, William A. Cavallo of Pride Village Swim Club, 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.

William A. Cavallo

(PRINT NAME BENEATH SIGNATURE)

I hereby certify that on July 26, 1985 before me, the
(insert date)

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

Anne Arundel County personally appeared
(insert name or county for which notary is appointed)

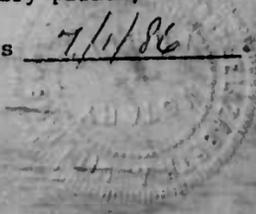
William A. Cavallo and made oath under the penalties of
(insert name of person swearing)

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

Elizabeth A. Gilliam
(Signature of notary public)

My Commission expires 7/1/86



0000 0515

CLERKS NOTATION
BEST COPY
AVAILABLE

002607

BOOK 171 PAGE 516

NAME OF	
DATE	
RECORDING OFFICE	✓
RECORDING FEE	✓
OTHER FEES	✓

Art of Renewal
18

177

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:30 MO. 7 DAY 29 YEAR 85

6	ORG. & CAP. FEE	good stand
20	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
10	OTHER	special fee
36	TOTAL	

CASH APPROVED BY
CHECK PCM

Stevens and Roblyer
7 Willow St
Annapolis, Md 21401



0000 05/16

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 517

ARTICLES OF REVIVAL

OF

PRIDE VILLAGE SWIM CLUB, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 29, 1985 AT 9:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2787, FOLIO 002603 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____
RECORDING FEE PAID: \$ 20.00
SPECIAL FEE PAID: \$ 10.00

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.



A 181967

CLERKS NOTATION
BEST COPY
AVAILABLE

002159

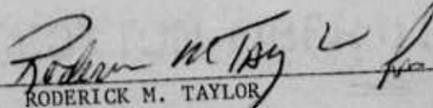
BOOK 171 PAGE 518

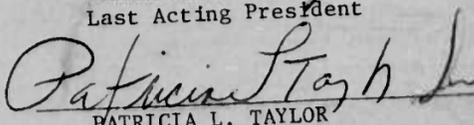
ABLE LAWN SERVICES, INC.

ARTICLES OF REVIVAL

- FIRST: The name of the corporation at the time the charter was forfeited was ABLE LAWN SERVICES, INC.
- SECOND: The name which the corporation will use after revival is ABLE LAWN SERVICES, INC.
- THIRD: The name and address of the resident agent are Roderick M. Taylor, 2805 South Haven Road, Annapolis, Maryland 21401.
- 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 2805 South Haven Road, Annapolis, Maryland 21401.

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


RODERICK M. TAYLOR
Last Acting President


PATRICIA L. TAYLOR
Last Acting Secretary

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:42

E. AUBREY COLLISON
CLERK

52128109

0000 05/18

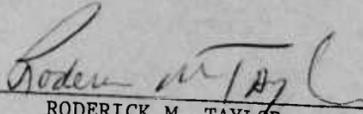
CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 519

002160

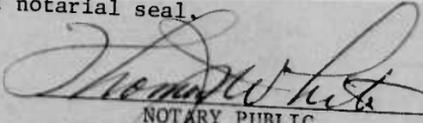
AFFIDAVIT ACCOMPANYING
ARTICLES OF REVIVAL

I, RODERICK M. TAYLOR, of ABLE LAWN SERVICES, INC., hereby declare that the previously mentioned corporation had 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.


RODERICK M. TAYLOR

I hereby certify that on July 29th, 1985, before me, the subscriber, a notary public of the ~~State of Maryland~~, in ~~Prince Georges~~ City of Washington ~~County, Maryland~~, personally appeared RODERICK M. TAYLOR, and made oath under the penalties of perjury that the matters and facts set forth in this affidavit are true to the best of his knowledge, information and belief.

As witness my hand and notarial seal.


NOTARY PUBLIC

My Commission Expires ~~on~~ January 14th, 1986

0000 0519

CLERKS NOTATION
BEST COPY
AVAILABLE

Return all
in - according to H.C.

002161

BOOK 171 PAGE 520

L.A.

Act of Revisor (18)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:48 NO. DAY YEAR 7-30-85

30	REG. & CAP. FEE	Special fee
20	RECORDING FEE	
	LANDED PARTNERSHIP FEE	
	OTHER	
50	TOTAL	
	CASH	
	CHEQUE	
	APPROVED BY	

Able Lawn Services, Inc.
2805 S. Haven Rd.
Annapolis, Md 21401

0000 0520

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 521

ARTICLES OF REVIVAL
OF
ABLE LAWN SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 30, 1985 AT 10:48 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738, FOLIO 002158 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.

Paul K. Quinn



A 182003

CLERKS NOTATION
BEST COPY
AVAILABLE

SONEX, INC.
ARTICLES OF AMENDMENT

SONEX, INC., a Maryland corporation having its principal office in Anne Arundel County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST:

The charter of the Corporation is hereby amended by striking out the Second article, and inserting in lieu thereof the following:

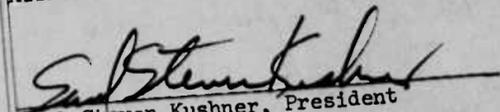
The name of the Corporation is ^SACOUSTIFLEX, INC., which is hereinafter called the Corporation.

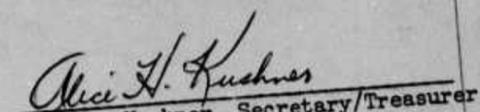
SECOND:

The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the board of directors and there is no stock entitled to vote on the matter either outstanding or subscribed for at the time of approval.

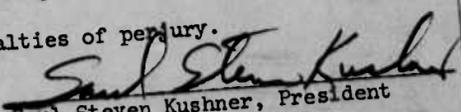
IN WITNESS WHEREOF: ACOUSTIFLEX, INC., has caused these presents to be signed in its name and on its behalf by its President or one of its Vice Presidents and attested by its Secretary or one of its Assistant Secretaries on the _____ day of July 24, 1985.

ATTEST: ACOUSTIFLEX, INC.


Saul Steven Kushner, President


Alice H. Kushner, Secretary/Treasurer

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


Saul Steven Kushner, President

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:42
E. AUBREY COLLISON
CLERK

52128151

0000 0622

CHANGE OF	
NAME	✓
PRINCIPAL OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

602232

CLERKS NOTATION
BEST COPY
AVAILABLE

09A

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 8:49 MO. 7 DAY 31 YEAR 85

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
20	TOTAL

CASH CHECK APPROVED BY *A*

Udm

*Acoustiflex, Inc.
1279 Thompson Ave
Severn, Md 21136*

0000 0623

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Part 524

ARTICLES OF AMENDMENT

OF

SONEX, INC.

Changing its name to

ACOUSTIFLEX, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 31, 1985 AT 8:49 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738, FOLIO 002230 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.



A 182017

002297

BOOK 171 PAGE 525

SYED H. ASHRUF, P.A.
ARTICLES OF AMENDMENT

SYED H. ASHRUF, P.A., a Maryland corporation, having its principal office at 204 Transmission Court, Linthicum Heights, Maryland, 21090, 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 the second paragraph and inserting in lieu thereof the following:

ARTICLE I

NAME: The name is this Corporation (which is hereinafter called the "Corporation") is:

✓ SYED H. ASHRUF, M.D., P.A.

SECOND: 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, Syed H. Ashruf, P.A. has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and attested by its Secretary or one of its Assistant Secretaries on the 9th day of July, 1985.

ATTEST: SYED H. ASHRUF, P.A.

Nicholas J. Giampetro
Nicholas J. Giampetro
Secretary

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:42

Syed H. Ashruf
Syed H. Ashruf, M.D.
President

E. AUBREY COLLISON
CLERK

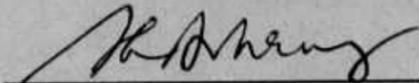
52133063

0000 0629

002298

BOOK 171 PAGE 526

THE UNDERSIGNED, President of Syed H. Ashruf, P.A.
who executed on behalf of said Corporation, the foregoing Articles
of Amendment, of which this Certificate is made a part, hereby
acknowledges, in the name and on behalf of said Corporation, the
foregoing Articles of Amendment to be the corporate act of said
Corporation and further certifies that, to the best of his
knowledge, information and belief, the matters and facts set
forth therein with respect to the approval thereof are true in all
material respects, under the penalties of perjury.



Syed H. Ashruf, M.D.
President

DATED: July 9, 1985

0000 0526

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 527

NAME OF	
NAME	✓
MUNICIPAL OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

002299

09A

LA

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

CERTIFIED
COPY MADE

TIME	9:40	MO.	8/1	DAY	8	YEAR	1985
20	REGISTRATION FEE						
8	OTHER	1-CC	2				
28	TOTAL	CASH		APPROVED BY			
		CHECK	✓	A			

Grusky, Giampetro + Ruck
2 Penn Center Plaza #1919
Phila, Pa. 19102

0000 0527

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 528

ARTICLES OF AMENDMENT
OF
SYED H. ASHRUF, P.A.
Changing its name to
SYED H. ASHRUF, M.D., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 1, 1985 AT 9:40 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738, FOLIO 002296, 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. Ashraf



A 182030

002378

BOOK 171 PAGE 529

ARTICLES OF INCORPORATION
OF
CAMPBELL CELLULAR, INC.

FIRST: The undersigned incorporator, Emanuel J. Kallina, II, whose post office address is Suite 201, One E. Lexington Street, Baltimore, Maryland 21202, being at least eighteen (18) years old, does hereby form a corporation under the laws of the State of Maryland.

SECOND: The name of the corporation (hereafter called the "Corporation") is Campbell Cellular, Inc.

THIRD: The Corporation is formed for the following purposes:

(A) To engage in the business of selling and leasing cellular car phones in Maryland and in any other state, territory or possession, including the District of Columbia, where permitted by law; and

(B) To do anything permitted by law and by Section 2-103 of the Maryland Corporations and Associations Code Annotated (hereafter referred to as the "Code").

FOURTH: The post office address of the principal office of the Corporation in Maryland is 665 Bay Green Drive, Arnold, Maryland 21012. The name of the resident agent of the Corporation, who actually resides in Maryland, is Emanuel J. Kallina, II, and such agent's post office address is Suite 201, 1 East Lexington

52058196

0000 0529

E. AUBREY COLLISON
CLERK

1986 JAN 31 AM 10:42

RECEIVED FOR RECORD
COURT OF CHANCERY

002379

BOOK 171 PAGE 530

Street, Baltimore, Maryland 21202.

FIFTH: The total number of shares of stock which the Corporation has the authority to issue is Two Hundred (200) shares, of which One Hundred (100) shares are common stock without par value and One Hundred (100) shares are preferred stock with a par value of One Dollars (\$1.00) per share, amounting to a total par value for all stock of One Hundred Dollars (\$100.00). The preferred stock and the common stock shall be identical in all respects except that the preferred stock shall not be entitled to vote, shall be paid interest on a non-cumulative annual basis of eight percent (8%) of par value and shall be preferred over the common stock as to dividends and upon liquidation.

SIXTH: The Board of Directors shall consist of three individuals, except that:

(A) The number of directors may be increased pursuant to the By-laws of the Corporation;

(B) If there is no stock outstanding, only one director is mandatory; and

(C) If there is stock outstanding and if there are only one or two stockholders, there need be only one director for each stockholder. Donald N. Campbell and B. Wayne Fowler shall act as the sole directors until the first annual meeting or until their successors are duly chosen and qualified.

SEVENTH: The Board of Directors, without the necessity

002380

BOOK 171 PAGE 531

of shareholder approval, shall have the following powers:

(A) 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) To 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, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or the terms or conditions of the redemption of such shares.

(C) To grant in part or in whole preemptive rights to stockholders of the Corporation to acquire additional stock or securities of the Corporation; provided, however, that in the absence of such a grant, no holder of any shares of stock of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation 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.

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

BOOK 171 PAGE 532

002381

the terms of any other clause of this Article SEVENTH 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 laws of the State of Maryland.

EIGHTH: Any director, officer or stockholder of the Corporation may have, individually, collectively or as a business enterprise, a direct or an indirect interest in any contract or other transaction between the Corporation and another business entity; provided, however, that if any such person has such a direct or indirect interest, such fact shall be disclosed to a majority of the members of the Board of Directors of the Corporation prior to the Board's action or nonaction on such matter; and provided further that any such person who has such an interest may be counted in determining the existence of a quorum at a meeting of the Board of Directors of the Corporation wherein any such contract or transaction is authorized, with like force and effect as if such person did not have a direct or indirect interest in such contract or other transaction.

NINTH: The Corporation may, but shall not be required to, indemnify a corporate director, officer, employee or agent (hereafter referred to as "corporate representative") in connection with a proceeding as permitted in this Article NINTH and to the fullest extent permitted by and in accordance with Section

002382

BOOK 171 PAGE 533

2-418 of the Code. To the extent that a corporate representative successfully defends himself on the merits or otherwise in any proceeding, including a proceeding brought by or on behalf of the Corporation, such indemnification against expenses actually and reasonably incurred in relation to the proceeding shall include, by way of illustration and not limitation, all costs, attorney's fees, judgments, fines and amounts paid in settlement, and shall only be granted in each specific case upon a determination and authorization as follows: (i) by the majority vote of a quorum of the Board of Directors, which Board consists of directors who have not been parties to the proceedings, or (ii) by the majority vote of the stockholders entitled to vote on the matter. Any word(s) used in this Article NINTH shall have the same meaning as provided in Section 2-418 of the Code.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation and acknowledged the same to be his act and deed on this 23rd day of July , 1985 .

WITNESS:

Christie J. Thomas

Samuel J. Hill, Jr.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 534

002383

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
9:28	7	24	85
20	ORG. & CAP. FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
17	OTHER 2-CL 10		
57	TOTAL CASH <input type="checkbox"/> APPROVED BY		
	CHECK <input checked="" type="checkbox"/> A		

LA

stt

(52)

Emanuel Kallia
 1 E. Lexington St #201
 Balt. Md 21202

1985 JUL 24 A 9:28

0000 0514

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 535

ARTICLES OF INCORPORATION
OF
CAMPBELL CELLULAR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 24, 1985 AT 09:28 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2727, FOLIO 002377 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1971514

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
[Signature]



A 182055

CLERKS NOTATION
BEST COPY
AVAILABLE

002389

BOOK 171 PAGE 536

ARTICLES OF INCORPORATION

OF

HELPING HAND QUALITY CLEANING, INC.

1985 JUL 22 A 11:49

THIS IS TO CERTIFY:

FIRST: That we the subscribers, June Booker, whose address is 700 Old Stage Road, Glen Burnie, Maryland, 21061, and Frances Sullivan, whose address is 460 Century Vista Road, Arnold, Maryland, 21012, both being over eighteen (18) years of age, due under and by virtue of the General Laws of the State of Maryland, 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:

HELPING HAND QUALITY CLEANING, 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 provide residential, commercial and industrial cleaning services.
- (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.

52038612

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY:

1986 JAN 31 AM 10:42

E. AUBREY COLLISON
CLERK

0000 0536

CLERKS NOTATION
BEST COPY
AVAILABLE

(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 constitution 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 700 Old Stage Road, Glen Burnie, Maryland, 21061. Furthermore, the mailing address for the principal office of the Corporation is 700 Old Stage Road, Glen Burnie, Maryland, 21061. The name and address of the resident agent of the Corporation in this state is June Booker, 700 Old Stage Road, Glen Burnie, Maryland, 21061. 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) 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 Article 23, Section 105 of the Annotated Code of Maryland, and the joint responsible Directors of the Corporation until stock is issued shall be June Booker and Frances Sullivan.

EIGHTH: The existence of this Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 15th day of June, 1984, and we acknowledge same to be our act.

HELPING HAND QUALITY CLEANING, INC.

June Booker
June Booker

Frances Sullivan
Frances Sullivan

1965 JUL -8 A 10:10

HELPING HAND QUALITY CLEANING, INC.

BOOK 171 PAGE 538

15

02

STATEMENT OF
INVESTMENT OF
ASSETS AND TAXATION

APPROVED FOR RECORD 7-22-55
DATE DAY YEAR
11:49
50

50

REGISTRATION FEE	20
RECORDING FEE	80
RELEVANT PARTNERSHIP FEE	8
OTHER	100
TOTAL	48

Stock

Charles H. Wheatley, III
Attorney at Law
P.O. Box 750
Millersville, MD 21108

002391

CLERKS NOTATION
BEST COPY
AVAILABLE

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 539
ARTICLES OF INCORPORATION
OF
HELPING HAND QUALITY CLEANING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 22, 1985 AT 11:49 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2787, FOLIO 002388 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1971530

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. Carlson



A 182057

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 540

ARTICLES OF INCORPORATION

002489

OF

CLARA'S CLASSICS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, CLARA A. LANGER whose post office address is 705 Faircastle Avenue, Severna Park, Anne Arundel County, Maryland 21146, and PATRICK M. KAMIYAMA, whose post office address is 4601 Village Road, Fairfax, Virginia 22030, both being at least eighteen years of 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 by the execution and filing of these articles.

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

CLARA'S CLASSICS, INC.

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

(A) To maintain and operate a business for the retail and wholesale distribution of cosmetics and the training of children and adults as to behavior, manners, etiquette, modeling and the use of various season colors.

(B) To maintain a consulting service in the field of behavior dynamics.

(C) To finance the necessary credit in the furtherance of the above business.

(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 purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(F) To carry on and transact, for itself or for account of others, the business or 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.

(G) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of

51968594

0000 0640

gax

1986 JAN 31 AM 10:42
RECEIVED FOR RECORD
CLERK E. AUBREY COLLISON

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

(H) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon distribution of 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.

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

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

(K) 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.

(L) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of

America and in foreign countries; 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 aforementioned enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation is 36-I, Rt. 3 Plaza, Millersville, Anne Arundel County, Maryland 21108. The resident agent of the Corporation is CLARA A. LANGER, whose post office address is 36-I, Rt. 3 Plaza, Millersville, Anne Arundel County. Said resident agent is a citizen of the State of Maryland and actually resides therein. ✓

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one hundred thousand (100,000) shares of the par value of One (\$1.00) Dollar each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars. ✓

SIXTH: The Corporation shall have two (2) directors, and CLARA A. LANGER and PATRICK M. KAMIYAMA shall act as such until the first annual meeting and until their successors are duly chosen and qualified. The number of Directors may be changed in such lawful manner as the Bylaws shall from time to time provide.

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

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

(C) The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. 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 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 and amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which change the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

(G) The Board of Directors shall have the 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 the power to declare and

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 544

002493

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.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 9th day of July, 1985.

Barbara J. Morton
Witness

Clara A. Langer (SEAL)
CLARA A. LANGER

William M. Pukaciny
Witness

Patrick M. Kamiyama (SEAL)
PATRICK M. KAMIYAMA

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 9th day of July, 1985, before, me the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared CLARA A. LANGER and PATRICK M. KAMIYAMA and severally acknowledged the foregoing Articles of Incorporation to be their respective acts.

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



Barbara J. Morton
Notary Public

Commission Expires:
July 1, 1986

CLERKS NOTATION
BEST COPY
AVAILABLE

002494

52

BOOK 171 PAGE 545

ARTICLES OF INCORPORATION

OF

18

CLARA'S CLASSICS, INC.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

NO. 027
DAY 6
YEAR 1985

30	REG. & G.A. FEE
30	RECORDING FEE
	LIMITED PARTNERSHIP FEE
11	OTHER 755-5
51	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>

NR

SCHERER & CUTTLER
ATTORNEYS AT LAW
24 CRAIN HIGHWAY, S.W.
GLEN BURNIE, MARYLAND 21061
TELEPHONE: 766-0464
AREA CODE 301

0000 0645

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 546

ARTICLES OF INCORPORATION
OF
CLARA'S CLASSICS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JUNE 17, 1985 09:30 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY

WITH LAW AND ORDERED RECORDED.

6
RECORDED IN LIBER 2737, FOLIO 102488 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D1971712

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.

W. B. Robinson



A 182075

E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 547

ARTICLES OF INCORPORATION

002797

OF

THE FUTUREVOICE CORPORATION

A Maryland Close Corporation Organized
Pursuant to Title Four of the Corpora-
tions and Associations Article of the
Annotated Code of Maryland

FIRST: That I, the subscriber, William H. Brill, whose
post office address is 236 Prince George St., Annapolis, Maryland
21401, being at least eighteen years of age, do hereby form a Corpo-
ration under and by virtue of the general laws of the State of
Maryland and the Corporations and Associations Article of the
Annotated Code of Maryland.

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

THE FUTUREVOICE CORPORATION

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

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

- (1) To assist individuals in constructing oral histories
of their lives.
- (2) To enter into partnerships, joint ventures, syndicates,
and other business associations formed for any lawful purposes; and
- (3) To purchase, lease and otherwise acquire, hold, own
mortgage, pledge, and encumber and dispose of all kinds of property,
real, personal, tangible and intangible, and mixed, both in this

51998133

0000 0547

RECEIVED FOR RECORD
CIRCUIT COURT, ANN COUNTY
1906 JAN 31 AM 10:42
E. AUBREY COLLISON
CLERK

State and any part of the world; and

(4) To purchase, lease and otherwise acquire, all or any part of the property rights, businesses, contracts, goodwill, franchises and assests of every kind of any corporation, co-partnership or 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 business that the Corporation may be authorized to carry on; and

(5) To do any acts permitted to Corporations by the general laws of the State of Maryland and Corporation and Association Article of the Annotated Code of the State of Maryland, as amended from time to time.

The foregoing enumeration of 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 to in any manner 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 236 Prince George St., Annapolis, Maryland 21401. The name and post office address for the resident agent of this Corporation in this State is William H. Brill, 236 Prince George St., Annapolis, Maryland 21401. Said agent is an individual residing in this State.

BOOK 171 PAGE 549

002799

SIXTH: The Total number of shares of capital stock which the Corporation is authorized to issue is One Thousand (1000) shares of common stock, with no par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there should be one director, whose name is William H. Brill

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

002800

BOOK 171 PAGE 550

or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceedings; or, (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by 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 existence of the Corporation should be perpetual

TENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the power of the Corporation, and of the management thereof, including the duties of the stockholders who shall actively manage all aspects of the Corporate operation:-

(a) The management of the business affairs of the Corporation shall be conducted by the stockholders who shall conduct the daily affairs of the Corporation in the same manner and to the same extent as is provided for management by a Board of Directors under the General Corporation Laws of the State of Maryland, and the Corporation and Association Article of the Annotated Code of Maryland.

(b) A Stockholders' Agreement shall be executed among the Stockholders and this shall control the restrictions on the transfer of stock of the Corporation, which Stockholders' Agreement shall not be amended except by unanimous written consent of all the Stockholders who are parties to the Agreement. If the Stockholders' Agreement is voided or never executed by all Stockholders so as not to be in full force and legal effect for whatever reason, then the restriction

CLERKS WORKING
BEST COPY
AVAILABLE

BOOK 171 PAGE 551

002801

on the transfer of stock shall be that as is imposed by Section 4-503 of the Corporation and Association Article of the Maryland Code.

(c) No shares of stock of this Corporation may be issued or sold at any time that there are shares of stock already outstanding, except upon the affirmative vote of the holders of all outstanding stock of the Corporation.

(d) This Corporation shall not have outstanding (i) any securities (including stock) which are convertible into its stock, (ii) any voting securities other than stock, and (iii) any options, warrants or other rights to subscribe for or purchase any of its stock which are other than non-transferable.

IN WITNESS WHEREOF, the subscriber sets his hand and seal on this 17th day of July, 1985, and acknowledged the same to be my act and deed.

WITNESS:

Elizabeth A. Hillman

William H. Brill (SEAL)

WILLIAM H. BRILL

0000 0551

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 552

002802

(52) (62) 15 ✓ Stack

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:40 NO. DAY YEAR 7-18-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/>

William Brill
236 Prince George Street
Annapolis Md 21401

0000 0662

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 553

ARTICLES OF INCORPORATION
OF
THE FUTUREVOICE CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 18, 1985 AT 09:40 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2787, FOLIO 002796 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1971910

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 182093

002824

BOOK 171 PAGE 554

ARTICLES OF INCORPORATION
OF
THOMAS R. KELLY, INC.

A Maryland Corporation

The undersigned, Thomas R. Kelly, in order to form a corporation for the purpose hereafter stated under and pursuant to the laws of the state of Maryland, hereby certifies as follows:

1. The incorporator, Thomas R. Kelly, is at least twenty-one years of age.
2. The name of the corporation is Thomas R. Kelly, Inc.
3. The nature of the business, or objects or purposes to be transacted, promoted, or carried on are:

To carry on commercially with individuals, associations, corporations, trusts, estates, and governmental agencies (local, state, and Federal) the sale of commercial property, residential property, land, etc.; advising, consulting and other related services.

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY

1986 JAN 31 AM 10:43

E. AUBREY COLLISON
CLERK

1 52038042

0000 0564

BOOK 171 PAGE 555

002825

To acquire by lease, purchase, gift, devise, contract, concession, or otherwise, and to hold, own, develop, explore, exploit, improve, operate, lease, enjoy, control, manage, or otherwise dispose of, wherever situated, within or without the state of Maryland, any and all real estate, lands, options, concessions, grants, land patents, franchises, rights, privileges, easements, tenements, estates, hereditaments, interests, and properties of every kind, nature and description whatsoever; to manufacture, purchase, or otherwise acquire, hold, own, sell, assign, transfer, lease, exchange, invest in, mortgage, pledge, or otherwise encumber or dispose of and generally deal and trade in and with, both within and without the state of Maryland, and in any part of the world, goods, wares, merchandise and property of every kind, nature and description.

To enter into, make and perform contracts of every kind and description with any person, firm, association or corporation, municipality, body politic, country, territory, state, government or colony or dependency thereof.

To acquire, and to make payment therefor in cash or the stock or bonds of the corporation, or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the good will, rights and property, the whole or any part of the assets, tangible or intangible, and to undertake or assume the liabilities of, any person, firm, association or corporation, to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all of the powers necessary or convenient for the conduct and management thereof.

To underwrite, subscribe for, purchase, invest in, or reinvest, acquire, hold, pledge, hypothecate, exchange, sell, deal in and dispose of, alone or in syndicates or otherwise in conjunction with others, stocks, bonds, debentures, mortgages 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 or 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.

To borrow or raise money for any of the purposes of the corporation, without limit as to amount, and in connection therewith, to grant collateral or other security either alone or jointly with any other person, firm or corporation, and to make, execute, draw, accept, endorse, discount, pledge, issue, sell, or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other evidences of indebtedness, negotiable or non-negotiable, transferable or non-transferable, and to confer upon the holders of any of its obligations such powers, rights and privileges as from time to time may be deemed advisable by the Board of Directors, to the extent permitted under the General Corporation Law of the State of Maryland; to lend and advance money, extend credit, take notes, open accounts and every kind and nature of evidence of indebtedness and collateral security in connection therewith.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 557

002827

To purchase or otherwise acquire, hold, sell, pledge, transfer or otherwise dispose of shares of its own capital stock, provided that the funds or property of the corporation shall not be used for the purchase of its own shares of capital 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.

To have one or more offices, conduct and carry on its business and operations and promote its objects within and without the state of Maryland, in other states, the District of Columbia, the territories, colonies and dependencies of the United States, and in foreign countries, without restriction as to place or amount, but subject to the laws of such state, district, territory, colony, dependency or country.

IN GENERAL, 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, within or without the state of Maryland, either alone or in company with others, and to carry on any other business in connection therewith, whether manufacturing or otherwise, and to do all things not forbidden and with all the powers conferred upon corporations by the laws of the state of Maryland.

It is the intention that each of the objects, purposes and powers specified in each of the paragraphs aforementioned in these Articles of Incorporation shall, except where otherwise specified, be nowise limited or restricted by reference to or inference from the terms of any other paragraph or of any other Article in this Certificate of Incorporation, but that objects, purposes and powers specified in this Article and in each of the Articles or paragraphs of this Certificate shall be regarded as independent objects, purposes and powers, and enumeration of specified purposes and powers

002828

BOOK 171 PAGE 558

shall not be construed to restrict in any manner the general terms and powers of this corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature. The enumeration of objects or purposes herein shall not be deemed to exclude or in any way limit by inference any powers, objects, or purposes which this corporation is empowered to exercise, whether expressly by force of the laws of the state of Maryland, now or hereafter in effect, or impliedly by any reasonable construction of said law.

4. The post office address of the principal office of the corporation in the state of Maryland is 1506 Lodge Pole Court, Annapolis, MD, 21401.

The name and post office address of the resident agent of this corporation in the state of Maryland is Thomas R. Kelly, 1506 Lodge Pole Court, Annapolis, MD, 21401.

Said resident agent is a citizen of this state and resides therein.

5. The total number of shares of stock of all classes which the corporation has authority to issue is five thousand (5,000) shares of common stock with no par value.
6. The total number of Directors of the corporation is two.
The names of the persons who shall act as Directors of the corporation until the first annual meeting are Thomas R. Kelly and Yona Baki.
7. The existence of the corporation is to be perpetual.
8. IN FURTHERANCE AND NOT IN LIMITATION of the general powers conferred by the laws of the state of Maryland, the Board of Directors is expressly authorized:

To make, alter, or repeal the by-laws of the corporation;
to fix the amount to be preserved as or for working capital
or for any other proper purpose; to fund such reserve or
reserves, fund or funds; to authorize and cause to be
executed mortgages and liens upon the real and personal
property of this corporation.

9. From time to time to determine pursuant to the provisions of
the by-laws, whether and to what extent, and what times and
places, and under what conditions and regulations, the accounts
and the books of the corporation (other than the stock ledger)
or any of them, shall be open to inspection of stockholders and
no stockholder shall have any right of inspecting any account,
book, or document of the corporation except as conferred by
statute, unless duly authorized to do so by a resolution of a
majority of the stockholders or of the directors.
10. A majority of the directors by suitable by-law or by
resolution by a majority of the whole membership of the
board, may designate two or more of their number to constitute
a committee or committees; and may have the power to authorize
the seal of the corporation to be affixed to all papers which
may require it, subject to the provisions of the statutes of
Maryland, to exercise any and all powers, in addition to the
powers expressly conferred by law and by this Certificate of
Incorporation, which may be conferred upon it by the corporation
through appropriate by-law provisions.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 560

002830

IN WITNESS WHEREOF, Thomas R. Kelly, being incorporator herein-above
named, has hereunto set his respective hand and seal this 3rd
day of July, 1985.

Thomas R. Kelly

NOTARY



CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 562

ARTICLES OF INCORPORATION
OF
THOMAS R. KELLY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 19, 1985 AT 01:57 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737, FOLIO 002823, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 24 SPECIAL FEE PAID: \$ _____

D1972038

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 182098

X
BOOK 171 PAGE 563

002906

SERVICE ENTERPRISES, LIMITED
A CLOSE CORPORATION UNDER TITLE 4

ARTICLES OF INCORPORATION

FIRST: The undersigned, Lynn Whitall, whose post office address is 809 Miner Road, 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 (which is hereinafter called the Corporation) is SERVICE ENTERPRISES, LIMITED.

THIRD: The corporation shall be a close corporation as authorized by Title 4.

FOURTH: The purpose for which the Corporation is formed is to provide or perform any such lawful services as the Corporation may be organized to provide or perform.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 809 Miner Road, Crownsville, Maryland 21032. The name and post office address of the resident agent of the Corporation in Maryland is Lynn Whitall, 809 Miner Road, Crownsville, Maryland 21032. ✓

SIXTH: The total number of shares of stock which the Corporation has authority to issue is one hundred shares of the par value of \$0. a share, all of one class, and having an aggregate par value of \$0.

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 Lynn Whitall.

EIGHTH: The duration of the Corporation shall be perpetual.

RECEIVED FOR RECORD
COURT HOUSE, BALTIMORE COUNTY

1986 JAN 31 AM 10:43

E. AUBREY COLLISON
CLERK

52038030

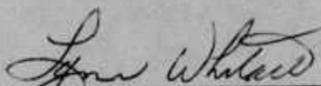
0000 0563

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 564

002907

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on July 18, 1985, and severally acknowledge the same to be my act.


LYNN WHITALL

0000 0564

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 565

002908

02 L.H.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
12:28		7/19/85	
20	GEN. & CAP. TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	STAMP		
40	TOTAL	CASH <input type="checkbox"/>	APPROVED BY
		CHECK <input checked="" type="checkbox"/>	A

(52)

att

Lynn Whitall
809 Minor Rd
Crownsville, Md 21032

1985 JUL 19 P 12:28

0000 06/5

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 566

ARTICLES OF INCORPORATION
OF
SERVICE ENTERPRISES, LIMITED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 19, 1985 . . . 12:28 P.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY

WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2727, FOL. 002905 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1972157

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 182110

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 567

003027

ARTICLES OF INCORPORATION
OF
SWISS CLEANING SERVICE, INC.

The undersigned subscriber to these Articles of Incorporation, being of full legal age, hereby presents these Articles to the State Department of Assessments and Taxation with the intention of forming a corporation under and by virtue of the General laws of the State of Maryland authorizing the formation of corporations.

Article I

NAME

The name of this Corporation is SWISS CLEANING SERVICE, INC. (hereinafter the "Corporation").

Article II

NATURE OF BUSINESS

The purposes for which the Corporation is formed are:

To provide residential and commercial cleaning services.

To acquire, own, lease, operate and dispose of any and all types of equipment and otherwise acquire, own, lease and deal in or with real and personal property, securities and investments of every kind, nature and description and provide management and other services for individuals, sole proprietorships, partnerships and corporations seeking to acquire, own, and lease equipment and engaged in any type of business, profession or enterprise in any state or territory of the United States or in any foreign country as the case may be, in which this Corporation may then be doing or performing any of the aforesaid matters.

To conduct the business mentioned within and without the State of Maryland, and to buy, own, mortgage, grant, bargain, sell and convey real and personal property, necessary or convenient for carrying on business of the nature specified herein.

To do each and every thing necessary, suitable, or proper for the accomplishment of any of the purposes of the attainment of any one or more of the objects therein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this Corporation.

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.

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 JAN 31 AM 10:43

E. AUBREY COLLISON
CLERK

52008037

0000 0567

CLERKS NOTATION
BEST COPY
AVAILABLE

003028

To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of licenses and privileges, inventions, improvements, and processes, copyrights, trademarks and trade names, relating to or useful in connection with any business of this Corporation.

To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes or 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 objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this Corporation is organized.

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

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

Article III

CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to issue is Ten thousand (10,000) shares of Common Stock having a par value of Ten cents (\$.10) per share, such Common Stock being all of one class and bearing one vote per share, which vote shall be noncumulative. No Stockholder shall have a preemptive right to acquire any shares of stock of the Corporation.

Article IV

ADDRESS AND RESIDENT AGENT

The name of the resident agent and the address of the registered office of the Corporation are:

Byron Botts
6011 Parker Drive, Deale, Maryland 20751

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

The post office address of the principal office of the Corporation in the State of Maryland is: 6011 Parker Drive, Deale, Maryland 20751

Article V

DIRECTORS

This Corporation shall have three (3) Directors, initially, and Byron Botts, Regula L. Botts and Susy Lambelet shall serve as Directors until the first annual meeting and until their successors are duly elected and qualified. The number of Directors may be increased or decreased from time to time by By-Laws adopted by the Stockholders to the extent permitted by law, but shall not be less than the number of Stockholders.

Article VI

CONTRACTS

Any contract or other transaction between this Corporation and any one or more of its Directors, individually or jointly, or between this Corporation and any other firm, corporation, or association of which one or more of its Directors are stockholders, members, officers, directors, or employees, or in which they have an interest, shall be valid for all purposes, notwithstanding the presence of such Director or Directors at the meeting of the Board of Directors which acts upon or in reference to such contract or transaction, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall authorize, approve, or ratify such contract or transaction by the affirmative vote of a majority of the disinterested Directors, even if the disinterested Directors constitute less than a quorum at such meeting. Such Director or Directors may be counted in determining the presence of a quorum at such meeting. Every person who may become a Director of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with this Corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

Article VII

ADDITIONAL CORPORATE POWERS

In furtherance and not in limitation of the general powers conferred by the laws of the State of Maryland and of the purposes and objects hereinabove stated, this Corporation shall have all and singular the following powers:

This Corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture, or otherwise, with any person, firm, or corporation, to carry on any business which this Corporation has the direct or incidental authority to pursue.

This Corporation shall have the power to deny to the holders of the Common Stock of this Corporation any preemptive right to purchase or subscribe to any new issues of any type of stock of this Corporation, and no Stockholder shall have any preemptive right to subscribe to any such stock.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 570
- 4 -

003030

The Board of Directors of this Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the By-Laws of the Corporation.

Article VIII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment (including an amendment or amendments changing the terms of any of the outstanding stock by classification, reclassification, or otherwise) shall be approved by the Board of Directors, proposed by the Board of Directors to the Stockholders, and approved at a Stockholders' meeting by the affirmative vote of two-thirds (2/3) of all the stock entitled to vote thereon; or, alternatively, all of the Directors and all of the Stockholders shall sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of Stockholders are subject to this reservation.

Article IX

INDEMNIFICATION

Each Director and Officer or former Director or Officer of the Corporation, or any person who may have served at the request of the Corporation as a director or officer of another corporation in which this Corporation owns shares of capital stock or of which it is a creditor (including in each case their respective executors and administrators), shall be indemnified by the Corporation against liabilities, fines, penalties, and claims imposed upon or asserted against him (including amounts paid in settlement) by reason of having been such a Director or Officer, whether or not then continuing so to be, and against all expenses (including counsel fees) reasonably incurred by him in connection therewith, except in relation to matters as to which he shall have been fully adjudged by a court of competent jurisdiction to be liable by reason of having been guilty of gross negligence or willful misconduct in the performance of his duty as such Director or Officer. In the event of a settlement, the indemnification shall be made only upon approval by the court having jurisdiction or upon determination by the Board of Directors, that such settlement was (or, if still to be made, is) in the best interests of the Corporation. If the determination is to be made by the Board of Directors, it may rely as to all questions of law on the advice of general counsel of the Corporation, if such counsel is not involved therein (or, if involved, then on the advice of independent counsel). The right of indemnification hereby provided shall be in addition to any other rights to which any Director or Officer may be entitled.

0000 0510

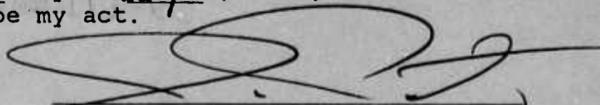
CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 571

- 5 -

003031

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



Ian K. Portnoy
1120 Connecticut Avenue, N.W.
Washington, D.C. 20036

1450C

0000 0511

CLERKS NOTATION
BEST COPY
AVAILABLE

003032

BOOK 171 PAGE 572

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 8:43 NO. 7-19-85

Stock

52

24	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
17	OTHER 200100
57	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> MS

Finley, Kumbale
Elizabeth Irving
1120 Conn Av NW
Wash DC 20036

0000 0512

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 573

ARTICLES OF INCORPORATION
OF
SWISS CLEANING SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 19, 1985 08:43 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737 FOLIO 003026 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1972389

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 182128

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 574

003415

TREA CHESAPEAKE CHAPTER 24 Inc.

ARTICLES OF INCORPORATION

ARTICLE I: The undersigned Robert Lee Eckford, Richard Allen and Richard Allen Evans whose post office addresses are: 7928 Citadel Drive, Severn, MD 21144; 610 Rita Drive, Odenton, MD 21113 and 7815 Poplar Grove Rd, Severn, MD 21144; being at least eighteen years of age, do hereby form a Corporation under the general laws of the State of Maryland.

ARTICLE II: The name of the corporation (which is hereinafter called the Corporation) is TREA Chesapeake Chapter 24 Inc.

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

- a. A not-for-profit retired military veterans organization established to promote and assist the development of The Retired Enlisted Association (TREA) Inc., and its membership professionally and culturally, both local and nationally.
- b. To uphold the Constitution of the United States;
- c. To defend the United States from all her enemies;
- d. To improve the relationship between the military and civilian populace;
- e. To maintain liaison with the active personnel of the armed forces of the United States;
- f. To provide educational scholarships to the children of our membership and those of enlisted military personnel who have died during armed conflicts or in the service of the Nation.

ARTICLE IV: The post office address of the principal office of the Corporation in Maryland is 7928 Citadel Drive, Severn, Anne Arundel County 21144. The name and post office address of the resident agent of the Corporation in Maryland is Richard A. Evans, 7815 Poplar Grove Road, Severn, Anne Arundel County 21144.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:43

E. AUBREY COLLISON
CLERK

52038629

0000 0574

003416

BOOK 171 PAGE 575

ARTICLE V: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

ARTICLE VI: The number of directors of the Corporation shall be EIGHT 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: Robert L. Eckford, Richard Allen, Dalzell J. Braxton, Joseph A. Robinson, John N. Smallwood, Matthew A. Cohen, Richard A. Evans and Levi Royter.

ARTICLE VII: The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of the Directors, Executive Committee and members:

Provision 1 - Membership

Section 1 (General) Any enlisted person on active duty (15 years or more) or retired from the Armed Forces of the United States of America for length of service or permanently medically retired, shall be eligible to become a member of TREA Chapter 24. Membership requires aggressive support of the goals, objectives, and programs of both TREA National and TREA Chapter 24.

Section 2 (Memberships) The types of memberships available are:

- a. Active - An enlisted person reired form the Armed Forces of the United States of America for length of service or permanently medically retired.
- b. Associate - Enlisted personnel on active duty with fifteen (15) or more years of active service and are on an enlistment extending beyod the twenty (20) year point. Widows/widowers of enlisted personnel who were eligible to join as associate members.
- c. Charter - Charter members are those individuals accepted into TREA Chapter 24 prior to receipt of approval of the chapter by TREA National.
- d. Honorary - Honorary membership may be bestowed upon an individual who has contributed greatly to the goals and objectives, and is otherwise ineligible for membership in, TREA Chapter 24. Nomiation is made by the Executive Committee and final approval conferred by unanimous vote of the general membership.
- e. Courtesy - Courtesy membership may be bestowed upon an individual who is supportive of the goals, and objectives of TREA Chapter 24. Courtesy membership is granted by unanimous vote of the TREA Chapter 24 Board of Directors.

003417

BOOK 171 PAGE 576

f. Life - Life membership is offered to only Active and Associate members. Life membership requires a one-time \$125 donation to TREA National, this one-time donation does not however release the member from any TREA Chapter 24 assessments.

Section 3 (Status, Rights, Privileges) The status, rights, and privileges of each member are as follows:

Status - A member shall be considered in good standing except for the following reasons:

- (a) Delinquent dues for three consecutive months.
- (b) Acts in a manner that brings discredit to or are prejudicial to the best interest of TREA Chapter 24.
- (c) Holds membership in or has sympathy with any subversive organization which advocates the overthrow of the Government of the United States of America.

Rights and Privileges - An active member may hold an elected office within TREA Chapter 24, vote in all proceedings and be afforded full benefits and privileges of the TREA National and Chapter 24.

An associate member will be afforded the same rights and privileges as an active member except for holding an elected office.

Courtesy and honorary members will not be afforded any of the rights and privileges of an active or associate member, but, may serve in an advisory capacity.

Section 4 (Obligation) Membership dues are imposed for TREA Chapter 24 in addition to initiation fees of TREA National. TREA Chapter 24 dues and assessments are established by the membership and are payable in accordance with procedures directed by the Executive Committee.

Provision 2 - Officers

Section 1 (Titles) There shall be the following elected officers: a president, a first vice president, a second vice president, a third vice president, a treasurer and a secretary.

Section 2 (Eligibility) No person shall be eligible for an office unless that person has been a member of TREA Chapter 24 for at least one year.

Section 3 (Term) Officers shall serve for two years or until their successors are elected, and their term shall begin upon installation to their office to which elected.

003418

BOOK 171 PAGE 577

Section 4 (Vacancy) A vacancy in the office of president shall be filled by the first vice president; the resulting vacancy or any other vacancy shall be filled by ballot of the Board of Directors.

Section 5 (Duties of Officers) The president shall preside over the assembly of general membership and the Board of Directors and shall coordinate the duties of the other officers and all committees. The president shall serve as an ex-officio member of all committees, other by-law provisions notwithstanding.

Each vice president shall serve as chairman of one or more committees of his/her choice or as directed by the president. At a minimum the following vice presidents will chair these specified committees:

- (a) First Vice - Legislative Affairs and Legal
- (b) Second Vice - Finance and Budget
- (c) Third Vice - Public Relations and Hospitality

The treasurer shall be responsible for the custody of funds and must be bonded.

The secretary shall serve as both corresponding and recording secretary for the General Membership, Executive, and Board of Director meetings.

Provision 3 - Meetings

Section 1 (General) General Membership meetings shall be held at least once monthly. Notice of general membership meeting shall be given to each member at least five (5) days prior to the meeting.

Section 2 (Special) A special meeting of the general membership can be called by the president or by a majority vote of the Executive Committee.

Section 3 (Executive) Executive Committee meetings shall be the responsibility of the president. At least one meeting should be held prior to a scheduled general membership meeting.

Section 4 (Directors) A Board of Directors meeting shall be held semi-annually.

Section 5 (Quorum) A quorum for conducting business of a general or special meeting of the membership shall be a majority of the active members present.

A quorum for conducting business of an executive or board of directors meeting shall be at least fifty-one percent of the total composition.

Provision 4 - Standing Rules

Section 1 (General) TREA Chapter 24 shall adhere to all standing rules established and imposed on the local chapters by the TREA National and those standing rule procedures established by this charter, chapter by-laws and chapter programs.

Provision 5 - Referendum and Amendment

Section 1 (Referendum) Any action (except election of directors and officers or an amendment to this charter or the chapter by-laws and chapter program) that could be taken by the general assembly or the board of directors may be taken by a referendum of the members. Such a referendum may be ordered by the general assembly, the board of directors, the executive committee, or by any twenty-five (25) members in good standing. Action taken by such a referendum shall be equivalent to action by the general assembly, and the vote required for adoption shall be the same as that which would be required for adoption if the vote were taken in an assembly of all members and no one else.

Section 2 (Amendment) This charter and the Chapter by-laws and Chapter Program can be amended by either of the following procedures:

- (a) A two-thirds vote of those present and voting in the general assembly (previous notice to all members must have been given).
- (b) A four-fifths vote in the general assembly.

The standing rules of procedure may be amended by a majority of those present and voting at a meeting of the general assembly with prior notice been given to all members.

Section 3 (By-laws Amendments) All proposed changes in the chapter by-laws shall become effective once approval is received from TREA National By-laws and Rules Committee.

Provision 6 - Dissolution

In the event of dissolution of TREA Chapter 24, the assets remaining after all debts obligated by the corporation are paid, shall be donated to any charitable organization or to TREA National. The members present at the final meeting shall make the decision as to who shall be the recipient(s) of the assets. Maryland state and local laws and the requirements of US Internal Revenue Service shall be adhered to in dissolution procedures.

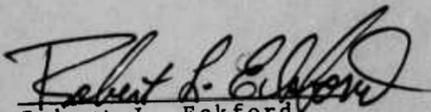
CLERKS NOTATION
BEST COPY
AVAILABLE

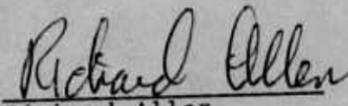
003420

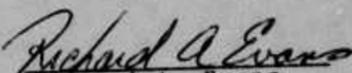
BOOK 171 PAGE 579

ARTICLE VIII: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on 16 July 1985, and severally acknowledge the same to be our act.


Robert L. Eckford


Richard Allen


Richard A. Evans

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 580

003421

(02)

LA.

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 1:46 MO. DAY YEAR 7-22-85 NON-Stock

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL
	CASH <input checked="" type="checkbox"/> APPROVED BY
	CHECK <input type="checkbox"/> <i>ps</i>

Robert Eckford
7928 Citadel Dr.
Severn Md 21144

1985 JUL 22 P 1:46

0000 0680

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 581

ARTICLES OF INCORPORATION
OF
TREA CHESAPEAKE CHAPTER 24 INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 22, 1985 01:46 P.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY

WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737, FOLIO 7 **003414**, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1972496

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

[Signature]



A 182139

BOOK 171 PAGE 582

003464

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: The under- signed HERBERT H. DERIAN and LOREREI F. DERIAN whose post office addresses are 1305 Eve Gude Drive, Crownsville, MD 21032 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

OCEANS FEAST, INC.

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

1. To acquire, hold, process, sell, and deal in any and all forms of fresh, frozen, dried, packaged or any other form of seafood, fruit, vegetables, meats, grains, meals, cereals, or any other food stuff and related packaging, paper products, foils and wraps or other items used or consumed by the general public, retail or wholesale.

2. To promote, cause to be organized, finance and aid by loan, subsidy, guaranty or otherwise, any corporation, association, partnership, syndicate, entity, person, or governmental, municipal or public authority, domestic or foreign, located in or organized under the laws of any authority in any part of the world, any security of which is held directly or indirectly by or for this Corporation, or in the business, financing or welfare of which this Corporation shall have any interest: and in connection therewith to guarantee by endorsement or otherwise the payment of the principal of, or interest or dividends on, any such security, and generally to do any acts or things to protect, preserve, improve, or enhance the value of any such security, or designed to accomplish any such purposes.

3. To acquire, purchase, own, hold, operate, develop, lease, mortgage, pledge, exchange, sell, transfer or otherwise invest, trade or deal in, in any manner permitted by law, real and personal property of every kind and description or any interest therein.

4. To engage in any mercantile, manufacturing or trading business of any kind or character whatsoever throughout the world, and to do all things incidental to any such business.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:43

E. AUBREY COLLISON
CLERK

32038538

0000 0582

5. To acquire all or any part of the securities, goodwill, rights, property or assets of all kinds and to undertake or assume the whole or any part of the obligations or liabilities of any corporation, association, partnership, syndicate, entity, person, or governmental, municipal or public authority, domestic or foreign, located in or organized under the laws of any authority in any part of the world, and to pay for the same in cash, stocks, bonds, debentures or other securities of this or any other corporation, or otherwise in any manner provided by law; and to conduct in any lawful manner the whole or any part of any business so acquired.

6. To enter into any lawful arrangement for sharing profits, union of interest, reciprocal concession or cooperation with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, located in or organized under the laws of any authority in any part of the world, in the carrying on of any business which this Corporation is authorized to carry on, or any business or transaction deemed necessary, convenient or incidental to carrying out of the purposes of this Corporation.

7. To borrow or raise moneys for any of the purposes of this Corporation, and from time to time, without limit as to amount, to draw, make, accept, endorse, guarantee, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment thereof and of the interest thereon by mortgage on, or pledge, conveyance or assignment in trust of, the whole or any part of the assets of this Corporation, real, personal or mixed, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such securities or other obligations of this Corporation for its corporate purposes.

8. To lend money, either without any collateral security or on the security of real or personal property, and to enter into, make, perform and carry out, or cancel and rescind contracts of every kind and for any lawful purpose with any person, firm, association, corporation, syndicate, governmental, municipal or public authority, domestic or foreign, or others.

9. To apply for, obtain, register, purchase, lease, or otherwise acquire, and to hold, use, pledge, lease, or otherwise acquire, and to hold, use, pledge, lease, sell, assign, or otherwise dispose of formulas, secret processes, distinctive marks, copyrights, patents, licenses, concessions and the like, whether used in connection with or secured under Letters Patent of or issued by any country or authority; and to issue, exercise, develop and grant licenses in respect thereof or otherwise turn the same to account.

10. To make any guaranty, respecting securities, indebtedness, dividends, interest, contracts or other obligations so far as the same may be permitted to be done under the laws of the jurisdiction of incorporation of this Corporation.

11. To purchase or otherwise acquire, hold, sell, pledge, transfer or otherwise dispose of, and to re-issue or cancel the shares of its own capital stock or any securities or other obligations of this Corporation in the manner and to the extent now or hereafter permitted by the laws of the jurisdiction of the incorporation of this Corporation.

12. To do everything necessary, proper, advisable, or convenient for the accomplishment or the implementation of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein set forth and to do every other act and thing incidental or connected therewith.

13. In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the General Corporation Laws of the State of Delaware, and to do any or all of the things hereinabove set forth to the same extent as natural persons might or could do, and in any part of the world.

14. To do any and all such things and engage in any and all other businesses not forbidden by law.

The foregoing clauses shall be construed both as objects and powers and, except where otherwise expressed, such objects and powers shall be in no way limited or restricted by reference to or inference from the terms of any other clause in this Certificate of Incorporation, but the objects and powers and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is One Hundred Thousand (100,000) shares of Common Stock for the par value of one cent (\$.01) each, amounting in the aggregate to One Thousand Dollars (\$1000.00).

For the purpose of approving any action by vote of stockholders, a majority shall consist of the vote by a majority of all the issued and outstanding shares entitled to vote.

Each holder of the Common Stock shall be entitled to one vote for each share of stock standing in his name on the books of the Corporation. 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.

BOOK 171 PAGE 585

003467

FIFTH: The number of its directors shall be set forth in the By-Laws, but shall not be less than three (3) nor more than five (5). There shall be no requirements for directors with respect to ownership of the corporation's shares or the location of their residence.

The initial Directors of the Corporation are Herbert H. Derian and Lorelei F. Derian both residing in the State of Maryland.

SIXTH:

(A) Indemnification

Each director and officer of the Corporation and any person serving at its request as director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor shall be indemnified by the Corporation against any and all claims and liabilities to which he may be or become subject by reason of his being or having been a director or an officer or both of the Corporation or by reason of his alleged acts or omissions as a director or officer or both of the Corporation, whether or not he continues to be a director or officer or both of the Corporation at the time of the adjudication of such claim or liability; and the Corporation shall indemnify each director and officer of the Corporation for any and all legal and other expenses reasonably incurred by him in connection with any action, suit or proceeding to which he may be made a party by reason of his being or having been a director or officer or both of the Corporation or by reason of his alleged acts or omissions as a director or officer or both of the Corporation, or any such threatened action, suit or proceeding, whether or not he continues to be a director or officer of the Corporation at the time of incurring such expenses; provided, however, that no director or officer shall be indemnified against any claim, suit or proceeding which arose out of his own negligence or wilful misconduct, or indemnified against any compromise or any such alleged claim or liability unless said compromise be approved by a majority of the disinterested members of the Board of Directors, none of whom shall be defendants in any such action or be charged with having any part in the alleged acts or omissions with respect to which such compromise or settlement is proposed to be made, or indemnified against or reimbursed for any expenses incurred in any action, suit or proceeding in which he shall be finally adjudged liable by reason of his own negligence or wilful misconduct or in which any such alleged claim or liability shall be compromised, unless said compromise be approved by a majority of the disinterested members of the Board of Directors, none of whom shall be defendants in any such action or be charged with having had any part in the alleged acts or omissions with respect to which such compromise or settlement is proposed to be made, provided that if there shall not be a quorum of disinterested members of the Board of Directors as hereinabove provided, reimbursement for any amount connected with or arising out of any compromise must be approved by a majority of the members of a committee of shareholders specially appointed to approve such compromise at a meeting of shareholders called for the purpose of appointing such committee. The foregoing right of indemnification shall not be exclusive of other rights to which any director or officer may

0000 0585

BOOK 171 PAGE 586

otherwise be entitled as a matter of law and shall inure to the benefit of the heirs, executors and administrators of such director or officer.

003468

(B) Transactions by Directors

A director of this Corporation shall not be disqualified by his office from dealing or contracting with the Corporation as a vendor, purchaser, employee, agent or otherwise; nor shall any contract or transaction or act of this Corporation be void or voidable or in any way affected or invalidated by reason of the fact that any director or any firm of which any director is a member of any corporation of which any director is a shareholder or director is in any way interested in such contract or transaction or act, provided, the fact that such director or such firm or such corporation is so interested shall be disclosed or shall be known to the Board of Directors or such members thereof as shall be present at any meeting of the Board of Directors at which action upon any such contract or transaction or act shall be taken nor shall any such director be accountable or responsible to the Corporation for or in respect to any such contract or transaction or act of this Corporation or for any gains or profits realized by him by reason of the fact that he or any firm of which he is a member of any corporation of which he is a member or any corporation of which he is a shareholder or director is interested in such contract or transaction or act; and any such director may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize or take action in respect of any such contract or transaction or act, and may vote thereat to authorize, ratify or approve any such contract or transaction or act, with like force and effect as if he or any firm of which he is a member of any corporation of which he is a shareholder or director were not interested in such contract or transaction or act.

SEVENTH: The 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 statute, and all rights conferred upon stockholders herein are granted subject to this reservation. The power to alter, amend or repeal the By-Laws or to adopt new By-Laws shall be vested in the Board of Directors.

EIGHTH: The office of the Corporation shall be located in such place within or without the State of Maryland as the Board of Directors shall select.

The Corporation's registered office in the State of Maryland is 913 Commerce Road, Annapolis, MD 21401 of Anne Arundel County

NINTH: The duration of the Corporation shall be perpetual. The resident agent is Herbert H. Darian a resident of the State of Maryland whose address is 1305 Eva Gude Drive, Crownsville, MD 21032

TENTH: The private property of the shareholders shall not be subject to the payment of corporate debts to any extent whatever.

0000 0586

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 587

003469

WE, THE UNDERSIGNED, being each of the incorporators herein-before named, for the purpose of forming a Corporation pursuant to the General Laws of the State Of Maryland, do make this certificate, here by declaring and certifying that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set our hands this day of 1985

Herbert H. Darien

Herbert H. Darien

ANNE ARUNDEL COUNTY
STATE OF MARYLAND

BE IT REMEMBERED, that on this day *3rd of July* 1985 personally came before me a Notary Public for the County of Anne Arundel, State of Maryland, Herbert H. Darien, all the parties to the foregoing certificate of incorporation, known to me personally to be such, and severally acknowledged the said certificate to be the act and deed of the signer and that the facts therein stated are truly set forth.

GIVEN Under my hand and seal of office the day and year aforesaid.

James E. Bruden

My commission expires *7-1*, 198*6*.

0000 0587

CLERKS NOTATION
BEST COPY
AVAILABLE

003470

1985 JUL 22 P 2:02

BOOK 171 PAGE 588

(02)

(52)

LA

stroke

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 2:02 MO. DAY YEAR 9-22-85

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/>

1 check
on
2 dr

Herbert Derian
Cintronix, Inc.
Annapolis Commerce Park
Annapolis, Md 21401

0000 0588

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 589

ARTICLES OF INCORPORATION
OF
OCEANS FEAST, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 22, 1985 AT 02:02 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737, FOLIO 003463 THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1972579

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 182147

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 590

003472

ARTICLES OF INCORPORATION

1985 JUL - 8 A 10:49

THIS IS TO CERTIFY:

FIRST: The undersigned LORELEI F. DERIAN whose post office address is 1305 Eva Gude Drive, Crownsville, MD 21032 being eighteen years of age and do hereby form this corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation is

CINTRONIX, INC.

THIRD: The nature of the business and of the purposes to be conducted and promoted by the corporation, which shall be in addition to the authority of the corporation to conduct any lawful business, to promote any lawful purpose, and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Maryland as follows:

To acquire, hold, purchase, sell, manufacture, lease and deal in any and all forms of computing equipment, computer software and information system supplies including those which are contingent or conditional for investment.

To purchase, receive, take by grant, gift, devise, bequest or otherwise, lease or otherwise acquire, own, hold, improve, employ, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated, and to sell, convey, lease, exchange, transfer or otherwise dispose of, or mortgage or pledge, all or any of its property and assets, or any interest therein, wherever situated.

To carry on a general mercantile, industrial, investing, and trading business in all its branches; to devise, invent, manufacture, fabricate, assemble, install, service, maintain, alter, buy, sell, import, export, license as licensor or licensee, lease as lessor or lessee, distribute, job, enter into, negotiate, execute, acquire, and assign contracts in respect of, acquire, receive grant, and assign licensing arrangements, options, franchises, and other rights in respect of, and generally deal in and with, at wholesale and retail, as principal, and as sales, business, special, or general agent, representative, broker, factor, merchant, distributor, jobber, advisor and in any other lawful capacity, goods, wares, merchandise, commodities, and unimproved, improved finished, processed, and other real, personal, and mixed property of any and all kinds, together with the components, resultants, and by-products thereof.

To apply for, register, obtain, purchase, lease, take licenses in respect of or otherwise acquire, and to account, grant licenses and immunities in respect of, manufacture under and to introduce, sell, assign, mortgage, pledge or otherwise dispose of, and, in any manner deal with and contract with reference to:

1986 JAN 31 AM 10:43

E. AUBREY COLLISON
CLERK

0000 0540

(a) inventions, devices, formulae, processes and any improvements and modifications thereof;

(b) letters patent, patent rights, patented processes, copyrights, designs, and similar rights, trade-marks, trade names, trade symbols and other indications of origin and ownership granted by or recognized under the laws of the United States of America the District of Columbia, and any State or subdivision thereof, and any commonwealth, territory, possession, dependency, colony, possession, agency or instrumentality of the United States of America and of any foreign country, and all rights connected therewith or appertaining thereunto;

(c) franchises, licenses, grants and concessions.

To guarantee, purchase, take, receive, subscribe for, and otherwise acquire, own, hold, use and otherwise employ, sell, lease, exchange, transfer and otherwise deal in and with, securities (which term, for the purpose of this Article THIRD, includes, without limitation of the generality thereof, any shares of stock bonds, debentures, notes mortgages, other obligations and any certificates, receipts or other instruments representing rights to receive, purchase, or

subscribe for the same, or representing any other rights or interests therein or in any property or assets) of any persons, domestic and foreign firms, associations, and corporations, and by any government or agency or instrumentality thereof; to make payment therefor in any lawful manner; and, while owner of any such securities, to exercise any and all rights, powers and privileges in respect thereof, including the right to vote.

To make, enter into, perform and carry out contracts of every kind and description with any person, firm, association, corporation or government or agency or instrumentality thereof.

To acquire by purchase, exchange or otherwise, all, or any part of, or any interest in, the properties, assets, business and good will of any one or more persons, firms, associations or corporations heretofore, or hereafter engaged in any business for which a corporation may now or hereafter be organized under the laws of the State to pay for the same in cash, property or its own or other securities; to hold, operate, reorganize, liquidate, sell or in any manner dispose of the whole or any part thereof; and in connection therewith, to assume or guarantee performance of any liabilities, obligations or contracts of such persons, firms, associations or corporations, and to conduct the whole or any part of any business thus acquired.

To lend money in furtherance of its corporate purposes and to invest and reinvest its funds from time to time to such extent, to such persons, firms, associations, corporations, governments or agencies or instrumentalities thereof, and on such terms and on such security, if any, as the Board of Directors of the corporation may determine.

To make contracts of guaranty and suretyship of all kinds and endorse or guarantee the payment of principal, interest or dividends upon, and to guarantee the performance of sinking fund or other obligations of, any securities, and to guarantee in any way permitted by law the performance of any of the contracts or other undertakings in which the corporation may otherwise be or become interested, of any persons, firm, association, corporation, government or agency or instrumentality thereof, or of any other combination, organization or entity whatsoever.

To borrow money without limit as to amount and at such rates of interest as it may determine; from time to time to issue and sell its own securities, including its shares of stock, notes, bonds, debentures, and other obligations, in such amounts, on such terms and conditions, for such purposes and for such prices, now or hereafter permitted by the laws of the State and by this certificate of incorporation, as the Board of Directors of the corporation may determine; and to secure any of its obligations by mortgage, pledge or other encumbrance of all or any of its property, franchises and income.

To be a promoter or manager of other corporations of any type or kind; and to participate with others in any corporation, partnership, limited partnership, joint venture, or other association of any kind, or in any transaction, undertaking or arrangement which the corporation would have power to conduct by itself, whether or not such participation involves sharing or delegation of control with or to others.

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.

To acquire all or any part of the securities, goodwill, rights, property or assets of all kinds and to undertake or assume the whole or any part of the obligations or liabilities of any corporation, association, partnership, syndicate, entity, person, or governmental, municipal or public authority, domestic or foreign, located in or organized under the laws of any authority in any part of the world, and to pay for the same in cash, stocks, bonds, debentures or other securities of this or any other corporation, or otherwise in any manner provided by law; and to conduct in any lawful manner the whole or any part of any business so acquired.

To enter into any lawful arrangement for sharing profits, union of interest, reciprocal concession or cooperation with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, located in or organized under the laws of any authority in any part of the world, in the carrying on of any business which this Corporation is authorized to carry on, or any business or transaction deemed necessary, convenient or incidental to carrying out of the purposes of this Corporation.

To apply for, obtain, register, purchase, lease, or otherwise acquire, and to hold, use, pledge, lease, or otherwise acquire, and to hold, use, pledge, lease, sell, assign, or otherwise dispose of formulas, secret processes, distinctive marks, copyrights, patents, licenses, concessions and the like, whether used in connection with or secured under Letters Patent of or issued by any country or authority; and to issue, exercise, develop and grant licenses in respect thereof or otherwise turn the same to account.

To purchase, receive, take, reacquire or otherwise acquire, own and hold, sell, lend, exchange, reissue, transfer or otherwise dispose of, pledge, use, cancel, and otherwise deal in and with its own shares and its other securities from time to time to such an extent and in such manner and upon such terms as the Board of Directors of the corporation shall determine; provided that the corporation shall not use its funds or property for the purchase of its own shares of capital stock when its capital is impaired or when such use would cause any impairment of its capital, except to the extent permitted by law.

To organize, as an incorporator, or cause to be organized under the laws of the State of Maryland, or of any other State of the United States of America, or of the District of Columbia, or of any commonwealth, territory, dependency, colony, possession, agency, or instrumentality of the United States of America, or of any foreign country, a corporation or corporations for the purpose of conducting and promoting any business or purpose for which corporations may be organized, and to dissolve, wind up, liquidate, merge or consolidate any such corporation or corporations or to cause the same to be dissolved, wound up, liquidated, merged or consolidated.

BOOK 171 PAGE 594

003476

To conduct its business, promote its purposes, and carry on its operations in any and all of its branches and maintain offices both within and without the State, *OF MD* in any and all States of the United States of America, in the District of Columbia, and in any and all commonwealths, territories, dependencies, colonies, possessions, agencies, or instrumentalities of the United States of America and of foreign governments.

To promote and exercise all or any part of the foregoing purposes and powers in any and all parts of the world, and to conduct its business in all or any of its branches as principal, agent, broker, factor, contractor, and in any other lawful capacity, either alone or through or in conjunction with any corporations, associations, partnerships, firms, trustees, syndicates, individuals, organizations, and, in conducting its business and promoting any of its purposes, to maintain offices, branches and agencies in any part of the world, to make and perform any contracts and to do any acts and things, and to carry on any business, and to exercise any powers and privileges suitable, convenient, or proper for the conduct, promotion, and attainment of any of the business and purposes herein specified or which at any time may be incidental thereto or may appear conducive to or expedient for the accomplishment of any such business and purposes and which might be engaged in or carried on by a corporation incorporated or organized under the General Corporation Law of the State of *MD* and to have and exercise all of the powers conferred by the laws of the State of Maryland upon corporations incorporated or organized under the General Corporation Law of the State of Maryland.

The foregoing provisions of this Article THIRD shall be construed both as purposes and powers and each as an independent purpose and power. The foregoing enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the purposes and powers of the corporation, and the purposes and powers herein specified shall, except when otherwise provided in this Article THIRD, be in no wise limited or restricted by reference to, or inference from, the terms of any provisions of this or any other Article of this certificate of incorporation provided, that the corporation shall not conduct any business, promote any purpose, or exercise any power or privilege within or without the State of Maryland which, under the laws thereof, the corporation may not lawfully conduct, promote, or exercise.

0000 0544

BOOK 171 PAGE 595

003477

FOURTH: The total number of shares of stock which the corporation shall have authority to issue is One Hundred Thousand (100,000) of common stock of the par value of \$.01 each amounting to \$1000. All such shares are of one class and are common stock. Any and all such shares issued, and for which the full consideration has been paid or delivered, shall be deemed fully paid stock and the holder of such shares shall not be liable for any further call or assessment or any other payment thereon.

For the purposes of approving any action by vote of stockholders, a majority shall consist of the vote of a majority of all the issued and outstanding shares entitled to vote.

No holder of any of the shares of the stock of the corporation, whether now or hereafter authorized and issued, shall be entitled as of right to purchase or subscribe for (1) any unissued stock of any class, or (2) any additional shares of any class to be issued by reason of any increase of the authorized capital stock of the corporation of any class, or (3) bonds, certificates of indebtedness, debentures or other securities convertible into stock of the corporation, or carrying any right to purchase stock of any class, but any such unissued stock or such additional authorized issue of any stock or of other securities convertible into stock, or carrying any right to purchase stock, may be issued and disposed of pursuant to resolution of the Board of Directors to such persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of its discretion.

FIFTH: The number of directors shall be set forth in the By-Laws, but shall not be less than three (3) nor more than five (5). There shall be no requirements for directors with respect to ownership of the corporation's shares or the location of their residence.

The resident agent is Lorelei F. Derian a resident of the State of Maryland whose address is 1305 Eva Gude Drive, Crownsville, MD 21401 of Anne Arundel County.

The initial Directors of the Corporation are Lorelei F. Derian and Lianne D. Cintron both residents of the State of Maryland.

SIXTH: The corporation is to have perpetual existence.

SEVENTH: Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders of any class of them, any court of equitable jurisdiction within the State of Maryland may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of section 2-201 of Title 2 of the Maryland Code or on the

0000 0645

003478

BOOK 171 PAGE 596

application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of section of Title of the MD Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

EIGHTH: For the management of the business and for the conduct of the affairs of the corporation, and in further definition, limitation and regulation of the powers of the corporation and of its directors and of its stockholders or any class thereof, as the case may be, it is further provided:

1. The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by, or in the manner provided in, the By-Laws. The phrase "whole Board" and the phrase "total number of directors" shall be deemed to have the same meaning, to wit, the total number of directors which the corporation would have if there were no vacancies. No election of directors need be by written ballot.

2. The original By-Laws of the corporation shall be adopted by the incorporator unless the certificate of incorporation shall name the initial Board of Directors therein. Thereafter, the power to make, alter, or repeal the By-Laws, and to adopt any new By-Law, except a By-Law classifying directors

0000 0576

BOOK 171 PAGE 597

003479

for election for staggered terms, shall be vested in the Board of Directors.

3. Whenever the corporation shall be authorized to issue only one class of stock, each outstanding share shall entitle the holder thereof to notice of, and the right to vote at, any meeting of stockholders. Whenever the corporation shall be authorized to issue more than one class of stock, no outstanding share of any class of stock which is denied voting power under the provisions of the certificate of incorporation shall entitle the holder thereof to the right to vote at any meeting of stockholders except as the provisions of paragraph (c) (2) of section 242 of the General Corporation Law shall otherwise require; provided, that no share of any such class which is otherwise denied voting power shall entitle the holder thereof to vote upon the increase or decrease in the number of authorized shares of said class.

NINTH: The Corporation shall, to the fullest extent permitted by Section ~~of~~ ^{MD} of the General Corporation Law of any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

TENTH: From time to time any of the provisions of this certificate of incorporation may be amended, altered or repealed, and other provisions authorized by the laws of the State of ^{MD} at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and

0000 0547

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 598

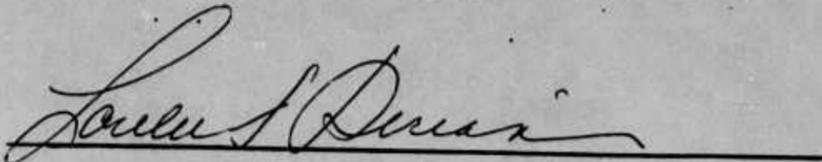
003480

all rights at any time conferred upon the stockholders of the corporation by this certificate of incorporation are granted subject to the provisions of this Article TENTH.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinabove named, do hereby further certify that the facts hereinabove stated are truly set forth and accordingly have hereunto set my hand and seal.

✓ The Corporation's registered office in the State of MD is 913 Commerce Road, Annapolis, MD 21401 of Anne Arundel County.

SIGNED ON JULY 3, 1985.

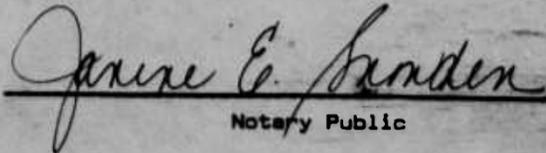


ANNE ARUNDEL COUNTY

STATE OF MARYLAND

BE IT REMEMBERED that, on July 3 1985, before me, a Notary Public duly authorized by law to take acknowledgement of deeds, personally came Lorelei F. Derian, the incorporator who duly executed the foregoing certificate of incorporation before me and acknowledged the same to be his act and deed, and that the facts therein stated are true.

GIVEN under my hand on 7-1 1985.


Notary Public

0000 0548

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 599

003481

1985 JUL 22 P 2:02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 2:02 NO. DAY YEAR 7-22-85

L.N.

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"/>

Stock

(checked on 2 doc)

Herbert Merian
Cintronic, Inc.
Annapolis Commerce Park
Annapolis, Md 21401

0000 0649

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 800

ARTICLES OF INCORPORATION
OF
CINTRONIX, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 22, 1985 AT 02:02 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737 FOLIO 003471 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1972587

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 182148

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 601

003532

ARTICLES OF INCORPORATION
OF
ARLINGTON CUSTOM HOMES, INC.
A Maryland Close Corporation

FIRST: The undersigned, WILLIAM R. SCHMIDT III, whose post office address is 7546 Ritchie Highway, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, under and by virtue of the General Laws of the State of Maryland, does hereby form a corporation by the execution and filing of these Articles.

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

ARLINGTON CUSTOM HOMES, INC.

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

THIRD: The nature of the business and the objects and purposes to be transacted, promoted or carried on by the Corporation are as follows:

(a) to design and build or make additions to residential homes and/or commercial structures; and,

(b) 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 this State is 772 Oak Stump Drive, Millersville, Maryland 21108. The resident agent of the Corporation is NANCY FAY KRELLER whose post office address is 772 Oak Stump Drive, Millersville, Maryland 21108. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

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. The name of the director who shall act until the first annual meeting or until her successor is duly elected and has qualified is NANCY FAY KRELLER.

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.

RECEIVED FOR RECORD
1986 JAN 31 AM 10:43 52038611
E. AUBREY COLLISON
CLERK

0000 0601

(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) 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 stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent, in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(c) 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.

(d) no holder 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.

(e) notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter and by Section 4-504 of the Corporations and Associations Article

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 603

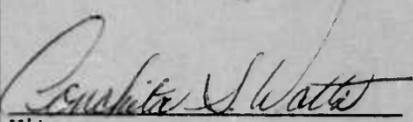
003534

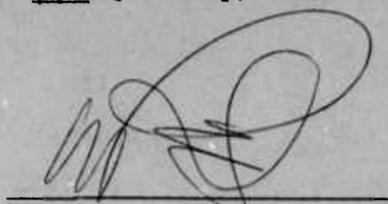
of the Annotated Code of Maryland.

(f) 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 such shares.

(g) 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 franchise, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, I have signed this Articles of Incorporation and acknowledged the same to be my act on this 19th day of July, 1985.


Witness


WILLIAM R. SCHMIDT III (SEAL)

0000 0603

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 604

003535

02

L.A.

Stock

5a

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:00 MO. DAY YEAR
7-22-85

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>W.S.</i>

William Schmidt
7546 Ritchie Hwy
Glen Burnie, Md 21061

0000 0604

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 605

ARTICLES OF INCORPORATION
OF
ARLINGTON CUSTOM HOMES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 22, 1985 AT 10:00 A. M. AS IN CONFORMITY
OF MARYLAND WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737 FOLIO 4 003531 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1972678

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 182157

1985 JUL 2
140

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 606

003554

1985 JUL 22 A 10:40

100

ARTICLES OF INCORPORATION
OF
BRADLEY'S BODY FACTORY, INC.
A Maryland Close Corporation

FIRST: The undersigned, WILLIAM R. SCHMIDT III, whose post office address is 7546 Ritchie Highway, Glen Burnie, Maryland 21061, being at least eighteen years of age, under and by virtue of the General Laws of the State of Maryland, does hereby form a corporation by the execution and filing of these Articles.

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

BRADLEY'S BODY FACTORY, INC.

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

THIRD: The nature of the business and the objects and purposes to be transacted, promoted or carried on by the Corporation are as follows:-

(a) to engage in all forms of exercise instruction and exercise programs;

(b) 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 this State is 514-F Crain Highway, N., Glen Burnie, Maryland 21061. The resident agent of the Corporation is Meredith L. Bryant, whose post office address is 514-F Crain Highway, N., Glen Burnie, Maryland 21061. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

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. The name of the director who shall act until the first annual meeting or until her successor is duly elected and has qualified is Donna L. Thompson.

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:

RECEIVED FOR RECORD
CIRCUIT COURT, W. VA. COUNTY

1986 JAN 31 AM 10:43

E. AUBREY COLLISON
CLERK

52038477

0000 0626

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 607

003555

(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) 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 stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent, in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(c) 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.

(d) no holder 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.

(e) notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter and by Section 4-504 of the Corporations and Associations

0000 0627

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 608

003556

Article of the Annotated Code of Maryland.

(f) 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 the issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of such shares.

(g) 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 franchise, in whole or in part, of other corporations or unincorporated business entities.

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

Paul M. Maguire
Witness

William R. Schmidt III (SEAL)
WILLIAM R. SCHMIDT III

0000 0628

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 509

003557

(52)

(02)

L.D. Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:20 MO. DAY YEAR
7-22-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/>

William Schmidt
7546 Ritchie Highway
Glen Burnie Md 21061

0000 0609

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 610

ARTICLES OF INCORPORATION
OF
BRADLEY'S BODY FACTORY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JULY 22, 1985 AT 10:20 A. M. AS IN CONFORMITY
OF MARYLAND WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737, FOLIO 003553 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1972710

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 182161

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 611 003059

EWING SERVICES, 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, Andrew D. Ball, whose post office address is 29 Wood Lane, Rockville, Maryland, 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 EWING SERVICES, 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 purchase, sell, manufacture, install and repair furniture; 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.

FIFTH: The post office address of the principal office of the Corporation in this State is 623 Greenbrier Lane, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are Patton M. Ewing, 623 Greenbrier Lane, 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 Five Thousand (5,000)

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:43

E. AUBREY COLLISON
CLERK

52038161

0000 0611

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 (1) director, whose name is Patton M. Ewing.

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 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 officer, the Corporation may indemnify such corporate representative in connection with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) and (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 officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by an affirmative vote, at a duly constituted meeting of a majority of the votes cast by stockholders who were parties to the proceeding, that indemnification of such corporate representative other than a present or former officer is proper

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 613

003061

in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17 day of July, 1985, and I acknowledge the same to be my act.

Andrew D. Ball
Andrew D. Ball

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 614

003062

(02)

L.H.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:59 NO. 7 DAY YEAR 22-85 *Stark*

(52)

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
17	OTHER 300 90
57	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> 90

Andrew Bell
29 Wood Lane
Rockville Md 20850

1985 JUL 22 A 9:59

0000 06/4

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 615

ARTICLES OF INCORPORATION
OF
EWING SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 22, 1985 AT 09:59 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737 FOLIO 4 **003058** OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

01972793

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.

Gal B. Johnson



A 182169

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 616

003194

THE MADISON BUILDERS 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, Robert R. Parr, whose post office address is 2842 Riva Road, 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 THE MADISON BUILDERS 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 construct and sell houses.
- (2) To provide for the acquisition, subdivision, development and sale of a housing subdivision in Anne Arundel County, Maryland; and 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 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 2842 Riva Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are:

Robert R. Parr

2842 Riva Road

Annapolis, Maryland 21401

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:43

E. AUBREY COLLISON
CLERK

52048261

0000 06/16

CLERKS NOTATION
BEST COPY
AVAILABLE

ARTICLES OF INCORPORATION
THE MADISON CORPORATION

BOOK 171 PAGE 617

003195

Said Resident Agent is an individual actually residing in this State.

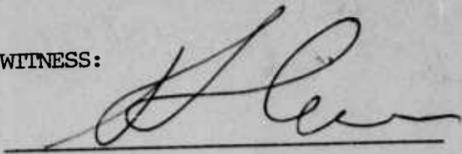
SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one hundred (100) shares of common stock, without par value.

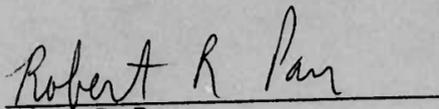
SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is Robert R. Parr.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7 day of May, 1984, and I acknowledge the same to be my act.

WITNESS:




Robert R. Parr

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 618

003196

1B 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:51 MO. DAY YEAR 7/23/85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> A

(52)

att

Robert Parr
2842 Quiva Rd.
Annapolis, Md 21401

1985 JUL 23 A 9:51

0000 06/18

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 619

ARTICLES OF INCORPORATION
OF
THE MADISON BUILDERS CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 23, 1985 AT 09:51 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737, FOLIO 003193 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1973452

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 182192

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 620

003198

WesSystems, Inc.

A MARYLAND CLOSE CORPORATION

ARTICLES OF INCORPORATION

FIRST: The undersigned, William O. Wesley, Jr. whose post office address is 1744 Remington Court, Crofton, Maryland 21114, 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:
WesSystems, Inc.

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

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

(a) To conduct generally the business of computer advisory and consulting services; to acquire, preserve, and coordinate information on business systems, accounting methods, inventorying methods and other business related matters for the purpose of developing computer software and advising individuals and companies on the interface of computer software with computer hardware for optimizing business efficiency; to design, develop and sell software tailored to meet specific business needs; to upgrade and improve computer software products and the interfacing of computer software and hardware products for

RECEIVED FOR RECORD
CIRCUIT COURT, B.A. COUNTY

1986 JAN 31 AM 10:43

E. AUBREY COLLISON
CLERK

52046235

0000 0620

CLERKS NOTICE
BEST COPY
AVAILABLE

existing business systems; and to engage in such other activities incidental to or connected with the use of computers for improving the operation of businesses.

(b) To manufacture, purchase or otherwise acquire, hold mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, ware and merchandise of every description, to carry on and transact any and all business concerning real estate transactions and business associated thereto.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good will, franchises and assets of every kind, or any corporation, co-partnership or individual (including the estate of a decedent) carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee,

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 622

003200

assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good will, franchises or assets by the issue, in accordance with the laws of Maryland, or stocks, bonds or other securities of the Corporation or otherwise.

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

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock or any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidence of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland, or of any other state, territory, district, colony, or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 623

003201

distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds, or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

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

CLERKS NOTATION
BEST COPY
AVAILABLE

003202

BOOK 171 PAGE 624

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 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.

(l) To enter into any contractual relationship and to conduct any business in any way so long as this Corporation shall not be acting in a manner contrary to law.

FIFTH: The post office address of the principal office of the Corporation is: 1744 Remington Court, Crofton, Maryland 21114. ✓

SIXTH: The name and post office address of the Resident Agent of the Corporation is: William O. Wesley, Jr., 1744 Remington Court, Crofton, Maryland 21114. ✓

SEVENTH: The total number of shares of stock which the Corporation has authority to issue is FIVE THOUSAND (5,000) shares of common of no par value, all of one class.

EIGHTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is William O. Wesley, Jr.

0000 0624

CLERKS NOTICE
BEST COPY
AVAILABLE

BOOK 171 PAGE 625

003203

NINTH: The duration of the Corporation shall be perpetual.
IN WITNESS WHEREOF, I have signed these Articles of
Incorporation on the 23 day of July, 1985, and I
acknowledge the same to be my act.

William O. Wesley, Jr.
WILLIAM O. WESLEY, JR.

TO THE CLERK OF THE SUPERIOR COURT
OF THE STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

FILED FOR RECORD

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 626

003204

1B 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:34 MO. 7 DAY 23 YEAR 85

20	ORG. & CAP. FEE
22	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
42	TOTAL
	CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>

stk

(52)

William Wesley Jr.
1744 Remington Ct.
Crofton, Md 21114

1985 JUL 23 A 11:34

0000 0626

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 627

ARTICLES OF INCORPORATION
OF
WESSYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 23, 1985 AT 11:34 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737 , FOLIO 003197 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1973460

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.

E. Aubrey Collison



A 182193

26

E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

003221

BOOK 171 PAGE 628

J & G ASSOCIATES, INC.

(A close corporation under Title 4-
Corporations and Associations Article)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Manuel Garcia and John Garcia, whose post office addresses are 50 Windemere Parkway, Baltimore, Maryland 21131, each being at least eighteen (18) years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter called the Corporation) is J & G Associates, 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 in and operate the business of a electrical and mechanical engineering company, engaged in consultative services and the fabrication and manufacture of electrical equipment and including, but not limited to, the sale of generators and electrical and mechanical turbines, engines and parts and services and related products, and to do and engage in all activities of every kind and description associated with or useful in carrying out any or all of such purposes, either as principal or agent, lessor or lessee and at wholesale or retail levels.

B. To purchase, lease, hire or otherwise acquire real and personal property, improved and unimproved, of every kind and description, and to sell, dispose of, lease, convey and mortgage said property, or any part thereof, reconstruct or purchase, either directly or through ownership of stock in any corporation or firm, any lands, buildings, offices, stores, warehouses, mills, shops, factories, plants, machinery, rights, permits, privileges, franchises and licenses, and all other things which may at any time be necessary or convenient for the purposes of the corporation. To sell, lease, hire or otherwise dispose of the lands, buildings, or other property of the Corporation, or any part thereof. To acquire by purchase, lease or other-

52048239

0000 0628

26

RECEIVED FOR RECORD
: KENT COUNTY, M.A. COUNTY
1966 JAN 31 AM 10:43
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 629

003222

wise, to own and operate factories, shops and manufacturing plants, including lands, buildings, machinery, equipment and appliances, warehouses, stores and other property which may be useful to accomplish any of the purposes or carry on a business of the character referred to.

C. To acquire by subscription, purchase, exchange or otherwise, to hold as an investment or for any other purpose, to sell, exchange, pledge, mortgage, transfer or otherwise dispose of any bonds, notes, evidence of indebtedness, shares of stock, or other securities or obligations of any kind issued or created by any other corporation of the State of Maryland or of any other state or territory of the United States or of any foreign country; and to aid in any manner any corporation whose securities or obligations are so held, and to control or direct the operations of such corporations, and to do any act or thing designed to preserve, protect or improve the value of said securities and obligations, and the value of the property of such other corporation; and while the holder of said securities of such other corporation to exercise all of the powers and privileges of ownership, including the power to vote; and to carry on all of the objects and exercise all of the powers provided by this paragraph as fully as a natural person might lawfully be entitled to do so.

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

E. To acquire by purchase or otherwise any inventions or processes useful in carrying on the business or in the prosecution of any of the objects and purposes of this corporation, and letters patent of the United States and other countries therefor; and to hold, use, develop and grant licenses with respect thereto, and otherwise dispose of such inventions and letters patent or any interest therein.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 630

003223

F. To apply for, register, purchase or otherwise obtain, to hold, own, develop, and use, to sell, grant licenses or otherwise dispose of any and all copyrights, trademarks, trade names and brands.

G. To acquire by purchase, lease, exchange or otherwise, real and personal property without limit in any state or territory of the United States and in the District of Columbia, and in foreign countries; to hold, use, pledge, mortgage, sell or otherwise dispose of any property, real or personal, owned by it.

H. To enter into, make and perform contracts without limits as to character or amount; to execute, issue and endorse any Bonds, Debentures and Notes; and make, draw, accept and endorse drafts, bills of exchange and negotiable instruments of all kinds as permitted by law.

I. To have one or more offices and places of business, and to carry on all or any of its operations and business, and without restriction or limit, as to amount or place, in any of the States, districts and territories of the United States; and in any and all foreign countries, subject to the laws of such State, district, territory or country.

J. 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 mentioned, or to limit or restrict any of the powers of the Corporation, and the said Corporation shall have, enjoy and exercise all the powers and rights now or hereafter conferred by statute upon corporations, it being the intention that the purposes, object and powers specified in each of the paragraphs of this Article shall, except as otherwise expressly provided, in no ways be limited or restricted by reference to or inference from the terms of any other clause or paragraphs of this Article, or of any other Article of this Certificate of Incorporation.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 801 C Barkwood Court, Linthicum, Maryland 21090. The

809
MJ
J.C.

3

0000 06/20

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 631

003224

name and post office address of the Resident Agent of the Corporation in Maryland is George T. Canaras, 1700 Charmuth Road, Lutherville, Maryland 21093. Said Resident Agent is a citizen of Maryland and actually resides therein.

SIXTH: 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.

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

The single class of stock shall be common stock, with voting powers, and with no other preferences, restrictions or limitations.

SEVENTH: The number of directors of the Corporation shall be Three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than Two (2); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Manuel Garcia, John Garcia, and Angela Garcia.

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

(1) 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, for such considerations as said Board of Directors may be advisable.

(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 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

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 632

003225

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.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We Have Signed These Articles of Incorporation on this 23 day of July, 1985.

Manuel Garcia
MANUEL GARCIA

John Garcia
JOHN GARCIA

STATE OF MARYLAND:

SS:
COUNTY OF Anne Arundel

I HEREBY CERTIFY that on this 23rd day of July, 1985, before me, the subscriber, a Notary Public of the State of Maryland in and for Anne Arundel County, personally appeared Manuel Garcia and John Garcia, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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



Donna B. Newton
Notary Public
My Commission Expires July 1, 1986

CLERKS NOTATION
BEST COPY
AVAILABLE

003226

BOOK 171 PAGE 633

(02) 1A

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 12:43 MO: DAY YEAR 7-23-65

20	ORG. & CAP. FEE
20	RECORDING FEE
	INDICATED PARTNERSHIP FEE
	OTHER
40	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY [Signature]

Stork

George Canaras
1700 Charmuth Rd
Kinticum Rd 21090

1965 JUL 23 P 12:43

0000 0687

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 634

ARTICLES OF INCORPORATION
OF
J & G ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 22, 1985 AT 12:43 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2737, FOLIO 603220 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1973502

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. Anderson



A 182197

000106

BOOK 171 PAGE 635

ARTICLES OF INCORPORATION

OF

DRS. BENJAMIN AND FUHRMANN PULMONARY ASSOCIATES, P.A.

ARTICLE ONE: I, J. Darby Bowman, Jr., whose post office address is 900 World Trade Center, 401 East Pratt Street, 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, including the Maryland Professional Service Corporation Act.

ARTICLE TWO: The name of the corporation (hereinafter called the "Corporation") is DRS. BENJAMIN AND FUHRMANN PULMONARY ASSOCIATES, P.A.

ARTICLE THREE: The purposes for which the Corporation is formed are:

(A) To engage in every aspect of the general practice of medicine, within the State of Maryland and elsewhere within the United States, including primarily the practice of pulmonary medicine and including the operation of a medical laboratory or laboratories for the analysis of pulmonary function and arterial blood gasses. The professional services involved in the Corporation's practice of medicine may be rendered only through its officers, agents and employees who are duly licensed, or otherwise legally authorized, to practice medicine in the State of Maryland; provided, however, that as used in this Paragraph (A), the term "employees" shall not include clerks, secretaries, bookkeepers, technicians and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional medical service to the public for which a license or other legal authorization is required.

(B) Secondly, to invest its funds in real estate, mortgages, stocks, bonds, and any other types of investment, and to own real and personal property necessary or appropriate for the rendering of the professional medical services and medical laboratory services.

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

ARTICLE FOUR: The post office address of the principal office of the Corporation in this State is Suite 517, 7310 Ritchie Highway, Glen Burnie, Maryland 21061.

ARTICLE FIVE: The name and post office address of the resident agent of the Corporation in this State is Calvin F. Fuhrmann, 5301 Purlington Way, Baltimore, Maryland 21212. Said agent is an individual actually residing in this State.

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

ARTICLE SEVEN: The number of directors of the Corporation shall be two, which number may be increased or decreased pursuant to the Bylaws of the

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:47

E. AUBREY COLLISON
CLERK

- 1 -

51698188

0000 0625

000107

BOOK 171 PAGE 636

Corporation, and so long as there are fewer than three stockholders, the number of directors may be fewer than three but not fewer than the number of stockholders. The names of the directors, who shall act until the first annual meeting and until their successors are duly chosen and qualified are: JAMES J. BENJAMIN, M.D. and CALVIN F. FUHRMANN, M.D.

ARTICLE EIGHT: 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, 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 these Articles of Incorporation, to classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

ARTICLE NINE: 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.

ARTICLE TEN: The Corporation shall have the power to indemnify, by express provision in its Bylaws, by Agreement, or by majority vote of either its stockholders or disinterested directors, any one or more of the following classes of individuals: (1) Present or former directors and/or officers of the Corporation, (2) present or former agents and/or employees of the Corporation, (3) present or former administrators, trustees or other fiduciaries under pension, profit sharing, deferred compensation, or any other employee benefit plan maintained by the Corporation and (4) persons serving

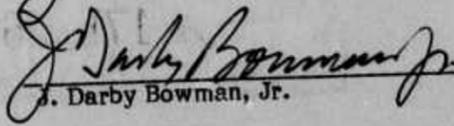
CLERKS WORKING
BEST COPY
AVAILABLE

000108

BOOK 171 PAGE 637

or who have served at the request of the Corporation in any of the aforementioned capacities for any other corporation, partnership, joint venture, trust, or other enterprises.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 18th day of June, 1985.

 (Seal)
J. Darby Bowman, Jr.

P-00.57

STATE OF MISSISSIPPI
RECORDS AND DEEDS
APPROVED FOR RECORD

0000 0637

CLERKS NOTATION
BEST COPY
AVAILABLE

000109

BOOK 171 PAGE 638

CERTIFIED
COPY MADE

16

PA

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

Stork

52

TIME 10:50 MO. DAY YEAR 6-18-85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
9	OTHER (CCDP)
49	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> JRS

J. D. Bowman.
Gebhardt + Smith
9th fl, World Trade Center
Balt, Md 21202

05 JUN 18 A 10 50

0000 0688

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 639

ARTICLES OF INCORPORATION
OF
DRS. BENJAMIN AND FUHRMANN PULMONARY ASSOCIATES, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JUNE 18, 1985 AT 10:50 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 4

RECORDED IN LIBER 2726 FOLIO 000105 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1941632

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.

Gal B. Arundel



A 178850

CLERKS NOTATION
BEST COPY
AVAILABLE

001789

BOOK 171 PAGE 640

ARTICLES OF INCORPORATION OF

E. D. WAMY, INC.

THIS IS TO CERTIFY:

First, that I, the incorporator only, Mitchell Myers, whose post office address is Suite 205, 8720 Georgia Avenue, Silver Spring, Maryland 20910, being at least twenty-one (21) 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 "Corporation) is E. D. WAMY, INC.

ARTICLE II - PURPOSE

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

1. To establish, purchase, lease as lessee or otherwise acquire, own, operate and maintain, sell, mortgage, deed in trust, lease as lessor and otherwise dispose of such retail outlets or departments therein and such mail order operations necessary to buy, sell, trade, manufacturer, deal in, all types of video tapes, equipment, T.V.'s, recorders, cameras, or the rental manufacture or production thereof, and with goods, wares and merchandise of every kind and nature and to carry on such business as retailer, importer and exporter; to acquire all such merchandise, supplies, materials and other articles as shall be necessary or incidental to such business and to have any and all powers to carry out the purposes set forth as fully as natural persons whether as principals, agents, trustees or otherwise.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:47

E. AUBREY COLLISON
CLERK

51648090

0000 0640

DACY, RICHIN, MYERS & SUISSA
ATTORNEYS AT LAW
8720 GEORGIA AVENUE • SUITE 205
SILVER SPRING, MARYLAND 20910
(301) 585-6677

CLERKS NOTATION
BEST COPY
AVAILABLE

001790

BOOK 171 PAGE 641

2. To engage in the business of the accumulation and lending of money, by lending the capital of the company and such other funds as it may from time to time lawfully acquire from various borrowers upon such personal security or security of personal property as may be agreed upon between the corporation and borrowers, and by re-lending in like manner the funds arising from such loans when paid; but the corporation shall not have banking or discounting privileges.

3. To purchase, hold, sell or issue the shares of its own capital stock.

4. To buy, lease or otherwise acquire so far as may be permitted by law the whole or any part of the business, goodwill, and assets of any firm, person, association or corporation, foreign or domestic, engaged in the business of the same general character as that for the purpose for which this corporation is organized. To engage in any other business of any kind or character whatsoever and to that end to acquire, hold and dispose of any and all property, assets, stocks, bonds and rights of any kind.

5. Without any particular limiting of any of the objects and powers of the corporation it is hereby expressly declared and provided that the corporation shall have power to do all things hereinbefore mentioned and to issue or exchange stocks, bonds and other liabilities in payment for property purchased or acquired by it for any objective in or about the business, to borrow money without limit to mortgage, or pledge its franchises, real and personal, income or profits accruing to it and stocks, bonds or other obligations or any other property which may be acquired.

CLERKS NOTATION
BEST COPY
AVAILABLE

G01791

BOOK 171 PAGE 642

ARTICLE III - ADDRESS AND RESIDENT AGENT

The principal office of the corporation in the State of Maryland will be maintained at Rt. 214, Mayo Beach, Maryland. The Resident Agent of the Corporation is Mitchell Myers whose post office address is 8720 Georgia Avenue, Silver Spring, Maryland 20910. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

To do every act not inconsistent with law which is appropriate to promote and attain the purposes set forth in the laws of the State of Maryland (Corporations and Associations - Title 2, Section 2-103).

ARTICLE IV - DIRECTORS

The corporation shall have three (3) directors and Robert L. Waldow, Charles Edward Hancock and Mitchell Myers shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

ARTICLE V - CAPITAL STOCK

The total amount of authorized stock in the corporation is Fifteen Hundred (1500) Shares of common stock at no-par value.

The Board of Directors and corporation is hereby empowered to authorize the issuance of Fifteen Hundred (1500) shares of its stock without par value for such consideration as said Board of Directors shall deem advisable irrespective of the value or amount of such consideration after first obtaining the unanimous approval of all stockholders of the corporation.

ARTICLE VI - AMENDMENTS

The corporation upon majority approval of the stockholders reserves the right to make from time to time any

CLERKS NOTATION
BEST COPY
AVAILABLE

001792

BOOK 171 PAGE 643

amendments of its charter that may now or hereafter be authorized by law.

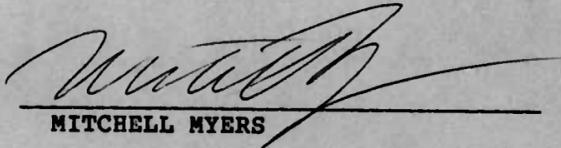
ARTICLE VII - STATUS OF CORPORATION

The corporation shall exist perpetually.

IN WITNESS WHEREOF, I have signed the Articles of Incorporation and acknowledged the same to be my act.

Dated:

4/7/85


MITCHELL MYERS

DACY, RICHIN, MYERS & SUISSA
ATTORNEYS AT LAW
8720 GEORGIA AVENUE • SUITE 205
SILVER SPRING, MARYLAND 20910
(301) 565-6677

0000 0643

CLERKS NOTATION
BEST COPY
AVAILABLE

001793

171

BOOK 171 PAGE 644

CERTIFIED
COPY MADE

62 13

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR
11:43 6 17 85

(52)

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
10	OTHER 100.00
50	TOTAL CASH <input checked="" type="checkbox"/> APPROVED BY
	CHECKS <input checked="" type="checkbox"/> NK

stock

Mitchell Myers Esq.
8720 Georgia Ave.
Apt 205
Silver Spring, Md 20910

0000 0644

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 645

ARTICLES OF INCORPORATION
OF
E. D. WAMY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 17, 1985 AT 11:43 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2731, FOLIO 001788 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20

RECORDING FEE PAID: \$ 20

SPECIAL FEE PAID: \$

D1941467

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 178833

003482

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 646

ARTICLES OF INCORPORATION
OF
A. S. PEARMON CORPORATION

(A Close corporation under TITLE IV of the Corporations and Associations Article)

THIS IS TO CERTIFY:

FIRST: That I, Allen S. Pearmon, the Subscriber, whose Post Office address is 69 E. Joyce Lane, Arnold, Maryland 21012 being at least 18 years of age, do hereby form a corporation under the general laws of the State of Maryland.

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

A. S. PEARMON 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 as follows:

(a) To carry on and conduct a general construction, trucking and hauling business including the designing, constructing, enlarging, extending, repairing, completing, removing, or otherwise engaging in any work upon power plants, industrial plants, and other systems and works of every description, buildings, structures, manufacturing plants, and all kinds of excavation, and iron, steel, wood, masonry, mechanical, electrical, and earth construction and installations, to make, execute, and take or receive any contracts or assignments of contracts therefor or relating thereto or connected therewith; and to manufacture or otherwise acquire and furnish all buildings and other materials and supplies connected therewith or required therefor; to acquire, deal in and dispose of trucks, automobiles, motor trucks and other vehicles and kindred appliances; to

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:47

E AUBREY COLLISON
CLERK

1

51628141

0000 0644

manufacture, produce, adapt and prepare, deal in and deal with any materials, articles or things incidental to or required for, or useful in connection with any of its business, and generally to carry on any other business which can be advantageously carried on in conjunction with and incidental to any of the matters aforesaid.

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

(c) 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.

(d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in

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

(e) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and 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.

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

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

countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing statement of purposes, objects and business of the Corporation shall be construed as a statement of both purposes and power, 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 term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed and the enumeration as to specific powers shall not be construed as to limit in any manner the foregoing general powers, but are in furtherance of, and in addition to and not in limitation of said general power.

FIFTH: The post office address of the principal office of the Corporation in this State is 69 E. Joyce Lane, Arnold, Maryland 21012. The resident agent of the Corporation is Allen S. Pearmon, whose post office address is 69 E. Joyce Lane, Arnold, Maryland 21012. 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 Five Thousand (5,000) shares, all of the par value of Twenty Dollars (\$20.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SEVENTH: 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 one (1). The name of the Director who shall act until the first annual meeting or until her successor is duly chosen and qualified is: Allen S. Pearmon.

BOOK 171 PAGE 650

003486

CLERKS NOTATION
BEST COPY
AVAILABLE

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and severally acknowledge same to be my act this 30 day of May, 1985.

Allen S. Pearmon (SEAL)
ALLEN S. PEARMON

003487

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 651

(02) 1B

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:23 MO. 6 DAY 11 YEAR 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>

Stock

Johnson and Parker
196 Penn Av
Westminster, Md 21157

0000 0651

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 652

ARTICLES OF INCORPORATION
OF
A. S. PEARSON CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JUNE 11, 1985 10:23 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 6

RECORDED IN LIBER 2725, FOLIO 003481 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1941061

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 178793

001608

BOOK 171 PAGE 653

MARYLAND CAPITAL GRAPHICS, INC.
A CLOSE CORPORATION
ARTICLES OF INCORPORATION

1986 JUN 11 AM 10:19

THIS IS TO CERTIFY:

FIRST: I, the undersigned, Theodore Anthony Bucolo, whose address is 108 Hillsmere Drive, Annapolis, Maryland 21403, being at least eighteen years of age, 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 MARYLAND CAPITAL GRAPHICS, INC.

THIRD: The purpose for which the corporation is formed is as follows: to engage in the businesses of printing and publication.

FOURTH: The address of the principal office of the corporation is 108 Hillsmere Drive, Annapolis, Maryland 21403.

FIFTH: The name and address of the resident agent of the corporation are Paul M. Anderton, 1206 West Street, Annapolis, Maryland 21401.

SIXTH: The total number of shares of stock which the corporation has authority to issue is one thousand shares without par value, all of one class.

SEVENTH: The corporation is a close corporation authorized by Title 4 of the article on Corporations and Associations of The Annotated Code of the Public General Laws of Maryland. There

PAUL M. ANDERTON
ATTORNEY AT LAW
1206 WEST STREET
ANNAPOLIS, MARYLAND
21401
TELEPHONE
267-8555

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:47

E. AUBREY COLLISON
CLERK

51628139

0000 0667

CLERKS NOTATION
BEST COPY
AVAILABLE

50% COTTON FIBER 001609

BOOK 171 PAGE 654

shall be no board of directors from the time that the organiza-
tion meeting of directors and the issuance of at least one share
of stock of the corporation are completed.

EIGHTH: The number of directors shall be one. The name of
him who will serve as director until the election to have no
board of directors shall become effective is Theodore Anthony
Bucolo.

IN WITNESS WHEREOF I have signed these articles of incorpo-
ration on the 10 day of June, 1985.

Paul M. Anderton Theodore Anthony Bucolo
Paul M. Anderton, Witness Theodore Anthony Bucolo
Incorporator

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 10 day of June, 1985,
before me, the subscriber, a Notary Public of the State and
County aforesaid, personally appeared Theodore Anthony Bucolo,
known to me to be the person who signed the foregoing articles
of incorporation, and acknowledged the foregoing articles of
incorporation to be his act.

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



Paul M. Anderton
Paul M. Anderton
Notary Public
My commission expires July 1,
1986

GRIFTAIN BOND

0000 0654

CLERKS NOTATION
BEST COPY
AVAILABLE

001610

BOOK 171 PAGE 655

1B 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
10:19	6	11	85
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL	CASH <input type="checkbox"/>	CHECK <input checked="" type="checkbox"/>

(52)

SKR

Paul Anderton
1206 West St.
Annapolis, Md 21401

0000 0685

CLERK'S OFFICE
BEST COPY
AVAILABLE

BOOK 171 Page 656

ARTICLES OF INCORPORATION
OF
MARYLAND CAPITAL GRAPHICS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 11, 1985 AT 10:19 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 2725, FOLIO 001607, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1940931

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 178780

WILLIAM DOOLAN ELEVATOR SERVICE, INC.

A MARYLAND CLOSE CORPORATION
ORGANIZED PURSUANT TO TITLE FOUR OF THE
CORPORATIONS AND ASSOCIATIONS ARTICLE OF THE
ANNOTATED CODE OF MARYLAND

FIRST: We, William E. Doolan, whose post office address is 116 Ridge Road, Riva, Maryland 21140, and William P. Doolan, whose post office address is 116 Orchard Road, Riva, Maryland 21140, 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:

WILLIAM DOOLAN ELEVATOR SERVICE, 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 as follows:

- (1) To carry on and to conduct an elevator construction, maintenance, service, and sales business and to enter into contracts and agreements therefor and to fully and completely carry out the same.
- (2) To organize, incorporate and reorganize subsidiary corporations, joint stock companies and associations for any purpose permitted by law.
- (3) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any such other corporation or association.
- (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 of such powers.
- (5) To carry out all or any part of the foregoing objects as principal, factor, agent, contractor or otherwise, either alone or in connection with any person, firm, association or corporation.
- (6) 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 hereinabove

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:47

E. AUBREY COLLISON
CLERK

51628018

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 658

001604

referred to, or under any Act amendatory thereof or supplemental thereto or in substitution therefor.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is not intended by the mention of any particular purpose, object or business in any manner to limit or 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 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 wise be limited or restricted by reference to or inference from the terms of any other clause 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 place at which the principal office of the Corporation in this State will be located is 116 Orchard road Riva, Maryland 21140. The resident agent of the Corporation is Daniel P. Buck, Sr., whose post office address is 10726 Lakespring Way, Cockeysville, Maryland, 21030. 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 Five Thousand (5,000) shares, without par value, all of one class.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be two whose names are:

William E. Doolan and William P. Doolan.

EIGHTH: The Corporation reserves the right from time to time to make any amendment of its Charter.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 5th day of June, 1985.

William E. Doolan
William E. Doolan, as Incorporator

William P. Doolan
William P. Doolan, as Incorporator

0000 0658

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 659

001605

STATE OF MARYLAND

BALTIMORE COUNTY, to wit:

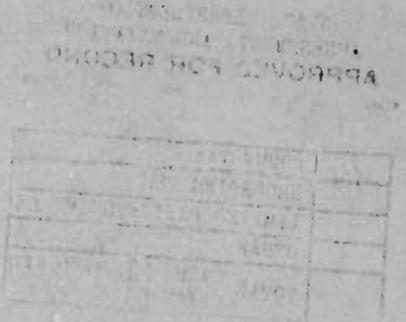
I HEREBY CERTIFY that on this 5th day of June . 1985 ,
before me, the subscriber, a Notary Public of the State of
Maryland, in and for the County aforesaid, personally appeared
William E. Doolan & William P. Doolan , and they acknowledged the foregoing Articles
of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Daniel P. Buck

Notary Public

My commission expires: July 1, 1986



001606

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 660

02 15

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	9:30	MO.	6	DAY	11	YEAR	85
	20	BONUS TAX					
	20	RECORDING FEE					
		LIMITED PARTNERSHIP FEE					
		OTHER					
	40	TOTAL CASH	<input type="checkbox"/>	TOTAL CHECK	<input checked="" type="checkbox"/>	APPROVED BY PCM	

(52)

SKK

William Doolan
116 Ridge Rd
Riva, Md 21140

0000 0650

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 Page 661

ARTICLES OF INCORPORATION
OF
WILLIAM DOOLAN ELEVATOR SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JUNE 11, 1985 09:30 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. H

RECORDED IN LIBER 2725, FOLIO 001602, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1940923

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.

[Signature]



A 178779

CLERKS NOTATION
BEST COPY
AVAILABLE

001568

BOOK 171 PAGE 662

ARTICLES OF INCORPORATION
of
LOGICAL TECHNOLOGY, INCORPORATED

FIRST: The undersigned, EDWARD W. PARKER,
whose post office address is 411 Dobbins Lane, Pasadena, Maryland 21122,
being at least eighteen (18) years of age, does hereby form a corporation under
and by virtue of the laws of the State of Maryland.

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

LOGICAL TECHNOLOGY, INCORPORATED.

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

1. To market, represent, promote, advertise, buy, sell at retail or whole-
sale, distribute, import, export, consult, design, develop, research, manufacture,
assemble, repair, service, maintain, support test, integrate, re-work, alter and
restore electric and electronic materials, components, packages, hybrids, boards,
assemblies, sub-assemblies, systems, sub-systems, software, firm ware, peripherals,
hardware, instrumentation and technology.

2. To engage in any other lawful purpose and/or business, and to do any-
thing permitted by Section 2-103 of the Corporations & 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 Corpora-
tion in this State is 411 Dobbins Lane, Pasadena, Maryland 21122.

The Resident Agent of the Corporation is EDWARD W. PARKER.

whose post office address is 411 Dobbins Lane, Pasadena, Maryland 21122.

Said Resident Agent is an individual residing in the State of Maryland.

FIFTH: The total amount of authorized capital stock is 1,000,000 shares at
a par value of 1 cent per share, divided into two classes as follows:

- Class A - 900,000 shares - enjoys all privileges, including voting rights;
- Class B - 100,000 shares - enjoys all privileges except voting rights.

No stock in the Corporation shall be transferred to any person, partner-
ship or corporation who is not already a stockholder, unless the stock shall have
been first offered for sale to each of the other stockholders of this Corporation,
and to the Corporation itself, at the same bona fide price offered by a person not

51638085

0000 0662

1986 JAN 31 AM 10:47
E. AUBREY COLLISON
CLERK
STATEWIDE FOR RECORD
SECRETARY COURT, BALTIMORE COUNTY

a stockholder. Said offering shall be in writing, setting forth the price and terms, and shall be sent by registered mail to each stockholder at the address listed on the Corporation books, and to the Corporation itself at its principal place of business. The Corporation itself shall have the first right to purchase, and the stockholders shall have equal right to purchase the remaining shares, if any, in the proportion of the ratio of their holdings to the total amount of issued shares. Any stock so offered and not purchased by the Corporation or by any stockholder shall be available to the remaining stockholders in the proportion that each remaining stockholder's holdings bear to the total holdings of the remaining stockholders wishing to purchase. The right to transfer the stock to a person or corporation not a stockholder shall not exist until all existing stockholders and the Corporation itself refuse the offer made as provided above, or until they fail, for a period of ten (10) days after receipt of the written offer, to accept the same by compliance with the terms therein set forth. Regulations as to the formalities and the procedures to be followed in effecting the transfer of any such stock shall be prescribed in the By-Laws of the Corporation.

SIXTH: The number of Directors of the Corporation may be increased or decreased, pursuant to the By-Laws of the Corporation, but shall never be less than three (3). However, in the circumstance where there may be no stock outstanding, the number of Directors may be less than three (3), but not less than one (1); and where there is stock outstanding with fewer 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(s) who shall act until the first meeting, or until successor(s) is (are) duly chosen and qualified, is (are) _____
EDWARD W. PARKER and EDWIN E. CHESSON

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

CLERKS NOTATION
BEST COPY
AVAILABLE

001570

BOOK 171 PAGE 664

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. Except as may be otherwise 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.

4. 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, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two-thirds (2/3) of all of such stock at the time outstanding, by a vote at a meeting or in writing with or without a meeting.

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: The duration of the Corporation shall be perpetual.

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

Robert Gordon King
Witness

Edward W. Parker
Edward W. Parker - Incorporator

0000 0664

CLERKS NOTATION
BEST COPY
AVAILABLE

001571

BOOK 171 PAGE 665

STATE OF MARYLAND, BALTIMORE COUNTY, to wit:

I HEREBY CERTIFY that, on this 11th day of June,
1985, before me, the subscriber, a Notary Public of the State of Maryland, in
and for Baltimore County aforesaid, personally appeared EDWARD W. PARKER
Incorporator herein; and he acknowledged the foregoing Articles of Incorporation
to be his act.

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



Robert Gordon King
Notary Public

0000 0665

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 667

ARTICLES OF INCORPORATION
OF
LOGICAL TECHNOLOGY, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 12, 1985 AT 09:05 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2725, FOLIO 001567, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1940865

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 178773

BOOK 171 PAGE 668
AIR SYSTEMS, INCORPORATED

001513

ARTICLES OF INCORPORATION

FIRST: I, ANTHONY J. MESSINEO, whose post office address is 4420 Cobalt Drive, Harwood, Maryland, 20776, 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 AIR SYSTEMS, INC.

THIRD: The Corporation is formed for the following:

(1) To buy, sell, install, repair, maintain and service all kinds of heating, air conditioning and refrigeration apparatus, equipment, appliances and systems; and to engage in any other lawful purpose and business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 4420 Cobalt Drive, Harwood, Maryland 20776. The name and post office address of the Resident Agent of the Corporation in this State is M. Denise Messineo, 4420 Cobalt Drive, Harwood, Maryland 20776. 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 two thousand (2,000) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be three (3) which numbers may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, 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: Anthony J. Messineo, M. Denise Messineo and Gary J. Kolb.

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 with respect to:

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:47

E. AUBREY COLLISON
CLERK

51648100

0000 0668

BOOK 171 145t 669

001514

(1) The issuance of shares of stock 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;

(2) The redemption by the Corporation of shares of its own stock or the purchase or other acquisition by the Corporation of its own shares;

(3) The purchase by the Corporation, other than in the ordinary course of business, of property and assets at a cost equivalent to or greater than fifty percent (50%) of the net worth of the Corporation as reflected on the balance sheet most recent to the date of such purchase;

(4) The investment by the Corporation, through the acquisition of shares of capital stock, partnership interests or otherwise in business entities engaged in business ventures;

(5) The amendment of any employment agreement, or the alteration of the terms set forth therein, between the Corporation and any of its employees;

(6) The making of any loans or advances by the Corporation other than to employees and supplies in the ordinary course of business; and

(7) The amendment of the By-Laws of the Corporation if such amendment substantially adversely affects the contract rights of any stockholder of the Corporation;

and notwithstanding any provision of law requiring any such action to be taken or authorized other than as provided in this Article Seven, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, any such action shall be effective and valid only if taken or approved by the stockholders by an affirmative vote of a majority of the votes entitled to be cast thereon.

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

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

The Corporation shall not indemnify or advance expenses to an employee, agent or corporate representative of the Corporation, other than a present or former director or officer, in connection with a proceeding, unless and until such indemnification shall have been determined and authorized in the specific case by an affirmative vote, at a duly constituted meeting of a majority of the votes entitled to be cast thereon by stockholders who were not parties to the proceeding.

CLERKS NOTATION
BEST COPY
AVAILABLE

001515

BOOK 171 PAGE 670

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

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

WITNESS:

Melanie Messineo

Anthony J. Messineo
ANTHONY J. MESSINEO

0000 0670

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 671

001516

02 1B

52

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR

10:15 6 13 85

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

stock

Anthony J. Messineo
4420 Colwell Dr.
Harwood, Md. 20776.

1986 JUN 13 A 10:15

0000 0611

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK ~~171~~ PAGE 672

ARTICLES OF INCORPORATION
OF
AIR SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
JUNE 13, 1985 10:15 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2725, FOLIO 001512, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1940766

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 178763

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 673

001495

ARTICLES OF INCORPORATION
OF
7 PEPSI CLUB, INC.

THIS IS TO CERTIFY:

That I, the subscriber, Curtis Nokes, whose post office address is 932 West Street, Annapolis, Maryland 21401, being of full legal age, desires to form a non-profit corporation, under and by virtue of the General Laws of the state of Maryland, authorizing the formation of corporations by the execution and filing of these Articles.

FIRST: The name of the Corporation (which is hereinafter called the "Corporation") shall be, "7 Pepsi Club, Inc."

SECOND: The place in this state where the principal officer of the Corporation is to be located is Annapolis, Maryland and the mailing address of the Corporation is 932 West Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in Annapolis is Curtis Nokes whose address is 932 West Street, Annapolis, Maryland 21401. Said Resident Agent is a citizen of Maryland and actually resides therein.

THIRD: Said Corporation is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, persons interested in citizen band radios and exchange of information concerning citizen bank radios.

(a) To receive gifts, contributions, bequests and devise of funds and other property and to hold, accrue, manage, administer, invest, sell and reinvest the same and use the income therefrom and the principal for such charitable, educational and scientific purposes as may, from time to time, be determined by the Board of Trustees of the Corporation.

(b) To acquire, establish and maintain institutions and agencies which may tend to advance the objectives of the Corporation, to contribute to the support of charitable, religious, educational and scientific institutions and agencies, and to expend money for charitable, educational and scientific purposes.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:48

E. AUBREY COLLISON
CLERK

0000 0613

001496

BOOK 171 PAGE 674

(c) To invest and reinvest any principal or income in bonds, stocks, mortgages, real estate or any interest or estate therein, securities and other medium of investment without limitation, and to deal with and expend the income and the principal of the Corporation in such manner as in the absolute judgment of its Board of Trustees will best promote its objects and purposes.

(d) To borrow or raise money for any of the purposes of the Corporation.

(e) The above granted powers to the Corporation are in furtherance and not in limitation of the general powers conferred by law upon the Corporation.

(f) Expenditures from the income and principal of the Corporation shall be made as determined by the Board of Trustees of the Corporation and shall include but not be limited to the following specific uses and purposes:

Persons interested in citizen band
radios and exchange of information
concerning citizen band radios

FOURTH: The property of the Corporation shall be held and its business managed and controlled by a Board of Trustees, the number of which shall be three and the names of the Trustees who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Joseph Johnson, Jeffrey Parnell and Curtis Nokes.

Trustees may resign or be removed and vacancies may be filled as provided in the Bylaws of the Corporation.

FIFTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal

CLERKS NOTATION
BEST COPY
AVAILABLE

001497

BOOK 171 Page 675

Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

SIXTH: The Corporation shall not be authorized to issue capital stock, but shall have members upon such terms as shall be set forth in the Bylaws.

SEVENTH: The Corporation may, from time to time, amend its Articles of Incorporation to the extent and in a manner permitted by law and in the Bylaws; provided that no such amendment shall permit any conduct or activity by the Corporation or any distribution or application of net earnings or assets of the Corporation that would prevent it from obtaining or maintaining the tax exempt status under provisions of Section 501(c)(3) of the Internal Revenue Code and regulations thereunder as the same now exists or as they may be hereinafter amended from time to time.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations, organized and operated exclusively for charitable, religious, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court for Anne Arundel County, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

CLERKS NOTATION
BEST COPY
AVAILABLE

001498

BOOK 171 PAGE 676

IN WITNESS WHEREOF, I have hereunto subscribed my name
this _____ day of _____, 19 _____.

WITNESS:

Jean Kazmurski

Curtis E. Nokes
Curtis Nokes

STATE OF MARYLAND)

COUNTY OF ANNE ARUNDEL) to wit:

I HEREBY CERTIFY that on this 4 day of June, 1985
before me, the subscriber, a Notary Public in and for the State
and County aforesaid, personally appeared Curtis Nokes, and
acknowledged the foregoing Articles of Incorporation to be his
act and deed.

Jean Alberta Smallwood
Notary Public

My Commission Expires:

CLERKS NOTATION
BEST COPY
AVAILABLE

001499

BOOK 171 PAGE 677

(02)

15

(52)

STATE DEPARTMENT OF
REVENUES AND TAXATION
APPROVED FOR RECORD

Non-Stock

TIME 10:18 MO. DAY YEAR 6-13-85

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

A. H. Legum
P.O. Box 191
Annapolis, Md 21404

0000 0617

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 678

ARTICLES OF INCORPORATION
OF
7 PEPSI CLUB, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 13, 1985 10:18 A.
AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2725, FOLIO 001494, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1940733

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 178760

CLERKS NOTATION
BEST COPY
AVAILABLE

001462

BOOK 171 PAGE 679

HEMLOCK PRODUCTIONS, INC.

A Maryland Corporation

Organized pursuant to Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland.

1986
JUN 11/1986
A 10:00-

ARTICLES OF INCORPORATION

FIRST: I, Thomas P. McErlean, whose post office address is 5017 Hesperus Drive, Columbia, Maryland 21044, being at least eighteen 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 Hemlock Production, 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 as follows:

To engage in the business of providing and operating audio and video facilities and equipment and all related entertainment services and facilities, including the purchase, acquisition, management, sale, lease, hire, and mortgaging of electronic and other equipment and supplies and services and personal property of every name and nature and to borrow money and to lend money to others and to take securities for the payment of all sums due the Corporation, and to sell, assign and release such securities.

To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation.

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

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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

31 Old South River Road
Edgewater, Maryland 21037

1986 JAN 31 AM 10:48

E. AUBREY COLLISON
CLERK

51028127

0000 06/19

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 680

001463

The name and post office address of the resident agent of the Corporation in this State is:

David E. Shack
31 Old South River Road
Edgewater, Maryland 21037

said resident agent is an individual actually residing in this State.

SIXTH: The total number of shares of stock which the Corporation shall have the authority to issue is One Hundred Thousand (100,000) shares with a par value of \$1.00 all of one class, common stock, and a total par value of One Hundred Thousand (\$100,000.00) Dollars.

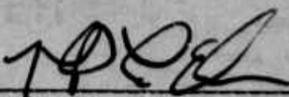
SEVENTH: The Corporation elects to have no board of directors. Until the election to have no board of directors becomes effective, there shall be one director whose name is David E. Shack.

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 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 7th day of June, 1985, and I acknowledge the same to be my act.


Thomas P. McErlean

CLERKS NOTATION
BEST COPY
AVAILABLE

001464

BOOK 171 PAGE 681

02 1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
10:03		6	11/85
20	CASH TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL CASH	<input type="checkbox"/>	APPROVED BY
	TOTAL CHECK	<input checked="" type="checkbox"/>	A

(52)

att

Ogden, Coyle etal
1820 Jefferson Pl N.W.
Wash., D. C. 20036 - 2577

0000 0681

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 682

ARTICLES OF INCORPORATION
OF
HEMLOCK PRODUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND
JUNE 11, 1985 AT 10:03 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2725 , FOR 001461 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1940675

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 178754

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 683

ARTICLES OF INCORPORATION

003718

OF

AUTOMATION ASSOCIATES, INC.

THIS IS TO CERTIFY:

FIRST: The undersigned, Robert J. Cancelliere whose post office address is 606 Tower Bank Road, Severna Park, Maryland, 21146 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 AUTOMATION ASSOCIATES, INC.

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

1. To market and perform systems and feasibility studies in the areas of data processing and automation.
2. To develop, manufacture, install, maintain and market computer equipment, software systems and related services and supplies in the areas of data processing and automation.
3. To enter into any lawful arrangements for sharing profits union of interest, reciprocal concession or cooperation with any corporation, association, partnership, syndicate, entity or governmental, municipal, or public authority, domestic or foreign in the carrying on of any business which is of the purpose of the Corporation.
4. The Corporation shall have all powers which any ordinary business stock corporation organized under the Laws of the State of Maryland may possess.
5. To carry out the purpose herein above set forth in any State, Territory, District or possession of the United States, or any foreign country to the extent that such purposes are not forbidden by law in such State, Territory, District or possession of the United States or any foreign country.

RECEIVED FOR RECORD
CLERK OF COURT, P.A. COUNTY
1986 JAN 31 AM 10:48

E. AUBREY COLLISON
CLERK

51658246

0000 0683

BOOK 171 PAGE 684

003719

6. To do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinabove set forth, and to do all other things incidental thereto or connected therewith, which are not forbidden by statute or by these articles of incorporation.

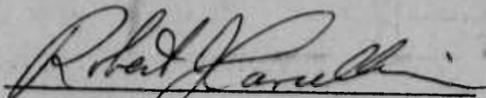
FOURTH: The post office address of the principal office of the Corporation in Maryland is 606 Tower Bank Road, Severna Park, Maryland, 21146. The name and post office address of the resident agent of the Corporation in Maryland is Robert J. Cancelliere, 606 Tower Bank Road, Severna Park, Maryland, 21146.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 1,000 shares of the par value of \$1.00 a share, all of one class, and having an aggregate value of \$1,000.00.

SIXTH: The number of directors of the Corporation shall be one (1) which number may be increased or decreased pursuant to the bylaws of the Corporation, and so long as the number of directors may be less than three (3) but not less than the number of stockholders, and the name of the director who shall act until the first meeting or until his successors are duly chosen and qualified is Robert J. Cancelliere.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on June 12, 1985 and severally acknowledge the same to be my act.


Robert J. Cancelliere

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 685

003720

12 13

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

MO. DAY YEAR
6 13 85

TIME	3:21
20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER 100-2
48	TOTAL CASH <input type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>

APPROVED BY
PCMO

(52)

DKK
CERTIFIED
COPY MADE

Robert Cancelliere
606 Tower Bank Rd
Severna Park, Md 21146

1985 JUN 13 P 3:21

0000 0685

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 686

ARTICLES OF INCORPORATION
OF
AUTOMATION ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 13, 1985 AT 03:21 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2724, FOLIO 003717 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1740352

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 178725

BOOK 171 PAGE 687

003603

MARINTEL INFORMATION SERVICES, INC.

(A CLOSE CORPORATION)

ARTICLES OF INCORPORATION

FIRST: The undersigned Roy E. Ewing, 1170 Glenwood Dale, Annapolis, Maryland 21401, being at least eighteen years of age, does hereby form a corporation under Title 4 of the Corporation and Association Article of the Annotated Code of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is "Marintel Information Services, Inc."

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

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

To introduce, operate, conduct, manage, maintain, and carry on the business of an Information Brokerage; to buy, sell, lease, or otherwise dispose of, to operate, conduct, furnish, equip and manage such brokerage, and generally to do and perform everything necessary for carrying out the aforesaid purposes. To buy, otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with, import and export information found and retrieved from major on line databases of every class and description.

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 Maryland is 1170 Glenwood Dale, Annapolis, Maryland 21401. The name and post office of the resident agent of the Corporation in Maryland is Roy E. Ewing, 1170 Glenwood Dale, Annapolis, Maryland 21401.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) Shares with a par value of One Dollar (\$1.00) each.

SEVENTH: Until the organizational meeting of the Corporation, it shall have one director, i.e., Roy E. Ewing, whose post office address is 1170 Glenwood Dale, Annapolis, Maryland 21401; thereafter, the Corporation shall have no directors.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:49

E. AUDREY COLLISON
CLERK

51618342

0000 0687

CLERKS DIVISION
BEST COPY
AVAILABLE

BOOK 171 PAGE 688

003604

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on this 7th day of June, 1985.

Frank B. Walsh, Jr.
Witness

Roy E. Ewing (SEAL)
ROY E. EWING

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

I HEREBY CERTIFY that on this 7th day of June, 1985, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared ROY E. EWING and he acknowledged the foregoing Articles of Incorporation to be his free act.

WITNESS my hand and Notarial Seal.

Frank B. Walsh, Jr.
Frank B. Walsh, Jr., Notary Public

My Commission Expires:
July 1, 1986

0000 0688

CLERKS NOTATION
BEST COPY
AVAILABLE

003605

BOOK 171 Vol. 689

5a

ARTICLES OF INCORPORATION FOR	
MARINTEL INFORMATION SERVICES, INC.	
(02) 18	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD DATE: 10:48 Mo. 6-10-88 YEAR:	
20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input checked="" type="checkbox"/> <input type="checkbox"/>
	CHECK <input type="checkbox"/> <input checked="" type="checkbox"/>

LAW OFFICES OF
Frank B. Walsh Jr., P.C.
 1200 WEST STREET
 ANNAPOLIS, MARYLAND 21401

Stock

CLERKS NOTATION
BEST COPY
AVAILABLE

Doc 171 690

ARTICLES OF INCORPORATION
OF
MARINTEL INFORMATION SERVICES, INC.

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

3

RECORDED IN LIBER 2724, FOLIO 003602 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1940154

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 178705

001269

BOOK 171. PAGE 691

ARTICLES OF REVIVAL*
TITLE 3, SUBTITLE 508-509-510 of
"CORPORATIONS AND ASSOCIATIONS ARTICLE" OF THE ANNOTATED CODE
OF MARYLAND

Earl's Plumbing and Heating Company, Inc., a Maryland corporation having its principal office in Savage, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation was forfeited on 10-7-81, for the non-payment of taxes or for failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation

SECOND: The name of the Corporation at the time of the forfeiture of its charter was Earl's Plumbing and Heating Company, Inc.

THIRD: The name by which the Corporation will hereafter be known is Earl's Plumbing and Heating Company, Inc.

FOURTH: (a) The Post Office address of the principal office of the Corporation in the State of Maryland is P.O. Box 407, Savage, Maryland 20763./ 8910 MADISON STREET, SAVAGE, MD. 20763.

(b) The name and post office address of the resident agent of the corporation in the State of Maryland is Oscar E. Goad 8910 Madison Street, Savage, Maryland 20763. Said resident agent is an individual citizen actually residing in this State (or a corporation of this State).

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

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;

(c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

For Execution by Officers

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President (or Vice-President) and Secretary (or Treasurer) of the Corporation, have signed these Articles

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:49

E. AUBREY COLLISON
CLERK

-1-

51628264

0000 0691

CLERKS NOTATION
BEST COPY
AVAILABLE

001270

BOOK 171 PAGE 692

of Revival on _____.

Last Acting President
~~Pres & Directors~~

Oscar Earl Good Pres

Last Acting Director

Oscar Earl Good

Last Acting Director

Bernie D. Mueller, Sec.
Bernadette M. Good, Treas.

STATE OF MARYLAND

County of Prince Georges, ss:

I HEREBY CERTIFY THAT on June 10, 1985, before me,
the Subscriber, a notary public of the State of Maryland
in and for the County of Howard, personally
appeared Oscar Earl Good, the last acting President
Oscar Earl Good,
the last acting Director of Earl's Plumbing and Heating Company,
Inc. _____, a Maryland corporation,
and severally acknowledged the foregoing Articles of Revival
to be their act.

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

Karin L Walsh
My commission
expires: 7/1/86



0000 0642

001271

BOOK 171 PAGE 693

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Oscar Earl Goad Pres of Earl's Pbk & Bldg 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.

Oscar E. Goad
BSCALE ROAD

(PRINT NAME BENEATH SIGNATURE)

I hereby certify that on June 11, 1985 before me, the
(insert date)

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

City of Baltimore personally appeared
(insert name or county for which notary is appointed)

Oscar E. Goad 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

[Signature]
(Signature of notary public)

My Commission expires 10/1/85

0000 0643

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 694

001272

CHANGE OF	
NAME	
PRINCIPAL OFFICE	<input checked="" type="checkbox"/>
RESIDENT AGENT	<input checked="" type="checkbox"/>
RESIDENT AGENT ADDRESS	<input checked="" type="checkbox"/>

18 18

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:00 MO. DAY YEAR 6/11/85

	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
30	OTHER <i>Special Fee</i>
50	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>A</i>

Earl's Plumbing + Heating

PO Box 407

Savage, Ind 20763

0000 0644

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 695

ARTICLES OF REVIVAL
OF
EARL'S PLUMBING AND HEATING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 11, 1985 AT 11:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 001268 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.

Paul B. Robinson



A 178595

BOOK 171 PAGE 696

001211

THE PODICKORY CORPORATION
ARTICLES OF VOLUNTARY DISSOLUTION

THE PODICKORY CORPORATION, a Maryland corporation, having its principal office in Annapolis, Maryland (hereinafter referred to as the "CORPORATION"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth and the post office address of the principal office of the Corporation in the State of Maryland is Route 2, Podickory Point, Annapolis, Maryland 21401.

THIRD: The name and address of a resident agent of the Corporation who shall serve for one (1) year after dissolution, until the affairs are wound up are,

✓ THEODORE MARTENS, SR.

1313 Rogers Road

Annapolis, MD 21401

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

THEODORE MARTENS, SR.
1313 Rogers Road
Annapolis, MD 21401

BARBARA BROWN
110 S. Kensington Road
Arlington, VA 22204

THEODORE MARTENS, JR.
1313 Rogers Road
Annapolis, MD 21401

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:49

E. AUBREY COLLISON
CLERK

51718028

0000 0646

BOOK 171 PAGE 697

001212

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

PRESIDENT

THEODORE MARTENS, SR.
Post Office Box 442
Annapolis, MD 21401

VICE PRESIDENT

BARBARA BROWN
110 S. Kensington Road
Arlington, VA 22204

SECRETARY

THEODORE MARTENS, JR.

TREASURER

THEODORE MARTENS, SR.

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 informal action of and duly executed by the entire Board of Directors of the Corporation, deem advisable and directed that the proposed Stockholders of the Corporation, and further in that the voluntary dissolution of the Corporation was, by unanimous written informal action of and duly executed by all Stockholders of the Corporation, duly approved by the Stockholders of the Corporation by the affirmative vote of all the votes entitled to be cast on the matter.

0000 0647

BOOK 171 PAGE 698

001213

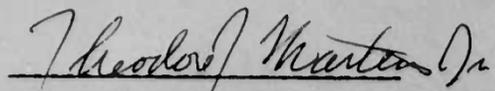
SEVENTH: The Corporation has no known creditors.

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

IN WITNESS WHEREOF, the PODICKORY CORPORATION presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this day of June, 1985, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of the PODICKORY CORPORATION and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

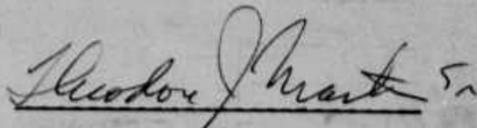
ATTEST:

THE PODICKORY CORPORATION



Theodore J. Martens, Jr.

SECRETARY



Theodore J. Martens, Sr.

PRESIDENT

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 699

001214



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

LOUIS L. 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

PODICKORY CORP.

have been paid.

WITNESS my hand and official seal this

18th day of JUNE A.D. 19 85

Allen F. Thompson
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

PS-403

0000 0649

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 700

001215

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



Anne Arundel County

MS-1103; BOX 1881
ANNAPOLIS, MARYLAND 21404

TELEPHONE: (301) 224-0113
FROM BALTIMORE: 841-8750
FROM WASHINGTON: 281-8250
TAX BILLING: EXT. 1144
WATER & SEWER BILLING: EXT. 1530
SALES TAX DIVISION: EXT. 1144

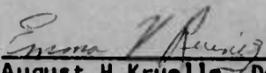
DATE JUNE 19 1985

ACCT# 3-996-00958500

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
PODICKORY CORP P O BOX 442 ANNAPOLIS MD 21404
are paid for 1986. Our records indicate that this is the last
year certified to us by the Maryland State Department of Assessment and Taxation.

Anne Arundel County, Maryland

 for
August H Kruelle, Deputy Controller

0000 0/200

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 701

091216

SEARCHED	
INDEXED	
SERIALIZED	
FILED	
RECORDED	
APPROVED	

Out of Diss
10 19

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
2:11	60	19	85
30	RECORDING FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
11	OTHER		
	ICC-5		
61	TOTAL		
	CASH		
	CHECK		

Made Copy

Christopher Hill
200 Hospital Dr, #113
Glen Burnie, Md 21061

1985 JUN 19 P 2:11

0000 0001

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 171 PAGE 702

ARTICLES OF DISSOLUTION
OF
THE PODICKORY CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 19, 1985 AT 2:11 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727 , FOLIO 001310 , 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.

R. B. Johnson



A 178584