

CLERKS NOTATION
BEST COPY
AVAILABLE

ANNE ARUNDEL COUNTY, MARYLAND

ARTICLES OF INCORPORATION AND LIMITED PARTNERSHIPS

H. ERLE SCHAFER
CLERK OF THE CIRCUIT COURT

~~—————~~
Book 172

0000 0783

001182

BOOK 172 PAGE 1

VENTURA CONSTRUCTION COMPANY
ARTICLES OF REVIVAL

First: The name of the corporation at the time the charter was forfeited was Ventura Co., Inc.

Second: The name which the corporation will use after revival is Ventura Construction Company, Inc.

Third: The name and address of the resident agent are Andrew Radding, 52 Penny Lane, Baltimore, Maryland 21209.

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 1761 Severn Chapel Road, Crownsville, Maryland 21032.

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.

W. T. Calloway
Last Acting President
(or Vice-President)

B. R. Calloway
Last Acting Secretary
(or Treasurer)

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:49

E. AUBREY COLLISON
CLERK

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001183

BOOK 172 PAGE 2

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Carolyn B. Schneck, Accountant for
the company of Ventura Construction 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.

Carolyn B. Schneck
CAROLYN B. SCHNECK
FOR W.T. CAILLOUETTE

(PRINT NAME BENEATH SIGNATURE)

APPROVED FOR RECORD

I hereby certify that on June 20, 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 of county for which notary is appointed)

Carolyn B. Schneck 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 5/1/86

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BOOK 172 PAGE 3

RECORDING	<input checked="" type="checkbox"/>
INDEXING	<input checked="" type="checkbox"/>
PROPERTY OFFICE	<input checked="" type="checkbox"/>
RECORDS SECTION	<input checked="" type="checkbox"/>
CLERK	<input checked="" type="checkbox"/>

Art of Renewal
1B 18A

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
2:58	6	20	85
30	LOCAL TAX Special fee		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
50	TOTAL	CASH <input type="checkbox"/>	CHECK <input checked="" type="checkbox"/> <i>PCM</i>

Construction Company
Ventura Co Inc.

1761 Severn Chapel Rd
Crownsville, Md 21032

0000 0003

CLERKS NOTATION
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BOOK 178578

VENTURA CO., INC.
Changing its name to
VENTURA CONSTRUCTION COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 20, 1985 AT 2:58 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 001181 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

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

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

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

G. B. Quinn



A 178578

CLERKS NOTATION
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BOOK 172 PAGE 5

001148

CHESAPEAKE BAY YACHT RACING ASSOCIATION, INC.
ARTICLES OF AMENDMENT

Chesapeake Bay Yacht Racing Association, Inc., a non-profit 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 Articles of Incorporation of the Corporation are hereby amended by striking out article THIRD and inserting in lieu thereof the following:

"THIRD: The exclusive purpose for which the Corporation is formed and for which it shall operate are for charitable and educational purposes and to foster national and international amateur sports competition within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 and any successor provision, and, specifically:

- a. To encourage and promote yachting activities among the members of the Corporation and all other yachting associations throughout the world and to help unify the rules in connection therewith.
- b. To encourage and promote amateur sail racing on the Chesapeake Bay and adjacent waters by supporting standard yacht racing and measurement rules and by coordinating racing schedules and regattas.
- c. To maintain an appeals committee for processing appeals of the decisions of protest committees for all

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CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:49
E. AUBREY COLLISON
CLERK

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amateur racing activities conducted in Area C of the United States Yacht Racing Union. This service is provided as a public service to all sailors.

d. To foster educational programs for the training of members in subjects related to yachting activities, including the science of seamanship and navigation.

e. To promote boating education and safety through education programs and through the requirement of safety equipment on participating boats.

f. To promote the sport of sailboat racing by sponsoring education and training programs for youths interested in the sport of sailing.

g. To promote educational and scientific purposes by assisting in the training of amateur yachtsmen for participation in international, national and intersectional competition, including the Pan American and Olympic Games.

h. To provide training for candidates and their crews for international, national and intersectional competitions, including Pan American and Olympic Games by organizing and/or holding competitive events similar in nature and to the holding of meetings in the nature of seminars at which the results of these events will be analyzed and competitive strategy and tactics will be discussed with a view to the improvement of the performance of the participants.

i. To promote and make available to contestants in the aforesaid international, national and intersectional

sailing events new developments in the design, construction, sails and rigging of craft of the type used in such contests.

j. To foster and promote public interest in the participation in international, national and inter-sectional events, including the Pan American and Olympic Games.

k. To supervise the Corporation's sailing activities carried on by member clubs and class organizations and to administer the constitution, by-laws and rules of the Corporation.

l. To promote United States Yacht Racing Union national championships and international events; to organize supportive competitions within the Corporation's area and to support participation of sailors.

m. To cooperate with and to represent members before the United States Yacht Racing Union and other organizations which support amateur sailboat racing, boating safety and educational activities."

The Articles of Incorporation are hereby amended by the addition of a new article EIGHTH, as follows:

"EIGHTH: No part or portion of the assets or net earnings of the Corporation shall be used, nor shall the Corporation ever be organized or operated, for purposes or objects other than those stated in article THIRD hereof. In the event of the termination, dissolution or winding up of the Corporation in any manner or for any reason whatsoever, its remaining assets, if any, shall be distributed exclusively for the purposes stated in

CLERKS NOTATION
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BOOK 172 PAGE 8

001151

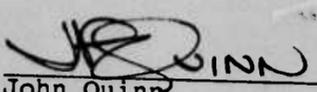
paragraph THIRD hereof in such manner, or to one or more organizations, described in Section 501(c)(3) of the Internal Revenue Code of 1954 (or such corresponding provision as shall be amended), as the directors of the corporation shall determine."

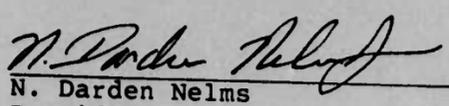
SECOND: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the board of directors and approved by the members of the corporation.

IN WITNESS WHEREOF: Chesapeake Bay Yacht Racing Association, 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 this 11th day of June, 1985.

ATTEST:
(Seal)

CHESAPEAKE BAY YACHT RACING
ASSOCIATION, INC.


John Quinn
Secretary


N. Darden Nelms
President

THE UNDERSIGNED, President of Chesapeake Bay Yacht Racing Association, Inc., who executed on behalf of said Corporation, the foregoing Articles of Amendment, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said Corporation, the foregoing Articles of Amendment to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the

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BOOK 172 PAGE 9

matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

N. Darden Nelms
N. Darden Nelms
President

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BOOK 172 PAGE 10

001153

CERTIFIED
COPY MADE

15
am of amend
(09)

Certified Copy
Made

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 11:07 MO. 6 DAY 12 YEAR 85

	RECORDING FEE	
20	RECORDED PARTNERSHIP FEE	
11	OTHER	1,005.00
31	TOTAL CASH	
	CHECK	1,005.00

1985 JUN 12 A 11:07

CBYRA
612 - 3rd St #201
Annapolis, MD 21403

0000 00/10

CLERKS NOTATION
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BOOK 172 PAGE 11

ARTICLES OF AMENDMENT

OF

THE CHESAPEAKE BAY YACHT RACING ASSOCIATION, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 12, 1985 AT 11:07 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 001147 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.

Raf B. Robinson



A 178573

BOOK 172 PAGE 12

001112

ARTICLES OF AMENDMENT

OF

EASTERN CONSTRUCTION SPECIALTIES CORPORATION

EASTERN CONSTRUCTION SPECIALTIES CORPORATION, a Maryland corporation, having its principal place of business at 150 South Street, 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 to change the name of the Corporation from EASTERN CONSTRUCTION SPECIALTIES CORPORATION to EASTERN CONSTRUCTION SPECIALISTS CORPORATION.

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, EASTERN CONSTRUCTION SPECIALTIES 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 4th day of June, 1985 and its President acknowledges that these Articles of Amendment are the act and deed of EASTERN CONSTRUCTION SPECIALTIES 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:

EASTERN CONSTRUCTION
SPECIALTIES CORPORATION

Carol J. Curry
Secretary

By: William Woods
William Woods, President

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:49

E AUBREY COLLISON
CLERK

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1986 JUN 13 AM 11:19

CLERKS NOTATION
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BOOK 172 PAGE 13

001113

Part of Amend
09A

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:19 MO. 6 DAY 13 YEAR 85

10

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

Nicholas Kallis
150 South St, #200
Annapolis, Md 21401

0000 0013

CLERKS NOTATION
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BOOK 172 PAGE 14

ARTICLES OF AMENDMENT
OF
EASTERN CONSTRUCTION SPECIALTIES CORPORATION
Changing its name to
EASTERN CONSTRUCTION SPECIALISTS CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 13, 1985 AT 10:19 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOL 001111 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 178569

BOOK 172 PAGE 15

003634

SNO WITE LIMOUSINE SERVICE, INC.

ARTICLES OF AMENDMENT

AK
SNO WITE LIMOUSINE SERVICE, INC., a Maryland corporation having its principal office in Howard 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:

A. (the heading)
ARTICLES OF INCORPORATION
OF

SNO WITE LIMOUSINE SERVICE, INC.

B. THIRD: The purposes for which the Corporation is formed are as follows:
and inserting in lieu thereof the following:

A. (the heading)
ARTICLES OF INCORPORATION
OF

SNO WITE LIMOUSINE SERVICE, INC.

A CLOSE CORPORATION UNDER TITLE 4

B. THIRD: I. The Corporation shall be a close corporation as authorized by Title 4.

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

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.

Page One of Two

LAW OFFICES
NORMAN SHEER
ATTORNEY AT LAW
POST OFFICE BOX 408
REISTERSTOWN, MD. 21136

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:52

E. AUBREY COLLISON
CLERK

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0000 0015

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 16

003635

IN WITNESS WHEREOF: SNO WITE LIMOUSINE SERVICE, INC.,
has caused these presents to be signed in its name and on its
behalf by its President and attested by its Secretary on
July 1, 1985.

ATTEST: SNO WITE LIMOUSINE SERVICE, INC.

Norman Sheer

Norman Sheer
Secretary

THE UNDERSIGNED, President of SNO WITE LIMOUSINE
SERVICE, 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 her knowledge, information and belief,
the matters and facts set forth therein with respect to the
approval thereof are true in all material respects, under the
penalties of perjury.

A. Lois Strople

A. Lois Strople

Page Two of Two

LAW OFFICES
NORMAN SHEER
ATTORNEY AT LAW
POST OFFICE BOX 408
REISTERSTOWN, MD. 21136

0000 00/15

CLERKS NOTATION
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BOOK 172 PAGE 17

003536

09

Out of Bond.

APPROVED FOR RECORD
MAY DAY YEAR
7 10 85 *L.A.*

20	UNIT FEE	
	IN...	
	LIMITED PARTISANSHIP FEE	
	OTHER	
20	TOTAL	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
		APPROVED BY <i>[Signature]</i>

*Norman Shur Co
P.O. Box 408
Reesetown, Md 21136*

1985 JUL 10 A 8:52

0000 0017

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 18

ARTICLES OF AMENDMENT
OF
SNO WITE LIMOUSINE SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 10, 1985 AT 8:52 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732, FOLIO 003633, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

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

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

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



A 180268

CLERKS NOTATION
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BOOK 172 PAGE 19

GLADDING CHEVROLET, INC.
ARTICLES OF AMENDMENT AND RESTATEMENT

003615

GLADDING CHEVROLET, INC., a Maryland corporation, having its principal office at 7327 Ritchie Highway, Glen Burnie, Maryland 21061 (the "Corporation") hereby certifies to the State Department of Assessment and Taxation of Maryland (the "Department") that:

Article One: The Corporation desires to amend and restate its Charter as hereinafter provided.

Article Two: The Charter of the Corporation is hereby amended by striking in their entirety Articles FIRST through EIGHTH, inclusive, and by substituting and restating in lieu thereof the following:

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

'GLADDING CHEVROLET, INC.'

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

- (a) To engage in the business of buying, selling, leasing, repairing and otherwise dealing in and with automobiles, trucks and other motor vehicles of every kind and description; and to perform all necessary and proper related services and activities in connection therewith.
- (b) To acquire by purchase or otherwise, own, hold, buy sell, convey, lease, mortgage, or encumber real estate or other property, personal or mixed.
- (c) To take, own, yield income, mortgage or otherwise give liens against, and to lease, sell, exchange, transfer or in any manner whatsoever to dispose of real property within or without the State of Maryland wherever situate.
- (d) To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every name and nature, including stocks and securities of other corporations, and to loan money and take securities for the payments of all

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CLERK OF COURT, BALTIMORE COUNTY
1986 JAN 31 AM 10:52
E. AUBREY COLLISON
CLERK

sums due the Corporation, and to sell, assign and release such securities.

- (e) To purchase, acquire, apply for, register, secure, hold, own, sell, or otherwise obtain and dispose of any and all copyrights, trade names and distinctive marks.
- (f) To carry on any other business in connection with the foregoing, whether owning, operating and managing real estate or otherwise.
- (g) To borrow money, make, and issue bonds payable to bearer or otherwise, and to secure the same by mortgage, deed of trust or otherwise, to sell or pledge any and all securities or evidence of debt owned by the Corporation, and to carry on such business and to deal with the property and effects of this Corporation in any manner permitted by law as may seem to be calculated, directly or indirectly, to promote the objects or purposes.
- (h) To acquire by purchase, lease or otherwise, the property, rights, business, good will, franchises and assets of every kind of any corporation, association, firm or individual, in whole or in part, and to operate the same, and to undertake, guarantee, assume the indebtedness and liabilities thereof, and to pay for any property, rights, business, good will, franchises and assets so acquired in the stock, bonds, or other securities of the Corporation or otherwise.
- (i) To carry on any other business which may seem to the Corporation to be calculated directly or indirectly to effectuate the aforesaid objects, or any of them, to facilitate it in the transaction of its aforesaid businesses, or any part thereof, or in the transaction of any other business that may be calculated directly or indirectly to so enhance the value of its property and directly or otherwise of its right; and to have and exercise all powers conferred by the General Laws of the State of Maryland and the "Corporations and Associations Article" of the Annotated Code of Maryland, upon corporations formed thereunder, and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws and said Corporations and Associations Article, now or hereafter in force; the enumeration of certain powers, as herein specified, not being intended to exclude any such other powers, rights and privileges.
- (j) To have one or more offices and places of business and to carry on all or any of its operations and businesses, and without restrictions or limit, as to amount or number, in any of the States, Districts, Territories, or

Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country.

The foregoing clauses shall be construed both as objects and powers and shall be deemed to be cumulative and none of them shall be deemed as restricting or limiting the other, nor shall the foregoing enumeration of specific powers be deemed in any way to limit or restrict in any manner the general powers hereinbefore enumerated or the general powers of the Corporation and the enjoyment thereof as conferred by law.

✓ THIRD: The post office address of the principal office of the Corporation is 7327 Ritchie Highway, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Joseph B. Aiello, 7327 Ritchie Highway, Glen Burnie, Maryland 21061, an individual actually residing in this State.

FOURTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand Two Hundred Fifty (1,250) shares of common stock, all of one class, without 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, provided that any such increase or decrease in the number of Directors shall conform with the requirements of the laws of the State of Maryland. The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: Doris K. Aiello, Joseph B. Aiello and John R. Bowerman.

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:

- (a) The Board of Directors of the Corporation is hereby empowered to authorize, from time to time, the issuance of shares of the Common Stock of the Corporation, of no par value for such consideration as the Board of Directors may deem advisable, provided that when the consideration is other than money, the Board of Directors shall state by resolution its opinion of the actual value thereof. The Board of Directors shall have full power and authority to determine, from time to time, what part of the consideration received upon the issue of Common Stock, without par value, shall constitute capital and what part surplus.
- (b) Agreements may be entered into by any stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings of such stockholder or stockholders, and binding such stockholder or stockholders, his or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons shall, thereupon, be subject to such agreement and transferable only upon proof of compliance therewith; provided, however, such agreement be filed with the Corporation, and reference thereto be placed upon the Certificates of Stock.
- (c) The Board of Directors shall have the power, from time to time, to fix, to determine, and to vary the amount of working capital of the Corporation and to determine what part of the surplus and retained earnings of the Corporation, if any, or of the net profits of the Corporation, if any, shall be declared as dividends and paid in cash, in kind or in any combination thereof, to the stockholders.

SEVENTH: The duration of the Corporation shall be perpetual."

Article Three: By Joint Memorandum of Informal Action of the Sole Stockholder and all of the Directors of the Corporation, pursuant to and in accordance with the provisions of the "Corporations and Associations" Article

CLERKS NOTICE
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BOOK 172 PAGE 23

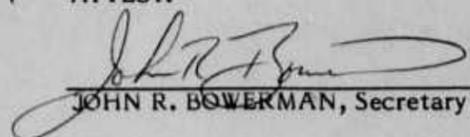
003619

of the Annotated Code of Maryland, the Sole Stockholder and the entire the Board of Directors of the Corporation unanimously approved said Articles of Amendment and Restatement.

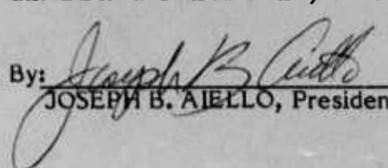
IN WITNESS WHEREOF, GLADDING CHEVROLET, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary as of this 9 day of July, 1985, and its President acknowledges that these Articles of Amendment and Restatement are the act and deed of GLADDING CHEVROLET, 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:

GLADDING CHEVROLET, INC.



JOHN R. BOWERMAN, Secretary

By:  (SEAL)

JOSEPH B. AIELLO, President

0000 0023

CLERKS NOTATION
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BOOK 172 PAGE 24

NAME OF	
NAME	
PERSONAL COPY	/
RECORDS UNIT	
RECORDS UNIT ADDRESS	

Art of amend & Restate ^{v.H.} (13)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 3:13 MO. DAY YEAR 7-9-85

	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	TOTAL
20	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHEQUE <input checked="" type="checkbox"/> [Signature]

Adelberg, Rudaw
2 Hopkins Plaza #600
Belt Rd 21201

1985 JUL -9 P 3:13

0000 00/4

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 25

ARTICLES OF AMENDMENT AND RESTATEMENT
OF
GLADDING CHEVROLET, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 9, 1985 AT 3:13 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732, FOLIO 003614 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ _____

RECORDING FEE PAID:
\$ 20.00

SPECIAL FEE PAID:
\$ _____

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

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

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

G. B. Quinn



A 180264

BOOK 172 PAGE 26

003551

TINKER SPINNING CO., INC.

Articles of Amendment

Tinker Spinning Co., 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 that:

FIRST: The Charter of the Corporation is amended by deleting Article Second and substituting in lieu thereof the following:

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

✓ Tinker Machining Co., Inc."

SECOND: The amendment to the Charter of the Corporation set forth in these Articles of Amendment has been duly advised by the Board of Directors, by unanimous written consent in accordance with Section 2-408 of the Maryland General Corporation Law, and approved by the Stockholders of the Corporation, by unanimous written consent pursuant to Section 2-505 of the Maryland General Corporation Law.

IN WITNESS WHEREOF, these Articles of Amendment were signed and acknowledged this 26th day of June, 1985 in the name and on behalf of the Corporation by its

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:53

E. AUBREY COLLISON
CLERK

51908088

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CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 27

003552

President and attested by its Secretary and its President acknowledges this document to be the corporate act of the Corporation and states under the penalties of perjury that the matters and facts set forth herein with respect to approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

TINKER SPINNING CO., INC.

Violet Mechelle Darnall
Violet Mechelle Darnall
Secretary

By Ira A. Shipley, Jr. (SEAL)
Ira A. Shipley, Jr.
President

5889e

0000 0027

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BOOK 172 PAGE 28

003553



BY	✓
DATE	✓
RECORDING FEE	
PROPERTY TAX	
RESIDENTS AGENT APPROVED	

Art of Amend.

16 OSA

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
MO. DAY YEAR
7 8 85

TIME	3:38
ORG. & CAP. FEE	
RECORDING FEE	20
LIMITED PARTNERSHIP FEE	
OTHER	8 10020
TOTAL CASH	28
CHECK	
APPROVED BY	<i>[Signature]</i>

CERTIFIED COPY MADE

Frank, Bernstein Conroy & Goldman
300 E. Lombard St.
Balto Md. 21202

1985 JUL - 8 - P 3:38

0000 0028

CLERKS NOTATION
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BOOK 172 PAGE 29

ARTICLES OF AMENDMENT
OF
TINKER SPINNING CO., INC.
Changing its name to
TINKER MACHINING CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 8, 1985 AT 3:38 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732, FOLIO 003550 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. Anderson



A 180252

CLERKS NOTATION
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BOOK 172 PAGE 30

003540

HANKINS SERVICES, INC.

~~ODENTON MOBIL SERVICE CENTER~~ *MSA*

ARTICLES OF REVIVAL

Hankins Services, Inc., ~~Odenton Mobil Service Center~~, *MSA*
a Maryland corporation having its principal office in Anne
Arundel County, Maryland (hereinafter referred to as the
"Corporation") hereby certifies to the State Department of
Assessments and Taxation of Maryland that:

FIRST: These Articles of Revival are for the purpose
of reviving the Charter of the Corporation which was
annulled on October 6, 1983.

SECOND: The name of the Corporation at the time of
the forfeiture of its Charter was Hankins Services, Inc.,
~~Odenton Mobil Service Center~~. *MSA*

THIRD: The name which the Corporation will use after
the revival of its Charter pursuant to these Articles of
Revival shall be Hankins Services, Inc., ~~Odenton Mobil~~ *MSA*
~~Service Center~~, which name complies with the provisions of
the Corporation 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 1433
Annapolis Road, Odenton, Maryland 21113, 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.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:53

E. AUBREY COLLISON
CLERK

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FIFTH: The name and post office address of the resident agent of the Corporation in the State of Maryland is Richard Hankins, 1433 Annapolis Road, Odenton, Maryland 21113. Said resident agent is a citizen actually residing in this State.

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

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

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

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 attested by its last acting Secretary all as of this Fifth day of July, 1985.

ATTEST:

Mary Louise Hankins

MARY LOUISE HANKINS, Last
Acting Secretary

Richard Hankins

RICHARD HANKINS, Last
Acting President

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BOOK 172 PAGE 32

003542

THE UNDERSIGNED, the last acting President and
Secretary of Hankins Services, Inc., ~~Odenton North Service~~ *M&A*
~~Center~~, who executed on behalf of said Corporation the
foregoing Articles of Revival, of which this certificate
is made a part, hereby acknowledge the foregoing Articles
of Revival to be their act.

Dated: 7-5-85

Richard Hankins

Richard Hankins, Last
Acting President

Mary Louise Hankins

Mary Louise Hankins, Last
Acting Secretary

CLERKS NOTATION
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BOOK 172 PAGE 33

003543

AFFIDAVIT

I, MARY LOUISE HANKINS, Last Acting Secretary of
Hankins Services, Inc., ~~Odenton Mobil Service Center,~~ *MKS*
hereby declare that the previously mentioned corporation
has paid all 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.

Mary Louise Hankins

MARY LOUISE HANKINS

I hereby certify that on this fifth day of July, 1985,
before me, the subscriber, a Notary Public of the State of
Maryland, in and for the County of Carroll, personally
appeared MARY LOUISE HANKINS and made oath under the
penalties of perjury that the matters and facts set forth
in this Affidavit are true to the best of her knowledge,
information and belief.

AS WITNESS my hand and Notarial Seal.

Edith S. Study

NOTARY PUBLIC

My Commission Expires: 7/1/86

0000 0033

CLERKS NOTATION
BEST COPY
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BOOK 172 PAGE 34

003544

	✓
	✓
RESIDENT AGENT ADDRESS	✓

Act of Revival

15 *(18)*
STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
12:06	7	9	85
30	<i>special fee</i>		
20			
4	<i>Act of 65</i>		
50	TOTAL	CHECK	BY
			<i>OK</i>

Hankins Service Inc.
1433 Annapolis Rd.
Odenton, Md 21113.

0000 0044

CLERKS NOTATION
BEST COPY
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BOOK 172 PAGE 35
ARTICLES OF REVIVAL
OF
HANKINS SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 9, 1985 AT 12:06 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732, FOLIO 003536 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. Arburn



A 180250

JHS/K
Inc
off
aft
Dep
ame
Inc
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5190

CLERKS NOTATION
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BOOK 172 PAGE 36

JHS/kdg

06/21/85

1339W

WOMEN LEGISLATORS OF THE MARYLAND
GENERAL ASSEMBLY, INC.

ARTICLES OF AMENDMENT

Women Legislators of the Maryland General Assembly,
Inc., a Maryland non-stock corporation, having its principal
office at 169 Green Street, Annapolis, Maryland 21401, herein-
after called the "Corporation", hereby certifies to the State
Department of Assessments and Taxation that;

FIRST: The Charter of the Corporation is hereby
amended by striking out item THIRD of the Articles of
Incorporation and inserting in lieu thereof the following:

THIRD: The Corporation is organized as a
non-profit organization under the provisions
under Section 501(c)(3) of the Internal Revenue
Code and is not formed for pecuniary gain or
profit, direct or indirect, to itself or to its
members. No payment of any sort shall be made to
any individual members and any services provided
to individual members shall be incidental to the
services provided to the members as a whole. The
purpose for which the Corporation is formed is as
follows:

To promote equal rights for women and
children primarily in connection with
employment and other economic and social
opportunities through non-partisan education
of the public and by researching, developing
and supporting legislation.

51908093
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1339W

BOOK 172 PAGE 37

003513

For the general purpose stated above and limited to that purpose (hereinafter sometimes referred to as "the Purpose"), the Corporation shall have the following specific purposes:

1. To establish an intern program to provide an opportunity for Maryland students to work with the Corporation during the legislative session and particularly to encourage young women to work and participate in the legislative process and to enhance their education.
2. To distribute a weekly legislative report to numerous individuals describing proposed legislation of particular interest to women and children and advising readers of the status of Bills as they progress through the General Assembly.
3. To produce video programs relating to the field of politics for distribution to schools, libraries and clubs.
4. To assist educational institutions, foundations, institutes, and the like in studies which investigate the status of women in society and in politics.
5. To propose and support persons for appointed positions provided, however, that the Corporation will not participate or intervene, directly or indirectly, in any political campaign on behalf of or in opposition to any candidate for elective public office nor will solicit the public to endorse any candidate for public office.
6. To allow the public to attend the Corporation's weekly meetings to benefit from observing legislators debating the merits of legislation and to hear guest speakers.
7. To coordinate, promote, and assist in activities, interests and objectives of the members in issues and concerns particularly relating to women and children.
8. To do any and all lawful things and acts within its power as herein set forth which the Corporation may from time to time deem appropriate in order to benefit, aid, promote and

1339W

BOOK 172 PAGE 38

003514

provide for the common good of its members and with special attention to women and children.

9. To conduct all activities and perform all responsibilities relating to the operation of the Corporation, its facilities and services.

Solely in aid of the Purposes of the Corporation, the Corporation shall have the following powers:

A. To engage in and sponsor activities relating particularly to issues concerning women and children before other corporations, educational institutions, legislative bodies and the like;

B. To undertake and prepare studies, plans, recommendations, publications, newsletters, brochures and any other similar documents for distribution to the public or to its members;

C. To create committees or other entities to study problems of particular concern to women and children and to make recommendations for solutions to the problems;

D. To impose, collect and disburse dues and assessments;

E. To sponsor, engage in, conduct and encourage educational, fund raising and other beneficial activities relating to its purpose;

F. To have and exercise to the extent necessary or desirable for the accomplishment of the aforesaid specific purpose and to the extent that they are not inconsistent with the purpose of the Corporation any and all powers conferred upon corporations of similar character by statute and the General Laws of the State of Maryland.

SECOND: The Charter of the Corporation is hereby amended by striking out item FOURTH of the Articles of Incorporation and inserting in lieu thereof the following:

FOURTH: Upon the dissolution of the Corporation any asset remaining thereafter shall be conveyed to the State of Maryland for public purposes.

CLERKS NOTATION
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AVAILABLE

1339W

BOOK 172 PAGE 39

003515

THIRD: The Board of Directors of the Corporation, in lieu of a meeting, pursuant to Section 2-408 of the Maryland General Corporation Law, as amended, have unanimously consented to and approved the foregoing amendments to the Charter and have deemed said amendments to the Charter to be advisable and have directed that the appropriate officers of the Corporation are authorized to execute and do any and all things necessary to prepare and file the Articles of Amendment with the Maryland State Department of Assessments and Taxation. There are no voting members other than the Directors of this nonstock corporation.

IN WITNESS WHEREOF, Women Legislators of the Maryland General Assembly, Inc. has caused these Articles of Amendment to be signed in its name and on its behalf by its President and attested to by its Secretary on the 5th day of July, 1985.

ATTESTED:

WOMEN LEGISLATORS OF THE
MARYLAND GENERAL ASSEMBLY, INC.

Margaret S. Murphy
Secretary

By: Anne S. Perkins
President

CLERKS NOTATION
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1339W

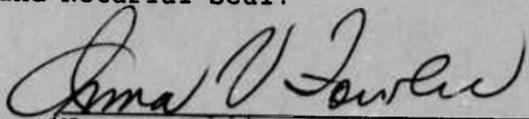
BOOK 172 Page 40

003516

STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY that on this 5th day of July, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for Baltimore City, personally appeared ANNE S. PERKINS, President of Women Legislators of the Maryland General Assembly, Inc., a Maryland non-stock corporation, and in the name and on behalf of said corporation, acknowledge the foregoing Articles of Amendment to be the corporate act of said corporation, at the same time personally appeared MARGARET H. MURPHY and made oath in due form of law that she was the Secretary for the said corporation and that the matters and facts set forth in these Articles of Amendment are true to the best of her knowledge, belief and information.

WITNESS my hand and Notarial Seal.



(Notary Public

My Commission Expires: 7/1/86

CLERKS NOTATION
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AVAILABLE

003517

BOOK 172 PAGE 41

act of amend (09)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 4:23 MO. DAY YEAR 7/8/85

CERTIFIED
COPY MADE

20	REGISTRATION FEE	
	LIMITED PARTNERSHIP FEE	
11	OTHER	1-45
31	TOTAL	5
	CASH	<input checked="" type="checkbox"/>
	CHECK	<input checked="" type="checkbox"/>
		APPROVED BY A

Venable, Baetjer and Howard
1600 Mercantile Bank & Trust Bldg.
2 Hopkins Plaza
Baltimore, Maryland 21201

1985 JUL -8 P 3:19

0000 0041

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 42

ARTICLES OF AMENDMENT

OF

WOMEN LEGISLATORS OF THE MARYLAND
GENERAL ASSEMBLY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 8, 1985 AT 4:23 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732, FOLIO 003511 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

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

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

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

G. B. Auburn



A 180247

CLERKS NOTATION
BEST COPY
AVAILABLE

Dixon

BOOK 172 PAGE 43

002481

ARTICLES OF INCORPORATION
OF
MARYLAND COMMUNITY DEVELOPERS, INC.

FIRST: The undersigned, LINDA COURTNEY, whose post office address is 32nd Floor, 10 Light Street, Baltimore, Maryland 21202, 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 called the "Corporation") is:

MARYLAND COMMUNITY DEVELOPERS, INC.

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 acquire by purchase, lease or otherwise and to improve and develop real property. To lay out, grade, pave, and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks, and playgrounds. To erect dwellings, apartment houses, other buildings of all kinds, and to sell or rent the same. To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise use, and operate real estate of all kinds, improved or unimproved, and any right or interest therein.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:55

51938040

E. AUBREY COLLISON
CLERK

0000 0043

BOOK 172 PAGE 44

002482

(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 650 Ritchie Highway, Severna Park, Maryland 21146. The resident agent of the Corporation is PHYLLIS DIXON whose post office address is 650 Ritchie Highway, Severna Park, Maryland 21146. 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 pursuant to the By-Laws of the Corporation, but shall never be less than one (1), provided that if there is stock outstanding and so long as there are less than three (3) stockholders, the number of directors may not be less than the number of stockholders.

The name of the director who shall act until the first annual meeting or until her successor is duly elected and has qualified is: PHYLLIS DIXON.

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 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

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BOOK 172 PAGE 46

002484

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.

(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

CLERKS
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002485

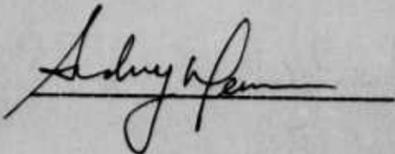
BOOK 172 PAGE 47

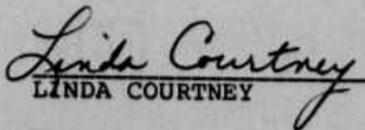
altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(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.

WITNESS:



 (SEAL)
LINDA COURTNEY

CLERKS NOTATION
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AVAILABLE

002486

BOOK 172 PAGE 48

15

(52)

(02) DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME: 11:55 AM DATE: 7 11 85 *Stols*

20	ORG. & DEP. FEE
20	PROPERTY TAX
	MINIMUM PAID PROPERTY FEE
	OTHER
40	TOTAL CASH PAID BY
	CHECK

*Hinda Courtney
10 High St 32nd fl
Baltimore Md 21202*

1985 JUL 11 A 10:36

0000 0048

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 49

ARTICLES OF INCORPORATION
OF
MARYLAND COMMUNITY DEVELOPERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 11, 1985 AT 03:55 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2735, FOLIO 002480, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1964725

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 181277

CLERKS NOTATION
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BOOK 172 PAGE 50

002372

H. Spencer Jr. Excavating Co., Inc.

ARTICLES OF INCORPORATION

(A CLOSE CORPORATION UNDER SECTION 4)

FIRST: THE UNDERSIGNED, Warren J. Cooper, whose post office address is Baltimore, Maryland 21207, being at least twenty-one (21) years of age, does hereby act as an incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is: H. Spencer Jr. Excavating Co., Inc.

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

(a) To make and enter into any and all kinds of contracts, agreements and obligations by or with any person or persons, corporation or corporations, for the Transaction of excavation, paving, and landscaping work as general contractor or subcontractor with full power to perform any and all acts connected therewith or incidental thereto, or necessary or desirable for the purpose of said business.

(b) To make and enter into any and all kinds of contracts, agreements and obligations by or with any person or persons, corporation or corporations, for the leasing or sale of trucks, motor vehicles or other equipment, with full power to perform any and all acts connected therewith or incidental thereto or necessary or desirable for the purpose of said business.

(c) To make and enter into any and all kinds of contracts, agreements and obligations by or with any person or persons, corporation or corporations, for the Transaction of Construction work, as general contractor or subcontractor, with full power to perform any and all acts connected therewith or incidental thereto, or necessary or desirable for the purpose of said business.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:55

E. AUBREY COLLISON
CLERK

0000 00/0

002373

BOOK 172 PAGE 51

(d) To acquire the good-will, right and property and to undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation, to pay for the same in cash, the stock of this Corporation, bonds or otherwise, in the manner permitted by law; 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 the powers necessary or convenient in and about the conduct and management of such business.

(e) To purchase, lease, or otherwise acquire property, real personal or mixed, and to own, hold, sell, lease, convey, exchange, encumber by mortgage or by deed of trust, and otherwise deal in, utilize or dispose of such property, real, personal and mixed, and also any rights, interests, equities, mortgages and options in, upon or affecting any property.

(f) To do all other things, and to exercise all other powers that may be necessary or appropriate in the exercise of the powers hereinbefore set forth and also all of the powers conferred upon the Corporation by the General Corporation Laws of the State of Maryland, now or hereafter in force.

FOURTH: To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

FIFTH: To conduct its business, carry on its operations and have offices and exercise the powers granted by this act, within or without the State.

0000 0061

CLERKS NOTATION
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AVAILABLE

002374

BOOK 172 PAGE 52

SIXTH: To pay pensions and establish pension plans, pension trusts, profit sharing plans, stock bonus plans, and other incentive plans for any or all of its directors, officers and employees.

SEVENTH: The post office address of the principal officer of the Corporation in the State is 313 Marley Neck Rd., Glen Burnie, Maryland 21061. The name and post office address of the resident agent of the Corporation in this State is Henson Spencer, Jr., 313 Marley Neck Rd., Glen Burnie, Maryland 21061.

EIGHTH: After 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 Henson Spencer Jr. and Steve Spencer.

NINTH: The total number of shares of stock which may be issued by the Corporation is Two Hundred (200) shares of par value of One Dollar (\$1.00) per share, all of one class having an aggregate per value of Two Hundred Dollars (\$200.00).

TENTH: The Corporation shall be a Closed Corporation under and by virtue of the Annotated Code of Maryland.

ELEVENTH: The duration of the said Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 28th day of June, 1985.

Jean C. Dixon
Witness

Warren J. Cooper
Warren J. Cooper

0000 0062

CLERKS NOTATION
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AVAILABLE

002375

BOTH 172 PAGE 53

THE UNDERSIGNED, Warren J. Cooper, who executed the foregoing Articles of Incorporation, of which this certificate is made a part, hereby acknowledges the foregoing Articles of Incorporation to be his act and further certifies that to the best of his knowledge, information and belief, the matters and facts set forth herein are true and all material aspects, under the penalties of perjury.

WITNESS:

James C. Dixon

Warren J. Cooper
Warren J. Cooper

*Warren J. Cooper
1000 002375*

0000 002375

CLERKS NOTATION
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AVAILABLE

002376

BOOK 172 PAGE 54

(02) 16 stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:53 NO. DAY YEAR 7-11-85

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

(1 check
on
2 drs)

Cooper & Cooper
6201-A Liberty Rd
Belt Md 21207

1985 JUL 11 A 10:53

0000 0064

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 55
ARTICLES OF INCORPORATION
OF
H. SPENCER JR. EXCAVATING CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 11, 1985 AT 10:53 O'CLOCK^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2735, FOLIO 002371 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1964527

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

R. B. Arundel



A 181257

CLERKS NOTATION
BEST COPY
AVAILABLE

003326

BOOK 172 PAGE 56

ARTICLES OF AMENDMENT
TO
KAZUKO ENTERPRISES, INCORPORATED

1. Article SECOND of the Articles of Incorporation of KAZUKO ENTERPRISES, INCORPORATED is amended to read as follows:

"SECOND. The name of the corporation shall be KEI LASER, INC."

2. The foregoing amendment was adopted by the shareholders of this corporation on the 25 day of June, 1985, at a duly and properly called special meeting of the shareholders, at which meeting the shareholders considered and unanimously approved a Resolution presented to them by the Board of Directors of this Corporation authorizing the change of name of this Corporation.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment, this the 28 day of June, 1985.

KAZUKO ENTERPRISES, INCORPORATED

By: Anthony M. Johnson
President

Jack R. Minch
Secretary

STATE OF Florida
COUNTY OF Orange

BEFORE ME, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Anthony M. Johnson, as President of KAZUKO ENTERPRISES, INCORPORATED, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 28 day of June, 1985.

Notary Public, State of Florida
My Commission Expires March 6, 1989

51968591

Leon R. Busher

0000 0066

RECEIVED FOR RECORD
COUNTY CLERK
1986 JUN 31 AM 10:55
E AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

Gilbert bond
25% COTTON

BOOK 172 PAGE 57

003327

STATE OF Florida
COUNTY OF Orange

BEFORE ME, an officer fully authorized in the Sate and County
aforesaid to take acknowledgments, personally appeared Jack
R. Minch, as Secretary of KAZUKO ENTERPRISES, INCORPORATED,
to me known to be the person described in and who executed the fore-
going instrument and he acknowledged before me that he executed the
same.

WITNESS my hand and official seal in the County and State last
aforesaid this 28 day of June, 1985.

Notary Public, State of Florida
My Commission Expires March 6, 1989
Blended Thru Trow Fair - Insurance, Inc.



Leonore R. Bushor

superose
Gilbert bond
25% COTTON

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CLERKS NOTATION
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BOOK 172 PAGE 58
MINUTES OF SPECIAL MEETING OF

003328

BOARD OF DIRECTORS OF
KAZUKO ENTERPRISES, INCORPORATED

A Special Meeting of the Board of Directors of KAZUKO ENTERPRISES, INCORPORATED was held on the 25th day of June, 1985, in Dallas, Texas, pursuant to Waiver of Notice of said meeting executed by all members of the Board of Directors, and filed with the Secretary of the Corporation. Present at said meeting were W. C. HERRMANN, SR., ANTHONY M. JOHNSON, and DAN J. BALCH, comprising all of the Directors of this Corporation.

Mr. Herrmann served as Chairman of the Meeting, and announced to the Board the purpose of the Meeting to be the consideration of a legal change of name of the Corporation from KAZUKO ENTERPRISES, INCORPORATED, to KEI LASER, INC. Mr. Herrmann pointed out that the change of name was desirable to more appropriately identify the Corporation with its primary product.

Upon motion being duly made, seconded, and unanimously carried, the Board of Directors approved the following resolution:

RESOLVED, That the Articles of Incorporation of this Corporation shall be amended to effect a change of name of this Corporation from KAZUKO ENTERPRISES, INCORPORATED to KEI LASER, INC., and that this resolution shall be presented to a Special Meeting of the Shareholder of this Corporation for approval.

0000 0068

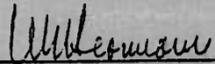
CLERKS NOTICE
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AVAILABLE

BOOK 172 PAGE 59

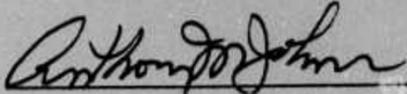
003329

The Chairman announced that, immediately following this meeting of the Board of Directors, a Special Meeting of the Shareholder of this Corporation has been called for the purpose of consideration of this resolution by the shareholder.

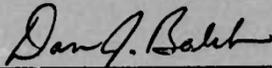
There being no further business, the meeting was, upon motion being duly made, seconded and carried, adjourned.



W. C. HERRMANN, SR.



ANTHONY M. JOHNSON



DAN J. BALCH

BOOK 172 PAGE 60

002330

MINUTES OF SPECIAL MEETING OF SHAREHOLDER OF

KAZUKO ENTERPRISES, INCORPORATED

A Special Meeting of the Shareholder of KAZUKO ENTERPRISES, INCORPORATED, was held on the 25th day of June, 1985, in Dallas, Texas, pursuant to waiver of notice of said meeting on file with the Corporation. Present at said meeting was W. C. HERRMANN, SR., President of the sole shareholder corporation, OPTIC-ELECTRONIC CORP. Also present at said shareholder's meeting were ANTHONY M. JOHNSON and DAN J. BALCH, members of the Board of Directors of KAZUKO ENTERPRISES, INCORPORATED.

The members of the Board of Directors presented to the shareholder the following resolution to be considered by said shareholder:

RESOLVED, that the Articles of Incorporation of this Corporation shall be amended to effect a change of name of this Corporation from KAZUKO ENTERPRISES, INCORPORATED to KEI LASER, INC.

Upon Motion made and duly carried, the shareholder unanimously approved said resolution, the vote having been cast by W. C. HERRMANN, SR., as President of the shareholder corporation.

Upon further consideration, the President and Secretary of KAZUKO ENTERPRISES, INCORPORATED were instructed to prepare, execute, and file with the State of Maryland, the appropriate certificate amending the Articles of Incorporation of KAZUKO ENTERPRISES, INCORPORATED to effect the

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CLERKS NOTATION
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BOOK 172 PAGE 61

003331

change of name, and further to file with the Secretary of State of the State of Florida, the appropriate documents required by said State to change the name of a foreign corporation licensed to do business in the State of Florida.

There being no further business to come before the Meeting, the same was declared adjourned.

OPTIC-ELECTRONIC CORP.

By W. Chen
President

CERTIFIED
COPY MADE

CLERKS NOTATION
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BOOK 172 PAGE 62

003332

*Art of Amend
09A*

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:55 NO. 7 DAY 15 YEAR 85

15

CERTIFIED
COPY.. MADE

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

*John Thomas
401 E. Jackson St, #200
Orlando, FL 32801*

0000 0062

CLERKS NOTATION
BEST COPY
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BOOK 172 PAGE 63

ARTICLES OF AMENDMENT
OF
KAZUKO ENTERPRISES, INC.
Changing its name to
KEI LASER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 15, 1985 AT 2:55 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2735, FOLIO 00325 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.

R. B. Johnson



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HABACO COMPANY

ARTICLES OF TRANSFER

ARTICLES OF TRANSFER, entered into by and between Habaco Company, a Maryland Corporation (hereinafter sometimes Habaco Company referred to as the "Transferor"), and GKN Hayward Baker, Inc., a Delaware Corporation (hereinafter sometimes referred to as the "Transferee").

THIS IS TO CERTIFY:

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

SECOND: The name, post office address and principal place of business of Transferee are: GKN Hayward Baker, Inc., 1875 Mayfield Road, Odenton, Maryland 21113.

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

Transferor is Habaco Company, a Corporation organized under the general laws of the State of Maryland.

Transferee is GKN Hayward Baker, Inc., a Corporation organized under the general laws of the State of Delaware, on February 3, 1981.

FOURTH: The nature and amount of the consideration to be paid by Transferee for the property and assets hereby transferred to it is Six Hundred Twenty-Seven Thousand, Seven Hundred Eighty-Three Dollars (\$627,783) in cash plus other consideration.

FIFTH: The principal office of Transferor is 1875 Mayfield Road, Odenton, Maryland, 21113. The only county in which the Transferor owns property, the title to which could be affected by the recording of an instrument among the land records, is Anne Arundel County.

SIXTH: The address of the registered agent of Transferee in the State of Maryland is Corporation Trust, Inc., 32 South Street, Baltimore, Maryland; its principal office in Delaware is 30 Dover Green, Dover, Delaware, 19901.

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

The stockholders of Transferor, by unanimous written informal action signed by all of the stockholders entitled to vote thereon, duly adopted a resolution in favor of the transfer described in these Articles.

EIGHTH: As to Transferee, the Board of Directors of Transferee, by unanimous written consent signed by all of its Directors and filed with the minutes of the proceedings of the Board, duly adopted a resolution authorizing and approving the acquisition of substantially all the assets of Transferor as herein set forth. No further approval is required under the laws of Delaware, or the charter or bylaws of Transferee.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:56

E. AUBREY COLLISON
CLERK

0000 0054

CLERKS NOTATION
BEST COPY
AVAILABLE

NINTH: These Articles of Transfer are executed, acknowledged, sealed and delivered in the State of Maryland by Transferor, a Maryland Corporation, and Transferee, a Delaware Corporation, and it is 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. 003227

IN WITNESS WHEREOF, Habaco Company, party to these Articles of Transfer, has caused these Articles of Transfer to be signed and acknowledged in the name and on behalf of the Corporation, by its ~~ASST. SECRETARY~~ **PRESIDENT** and attested by its ~~ASST. SECRETARY~~ **ASST. SECRETARY** as of this 28 day of **MAY**, 1985.

IN WITNESS WHEREOF, GKN Hayward Baker, Inc., party to these Articles of Transfer, has caused these Articles of Transfer to be signed and acknowledged in the name and on behalf of the Corporation, by its Executive Vice President and attested by its Assistant Secretary as of this 2nd day of July, 1985.

ATTEST: HABACO COMPANY
[Signature] By: [Signature]
Sec'y

(Corporate Seal)

GKN HAYWARD BAKER, INC.
[Signature] By: [Signature]

(Corporate Seal)

The undersigned, **PRESIDENT** of Habaco Company, who executed the foregoing Articles of Transfer on behalf of said corporation, 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 herein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

[Signature]

The undersigned, Executive Vice President of GKN Hayward Baker, Inc., who executed the foregoing Articles of Transfer on Behalf of said Corporation, 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 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.

[Signature]

CLERKS NOTATION
BEST COPY
AVAILABLE

Transferor: Habaco Company
(a Md corp)

Transferee:
OKN Hayward Baker, Inc
(a Dela corp)

CERTIFIED
COPY MADE

10

Act of Transfer (12)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 1:38 MO. DAY YEAR 7-17-85

	ORG. & CAP. FEE	
20	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
12	SIX	1 cert of convey, land rec done
32	TOTAL CASH	Arundel Co
	CHECK	

1 cert of convey, land rec done
Arundel Co

3 checks

CT
92 Sauer St
Baltimore Md 21202

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 67

ARTICLES OF TRANSFER
BETWEEN
HABACO COMPANY (MD CORP.) TRANSFEROR
AND
GKN HAYWARD BAKER, INC. (DE CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 17, 1985 AT 1:38 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2735, FOLIO 003222 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ 20.00	\$ _____
Cert. of Conv.-Land Rcds.- A. A. Co.	4.00	
	24.00	

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 181000

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 68

003152

ANNAPOLIS CLASSIC MOTOR COACHES, LTD.

ARTICLES OF AMENDMENT

JW
ANNAPOLIS CLASSIC MOTOR COACHES, LTD., a Maryland Corporation having its principal office in Anne Arundel County, Maryland (hereinafter called "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended by inserting the following section in the charter of Annapolis Classic Motor Coaches, Ltd.:

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

SECOND: The Board of Directors of the Corporation, by written consent to such action signed by all members thereof and filed with the minutes of proceedings of the Board, adopted a resolution in which was set forth the foregoing amendment to the charter declaring that said amendment of the charter was advisable and directing that it be submitted for action thereon by unanimous written consent and waiver of all stockholders.

THIRD: A consent in writing, setting forth approval of the amendment of the charter of the Corporation hereinabove set forth, was signed by all stockholders of the Corporation entitled to vote thereon and any other stockholders of the Corporation entitled to notice of a meeting of stockholders (but not to vote thereat) have waived in writing any rights they may have to dissent from such amendment; and such consent and waiver is filed with the records of the Corporation.

FOURTH: 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.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:56

E. AUBREY COLLISON
CLERK

1986 JUL 2 - 2 A 9:13

51968383

0000 0068

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 69

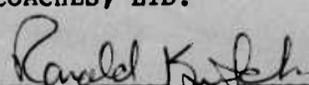
003153

IN WITNESS WHEREOF, Annapolis Classic Motor Coaches, Ltd.
has caused these presents to be signed in its name and on its
behalf by its president and its corporate seal to be hereunto
affixed and attested by its secretary on this 29 day of
June, 1985.

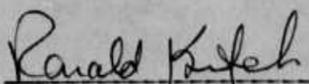
ATTEST:

ANNAPOLIS CLASSIC MOTOR
COACHES, LTD.


SECRETARY

BY: 
RONALD KRIFCHIN, President

The undersigned, President of Annapolis Classic Motor
Coaches, Ltd., 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.


RONALD KRIFCHIN, President

CLERKS NOTATION
BEST COPY
AVAILABLE

003154

BOOK 172 PAGE 70

09 art of amend

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:41 NO. 7-15-85 DAY YEAR

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

APPROVED BY: *[Signature]*

1985 JUL 15 A 11:41

Eliz. Spalding
225 Duke of Gloucester St.
Annapolis, Md 21401

0000 0010

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 71
ARTICLES OF AMENDMENT

OF
ANNAPOLIS CLASSIC MOTOR COACHES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 15, 1985 AT 11:41 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2735, FOLIO 003151 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

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

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

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

Gal. B. Robinson



A 180985

CLERKS NOTATION
BEST COPY
AVAILABLE

D120-

BOOK 172 PAGE 72

001436

ARTICLES OF INCORPORATION
OF
MCD, INC.

FIRST: The undersigned, LINDA COURTNEY, whose post office address is 32nd Floor, 10 Light Street, Baltimore, Maryland 21202, 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 called the "Corporation") is:
MCD, INC.

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 acquire by purchase, lease or otherwise and to improve and develop real property. To lay out, grade, pave, and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks, and playgrounds. To erect dwellings, apartment houses, other buildings of all kinds, and to sell or rent the same. To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise use, and operate real estate of all kinds, improved or unimproved, and any right or interest therein.

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 JAN 31 AM 10:56

E. AUBREY COLLISON
CLERK

51928398

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CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 73

001497

(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 650 Ritchie Highway, Severna Park, Maryland 21146. The resident agent of the Corporation is PHYLLIS DIXON whose post office address is 650 Ritchie Highway, Severna Park, Maryland 21146. 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 pursuant to the By-Laws of the Corporation, but shall never be less than one (1), provided that if there is stock outstanding and so long as there are less than three (3) stockholders, the number of directors may not be less than the number of stockholders.

The name of the director who shall act until the first annual meeting or until her successor is duly elected and has qualified is: PHYLLIS DIXON.

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:

0000 0013

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 74

001438

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

(b) 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.

(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

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 76

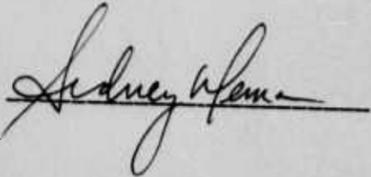
001500

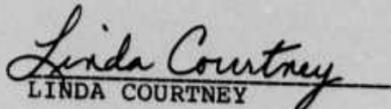
altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(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.

WITNESS:



 (SEAL)
LINDA COURTNEY

CLERKS NOTATION
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001501

BOOK 172 PAGE 77

16

STATE DEPARTMENT OF
ASSESSMENT AND TAXATION
APPROVED FOR RECORD
NO. DAY YEAR
10:47 7-11-85

52

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

Stroke

Hinda Courtney
10 Light Air 32nd fl
Baet Rd 21202

1985 JUL 11 A 10:47

0000 0011

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 78
ARTICLES OF INCORPORATION
OF
MCD, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 11, 1985 AT 10:47 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733, FOLIO 001495 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1964493

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 180975

BOOK 172 PAGE 79

001179

GLEN BURNIE LODGE 2405
ORDER OF SONS OF ITALY, INC.
ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Andrew C. Manzo, whose post office address is 755 Elmhurst Road, Severn, Maryland 21144, Patricia Bendermeyer, whose post office address is 534 Lucia Avenue, Baltimore, Maryland, 21229 and John Polsinelli, whose post office address is 45 Mapledale Avenue, Glen Burnie, Maryland, 21061, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: Glen Burnie Lodge 2405 Order of Sons of Italy, Inc.

THIRD: The purpose for which the Corporation is formed is to unite its membership in the bonds of fraternity, benevolence and charity; to assist their members and their families in time of need; to render particular service to orphaned children, aged members and their wives; and to further the mutual welfare of its members and their families; said Corporation shall have power to purchase, take, hold, lease, rent, sell or mortgage property and to do all things incidental, necessary or convenient to the carrying out of the foregoing purposes, All of which are to be carried out not for profit and without shares of stock, it being an eleemosynary corporation.

This Corporation is incorporated in conformity with, subject to and under the jurisdiction and control of the laws for the regulation of lodges in the order of Sons of Italy, Its business affairs shall be conducted by its members in good standing and by its respective officers in the manner and at such times as are prescribed by the Constitution and General Laws of the Order of Sons of Italy.

RECEIVED FOR RECORD
NEW YORK COUNTY

1986 JAN 31 AM 10:56

E. AUBREY COLLISON
CLERK

51928148

0000 00/19

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 80
(2)

001480

The membership of said Corporation shall consist only of the members in good standing of said fraternal lodge association known as Glen Burnie Lodge 2405 ORDER OF SONS OF ITALY, INC.

✓
FOURTH: The post office address of the principal office of the Corporation in this State is 101 N. Charter Road, No. K, Glen Burnie, Maryland 21061. The name and post office address of the resident agent of the Corporation in this State is Salvatore Serio, 101 N. Charter Rd. Apt. K, Glen Burnie, Maryland 21061, and said resident agent is a citizen of this State and actually resides therein.

FIFTH: The number of directors of the Corporation shall be (3) who shall be the Venerable, Assistant Venerable and Treasurer of the Lodge and each shall serve until their successor is elected and qualified, and who shall serve such terms as provided by the by-laws of the Glen Burnie Lodge 2405 Order of Sons of Italy, Inc. The initial Directors are the incorporators.

SIXTH: The duration of the Corporation shall be perpetual.

SEVEN: The Corporation is not authorized to issue stock.

IN WITNESS WHEREOF, we have signed these ARTICLES OF INCORPORATION on this 3 day of July, 1985.

WITNESS:

Mary Elizabeth Bulling

Andrew C. Manzo

Patricia Bendermeyer

John Polsinelli

0000 0000

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 81

(3)

001481

-STATE OF MARYLAND
COUNTY OF BALTIMORE) TO WIT:

I HEREBY CERTIFY that on this 3 day of July, 1985.
before me, the subscriber, a Notary Public of the State of
Maryland, in and for the County of Baltimore, personally
appeared Andrew C. Manzo, Patricia Bendermeyer, and John
Polsinelli, and severally acknowledged the foregoing
Articles of Incorporation to be their act.

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

Rosemarie Bellini
Notary Public

My Commission expires July 1, 1986

0000 0081

CLERKS NOTATION
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AVAILABLE

661482

BOOK 172 PAGE 82

CERTIFIED
COPY MADE

16

(02)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

NON STATE

MO. DAY YEAR
TIME 9:50 7-11-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
9	OTHER LCC 3P
49	TOTAL CASH
	CHECK

(52)

S. Serio
101 N. Charter Rd. Apt R
Glen Burnie Md 21061

1985 JUL 10 A 9 43

0000 0082

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 83

ARTICLES OF INCORPORATION
OF
GLEN BURHIE LODGE 2405 ORDER OF SONS OF ITALY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 11, 1985 AT 09:50 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733, FOLIO 001478, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1964451

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 180971

001474

CLERKS NOTATION
BEST COPY
AVAILABLE

OLD BAY FINANCIAL SERVICES CORPORATION

ARTICLES OF INCORPORATION

FIRST: I, Thomas L. Carter, Jr., whose post office address is 2 Boone Trail, Severna Park, 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 Old Bay Financial Services Corporation.

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

(1) To perform the services of a mortgage banker, mortgage broker, second mortgage broker, to market securities, to syndicate and sell interest in partnerships involving real estate.

(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 2 Boone Trail, Severna Park, Maryland. The name and post office address of the Resident Agent of the Corporation in this State are Weston A. Park, 114 E. Lexington Street - 3rd Floor, Baltimore, Maryland 21202. Said Resident Agent is an individual actually residing in this State.

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

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

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

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

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

Thomas L. Carter, Jr., ^{RECEIVED FOR RECORD} JOHN S. NEUBAUER, Jr., and Weston A. Park.

1986 JAN 31 AM 10:56

E. AUBREY COLLISON
CLERK

51928057

0000 0034

CLERKS NOTATION
BEST COPY
AVAILABLE

001475

BOOK 172 PAGE 85

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.

BOOK 172 PAGE 86

001476

CLERKS NOTATION
BEST COPY
AVAILABLE

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.

Thomas L. Carter, Jr.
Thomas L. Carter, Jr.

Guaranteed
PLOYER BOND
100% COTTON FIBER
MADE IN U.S.A.

0000 0084

001477

CLERKS NOTATION
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1985 JUL 10 P 2:00

BOOK 172 PAGE 87

02

1¢

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR

2:00		7	10	85
20	ORG. & CAP. FEE			
20	N. OF INC. FEE			
	LIMITED PARTNERSHIP FEE			
	OTHER			
40	TOTAL CASH	<input type="checkbox"/>	APPROVED BY	
	CHECK	<input checked="" type="checkbox"/>		

52

stick

Neubauer & DeLuca
114 E. Lexington St
3rd Floor
Baltimore MD 21202

0000 0081

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 88

ARTICLES OF INCORPORATION
OF
OLD BAY FINANCIAL SERVICES CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 10, 1985 AT 02:00 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733, FOLIO 001473, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1964444

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.

Carl B. Robinson



A 180970

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 89

001461

SMITH ASSOCIATES, LTD.

ARTICLES OF INCORPORATION

OK
FIRST: The undersigned, Daniel H. Honemann, whose post office address is 1700 First National Bank Building, 7 East 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 called the "Corporation") is SMITH ASSOCIATES, LTD.

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

(a) To furnish legal management services in the recruiting and placement of personnel; to facilitate mergers and acquisitions of law firms and to assist in management studies of firms including the use of advanced technology such as computers and word processors throughout the United States of America; to assist bar associations in the study and utilization of the latest management techniques including the use of computer software and hardware programs to better serve their members; and to perform such other services as may be helpful to the legal profession.

(b) To engage in any other mercantile, manufacturing, trading or other business, enterprise or activity (whether similar or dissimilar to the foregoing) which corporations organized under the laws of the State of Maryland (other than those classes of corporations for which special provision is made) may now or hereafter be authorized to undertake.

(c) To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes herein set forth, and to that end to exercise and enjoy all such powers, rights and privileges as may be conferred upon and granted

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:56

E. AUBREY COLLISON
CLERK

51928071

0000 0009

CLERKS NOTATION
BEST COPY
AVAILABLE

001462

BOOK 172 PAGE 90

to corporations of this character by the laws of the State of Maryland now or hereafter in effect.

✓
✓
FOURTH: The post office address of the principal office of the Corporation in Maryland is 7 Luna Lane, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in Maryland is William J. Smith, Jr., 7 Luna Lane, Severna Park, Maryland 21146. Said Resident Agent is a citizen and resident of the State of Maryland.

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

SIXTH: The Corporation shall initially have two Directors, and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and have qualified are William J. Smith, Jr. and Isabelle K. Smith. The number of Directors may be increased or decreased pursuant to the Bylaws of the Corporation but shall never be less than three, except that (i) if there is no stock outstanding, the number of Directors may be less than three but not less than one, and (ii) if there is stock outstanding and so long as there are less than three Stockholders, the number of Directors may be less than three but not less than the number of Stockholders.

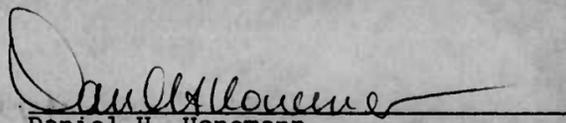
SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as such Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the Bylaws of the Corporation.

CLERKS NOTATION
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AVAILABLE

PERMANENT RECORDS 001463

BOOK 172 PAGE 91

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 on this 10th day of July, 1985.


Daniel H. Honemann

CLERKS NOTATION
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AVAILABLE

001464

BOOK 172 PAGE 92

15
02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:32 AM MON 7 11 85

(52)

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

stock

Daniel H. Honemann
1700 First National Bank Building
7 E. Redwood St
Baltimore Md 21202.

1985 JUL 11 A 8:32

0000 0042

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 93

ARTICLES OF INCORPORATION
OF
SMITH ASSOCIATES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 11, 1985 AT 08:32 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733, FOLIO 001460 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1964428

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 180968

CLERKS NOTATION
BEST COPY
AVAILABLE

001319

BOOK 172 PAGE 94

ANNAPOLIS HORTICULTURAL 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

OK
FIRST: I, DELLA M. DOVE, whose post office address is 839 Londontown Road, Edgewater, Maryland 21037, 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 ANNAPOLIS HORTICULTURAL 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 provide horticultural services, to include, but not limited to, design, maintenance, installation and consultations; 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 839 Londontown Road, Edgewater, Maryland 21037. The name and post office address of the Resident Agent of the Corporation in this State is WILLIAM H. BUCK, 145 Main/Gorman Streets, 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) shares of common stock, without par value.

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 921
ANNAPOLIS, MD 21404
(301) 263-8855

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:56

E. AUBREY COLLISON
CLERK

0000 0084

1986 JUL 10 A 10:00

CLERKS NOTATION
BEST COPY
AVAILABLE

001320

BOOK 172 PAGE 95

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 DELLA M. DOVE.

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

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

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

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 921
ANNAPOLIS, MD 21404
(301) 263-8855

0000 0045

CLERKS NOTATION
BEST COPY
AVAILABLE

001321

BOOK 172 PAGE 96

NINTH: The duration of the Corporation shall be perpetual.

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

WITNESS:

Patricia Blacker

Della M. Dove
DELLA M. DOVE

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 921
ANNAPOLIS, MD 21404
(301) 263-8855

0000 0046

CLERKS NOTATION
BEST COPY
AVAILABLE

001322

BOOK 172 PAGE 97

<p>LAW OFFICES MANN, WILKINSON, SWENEN & GOLDSBOROUGH CHARTERED 148 MANHATTAN STREETS P.O. BOX 871 MANHATTAN, MARYLAND 21440</p>			
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52

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

MO. DAY YEAR
7 10 1985

TIME 10:50

10	ORG. & C.P. FEE
10	RECORDING FEE
10	LIMITED LIABILITY FEE
9	OTHER CASE
49	TOTAL

1003P

thick

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 98

ARTICLES OF INCORPORATION
OF
ANNAPOLIS HORTICULTURAL SERVICES, INC.

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

RECORDED IN LIBER 2733, FOLIO 001318 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1963107

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 180946

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 99 001294

APPLIED CONSTRUCTION, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: I, the subscriber, Garrett Douglas Leonard, whose post office address is 428 Fourth Street, Annapolis, Maryland 21403; being at least twenty-one (21) years of age, does 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 Applied Construction, Inc.

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

A. To construct, erect, assemble, design, develop, invent, dismantle, disassemble, demolish and remove various facilities, structures, equipment and machinery as may be necessary to function as a construction and demolition corporation.

B. To purchase or otherwise acquire, and to hold, own, maintain, work, build, construct, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in lands and leaseholds and any interest, estate and rights in real property, and any personal or mixed property, and any franchises, rights, patents, trademarks in copywriting licenses, or privileges necessary, convenient or appropriate for any of the purposes herein expressed.

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CIRCUIT COURT, A.A. COUNTY
1985 JAN 31 AM 10:56
E. AUBREY COLLISON
CLERK

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C. To improve, build, construct, manage, develop, sell, assign, transfer, mortgage, pledge or otherwise dispose of, or turn to account or deal with, all or any part of the property of the company, and from time to time to vary any investment or employment of capital of the company and to lend money either upon or without security.

D. To purchase, exchange, hire, lease or otherwise acquire such personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hired, leased or acquired under the General Corporation Laws of Maryland.

E. To purchase, lease, rent, sell, exchange, convey, hire or otherwise acquire cars, station wagons, trucks, trailers, tractors, or any other type of heavy equipment necessary, convenient, or appropriate for any of the Corporate purposes herein expressed.

F. To borrow money for its Corporate purpose, and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures or other obligations from time to time for the purchase of property or for any purpose in or about the business of the Corporation, and if deemed proper, to secure the payment of any such obligation by mortgage, pledge, deed of trust or otherwise.

G. To conduct business in the State of Maryland, other states, territories, districts and colonies of the United States of America and in foreign countries, to have one or more offices outside the State of Maryland.

H. To enter into, make, perform and carry out or cancel and rescind contracts for any legal purposes pertaining to its business with any person, firm, association, trust, company, corporation or entity or governmental, municipal or public authority, domestic or foreign, and to carry out any one or more of the objects or purposes of the Corporation as principal, factor, agent, trustee or otherwise and either alone or with associations.

BOOK 172 PAGE 101

001236

The foregoing clauses shall be construed as powers as well as objects and purposes. The enumeration herein of specific objects, purposes and powers shall not be held to limit or restrict in any way the general objects, purposes and powers of the Corporation. The matters specified in any clause shall, except where otherwise expressed, be in no ways limited or restricted by reference to or inference from the terms of any other clause of this or any other article of this Article of Incorporation, but the objects, purposes and powers specified in each of the clauses of this article shall be regarded as independent objects, purposes and powers.

✓ FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 428 Fourth Street, Annapolis, Maryland 21403. The name and post office address of the resident agent of the Corporation in this State is Bobby E. Leonard, 428 Fourth Street, Annapolis, Maryland 21403.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one hundred thousand (100,000) shares of \$1.00 par value stock. If any owner of any of the shares of the stock of this Corporation desires to dispose of his stock or any part thereof, he shall not transfer or otherwise dispose of same to any person unless he shall first offer the stock to the other stockholders of the Corporation at the same price quoted for the same quantity to the said holder by a bonafide and willing purchaser, such offer to continue for a period of thirty (30) days. If the total offer is not accepted by any of the other stockholders of the Corporation within thirty (30) days the seller shall then be free to sell that quantity of stock at that price to any other person he may so desire within the next ninety (90) days.

SIXTH: The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than one (1); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Garrett Douglas Leonard and Bobby Eugene Leonard.

The terms of office of each director shall be from the time of his election until the next annual meeting and until his successor is duly chosen and qualified. Nothing herein will be construed to prevent a director's resignation at any time.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the power of the Corporation and of the Directors and stockholders.

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

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 classifications, reclassification, or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two-thirds of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

EIGHTH: The duration of the Corporation shall be perpetual.

BOOK 172 PAGE 103

001238

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 3rd day of July 1985, and declare same to be my lawful act and deed and that I am one and the same as above heretofore stated and to the best of my knowledge, information, and belief the matters and facts are true in all material respects and that this statement is made under the penalties of perjury.

Garrett Douglas Leonard
Garrett Douglas Leonard

WITNESS:

Christine M. Tilman
Name

1029 Clyde Park Drive
Address

Annapolis, Md. 21403
City, State Zip

0000 0(123

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BOOK 172 PAGE 104

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BOOK 172 PAGE 104

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L.H.

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:08 MO. DAY YEAR 7-8-85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
11	OTHER 1005
51	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> [Signature]

C. M. Tilman
P. O. Box 4609
Annapolis, Md 21403

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CLERKS NOTATION
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BOOK 172 PAGE 105

ARTICLES OF INCORPORATION
OF
APPLIED CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 08, 1985 AT 10:08 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733, FOLIO 001233 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1963065

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 180942

CLERKS NOTATION
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BOOK 172 PAGE 106

001103

THE PHOTON GROUP, INC.
A CLOSE CORPORATION UNDER
TITLE 4
ARTICLES OF INCORPORATION

FIRST: We, the undersigned whose post office address is 2413 Blooming Way, Gambrills, Maryland 21054 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 hereafter called the Corporation) is The Photon Group, Inc.

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

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

- (A) To provide movie, video, still and other photographic services to individuals and businesses and to act as a talent or model representative for or to individuals and businesses.
- (B) To engage in all aspects of the retail photographic and talent representative business, to operate one or more photographic and modeling studios and retail sales centers, to merchandise, sell, offer for sale, and distribute at wholesale and retail, any and all equipment and supplies of all kinds and description.
- (C) To do any and all acts needed to lease, equip, set up, and operate residential or other property.
- (D) 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.

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CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:56

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 107

001104

- (E) To purchase or otherwise acquire interests in any and all types of business entities, including but not limited to, joint ventures, syndicates, associations, and partnerships, whether as a general or limited partner.
- (F) 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 resident agent of the Corporation is David B. Baker. The post office address of the resident agent and principal office of the Corporation is: 2413 Blooming Way, Gambrills, Maryland 21054.
- SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 1,000 shares of common stock with a par value of \$1.00
- SEVENTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the director who shall act until the first annual meeting or until his successors is duly chosen and qualified is David B. Baker, who as director, is authorized to act individually on behalf of the Corporation.
- EIGHTH: The Corporation shall exist as a close Corporation until such time as the stockholders unanimous consent shall file Articles of Amendment to change such status.
- NINTH: The duration of the Corporation shall be perpetual.

In Witness Whereof, we have signed these Articles of Incorporation on the 25th day of June, 1985.

David B. Baker

David B. Baker

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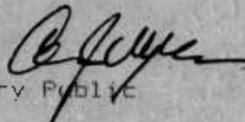
BOOK 172 PAGE 108

001105

STATE OF MARYLAND)
) as:
)
COUNTY OF ANNE ARUNDEL)

I HEREBY CERTIFY that on this *25th* day of *June*, 1985, before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared David B. Baker who made oath in due form of law that the matters and facts set forth in the afforegoing Articles of Incorporation are true and correct to the best of their knowledge and belief.

IN WITNESS, I have hereunto set my hand and notarial seal.


Notary Public

MY COMMISSION EXPIRES *July 1, 1986*

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BOOK 172 PAGE 109

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:57 NO. DAY YEAR 7-5-85

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(52) 20	ORG. & CAP. FEE
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	LIMITED PARTNERSHIP FEE
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David Baker
2413 Blooming Way
Gembrills, Md 21054

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CLERKS NOTATION
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BOOK 172 PAGE 110

ARTICLES OF INCORPORATION
OF
THE PHOTON GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 05, 1985 AT 09:57 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733 FOLIO 001102 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1962752

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 180915

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BOOK 172 PAGE 111

ARTICLES OF INCORPORATION
OF
THE ASSOCIATION OF THE UNITED STATES
NAVAL ACADEMY CLASS OF 1953, INC.

ARTICLE I

The undersigned, NORMAN EARL GRIGGS, whose post office address is 1604 East Avenue, McLean, Virginia 22101, being at least eighteen years of age, does hereby form a not-for-profit corporation under the general laws of the State of Maryland.

ARTICLE II

The name of the corporation (which is hereinafter called the Corporation) is THE ASSOCIATION OF THE UNITED STATES NAVAL ACADEMY CLASS OF 1953, INC.

ARTICLE III

The purposes for which the corporation is organized are as follows:

- (a) Fostering among the members of the Class of 1953 that spirit of comradeship which binds together alumni of the U. S. Naval Academy and the members of each class.
- (b) Providing information and activities of professional, social, and general interest concerning the U. S. Naval Academy, the class, and classmates.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:56

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 112

001017

- (c) Furthering excellence in the Brigade of Midshipmen, the United States Naval Academy, and the Naval Service.
- (d) Promoting the creation and participation of local class chapters outside the Washington-Annapolis area.
- (e) Supporting the mission and activities of the U. S. Naval Academy Alumni Association.
- (f) Facilitating the orderly administration of the affairs of the class.

ARTICLE IV

The post office address of the principal office of the Corporation in Maryland is Alumni House, Annapolis, Maryland 21402. The name and post office address of the resident agent of the Corporation in Maryland are U. S. Naval Academy Alumni Association, Inc., Alumni House, Annapolis, Maryland 21402.

ARTICLE V

The Corporation shall not be authorized to issue capital stock.

ARTICLE VI

The number of initial directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the Constitution and 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

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BOOK 172 PAGE 113

001018

qualified are E. R. Alves, Jr., I. L. Boeskool, A. E. Hubal,
Jr., and C. E. Mumford.

ARTICLE VII

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation on 7/5/85, and acknowledge the same to be
my act.

Norman Earl Griggs (SEAL)
NORMAN EARL GRIGGS

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BOOK 172 PAGE 114

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STATE DEPARTMENT OF
ASSESSMENTS AND PLANNING
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
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20			
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	OTHER		
40	TOTAL	CASH <input type="checkbox"/>	CHECK <input checked="" type="checkbox"/>

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Norman Carl Guggs
1604 East Ave
McLean, VA. 22101

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BOOK 172 PAGE 115

ARTICLES OF INCORPORATION
OF
THE ASSOCIATION OF THE UNITED STATES NAVAL ACADEMY CLASS
OF 1953, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 08, 1985 AT 12:08 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 4

RECORDED IN LIBER 2733, FOLIO 001015 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1960913

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

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BOOK 172 PAGE 116

001012

ARTICLES OF INCORPORATION
OF
INDUSTRIAL COMPUTER SOLUTIONS, INC.

OK
Re
FIRST: I, Jerome T. Miraglia, whose post office address is 10 Light Street, Baltimore, Maryland 21202, being at least 18 years of age, hereby form a corporation under the Maryland General Corporation Law.

SECOND: The name of the Corporation (the "Corporation") is Industrial Computer Solutions, Inc.

THIRD: The purposes for which the Corporation is formed are: (1) to engage in the business of marketing, leasing, selling, purchasing and otherwise dealing in and with computer software and hardware and licenses to market, lease and sell computer software and hardware; (2) to represent other individuals, partnerships, corporations and other entities in the marketing, leasing, selling and purchasing of computer software and hardware and licenses to market, lease and sell computer software and hardware; (3) to deal in and with the shipment, export, delivery and operation of computer software and hardware; (4) to consult to and advise individuals, partnerships, corporations and other entities in the marketing, leasing, sale, purchase and use of computer software and hardware; and (5) to engage in any other lawful business. The Corporation shall also have all the general powers granted by law to Maryland corporations and all other powers not inconsistent with law which are appropriate to promote and sustain its purposes.

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1986 JAN 31 AM 10: 56

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 117

001013

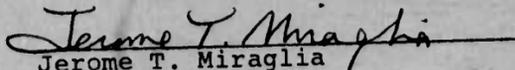
FOURTH: The address of the principal office of the Corporation is 114 Forbes Street, Annapolis, Maryland 21401. The name and address of the resident agent of the Corporation are Alan M. Phillips, 114 Forbes Street, Annapolis, Maryland 21401.

FIFTH: The total number of shares of Capital Stock which the Corporation has authority to issue is 100,000, all of one class called Common Stock. The par value of each share of Common Stock is \$1.00 and the aggregate par value of all the shares of the Common Stock is \$100,000.00.

SIXTH: The number of Directors of the Corporation shall be three, until changed as provided by the By-Laws of the Corporation. The names of those who will serve as Directors until the first annual meeting of the stockholders and until their successors are elected and qualify are Albert Phillips, Alan M. Phillips and Jean E. Phillips.

SEVENTH: The Corporation shall indemnify to the fullest extent all persons permitted to be indemnified by the Maryland General Corporation Law, but shall not be required to purchase or maintain insurance on behalf of such persons.

I acknowledge these Articles of Incorporation to be my act this 8th day of July, 1985.


Jerome T. Miraglia

am/JTM2/a

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BOOK 172 PAGE 118

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

MO. DAY YEAR
7 8 85

TIME	3:12
ORG. & CAP. FEE	20
RECORDING FEE	20
LIMITED PARTNERSHIP FEE	
OTHER	8
CASH	78
TOTAL CHECK	

APPROVED BY [Signature]

stock

Miles & Stockbridge
10 Light St
Burlington MA 01802

1985 JUL -8 P 3:12

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BOOK 172 PAGE 119

ARTICLES OF INCORPORATION
OF
INDUSTRIAL COMPUTER SOLUTIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 08, 1985 AT 03:12 P. O'CLOCK M. AS IN CONFORMITY

WITH LAW AND ORDERED RECORDED 3

RECORDED IN LIBER 2733, FOLIO 001011 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1960905

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 180902

CLERKS NOTATION
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BOOK 172 PAGE 120

000986

KAHLER ASSOCIATES, INC.
(a close corporation)

ARTICLES OF INCORPORATION

FIRST: The undersigned Janis L. Kahler, whose post office address is 569 Belmawr Place, Millersville, Maryland 21108, 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

KAHLER ASSOCIATES, 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 carry on, in its own behalf and in behalf of others, whether as agents, consultants, advisers, independent contractors, or otherwise, a general investment and management advisory business relating to investments and the operation of business, plants, properties, real and personal property of every kind, in the United States and foreign countries, subject to the applicable laws thereof, and without limiting the generality of the foregoing, to act as an investment advisor and management service corporation to any corporation organized or serving as an investment company within the meaning of the Investment Company Act of 1940, as amended, and as in effect from time to time, or any other federal securities laws, to the fullest extent permitted by applicable state and federal laws; and also to conduct any other business not prohibited by law. To maintain executive and operating personnel for the purpose

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CLERK'S OFFICE
1966 JAN 31 AM 10:56

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 121

of advising and assisting others in all matters relating to investments and the management and operation of businesses and other properties of every kind. To furnish business investment and management plans and programs, to formulate policies and generally to advise and assist others, under contract or otherwise, in the management of their businesses, plants, properties and investments. To buy and sell on its own behalf and on behalf of others in connection with the operation, management and development of individual and corporate businesses, projects and developments. To conduct research and to investigate businesses and enterprises of every kind and description throughout the world in order to secure information and data for capital investments, both for its own account and as agent for others.

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

FIFTH: The post office address of the principal office of the Corporation in Maryland is 569 Belmawr Place, Millersville, Anne Arundel County, Maryland 21108. The name and address of the Resident Agent of the Corporation in Maryland is Weems W. Duvall, Jr., 3111 Mountain Road, Pasadena, Anne Arundel County, Maryland 21122. 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 One Thousand (1,000) shares 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 Janis L. Kahler.

0000 0121

EIGHTH: The corporation shall provide any indemnification required or permitted by Section 2-418 of the Corporation Article of the Annotated Code 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 she is or was such 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), judgments, fines, and amounts paid in settlement actually and reasonably incurred by her in connection with such action, suit, or proceeding if she acted in good faith and in a manner which she 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 her 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 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 she 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 her in connection with the defense or settlement of such action or suit if she acted in good faith and in a manner she reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect to any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of her 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

BOOK 172 PAGE 123

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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, she shall be indemnified against expense (including attorneys' fees) actually and reasonably incurred by her 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) and (2) of this Article EIGHTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because she 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 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 she 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 rights to which

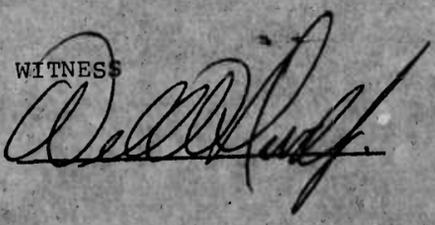
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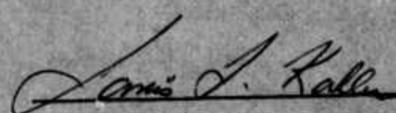
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BOOK 172 PAGE 124

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 2nd day of July 1985, and I acknowledge the same to be my act.

WITNESS


 (SEAL)
JANIS L. KAHLER

Esbeck
GleanCruse
25% COTTON

0000 0124

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BOOK 172 PAGE 125

KAHLER ASSOCIATES, INC.	ARTICLES OF INCORPORATION
FRANK, HALL & DUVALL, P.A. 8-11-95 ATTORNEYS AT LAW PARADENA PROFESSIONAL BLDG. 3111 POUNTAIN ROAD PARADENA, MD. 21122	

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

NO. 7885
DATE YEAR

12.44	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED LIABILITY FEE
	OTHER
YO	TOTAL

CASH CHECK APPROVED BY *[Signature]*

18

02

thk

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BOOK 172 PAGE 126

ARTICLES OF INCORPORATION
OF
KAHLER ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 08, 1985 AT 12:44 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733, FOLIO 000985, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1960863

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

G. B. Arundel



A 180899

gab

ANDREY COLLISON
CLERK

GOE-TEE
ATTOR
114 AN
ANNAPOLIS

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BOOK 172 PAGE 127

GREEN THUMB LANDSCAPING CO., INC.

A Maryland Close Corporation

Organized Pursuant to Title Four of the
Corporations and Associations Article of the

Annotated Code of Maryland

AMENDED ARTICLES OF INCORPORATION

FIRST: I, Robert R. Gregory, Sr., whose post office address is 3532 South River Terrace, Edgewater, Maryland 21037, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter referred to as the "Corporation") is GREEN THUMB LANDSCAPING 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. Landscaping design and installation 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 3532 South River Terrace, Edgewater, Maryland 21037. The name and post office address of the Resident Agent of the Corporation is Robert R. Gregory, Sr., 3532 South River Terrace, Edgewater, Maryland 21037. Said resident agent is an individual actually residing

51928364

0000 0127

GOE:TEE & SHEMATZ P.A.
ATTORNEYS AT LAW
114 ANNAPOLIS STREET
ANNAPOLIS, MARYLAND 21401

1966 JUN 31 AM 10:56
RECORDED IN ANNAPOLIS COUNTY
E. ANDREY COLLISON
CLERK

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BOOK 172 Page 128

in this state.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5000) shares of common stock, with no 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. The name of the Director who shall act until the first annual meeting or until his successor is duly chosen and qualified is: Robert R. Gregory, Sr.

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

WITNESS:

Gene Gregory *Robert R. Gregory Sr.*
Robert R. Gregory, Sr.

CLERKS NOTATION
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BOOK 172 PAGE 129

1986 JUL 11 P 10:09

amended act of law (10)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:09 NO. DAY YEAR 7-11-85

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

John Schematz
114 Annapolis St
Annapolis Md 21401

0000 00129

CLERKS NOTATION
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BOOK 172 PAGE 130

AMENDED ARTICLES OF INCORPORATION
OF
GREEN THUMB LANDSCAPING CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 11, 1985 AT 10:09 O'CLOCK A. M. AS IN CONFORMITY
Effective: 3/6/85, at 9:43 AM
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2734, FOLIO 003492 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20.00
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.

[Handwritten Signature]



A 180749

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BOOK 172 PAGE 131

ED DeMETER CUSTOM BUILDER, INCORPORATED
ARTICLES OF VOLUNTARY DISSOLUTION

OK

ED DeMETER CUSTOM BUILDER, INC., a Maryland corporation, having its principal office at 220 West Lake Drive, Annapolis, Maryland 21403, (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 220 West Lake Drive, Annapolis, Maryland 21403.

THIRD: The name and address of a resident agent of the Corporation who shall serve for one (1) year after dissolution and until the affairs are wound up is ANITA M. DeMETER, 220 West Lake Drive, Annapolis, Maryland 21403.

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

NONE (CLOSE CORPORATION)

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

Edward R. DeMeter, President
Anita M. DeMeter, Vice-President,
Secretary, Treasurer
Address of both individuals is
220 West Lake Drive
Annapolis, Maryland 21403

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

SEVENTH: The Corporation has no known creditors.

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

1986 JUN 10 A 10 14

RECEIVED FOR RECORD
CIRCUIT COURT T.A.A. COUNTY

1986 JAN 31 AM 10:56

E. AUBREY COLLISON
CLERK

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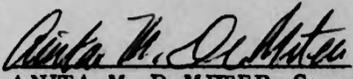
BOOK 172, PAGE 132

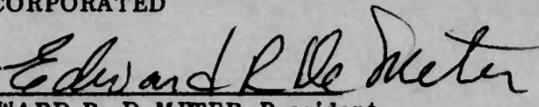
the Corporations and Associations Article of the Annotated Code of Maryland, stating that all taxes not barred by limitations which are levied on assessments made by the State Department of Assessments and Taxation of Maryland and billed by and payable to the issuer of each of said Certificates by the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

IN WITNESS WHEREOF, ED DeMETER CUSTOM BUILDER, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 30th day of April, 1985, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of ED DeMETER CUSTOM BUILDER, INC. and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

ED DeMETER CUSTOM BUILDER,
INCORPORATED


ANITA M. DeMETER, Secretary

By 
EDWARD R. DeMETER, President

SEAL

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BOOK 172 PAGE 133



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

003480

LOUIS L. GOLDSTEIN
COMPTROLLER

J. BASIL WISNER
CHIEF DEPUTY

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

MAY 28 1985

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

ED DE METER, CUSTOM BUILDER, INC.

have been paid.

WITNESS my hand and official seal this

24th day of MAY A.D. 19 85

Ellen F. Thompson
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

P 5 - 408

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CLERKS NOTATION
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BOOK 172 PAGE 134

003481

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



Anne Arundel County

MS-1103; BOX 1831
ANNAPOLIS, MARYLAND 21404

TELEPHONE: (301) 224-0113
FROM BALTIMORE: 841-6750
FROM WASHINGTON: 261-8250
TAX BILLING: EXT. 1144
WATER & SEWER BILLING: EXT. 1530
SALES TAX DIVISION: EXT. 1144

DATE JULY 2 1985

ACCT# 2-996-00402560

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
ED DEMETER CUSTOM BUILDERS INCORPORATED 220 W LAKE DR ANNAPOLIS MD 21403
are paid for FY 1985 & FY 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

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BOOK 172 PAGE 135

19

CHANGE OF	
NAME	<input checked="" type="checkbox"/>
PRINCIPAL OFFICE	
RESIDENT AGENT	<input checked="" type="checkbox"/>
RESIDENT AGENT ADDRESS	

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	4:00	NO.	7	DAY	12	YEAR	85
ORG. & CAP. FEE	30						
RECORDING FEE	20						
LIMITED PARTNERSHIP FEE							
OTHER							
TOTAL	50	CASH	<input type="checkbox"/>	APPROVED BY			
		CHECK	<input checked="" type="checkbox"/>				

Ronald R. Holden Esq.
60 West 46
Suite 211
Annapolis, Md 21401

0000 0135

CLERKS NOTATION
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BOOK 172 PAGE 136
ARTICLES OF DISSOLUTION
OF
ED DeMETER CUSTOM BUILDER, INCORPORATED

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

RECORDED IN LIBER 2734, FOLIO 003477 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.

R. B. Collison



A 180746

g
1985 JUL

1985 JAN 31 AM 10:56
E AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 137

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EPPING FOREST CHAPEL
ARTICLES OF INCORPORATION

FIRST: The undersigned, all being adult persons at least eighteen (18) years of age duly elected by the Members (as hereinafter defined) of the congregation of the Epping Forest Chapel (the "Religious Corporation") to serve as trustees (the "Trustees") in the name and on behalf of the Religious Corporation to manage its estate, property, interest and inheritance, pursuant to Title 5, Subchapter 3 of the Corporations and Associations Article of the Annotated Code of Maryland, do hereby associate ourselves as incorporators with the intention of forming a religious corporation under and by virtue of the provisions of the General Laws of the State of Maryland, and do hereby certify to the State Department of Assessments and Taxation of Maryland as follows:

SECOND: The name of the Religious Corporation and the church is the Epping Forest Chapel.

THIRD: The plan for the Religious Corporation (the "Plan") is and shall be as follows:

(1) The purposes for which the Religious Corporation is formed are:

(a) The Religious Corporation is organized exclusively for religious, educational and charitable purposes, including, for such purposes, the making of distributions to organizations which 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 religious, 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

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FREDERICK R. FRANKE, JR. ATTORNEY AT LAW ANNAPOLIS, MARYLAND 21401

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 JAN 31 PM 10:56

E AUBREY COLLISON
CLERK

1986 JUL -2

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 Section 1(d) of this Plan, or as shall, in the opinion of the Trustees, jeopardize the federal income tax exemption of the Religious 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 some or all of the foregoing purposes; 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 religious, 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 Religious Corporation shall inure to the benefit of or be distributable to its members, Trustees, officers or other private persons, except that the Religious 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, Section (1) hereof. No substantial part of the activities of the Religious Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Religious Corporation shall not participate, or intervene, (including the publishing or distribution of

FREDERICK R. FRANK, JR. ATTORNEY AT LAW ANNAPOLIS, MARYLAND 21401

statements) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this Plan, the Religious Corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or, (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(c) Included among the religious, educational and charitable purposes for which the Religious Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article THIRD, Section (1), are the following:

(i) to establish and maintain a church and to provide a place of worship and prayer in accordance with Christian and/or Jewish tradition;

(ii) to further all religious and charitable work; and,

(iii) for such purposes to adopt and establish Articles of Incorporation, By-Laws, rules and regulations in accordance with applicable law.

(d) In this Plan:

(i) references to "charitable organization" or "charitable organizations" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its states, territories, possessions, or the District of Columbia, 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 stockholder or individual, and no substantial part of the activities of which involves carrying on of propaganda or otherwise attempting to influence legislation and which do not involve participating, or intervening, (including the publishing or distributing of statements), in any political campaign, on behalf of any candidates for public office; and,

(ii) the term "charitable purposes" shall be limited to and shall include only religious, charitable, or educational purposes within the meanings of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1954, and only such purposes as also shall 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.

(2) The time and manner for election and succession of Trustees is as follows: The Trustees shall be elected and their successors continued at a time and place ordinarily used for public meetings of the Religious Corporation, by the individuals who, according to the custom and usage of the Religious Corporation, have a voice in the management and direction of the congregational or temporal affairs of the Religious Corporation. A majority of all the votes cast by adult Members at an annual meeting of the Members (as hereinafter defined) at which a quorum is present shall be sufficient to elect a Trustee.

(3) (a) A person shall be a Member of the Religious Corporation and, as such, shall be entitled to vote at meetings of Members of the Religious Corporation and shall be qualified to be elected as a Trustee and officer of the Religious Corporation if:

(i) such person is a Trustee of the Religious Corporation on the date these Articles of Incorporation are accepted for record by the State Department of Assessments and Taxation of Maryland (the "Department"); or

(ii) such person shall be designated, as such, by the affirmative vote of a majority of the entire Board of Trustees within two (2) months of the date these Articles of Incorporation are accepted for record by the Department; or

(iii) such person has participated in the congregational and temporal affairs of the Religious Corporation for a continuous and uninterrupted period of not less than three (3) years.

(b) A Member, once qualified as hereinabove provided, shall remain such as long as:

(i) the annual dues imposed by the Religious Corporation on such Member are promptly paid by such Member; and

CLERKS NOTATION
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BOOK 172 PAGE 141

- 5 -

(ii) all rules and regulations of the Religious Corporation, as determined by the Trustees, are substantially complied with by such Member; and

(iii) such Member continues to participate in the congregational and temporal affairs of the Religious Corporation.

In the event a Member does not fulfil all of the requirements imposed by this Article THIRD, Section (3)(b), then such Member may be disqualified and removed as a Member by a majority vote of the entire Board of Trustees.

FOURTH: The existence of the Religious Corporation shall be perpetual.

FIFTH: The address of the principal place of worship of the Religious Corporation is Epping Forest, Annapolis, Maryland, 21401. The name and address of the resident agent of the Religious Corporation are Ralph Johnson, 1674 Hickory Trail, Epping Forest, Annapolis, Maryland, 21401. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The initial number of Trustees of the Religious Corporation is four (4), which number may be increased pursuant to the By-Laws of the Religious Corporation but shall never be less than four (4), nor more than twelve (12). The names and addresses of those persons serving as initial Trustees are: Joseph Jay, Epping Forest, Annapolis, Maryland, 21401; Ralph Johnson, Epping Forest, Annapolis, Maryland, 21401; Catherine Anderson, Epping Forest, Annapolis, Maryland, 21401; and Thelma Aiken, Epping Forest, Annapolis, Maryland, 21401.

SEVENTH: The Religious Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock. The number, qualifications of, and other matters relating to, its Members shall be as set forth in these Articles of Incorporation and the By-Laws of the Religious Corporation.

FREDERICK R. FRANK, JR. ATTORNEY AT LAW ANNAPOLIS, MARYLAND 21401

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- 6 -

EIGHTH: Upon the dissolution of the Religious Corporation, the Trustees shall, after paying or making provision for the payment of all of the liabilities of the Religious Corporation, dispose of all of the assets of the Religious Corporation exclusively for the purposes of the Religious Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or religious 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 Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court for the County where the principal place of worship of the Religious Corporation is located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such religious, charitable or educational purposes.

NINTH: The Religious Corporation may by its By-Laws make any other provisions or requirements for the arrangement or conduct of the business of the Religious Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or of the United States.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 2nd day of June, 1985, and we acknowledged the same to be our acts

J. E. Jay (SEAL)
JOSEPH J. JAY, TRUSTEE

Ralph Johnson (SEAL)
RALPH JOHNSON, TRUSTEE

Catherine Anderson (SEAL)
CATHERINE ANDERSON, TRUSTEE

Thelma Aiken (SEAL)
THELMA AIKEN, TRUSTEE

Orville Goodman (SEAL)
ORVILLE GOODMAN, TRUSTEE

FREDERICK R. FRANKE, JR. ATTORNEY AT LAW ANNAPOLIS, MARYLAND 21401

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 143

000458

- 7 -

I HEREBY CERTIFY that on this 2nd day of June, 1985, before me the subscriber, a Notary Public, from the State of Maryland in and for Anne Arundel County, personally appeared Joseph Jay and made oath in due form of law that the matters and facts set forth in the foregoing Articles are true and bona fide as therein stated to the best of his knowledge, information and belief.

Margaret L. Haynes (SEAL)
NOTARY PUBLIC

My Commission Expires: July 1, 1986

I HEREBY CERTIFY that on this 2nd day of June, 1985, before me the subscriber, a Notary Public, from the State of Maryland in and for Anne Arundel County, personally appeared Ralph Johnson and made oath in due form of law that the matters and facts set forth in the foregoing Articles are true and bona fide as therein stated to the best of his knowledge, information and belief.

Margaret L. Haynes (SEAL)
NOTARY PUBLIC

My Commission Expires: July 1, 1986

I HEREBY CERTIFY that on this 2nd day of June, 1985, before me the subscriber, a Notary Public, from the State of Maryland in and for Anne Arundel County, personally appeared Catherine Anderson and made oath in due form of law that the matters and facts set forth in the foregoing Articles are true and bona fide as therein stated to the best of her knowledge, information and belief.

Margaret L. Haynes (SEAL)
NOTARY PUBLIC

My Commission Expires: July 1, 1986

FREDERICK R. FRANKE, JR. ATTORNEY AT LAW ANNAPOLIS, MARYLAND 21401

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BOOK 172 PAGE 144

000459

- 8 -

I HEREBY CERTIFY that on this 2nd day of June, 1985, before me the subscriber, a Notary Public, from the State of Maryland in and for Anne Arundel County, personally appeared Thelma Aiken and made oath in due form of law that the matters and facts set forth in the foregoing Articles are true and bona fide as therein stated to the best of her knowledge, information and belief.

Margaret L. Haynes (SEAL)
NOTARY PUBLIC

My Commission Expires: July 1, 1986

I HEREBY CERTIFY that on this 2nd day of June, 1985, before me the subscriber, a Notary Public, from the State of Maryland in and for Anne Arundel County, personally appeared Orville Goodman and made oath in due form of law that the matters and facts set forth in the foregoing Articles are true and bona fide as therein stated to the best of his knowledge, information and belief.

Margaret L. Haynes (SEAL)
NOTARY PUBLIC

My Commission Expires: July 1, 1986

FREDERICK R. FRANK, JR. ATTORNEY AT LAW ANNAPOLIS, MARYLAND 21401

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BOOK 172 PAGE 145

000460

(52) (02) 175

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:39 NO. 7-2-85 DAY YEAR

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

APPROVED BY *[Signature]*

Religious
non profit

Frederick Franke
156 South St.
Annapolis Md 21401

0000 0145

CLERKS NOTATION
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BOOK 172 PAGE 146
ARTICLES OF INCORPORATION
OF
EPPING FOREST CHAPEL

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 02, 1985 AT 11:39 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 9

RECORDED IN LIBER 2732, FOLIO 000451, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 10 SPECIAL FEE PAID: \$ _____
D1958990

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 180705

BOOK 172 PAGE 147

000389

SUKI INCORPORATED

A CLOSE CORPORATION UNDER TITLE 4

ARTICLES OF INCORPORATION

FIRST: The undersigned, HUGH H. HARVIE JR., whose post office address is 1471 Gesna Drive, Hanover, Maryland 21076, 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 SUKI INCORPORATED.

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:

To operate a barber shop/stylist shop, in addition, to do anything permitted by Title 2 Section 103 of the Corporations and Associations Article of 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 1471 Gesna Drive, Hanover, Anne Arundel 21076. The name and post office address of the resident agent of the Corporation in Maryland is Hugh H. Harvie Jr., 1471 Gesna Drive, Hanover, Anne Arundel 21076.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5000) shares of common stock, without par value. Of the aforementioned Five Thousand (5000) shares of common stock, Suk C. Harvie owns Two Thousand Five Hundred (2500) shares of common stock and Hugh H. Harvie Jr. owns Two Thousand Five Hundred (2500) shares of common stock.

SEVENTH: After 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 Hugh H. Harvie Jr.

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 stockholders of the Corporation, by unanimous agreement, are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

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CIRCUIT COURT, A.A. COUNTY

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E. AUBREY COLLISON
CLERK

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(2) The stockholders of the Corporation may by unanimous agreement classify or reclassify any unissued shares by fixing or altering 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 stockholders included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the stockholders under the General Laws of the State of Maryland now or hereafter in force.

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

TENTH: The duration of the Corporation shall be perpetual.

ELEVENTH: 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 officer of stockholder 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, stockholder, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a officer, stockholder, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid 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 interest of the Corporation, and, with respect to any original action or proceeding, had no reasonable cause to believe his conduct was unlawful.

(2) The Corporation shall indemnify any officer or stockholder 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 stockholder, officer, employee, or agent of another

BOOK 172 PAGE 149

000391

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 reasonably believes to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the Court in which such action or suit was brought, or any other Court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense which such Court shall deem proper.

(3) To the extent that an officer or stockholder of the Corporation has been successful on the merits of otherwise in defense of any action, suit or proceeding referred to in paragraphs (1) and (2) of this Article ELEVENTH 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 by paragraph (4) of this Article ELEVENTH.

(4) Any indemnification under paragraph (1) or (2) of this Article ELEVENTH (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 stockholder is proper in the circumstances because he has not the applicable standard of conduct set forth in paragraphs (1) or (2) of this Article ELEVENTH. Such determination shall be made: (a) by the stockholders of the Corporation by a majority vote of shares outstanding and entitled to be voted, which shares to be held by a person or persons who were not parties to such action, suit or proceeding, or (b) if such a determination is not obtainable, or even if obtainable, if the stockholder or stockholders so direct, by independent legal counsel (who may be regular counsel of 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 stockholders in the specific case, upon receipt of any undertaking by or on behalf of the officer or stockholder 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 stockholders or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the

CLERKS NOTATION
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BOOK 172 PAGE 150

006392

under the same standards and procedures set forth above, in the discretion of the stockholders of the Corporation.

(7) Any indemnification pursuant to this Article ELEVENTH 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 stockholder 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 on this 8th day of July 1985, and severally acknowledge the same to be my act.

H. H. Harvie Jr.
HUGH H. HARVIE JR.

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BOOK 172 PAGE 152

ARTICLES OF INCORPORATION
OF
SUKI INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 08, 1985 AT 02:20 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732, FOLIO 000388, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1958891

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 180695

ARTICLES OF INCORPORATION

OF

FRESH & NATURAL, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William C. Taylor, Wolfgang Guckenburg and John P. Geiss, whose post office address is: 8348 Schmidts Lane, Pasadena, Maryland 21122, being all at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, 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: FRESH & NATURAL, INC.

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

To do any and all acts necessary for the leasing, equipping, setting up, planning, designing, guaranteeing leases, and operating of retail stores selling goods and items of any description.

(a) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, emplements, and other personal property or equipment of every kind.

(b) 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.

(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 for any 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

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CIRCUIT COURT, A.A. COUNTY

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E AUBREY COLLISON
CLERK

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Corporation; and to use, exercise, develop, grant licenses in the 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 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, and 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.

(g) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation 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.

(h) To loan or advance money with or without 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 of 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.

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

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

FOURTH: 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:

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

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

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working captial 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 dispostion 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 stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, 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 of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting, unless a larger vote be provided for hereafter.

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

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

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

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

FIFTH: The post office address of the principal office of the Corporation in this State is 400 Jumpers Hole Road, Pasadena, Maryland 21122. The Resident Agent of the Corporation is John P. Geiss, Esquire, 616 Old Edmondson Avenue, Catonsville, Maryland 21228. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares of non-par value stock. The aggregate par value of all shares shall be determined by the Board of Directors of the Corporation and may vary from time to time.

SEVENTH: The Corporation shall have no less than three (3) Directors, nor more than five (5) Directors, and William C. Taylor, Wolfgang Guckenburg

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and John P. Geiss shall act as such until the First Annual Meeting, or until their successors shall have duly chosen and qualified.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on June 25, 1985.

Hilda A. Hambruch
WITNESS

William C. Taylor
WILLIAM C. TAYLOR

Hilda A. Hambruch
WITNESS

Wolfgang Guckenburgh V.P.
WOLFGANG GUCKENBURG

Hilda A. Hambruch
WITNESS

John P. Geiss
JOHN P. GEISS

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

THIS IS TO CERTIFY that on this 25th day of June, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for Anne Arundel County, personally appeared WILLIAM C. TAYLOR, WOLFGANG GUCKENBURG and JOHN P. GEISS, and they acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

My commission expires:

7-1-86

Nichele L. Hyatt
Notary Public



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BOOK 172 PAGE 158

ARTICLES OF INCORPORATION OF FRESH & NATURAL, INC.	
(52) 15	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
TIME	11:16
NO.	7-288
DATE	
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

JOHN P. GERS, ESQ.
616 OLD EDMONDSON AVE.
BALTIMORE, MD. 21228

State

CLERKS NOTATION
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BOOK 172 PAGE 159
ARTICLES OF INCORPORATION
OF
FRESH & NATURAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 02, 1985 AT 11:16 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732, FOLIO 000363 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$
D1958842

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

G. B. Johnson



A 180690

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BOOK 172 PAGE 160

ARTICLES OF INCORPORATION

OF

HAIR DOCTOR, INC.

(A Close Corporation)

I, the undersigned, THOMAS J. WOHLGEMUTH, whose post office address is 190 Duke of Gloucester Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age do hereby serve as the incorporator with the intention of forming a close corporation under and by virtue of the General Laws of the State of Maryland.

ARTICLE I - NAME

The name of the Corporation hereinafter called the Corporation is:

HAIR DOCTOR, INC.

ARTICLE II - PURPOSES

The general nature of its business, and the purposes for which the Corporation is formed, are as follows:

FIRST: To engage in the business of a beauty salon to market and distribute cosmetics, beauty products and supplies; and, to perform all the necessary proper related services and activities in connection therewith and to engage in any other lawful transaction and/or lawful activity.

SECOND: To purchase, lease and otherwise acquire, hold, own, mortgage, pledge, encumber and dispose of all kinds of property, real, personal, tangible and intangible, and mixed, both in this State and any part of the world.

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

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CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:57

E. AUBREY COLLISON
CLERK

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ARTICLE III - POWERS

The Corporation shall have the power and authority to do and perform any and all acts intended to carry out or facilitate the purposes and businesses above mentioned, and to carry on any other business which may be deemed by the Corporation to effectuate or facilitate, directly or indirectly, the transaction or the aforesaid objects, purposes, or businesses, or to enhance the value of the corporate property, business or rights.

ARTICLE IV - A CLOSE CORPORATION

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

ARTICLE V - ADDRESS AND RESIDENT AGENT

The post office address and the principal office of the Corporation is 190 Duke of Gloucester Street, Annapolis, Maryland 21401. The resident agent of the Corporation is Daniel E. Klosterman, Jr., whose post office address is 188 Duke of Gloucester Street, Annapolis, Maryland 21401 and he is an individual actually residing in this State.

ARTICLE VI - STOCK

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

ARTICLE VII - DIRECTORS

The number of directors shall be three (3), pursuant to §4-301 of the Corporations and Associations Article of the Annotated

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BOOK 172 PAGE 162

Code of Maryland unless and until the Corporation elects to have no board of directors as provided by law. The name of the directors who shall act until then are:

ROBERT THOMAS LAUR

CHARLES LAUR

LILLIAN SUSAN NICKEY

ARTICLE VIII - OFFICERS

The executive officers of the Corporation shall be a President, a Secretary and a Treasurer, which offices may be held by the same person. The officers of the Corporation shall have only such powers as are granted by the By-Laws of the Corporation or by the Board of Directors by action taken at any regular or special meeting hereof. Additional officers may be appointed at the discretion of the Board of Directors.

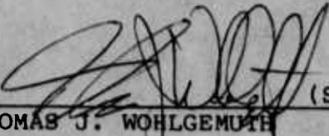
ARTICLE IX - DURATION

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 28th day of June, 1985, and I acknowledge the same to be my act.

WITNESS:

Julius F. Wysocki


(SEAL)
THOMAS J. WOHLGEMUTH

BOOK 172 PAGE 164

ARTICLES OF INCORPORATION
OF
HAIR DOCTOR, INC.

CLERKS NOTATION
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APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 28, 1985 AT 04:30 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732, FOLIO 000346 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1958326

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 180688

CLERKS NOTATION
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BOOK 172 PAGE 165

O.T. LAUNCH, 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, Frank Williams, whose post office address is 816 Solar Drive, Ft. Lauderdale, Florida 33301, 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 O.T. LAUNCH, 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) Career management and marketing 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 145 Main/Gorman Streets, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is William H. Buck, 145 Main/Gorman Streets, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 5,000 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 Frank Williams.

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CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:57

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E. AUBREY COLLISON
CLERK

0000 0165

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 921
ANNAPOLIS, MD 21404
(301) 263-8985

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BOOK 172 PAGE 166

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

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

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

NINTH: The duration of the Corporation shall be perpetual.

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 821
ANNAPOLIS, MD 21404
(301) 268-8858

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BOOK 172 PAGE 167

IN WITNESS WHEREOF, I have signed these Articles of Incorporation
this 18th day of May, 1985, and I acknowledged the same to be my act.

WITNESS:

William H. Baker

Frank Williams

Frank Williams

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 821
ANNAPOLIS, MD 21404
(301) 263-8888

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BOOK 172 PAGE 168

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 9:55 MO. DAY YEAR 7-1-85

Atok

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
9	OTHER 1CC3P
49	TOTAL
	CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>gpo</i>

*Manis, Wilkison
PO Box 921
Annapolis Md 21404*

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BOOK 172 PAGE 169
ARTICLES OF INCORPORATION
OF
O.T. LAUNCH, INC.

PK

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 01, 1985 AT 09:55 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732, FOLIO 000226 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1957075

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 180666

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ARTICLES OF INCORPORATION
OF
CRABTREE DIMENSIONAL MARKETING INCORPORATED

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 CRABTREE DIMENSIONAL MARKETING INCORPORATED.

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

- (1) To render financial, marketing and sales consulting services to businesses of every type and description;
- (2) To carry on any other business in connection with the foregoing;
- (3) To acquire (by purchase, lease, or otherwise), own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situated, within or without the State of Maryland;
- (4) To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;
- (5) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any such other corporation or association;
- (6) To do any act or thing and exercise any power suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such powers;
- (7) To carry out all or any part of the foregoing objects as principal, factor, agent, contractor or otherwise, either alone or in connection with any person, firm, association or corporation; and
- (8) To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Maryland upon corporations formed under the Acts above referred

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CIRCUIT COURT, A.A. COUNTY

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E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 171

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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 222 Severn Avenue, P.O. Box 3323, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is WAYNE T. KOSMERL, P.O. Box 3323, 222 Severn Avenue, 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
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 RENNIE CRABTREE, WAYNE T. KOSMERL, and CHARLES BAGLEY, IV.

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BOOK 172 PAGE 172

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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 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

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BOOK 172 PAGE 173

000174

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

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BOOK 172 PAGE 174

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 this 25th day of June, 1985, and I acknowledge the same to be my act.

WITNESS:

Patricia A. DeStamone

Wayne T. Kosmerl
WAYNE T. KOSMERL,
Incorporator

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BOOK 172 PAGE 175

	ARTICLES OF INCORPORATION OF CHARTER DIMENSIONAL MARKETING INCORPORATED		Wayne T. Komerl Council, BARABER, KOMERL, & HOLLAT, P.A. ATTORNEYS AT LAW 222 SEVEN AVENUE P. O. BOX 3923 ARKAPONG, MARYLAND 21403-0323 3120.00
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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

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7 1 85

ONE: & G.P. FEE	
RECORDING FEE	
REVISED PARTNERSHIP FEE	
OTHER	100.50
TOTAL	100.50
CASH	100.50
CHECK	

02
L.H.

WHL

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BOOK 172 PAGE 176

ARTICLES OF INCORPORATION
OF
CRABTREE DIMENSIONAL MARKETING INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 01, 1985 AT 10:11 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732, FOLIO 000170, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1957000

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 180659

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BOOK 172 PAGE 177

FAMILY LIVING, INC.

ARTICLES OF INCORPORATION

FIRST: I, Joseph E. Carey, whose post office address is 3327 Superior Lane, Bowie, Maryland 20715, 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 Family Living, Inc.

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

1. To distribute, sell, manufacture, market, purchase, and generally trade and deal in hand-made items, children's toys and crafts of every nature, kind and description; 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 1561 Snug Harbor Road, Shadyside, Maryland 20764. The name and post office address of the Resident Agent of the Corporation in this State is Jane E. Dohne, 1561 Snug Harbor Road, Shadyside, Maryland 20764.

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

SIXTH: The number of Directors of the Corporation shall be one (1), which number may be increased pursuant to the By-Laws of the Corporation, 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 number of directors may be increased or decreased, as

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CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:57

E. AUBREY COLLISON
CLERK

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provided in the By-Laws of the Corporation, but shall never be less than the minimum number then required by Section 2-402(a) of the Corporations and Associations Article of the Annotated Code of Maryland. The persons who shall be the directors until the first annual meeting, or until their successors are duly chosen and qualified, are Jane E. Dohne.

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

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

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

(3) Provided Section 2-419(b) of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time, regarding disclosure and ratification of interested director transactions, is complied with, no contract or other transaction between the Corporation and any of its directors, or between the Corporation and any other corporation, firm or other entity in which any of its directors is a director or has a material interest is void or voidable solely because of any one or more of: the common directorship or interest; the presence of the director at the meeting of the board or a committee of the board which authorizes, approves, or ratifies the contract or transaction; or the counting of the vote of the director for the authorization, approval or ratification of the contract or transaction.

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 serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his conduct was unlawful.

(2) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such a director 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 which such court shall deem proper.

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

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

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

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

(7) Any indemnification pursuant to this Article NINTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer

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BOOK 172 PAGE 181

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- 5 -

and shall inure to the benefit of the heirs, executors, and administrators of such a person.

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

WITNESS:

Nanette D. Seville

Joseph E. Carey
JOSEPH/E. CAREY

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BOOK 172 PAGE 182

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:00 MO. 7 DAY 1 YEAR 85

20	ORG. & CAP. TAX	
20	RECORDING FEE	
11	STAMP	1000 SP
51	TOTAL	1000 SP

Abck

Joseph Carey
3327 Superior Lane # 201
Bowie Md 20715

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BOOK 172 PAGE 184

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ARTICLES OF INCORPORATION
OF
A. W. CLAYTOR COMPANY, INC.

The undersigned natural person, HELEN H. PAEFFGEN, whose post office address is 3299 Green Ash Road, Davidsonville, Maryland 21035, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE I

Name

The name of the corporation (which is hereinafter called the "Corporation") is: A. W. CLAYTOR COMPANY, INC.

ARTICLE II

Period of Duration

The period of duration of the Corporation is perpetual.

ARTICLE III

Purposes and Powers

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

To engage in the business of construction of homes, apartments, and townhouses and to perform services in connection therewith.

To engage in the business of home improvement, restoration, repair, renovation, and remodeling and to perform services in connection therewith.

To engage in the business of installation, maintenance, and repair of carpeting and to perform services in connection therewith.

To do everything necessary, proper, advisable or convenient for the accomplishment of the foregoing purpose, and to do all other things incidental to them or connected with them that are

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CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:57

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 185 - 2 -

002755

not forbidden by the laws of the State of Maryland or by these Articles of Incorporation.

The Corporation, subject to any specific written limitations or restrictions imposed by the laws of the State of Maryland or by these Articles of Incorporation, shall have and exercise the following powers:

To have and exercise all the powers specified by the laws of the State of Maryland.

To enter into any lawful arrangement for sharing profits, union of interest, reciprocal association, or cooperative association with any domestic corporation or foreign corporations, associations, partnerships, individuals, or other entities, and to enter into general or limited partnerships.

To purchase, hold, own, improve, develop, subdivide, lease, maintain, and sell real estate.

To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts, or other obligations created by any domestic or foreign corporations, associations, partnerships, individuals or other entities.

To carry out all, or any part of the aforesaid purposes, and to conduct its businesses in all 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.

Each of the foregoing clauses of this section shall be construed as independent powers, and the matters expressed in each clause shall not, unless otherwise expressly provided, be limited by reference to, or inference from, the terms of any other clause. The enumeration of specific powers shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of these clauses, or the scope of the general powers of the Corporation created by them; nor shall the expression of one thing in any of these clauses be deemed to exclude another not expressed, although it be of a like nature.

The Board of Directors, subject to any specific written limitations or restrictions imposed by the laws of the State of Maryland or by these Articles of Incorporation, shall direct the carrying out of the purposes and exercise the powers of the

0000 0185

Corporation without previous authorization or subsequent approval by the shareholders of the Corporation.

ARTICLE IV

Address of Registered Office and
Name of Registered Agent

The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is: 237 Riverside Road, Edgewater, Maryland 21037.

The resident agent of the Corporation is ALLEN WAYNE CLAYTOR, whose post office address is: 237 Riverside Road, Edgewater, Maryland 21037. Said resident agent is a citizen of the State of Maryland, actually residing therein.

ARTICLE V

Authorized Shares

The total number of shares of the authorized capital stock of the Corporation shall be 10,000 shares of common stock with par value of \$5.00 per share.

The holders of the Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, solely out of unreserved and unrestricted earned surplus, dividends payable either in cash, in property, or in shares of the Capital Stock.

ARTICLE VI

Receipt of Minimum Capital

The Corporation shall commence business with a capitalization of at least \$1,000.

ARTICLE VII

Preemptive Right

The registered holders of the shares of Capital Stock shall have only a preemptive right as set forth in this Article to purchase, at such respective equitable prices, terms, and conditions as shall be fixed by the Board of Directors, such of the shares of Capital Stock of the Corporation or securities convertible into, or carrying options or warrants to purchase such shares of, Capital Stock as may be issued for money from time to

time, after the issue of the first 800 shares of Capital Stock that have never previously been issued. Such preemptive right shall apply to all shares issued after the first 800 shares, whether the additional shares constitute as part of the shares presently or subsequently authorized or constitute shares held in the treasury of the Corporation. No shares shall be issued for money to directors, officers, or employees of the Corporation or to directors, officers, or employees of any subsidiary corporation, as such, unless first offered to the holders of the Capital Stock in accordance with their preemptive right.

ARTICLE VIII

Directors

The initial Board of Directors shall consist of three members, who need not be residents of the State of Maryland or shareholders of the Corporation. The names and addresses of the persons who are to serve as Directors until the first annual meeting, or until their successors shall have been elected and qualified, are:

Allen Wayne Claytor
237 Riverside Road
Edgewater, Maryland 21037

Raymond Lee Claytor
822 Dividing Road
Severna Park, Maryland

Lillian Mae Claytor
822 Dividing Road
Severna Park, Maryland

ARTICLE IX

Provisions for Regulation of the Internal
Affairs of the Corporation

The initial Bylaws should be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or to adopt new Bylaws shall be vested in the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with the laws of the State of Maryland or with these Articles of Incorporation.

Any contract or other transaction between the Corporation and one or more of its directors, or between the Corporation and any

firm of which one or more of its directors are members or employees, or in which they are interested, or between the Corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the Corporation that acts upon or in reference to the contract or transaction, and notwithstanding his or their participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction, the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification. This section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the laws of the State of Maryland.

The Corporation reserves the right to amend the Articles of Incorporation in any manner now or hereafter permitted or prescribed by the laws of the State of Maryland, and all rights conferred on shareholders herein are granted subject to this provision.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my Act this 28 day of June, 1985.

Helen H. Paeffgen
Helen H. Paeffgen

Stella Eleftheriou
Witness

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BOOK 172 PAGE 189

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 8:25 MO. DAY YEAR
7-2-85

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

Helen Paetffgen
3299 Green Ash Rd
Davidsonville, Md 21035

0000 0189

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BOOK 172 PAGE 190

ARTICLES OF INCORPORATION
OF
A. W. CLAYTOR COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 02, 1985 AT 08:25 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2731, FOLIO 002753 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1956465

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



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BOOK 172 PAGE 191

ARTICLES OF INCORPORATION OF

CHESAPEAKE MOTOR CREDIT, LIMITED

(A CLOSE CORPORATION)

FIRST: The Undersigned, JAY SEIDEN, whose post office address is 203 Sacred Heart Lane, Reisterstown, Maryland 21136 and RAYMOND R. DONADIO, JR., whose post office address is 19 Hillary Way, Cockeysville, Maryland 21030.

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: CHESAPEAKE MOTOR CREDIT, LIMITED

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.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10 57

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 192

(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.

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BOOK 172 PAGE 193

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 309 East Joppa Road, Towson, Maryland 21204..

The name and post office address of the resident agent of the Corporation in this State is R. Richard Donadio, Esquire, 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 two (2) directors ~~and~~ which number may be increased or decreased pursuant to the by-laws of the Corporation; and the names of the directors are JAY SEIDEN and RAYMOND R. DONADIO, JR., who 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 the subtitle "CLOSE CORPORATION" of ~~Section 4-401 of Corporations and Associations Article~~ Section 4-401 of Corporations and Associations Article of the Code of Maryland as existing

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BOOK 172 PAGE 194

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 2nd day of July 1955.

WITNESS:

[Signature]

[Signature]

[Signature] (SEAL)

JAY SEIDEN
[Signature] (SEAL)
RAYMOND F. DONADIO, JR

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BOOK 172 PAGE 195

STATE OF MARYLAND

COUNTY OF Baltimore

to wit:

I HEREBY CERTIFY that on this 1 day of April, 1985
before me, the subscriber, a Notary Public in and for the State and County aforesaid,
personally appeared Jay Seiden + Raymond R. Donadio
being the incorporators of Chesapeake Acceptance Corporation
and they acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.



Michelle M. Benfante
NOTARY PUBLIC

My Commission Expires: 7/1/86

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BOOK 172 PAGE 196

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Chesapeake Motor Credit, LTD.

02 L.H.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR
4:00 7 3 85

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

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Donadio & Donadio
309 E. Joppa Rd.
Towson, Md. 21204

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BOOK 172 PAGE 197

ARTICLES OF INCORPORATION
OF
CHESAPEAKE MOTOR CREDIT, LIMITED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 03, 1985 AT 04:00 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2721, FOLIO 002650 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1956325

ANNE ARUNDEL
TO THE CLERK OF THE CIRCUIT COURT OF

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

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

[Handwritten Signature]



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BOOK 172 PAGE 198

002564

ANNAPOLIS CHECKER CAB CO., 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, JAC E. KNUST, whose post office address is 8355 Court Avenue, Post Office Box 963, Ellicott City, Maryland 21043, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is ANNAPOLIS CHECKER CAB CO., 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 operate passenger vehicles for public hire in the State of Maryland, with chauffeurs therefor; to provide such service for profit in accordance with the laws of the State of Maryland; and to maintain a garage and auto repair shop and to purchase, maintain, repair, and dispose of vehicles to the extent necessary for such service; and to engage in any other lawful purposes and/or business.

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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:58

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 199

FIFTH: The post office address of the principal office of the Corporation in this State is 107 Main Street, Annapolis, Maryland 21401. The name and address of the Resident Agent of the Corporation in this State are Jordan C. Peters, 107 Main Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

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

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) Director, whose name is Jordan C. Peters.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 28 day of June, 1985, and I acknowledge same to be my act.

WITNESS:

Mari K. Baker

JAC E. KNUST

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BOOK 172 PAGE 200

1986 JUL -1 A 10:00

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:00 NO. 7-1-85

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

Jac Knast
PO Box 963
Ellicott City Md 21043

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BOOK 172 PAGE 201

ARTICLES OF INCORPORATION
OF
ANNAPOLIS CHECKER CAB CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 01, 1985 AT 10:00 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2731 . 052563 . OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1956184

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 180624

CLERKS NOTATION
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BOOK 172 PAGE 202

002337

NATIONAL DUCKPIN BOWLING CONGRESS TOURNAMENT, INC.

~~T/A DUCKPIN CONGRESS TOURNAMENT, INC.~~

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Anthony Yacobellis, whose post office address is 9 Cornell Street, Plainville, Connecticut 06062 and Manuel S. Whitman, whose post office address is Fairview Ave., Baltimore-Linthicum, Maryland 21090, all 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.

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

NATIONAL DUCKPIN BOWLING CONGRESS TOURNAMENT, INC.

~~T/A DUCKPIN CONGRESS TOURNAMENT, 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 sponsor and promote through tournaments, the sport and pastime of Duckpin bowling.

(b) To encourage Duckpin bowling as a sport and a recreational activity.

(c) To establish Duckpin bowling classes for children, handicapped individuals, adults and senior citizens.

(d) To establish and publish uniform tournament regulations and rules for the sport of Duckpin bowling.

(e) To apply for grants from government agencies or private foundations, to borrow or raise money for any reasons consistent with the purposes of the Corporation and to issue notes or other obligations for moniesso borrowed.

(f) In the furtherance of the aforementioned purposes, to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations generally by the laws of the State of Maryland, hereafter in force.

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1986 JAN 31 AM 10:58

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 203

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FOURTH: The address of the principal office of the Corporation in Maryland is Fairview Avenue, Baltimore-Linthicum, Maryland 21090. The name and address of the resident agent of the Corporation in Maryland are Norman H. Katz, 3420 Lynne Haven Drive, Baltimore, Maryland 21207. Said resident agent is a citizen of the State of Maryland and resides therein.

FIFTH: The corporation has no authority to issue capital stock.

SIXTH: The number of directors of the Corporation shall be four, which number may be increased and decreased pursuant to the bylaws of the Corporation but shall never be less than required by law; and the names of those who will serve as directors until the first annual meeting and/or until their successors are elected are

Anthony J. Haskells, Mark A. White,
W. J. Culand and Norman Katz.

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 members:

(a) The Corporation is not formed for pecuniary profit or financial gain. No part of the assets, income or profit of the Corporation shall be distributable to, or inure to the benefit of its members, directors or officers (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes). In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all its debts and obligations, shall be used or distributed exclusively for purposes within the intentment of Section 501 (c) (3) of the Internal Revenue Code of 1954 and the Regulations thereunder as the same now exist or as they may be amended from time to time.

CLERKS NOTATION
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BOOK 172 PAGE 204

002359

(b) No part of the activities of the Corporation shall be carrying on progaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(c) Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the purposes of exempt organizations set forty in Section 501 (c) (3) of the Internal Revenue Code of 1954 and the Regulations thereunder as the same now exist or as they may be amended from time to time.

(d) The Corporation shall adhere to a policy of non-discrimination based on race, color or national origin with respect to its members and administrative staff. The Corporation shall allow individuals of any race, color, religion, national and ethnic origin to all the rights, privileges, programs and activities generally accorded or made available to the members of the Corporation. The Corporation shall not discriminate on the basis of race, color religion, national and ethnic origin in the administration of its rules, regulations, programs, and administrative policies. The Corporation shall adhere to this policy of non-discrimination based on race, color, religion, national and ethnic origin with respect to its members and administrative staff.

(e) The directors of the Corporation shall be its only members unless and until the board of directors shall provide for additional members in or pursuant to the bylaws of the Corporation.

(f) The Corporation shall indemnify its administrative staff to the fullest extent permitted by applicable Maryland law as it now exists or as it may be amended from time to time.

EIGHTH: The duration of the Corporation shall be perpetual.

CLERKS NOTATION
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BOOK 172 PAGE 205

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 6th day of June, 1984.

WITNESS:

Anthony J. Jacobellis (SEAL) Manuel S. Whitman (SEAL)

William Orchard (SEAL) Norman Katz (SEAL)

THE UNDERSIGNED, Incorporators, Anthony J. Jacobellis, Manuel S. Whitman, William Orchard, Norman Katz hereby acknowledge the foregoing Articles of Incorporation to be their act.

Anthony J. Jacobellis
Anthony J. Jacobellis

Manuel S. Whitman
Manuel S. Whitman

William Orchard
William Orchard

Norman Katz
NORMAN KATZ

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BOOK 172 PAGE 206

		ARTICLES OF INCORPORATION	Norman H. Katz Attorney at Law 3420 Lynne Haven Drive Baltimore, Maryland 21207 (301) 655-5556
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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

12.02

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RECORDING FEE

LIMITED PARTNERSHIP FEE

OTHER

TOTAL CASH

TOTAL CHECK

N.S.

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1985 JUN -1 P 12:02

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BOOK 172 No. 237

ARTICLES OF INCORPORATION
OF
NATIONAL DUCKPIN BOWLING CONGRESS TOURNAMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 01, 1985 AT 12:02 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 5731 FOLIO 002336 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1955038

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 180593

CLERKS NOTATION
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AVAILABLE

ARTICLES OF INCORPORATION

OF

WELLHAM HEIGHTS HOMEOWNER'S ASSOCIATION, INC.

The undersigned, William J. Wroten, whose mailing address is 7541 Ritchie Highway, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, does hereby form a non-stock, not-for-profit corporation under the general laws of the State of Maryland.

ARTICLE I

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

WELLHAM HEIGHTS HOMEOWNER'S ASSOCIATION, INC.

ARTICLE II

The mailing address of the principal office of the Association in this State is 7541 Ritchie Highway, Glen Burnie, Maryland 21061.

ARTICLE III

The Resident Agent of the Association is William J. Wroten whose mailing address is 7541 Ritchie Highway, Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for the maintenance and preservation of the Common Area within

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CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:58

E. AUBREY COLLISON
CLERK

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that certain tract of property in Anne Arundel County, State of Maryland, which is more particularly shown on a certain Plat of Wellham Heights, which Plat is recorded among the Plat Records of Anne Arundel County, Maryland, in Plat Book 96, page 35 and 36 as defined in a certain Declaration of Covenants, Conditions and Restrictions pertaining thereto executed by William J. Wroten and Jean L. Wroten and recorded among the Land Records of Anne Arundel County, to impose, collect and administer the assessments provided for by said Declaration and, generally, to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association and for these purposes 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 aforesaid Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded among the Land Records of Anne Arundel County, Maryland, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

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

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

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

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

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

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Maryland by law may not or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

The Association is not authorized to issue capital stock. Every person or entity who is a record owner

of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one persons holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership;
- or
- (b) on January 1, 1988.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association, which number may be increased or decreased from time to time in accordance with the By-Laws of the Association, but shall never be less than three (3). The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
William J. Wroten	P. O. Box 1304 Glen Burnie, Maryland 21061
Jean L. Wroten	P. O. Box 1304 Glen Burnie, Maryland 21061
Dorothy V. Heline	P. O. Box 1304 Glen Burnie, Maryland 21061

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

CLERKS NOTATION
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ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

ARTICLE XII

EARNINGS

No part of the net earnings of the Association shall inure to the benefit of any private member of individual in a manner prohibited by the appropriate provisions of the Internal Revenue Code granting tax exempt status to this Association.

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

Beverly A. Dorman
Witness

William J. Wroten
WILLIAM J. WROTEN

CLERKS NOTATION
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CERTIFIED
COPY MADE

02 1B
STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
MO. DAY YEAR

10:26	7 2 85
20	ORG. & CAP. FEE
27	RECORDING FEE
	LIMITED PARTNERSHIP FEE
33	OTHER 400-24P
75	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> APPROVED BY [Signature]

(58)

stock

County Title Agency, Inc.
9 Crain Highway N.E.
P.O. Box 350
Glen Burnie, Md 21061

1985 JUL -2 A 10: 26

1985 JUL -1 P 4: 04

0000 0214

BOOK 172 PAGE 215

CLERKS NOTATION
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ARTICLES OF INCORPORATION
OF
WELLHAM HEIGHTS HOMEOWNER'S ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 02, 1985 AT 10:26 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 7

RECORDED IN LIBER 2731, FOLIO 001733, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20
RECORDING FEE PAID: \$ 22
SPECIAL FEE PAID: \$
D1954874

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 180577

DOVE CO., INC., A CLOSE CORPORATION
ARTICLES OF INCORPORATION
STATE OF MARYLAND

1986 JUL - 2 A 9:07
001690

CLERKS NOTATION
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AVAILABLE

OK

FIRST:

THE UNDERSIGNED Blinn A. Salisbury, Jr., whose Post Office Address is 112 Second Ave., S.W., Glen Burnie, Maryland 21061 being at least eighteen years of age does hereby form a corporation under the general laws of the State of Maryland.

SECOND:

The name of the corporation is Dove Co., Inc. which is herein after called the Corporation.

THIRD:

THE PURPOSES FOR WHICH THIS CORPORATION IS FORMED ARE AS FOLLOWS:

(a) To buy, sell, hold, lease, develop or improve real property including residential, commercial, industrial or any other type of real property both within and without the United States.

To manufacture, purchase, or otherwise acquire, invest in, own, mortgage, pledge, sell, assign, and transfer, or otherwise dispose of, trade, deal in and with goods, wares, merchandise, personal property and real property of every class and description.

To acquire and pay for in cash, stock or bonds of the Corporation or otherwise, the goodwill, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic, government, or colony or dependency thereof.

To borrow or raise monies for any of the purposes of the Corporation and, from time to time, without limit as to amount, to draw, raise, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures or other negotiable and non-negotiable instruments and evidence of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the Corporation,

51838288

0000 02/16

1986 JAN 31 AM 10:58
E. AUBREY COLLISON
CLERK

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CLERK OF THE COURT
CIRCUIT COURT, BALTIMORE COUNTY

whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the Corporation for its corporate purposes.

To loan to any person, firm, or corporation any of its surplus funds, either with or without security.

To purchase, hold, sell, and transfer the shares of its own capital stock, provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

To have one or more offices, to carry on all or any of its operations and business without restriction or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the states, districts, territories or colonies of the United States, and in any and all foreign countries subject to the laws of such states, districts, territories, colonies, or countries.

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

(b) To engage in any business related or unrelated to those described in paragraph (a) of this Article III and from time to time authorized or approved by the Board of Directors of this Corporation.

(c) To do business anywhere in the world;

(d) To act as principal, agent, partner or joint venturer in any transaction;

The previous purpose clause shall not be limited by reference to or inference from one another, but each such purpose clause shall be construed as separate conferring independent purposes and powers upon the Corporation.

FOURTH:

THE POST OFFICE ADDRESS OF THE principle office of the Corporation in Maryland is 112 Second Ave., S.W., Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in Maryland is Blinn A. Salisbury, Jr., 112 Second Ave., S.W., Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of Maryland.

FIFTH:

The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5,000) shares of common stock, \$1 par value.

SIXTH:

THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE ONE (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders; the name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is:

NAME Blinn A. Salisbury, Jr.
ADDRESS 112 Second Ave., S.W.
Glen Burnie, MD. 21061

SEVENTH:

The directors of the Corporation shall have the power, if the By-Laws so provide, to hold their meetings either within or without the state; and the Corporation may have one or more offices in addition to the principal office in Maryland.

EIGHTH:

The Board of Directors is expressly authorized to make, alter, amend, and repeal the By-Laws of the Corporation to the extent permitted by law; to fix the times for the declaration and payment of dividends; to fix and vary the amount to be reserved as working capital; to authorize and cause to be executed mortgages and loans upon all property owned by the Corporation or any part thereof. The Board of Directors may remove at any time any officer elected or appointed by the Board of Directors, but only by the affirmative vote of the majority of the whole Directors. Any other employee of the Corporation may be removed at any time by a vote of the Board of Directors. Any removal of any person made hereunder

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shall be subject to any contractual right of any such person.

NINTH:

The Corporation reserves the right to amend, alter, change or repeal any provision herein contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

TENTH:

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

ELEVENTH:

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

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

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

TWELFTH:

THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation the 26th day of June, 1985.

WITNESS:

Karen M. Voit

[Signature]
Elinn A. Salisbury, Jr.
Incorporator

001694

ISSUE 172 PAGE 220

CLERKS NOTATION
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STATE OF MARYLAND

COUNTY OF ANNE ARUNDEL

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

WITNESS:

Karen M. Vail

[Signature]

Elinn A. Salisbury, Jr.
Incorporator

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m 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:07 MO. 7 DAY 2 YEAR 85

20	ORG. & CAP. FEE
24	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
46	TOTAL CASH
	CHECK

APPROVED BY *BNK*

stock

Blinn A Schieberg Jr.
112 2ND Ave S.W.
Altoona, Md 21061

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BOOK 172 PAGE 222

ARTICLES OF INCORPORATION
OF
DOVE CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 02, 1985 AT 09:07 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

6

RECORDED IN LIBER 2731, FOLIO 001689 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1954791

ANNE ARUNDIEL

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 180569

CLERKS NOTATION
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001615

BOOK 172 PAGE 223

ARTICLES OF CORPORATION

OF

JADE VENDING COMPANY, INC.

(CLOSE CORPORATION)

THIS IS TO CERTIFY:

FIRST: I, the undersigned, JOHN E. CARY,
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 myself with the intention
of forming a corporation pursuant to Title 4-101 of the
Annotated Code of Maryland.

SECOND: The name of the corporation which is hereinafter
called "CORPORATION", is:

JADE VENDING COMPANY, INC.

THIRD: The principal office and registered office is
7431 Baltimore Annapolis Boulevard, Lower Level, Glen
Burnie, Maryland 21061. The Resident Agent of the corporation
is John E. Cary whose address is 7431 Baltimore Annapolis
Boulevard, Lower Level, Glen Burnie, Maryland 21061. The
said Resident Agent is a citizen of the State of Maryland.

FOURTH: Directors: The corporation shall be one,
which number may be increased pursuant to the by-laws of
the corporation, but shall act until the first annual
meeting or until his successor is duly chosen and qualify
are JOHN E. CARY.

FIFTH: Purpose--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 lease and own all types of coin-operated
amusement machines and devices of any type in whatsoever
manner and to carry on every branch of business usually
transacted in connection therewith, including the obtaining

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CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:58

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 224

and acquiring by purchase or by any lawful manner, all types of merchandice, inventory and and all other inventory and all other property, real or personal, relating to, or affecting the business, capital debt, solvency, credit, character, reputation, responsibility and commercial condition and standing of any and all individuals, firms, associations and corporations, engaged in or connected with any business, occupation, industry or employment in any part of the world and particularly in and through the United States and Canada and to dispose of, sell, loan, pledge, hire and use in any and all lawful ways all of the types of merchandise, inventory, and all other property, real or personal so obtained and acquired; also to establish, maintain and conduct a general promotional business for the establishing, maintaining, dissolving, merging, consolidating and other acts necessary to operate companies and businesses of all kinds.

(b) To carry on any or all business as manufacturers, producers, processors, merchants, wholesalers and retailers, importers and exporters, generally without limitation as to class of products and merchandise and to manufacture, produce, adapt, prepare, buy sell and otherwise deal in any materials, articles, or other things required in connection with or incidental to the business of the Corporation.

(c) To buy, lease or otherwise acquire real property, personal property or other assets for the benefit of the corporation, to sell, trade or otherwise dispose of any property or other assets in furtherance of the corporation's business, to borrow or otherwise acquire monies for the use and benefit of the corporation.

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BOOK 172 PAGE 225

(d) To act as agent or representative of corporations, firms and individuals.

(e) To have one or more offices and places of business, and without restrictions or limit as to amount or place, in any of the states, districts, territories or colonies of the United States, and in any foreign countries, subject to the laws of such state, district, territory, colony or country.

(f) To make and enter into all kinds of contracts, agreements and obligations by or with any person, firm, corporation or association for the purchasing, acquiring, holding, manufacturing and selling or otherwise disposing of, either as principal or agent, upon commission or otherwise, any article of personal property whatsoever, and generally with full power to perform any and all acts connected therewith or arising therefrom, or incidental thereto, and any and all acts proper or necessary for the purpose of the business.

(g) To purchase and otherwise acquire, hold, lease, sell, assign, transfer, convey, mortgage, pledge, exchange and otherwise dispose of any real or leasehold property in the State of Maryland or anywhere else in the United States, or any part of the world and to build, erect, construct, improve, purchase, hire, or otherwise acquire, and to own, maintain, lease and operate, and to aid and subscribe toward the acquisition, construction or improvements of stores, factories, warehouses, buildings, structures, offices, houses, works, machinery, plants and facilities and other things of whatsoever kind and nature, wheresoever situated suitable, necessary, useful or helpful in connection with any or all of the objects of the Corporation.

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BOOK 172 PAGE 226

(h) To acquire all or any part of the goodwill, rights, property, and business of any person, firm, association, or corporation, and to hold, utilize, enjoy and in any manner dispose of the whole or any part of the rights, property and business so acquired.

(i) To purchase or otherwise acquire any and all letters, patent and similar rights granted by the United States or any other country or government, licenses, and the like or any other interest therein, or any inventions, processes and formulae, which may seem capable of being used for or in connection with any of the objects or purposes of the Corporation, and to use, develop, see and grant licenses in respect to or other interests in the same; to purchase, acquire, apply for, register, secure, hold, own or sell, or otherwise dispose of any and all copyrights, trademarks, tradenames and distinctive marks.

(j) To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either along or through or in conjunction with any person, firm, association or corporation, and in any part of the world, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things and to exercise any powers suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time appear conducive to or expedient for the accomplishment of any such purpose; and in furtherance of the foregoing and of all of the powers in this article granted, to execute, from time to time, such general or special powers of attorney, and to such persons as the

Board of Directors may approve, granting to such persons all powers, either in the United States or in any other country, state, territory, or locality which the Board of Directors may determine and to revoke such powers of attorney as and when the Board of Directors may desire.

(k) To acquire in any manner, hold, sell, assign, transfer, mortgage, pledge or otherwise deal in or with and guarantee the capital stock, bonds and other securities or evidences or indebtedness, as well as any dividends, interest, premiums or profits thereon, of any domestic or foreign, private or public corporation; and while the holder of such stock or other securities or indebtedness to exercise all the rights and privileges of ownership, including the right to vote thereon, and the right to transfer same unconditionally or otherwise to the same extent as a natural person might or could do.

(l) To obtain credits or monies in any manner, at any time and in any amounts for any of the objects of this Corporation and to make, draw, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, other securities and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or by the pledge, conveyance or assignment of any part of the whole of the property rights and interest of this Corporation, whether at the time owned or thereafter acquired, and to sell, pledge, or otherwise dispose of such securities and obligations of this Corporation for any of its corporate objects.

(m) To purchase, acquire, hold and release the shares of its capital stock subject to the laws of the State of Maryland.

(n) To enter into, made and perform and carry out contracts of every sort and kind with any person, firm, association or corporation, municipality or body politic.

(o) In general, to engage in and carry on any where any other business, whether merchandising, wholesaling or otherwise in connection with the foregoing, and to have and exercise all of the powers conferred by the laws of Maryland upon corporations formed under the General Laws of the State of Maryland, and alone or with others to do any or all of the things herein setforth as principal, agent, broker, contractor, trustee, or otherwise, to the same extent as natural persons might or could do.

(p) The businesses, purposes or objects set out in the preceding clauses shall, except where otherwise expressed, be in no wise limited or restricted by reference to, or in reference from, the terms of any other clause in these Articles of Incorporation, but the businesses, purposes, or objects specified in each of the foregoing clauses of this Article shall be regarded as independent businesses, objects and purposes.

SIXTH: The total number of shares which the corporation has authority to issue is One Thousand (1000) shares, without par value, all of such shares are of one (1) class and are designated common stock.

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BOOK 172 PAGE 229

SEVENTH: (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, for such considerations as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation, and no act of the Corporation shall in any way be affected or invalidated by the fact that Director of this Corporation is pecuniarily or otherwise interested in, or are Directors of or Officers of such other corporations, and, any Director of, 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 the Corporation provided that the fact that he or such firm in which he is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director of this Corporation, who is also a Director or Officer of such other Corporation or who is also 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 all force and effect as if he were not such officer or director of such corporation or not so interested.

(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 amendment changing the terms of any class of its stock by

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BOOK 172 PAGE 230

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classification, re-classification or otherwise, and no such amendment changing the terms shall have been authorized by the holders of a majority of all such stock entitled to vote at the time outstanding, by a vote at a meeting or in writing or without a meeting.

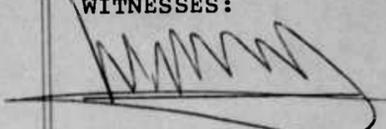
EIGHTH: The Corporation shall be incorporated under the provisions of Section 1244 of the Internal Revenue Code and shall be entitled to all other State, local and Federal provisions relating to small business corporations.

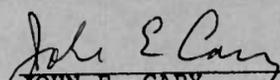
NINTH: The Corporation elects to be treated as a small business corporation and in accordance with the applicable provisions of Maryland law and under the provisions of the Internal Revenue Code, particularly under Section 1244 thereof, and further to be treated as a sub-chapter "S" corporation.

TENTH: Duration-The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 27 day of JUNE 1985, and I severally acknowledge same to be my act.

WITNESSES:




JOHN E. CARY

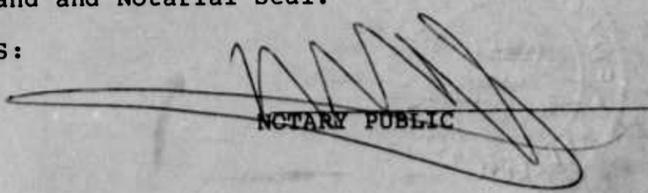
STATE OF MARYLAND, CITY OF BALTIMORE, To wit:

I HEREBY CERTIFY, That on this 27 day of JUNE 1985, before me, the Subscriber, a Notary Public, for the CITY of Baltimore, State of Maryland, aforementioned, personally appeared JOHN E. CARY, and he acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS My hand and Notarial Seal.

MY COMMISSION EXPIRES:

July 1, 1986


NOTARY PUBLIC

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BOOK 172 PAGE 231

ARTICLES OF INCORPORATION		
	of	
JADE VENDING COMPANY, INC.		Walter L. Samet, Esquire 718 Equitable Bldg. 10 N. Calvert Street Baltimore, Maryland 21202

02 : 15

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 4:29

NO. 6288

DATE 6/28/85

Stock

BONUS TAX	
RECORDING FEE	76
LIMITED PARTNERSHIP FEE	76
OTHER	
CASH <input type="checkbox"/>	
CHECK <input checked="" type="checkbox"/>	
TOTAL CHECK	76

(25)

1985 JUN 28 P 4:29

CLERKS NOTATION
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BOOK 172 PAGE 232

ARTICLES OF INCORPORATION
OF
JADE VENDING COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 28, 1985 AT 04:29 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2731, FOLIO 001644 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1954726

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 180562

GMCM:
6/21/

E AUBREY COLLISON
CLERK

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GMM:mbg
6/21/85

001610

BOOK 172 PAGE 233

ARTICLES OF INCORPORATION

OF

THE NEW BARBET CORPORATION

OK
THIS IS TO CERTIFY:

FIRST: That we, the subscribers, BARBARA S. KIGHT, whose post office address is 11 Trotters Ridge Court, Catonsville, Maryland 21228; GEORGE J. McCLURE, JR., whose post office address is 7 Taney Avenue, Annapolis, Maryland, 21401; and JOAN M. YEAGER, whose post office address is 30 Eleanor Avenue, Linthicum, Maryland 21090, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

THE NEW BARBET CORPORATION

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

(a) To buy and sell construction material, equipment and supplies; to buy, sell and lease real estate; and make real estate investments.

(b) To acquire by purchase, exchange, hire, lease, issuance of stock or securities or both, or otherwise, and to invest in, own, hold, manage, develop and improve and build upon and to sell for cash or on credit or both, exchange, lease, sublease, mortgage or otherwise dispose of, or encumber, or deal in, and with real property, improved or unimproved, and any interests, rights or privileges therein, either for its own account or for the account

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CLERK COURT, A.A. COUNTY
1986 JAN 31 AM 10:58
E. AUBREY COLLISON
CLERK

001611

BOOK 172 PAGE 234

of others; and to lend money upon the security of mortgages or other liens on real property, improved or unimproved, and any interests, rights or privileges therein; and in general to do any acts or things and to carry on business incidental to, or proper or useful in connection with dealing in and with respect to, owning, maintaining, operating, managing and disposing of real and leasehold property.

(c) To purchase real estate, make and purchase materials for the construction of buildings; to erect buildings; to own, manage, operate, lease and sell buildings; to conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of buildings and improvements of any kind and nature whatsoever, including the locating, laying out and constructing of roads, avenues, docks, slips, sewers, bridges, walls, wells, canals, railroad or street railways, power plants, and generally in all classes of buildings, erections and works, both public and private, or integral part thereof; to perform engineering and architectural work, including the preparation of plans and specifications and expert work, as acting and consulting and superintending engineers and architects.

(d) To borrow money and to pledge as collateral any or all of the assets of the Corporation.

(e) To maintain margin accounts and to make short sales of all kinds.

(f) To acquire the good will, trade name, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation engaged in a similar business, and to pay for the same in cash or stock of this Corporation or otherwise.

(g) To acquire by subscription, purchase, exchange or otherwise, and to hold for investment or otherwise to use, sell, dispose of, pledge, mortgage,

001612

BOOK 172 PAGE 235

or hypothecate any bonds, stocks or other obligations of any corporation, and while the owner thereof, to exercise all of the rights, powers and privileges of ownership thereof, to borrow money and issue notes and bonds as authorized by the laws of this State and to execute mortgages, deeds of trust or other forms of contracts as securities for the same and guaranteeing the payment thereof.

(h) To consolidate with any other corporation engaged in any business similar or analogous to those of this Corporation or to any of the objects of this Corporation.

(i) To engage in any other business of whatsoever kind or description within the State of Maryland or elsewhere that may be directly or indirectly calculated to effectuate the objects and purposes of this Corporation, or any of them.

(j) In general, to carry on any lawful business and to have and to exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all 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 as herein specified not being intended to exclude any such other powers, rights, and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; and that said corporation is formed under 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.

(k) In general, to invest the capital of this Corporation for profit

001613

BOOK 172 PAGE 236

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, or otherwise, either alone or in conjunction with any other 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 inconsistent with the By Laws under which this Corporation is organized.

FOURTH: 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 locality as the Board of Directors may deem advisable.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located at 829 Central Avenue, Linthicum, Maryland, 21090. The Resident Agent of the Corporation is BARBARA S. KIGHT, whose post office address is 11 Trotters Ridge Court, Catonsville, Maryland 21228.

Said Resident Agent is a citizen of the State of Maryland, actually residing therein.

SIXTH: The total amount of the authorized common stock of the Corporation is five thousand (5,000) shares, without nominal or par value.

SEVENTH: The Board of Directors may authorize the issuance from time to time of shares of its stock, with or without par value, of any class and

001614

BOOK 172 PAGE 237

securities convertible into shares of its stock, with or without par value, of any class for such consideration as said Board of Directors may deem advisable. 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 without par value to be issued.

EIGHTH: No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such 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 such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, provided that the majority of disinterested directors approve such transaction or transactions, with knowledge of the facts and circumstances relating to the interested director or directors.

NINTH: The Corporation shall have three (3) directors, and the following-named persons shall act as such until the first annual meeting or until their successors are duly chosen and have qualified:

001615

BOOK 172 PAGE 238

BARBARA S. KIGHT	11 Trotters Ridge Court Catonsville, Maryland 21228
GEORGE J. McCLURE, JR.	7 Taney Avenue Annapolis, Maryland 21401
JOAN M. YEAGER	30 Eleanor Avenue Linthicum, Maryland 21090

The Corporation may determine by its By Laws the classification and number of its directors, which may from time to time be fixed at a number greater than that named in this Charter, but shall never be less than three (3).

TENTH: The Board of Directors shall have the power from time to time to fix and determine and to vary the amount of the use and disposition of any surplus or net profits; and the amount of the surplus and net profits of the Corporation to be reserved before the payment of any dividend shall rest wholly in the discretion of the Board of Directors.

IN WITNESS WHEREOF, we have hereunto set our hands and affixed our seals this 1st day of July, 1985.

WITNESS:

<u>[Signature]</u>	<u>[Signature]</u> (SEAL) Barbara S. Kight
<u>[Signature]</u>	<u>[Signature]</u> (SEAL) George J. McClure, Jr.
<u>[Signature]</u>	<u>[Signature]</u> (SEAL) Joan M. Yeager

STATE OF MARYLAND

TO WIT:

COUNTY OF ANNE ARUNDEL

I HEREBY CERTIFY that on this 1 day of July, 1985, before me, a Notary Public of the State of Maryland, in and for Anne Arundel County, personally appeared BARBARA S. KIGHT, GEORGE J. McCLURE, JR., and

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CLERKS NOTATION
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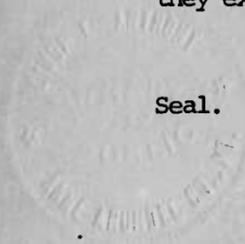
001616

BOOK 172 PAGE 239

JOAN M. YEAGER, known to me (or satisfactorily proven) to be the persons
whose names are subscribed to the within instrument and acknowledged that
they executed the same for the purposes therein contained.

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

Seal.


Linda S. Anthony
Notary Public

My Commission Expires: 7-1-86

- 7 -

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CLERKS NOTATION
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001617

BOOK 172 PAGE 240

15

02

STATE DEPARTMENT OF
RECORDS AND NOTATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
1:13	7	1	85
20			
24			
44			

TOTAL CASH CHECK APPROVED BY *DR*

stock

George N. McManis Jr.
3703 Gurnway
Baltimore Md. 21218

1985 JUL -1 P 1:13

0000 0240

CLERKS NOTATION
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BOOK 172 PAGE 241

ARTICLES OF INCORPORATION
OF
THE NEW BARBET CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 01, 1985 AT 01:13 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2731, FOLIO 001609 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1954668

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

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

G. B. Arundel



A 180556

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 242

001602

ARTICLES OF INCORPORATION
OF
F&B SALES & MARKETING, INC.

915
FIRST: I, BENNETT CRAIN, JR., whose post office address is 2661 Riva Road, Suite 810, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby file these Articles of Incorporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is F&B Sales and Marketing, Inc..

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

(1) To own, operate, run and manage a business which represents manufacturers of general merchandise;

(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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 10:56
51828733
51828734

E. AUBREY COLLISON
CLERK

0000 0242

BOOK 172 PAGE 243

001603

(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 548 Choptank Avenue, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is David Gutterson, 548 Choptank 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 five thousand (5,000) shares of common stock, without par value.

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

BOOK 172 PAGE 244

001604

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

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

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.

CLERKS NOTATION
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BOOK 172 PAGE 245

001605

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.

BOOK 172 PAGE 247

001607

(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 21st day of July, 1985, and I acknowledge the same to be my act.

WITNESS:

David B. King

Bennett Crain, Jr.
BENNETT CRAIN, JR.

000741BC.ART

CLERKS NOTATION
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001608

BOOK 172 PAGE 248

ARTICLES OF INCORPORATION	F&B SALES & MARKETING, INC.	ANNE ARUNDEL COUNTY STATE OF MARYLAND
RETURN TO: HARTMAN AND CRAIG ATTORNEYS AT LAW 2661 RIVA ROAD SUITE 810 ANNAPOLIS, MARYLAND 21401		

3079.01

CERTIFIED
COPY MADE

REC JUL -1 P 1:21

15

02

52

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 1:21

MO. 7-1-83

DAY

YEAR

20	ORG. & CAP. FEE
22	NOTHING FEE
12	INITIAL MEMBERSHIP FEE
54	ANNUAL OFFICE

10000

CASH

RECEIVED BY

pr

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CLERKS NOTATION
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BOOK 172 PAGE 249

ARTICLES OF INCORPORATION
OF
F&B SALES AND MARKETING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 01, 1985 AT 01:21 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7
RECORDED IN LIBER 2731, FOLIO 001601, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1954650

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

G. B. Robinson



A 180555

CLERKS NOTATION
BEST COPY
AVAILABLE

001406

001405

251

BOOK 172 PAGE 250

ARTICLES OF INCORPORATION

of

CINDY WILLIAMS ENTERPRISES, INC.

1986 JUL -2 A 11:10

PK

1986 JUN 15 A 9:56

ARTICLE ONE: The undersigned, NORMAN WILLIAMS, of 8118 Shirne Road, 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.

ARTICLE TWO: The name of the corporation (which is hereinafter called "the Corporation") is CINDY WILLIAMS ENTERPRISES, INC.

ARTICLE THREE: The Corporation shall be a close corporation authorized by Title Four.

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

To buy, sell, lease, market and distribute videotapes, videodiscs, electronic audio and video equipment and other commodities in local and interstate commerce; and
To do all and everything necessary, suitable and proper for the attainment of any of the purposes, the accomplishment of any of the objects or the furtherance of any of the powers hereinbefore set forth; to carry on any other lawful business whatsoever which may seem to the Corporation capable of being carried on in connection with the foregoing or calculated directly or indirectly to promote the interest of the Corporation as permitted under the laws of the State of Maryland or under the law of any other state in which the Corporation may be licensed to do business;

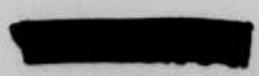
ce of the Corporation
L.
of the corporation
e Road, Glen Burnie,
ock of all classes
is One Thousand
ousand (1,000) shares
r (\$1.00).
Corporation shall be
e as initial director
cessor be elected and
ight from time to time
now or hereafter be
ON SHALL BE PERPETUAL.
WILLIAMS, do solemnly
ary that the contents of

Norman Williams
WILLIAMS

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 10:58

E. AUBREY COLLISON
CLERK



51848206

0000 02/20

Book 172 Page 251

001406

- 2 -

ARTICLE FIVE: The address of the principal office of the Corporation is: 8118 Phirne Road, Glen Burnie, Maryland 21061.

ARTICLE SIX: The name of the registered agent of the corporation is: NORMAN WILLIAMS, whose address is 8118 Phirne Road, Glen Burnie, Maryland 21061.

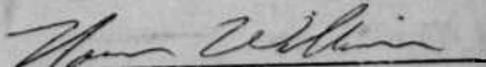
ARTICLE SEVEN: The total number of shares of stock of all classes which the Corporation has the authority to issue is One Thousand (1,000) divided into one class containing One Thousand (1,000) shares which shares shall have a par value of One Dollar (\$1.00).

ARTICLE EIGHT: The number of directors of the Corporation shall be one (1). The name of the director who will serve as initial director until the first annual meeting and until her successor be elected and qualify is CINDY WILLIAMS.

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.

ARTICLE NINE: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

In Witness Whereof, I, NORMAN WILLIAMS, do solemnly declare and affirm under the penalties of perjury that the contents of the foregoing document are true and correct.


NORMAN WILLIAMS

0000 0251

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 251

001407

- 3 -

STATE OF MARYLAND)
COUNTY OF) , SS:
aa)

I HEREBY CERTIFY that on the 10 day of May, 1985,
before me, the subscriber, a notary public of the State and County
aforesaid, personally appeared Norman Williams 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:

8/1/86

0000 0262

CLERKS NOTATION
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001408

BOOK 172 PAGE 252

13

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
11:10		13	85
40	ORG. & CAP. FEE		
	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
	TOTAL	CASE <input type="checkbox"/>	CHECK <input checked="" type="checkbox"/>
		APPROVED BY	

(52)

Norman ~~John~~ Williams
8118 Plover Rd.

Allen Bannie, Mt 21001

0000 0263

CLERKS NOTATION
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BOOK 172 PAGE 253
ARTICLES OF INCORPORATION
OF
CINDY WILLIAMS ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 03, 1985 AT 11:10 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2731, FOLIO 001404 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$

D1954304

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 180523

CLERKS NOTATION
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001321

BOOK 172 PAGE 254

HSU, INC.

A MARYLAND CORPORATION
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, John C. Hsu, whose post office address is Rt. 2, Box 101, Bonnie Brook Road, Cambridge, Maryland 21613, being of full legal age and being a citizen and resident of the State of Maryland, do under and by virtue of the Public General Laws of the State of Maryland authorizing the formation of corporations, associate myself with the intention of forming a corporation.

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

HSU, INC.

THIRD: The Corporation shall be a corporation as authorized by Title 2 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 conduct a restaurant business at premises known as Bay Forest Shopping Center, 962 Bay Ridge Road, Annapolis, Maryland, 21403, and in the furtherance thereof, to buy, sell and deal in food, food products and beverages (both alcoholic and non alcoholic beverages), and generally to perform any and all acts or things necessary, proper or convenient for, or incidental to, the furtherance of the corporate powers and purpose herein mentioned.

HARRINGTON & MERRYWEATHER
202 HIGH STREET
CAMBRIDGE, MD 21613

1986 JAN 31 AM 10:58

E. AUBREY COLLISON
CLERK

51848056

0000 0265

001322

BOOK 172 PAGE 255

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.

FIFTH: The post office address of the place at which the principal office of the Corporation in this state will be is Bay Forest Shopping Center, 962 Bay Ridge Road, Annapolis, Maryland 21403. The Resident Agent of the Corporation is John C. Hsu, whose post office address is Rt. 2, Box 101, Bonnie Brook Road, Cambridge, Maryland 21613. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

SIXTH: The total amount of the authorized capital stock of Corporation is One Hundred (100) non assessable shares without par value.

SEVENTH: The number of directors shall be two (2), provided that the requirements of Section 2-402(a), Corporations and Associations Article of the Annotated Code of Maryland are satisfied. The number may be increased or decreased pursuant to the By-Laws 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 John C. Hsu and Kathy W. Chen.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 28th day of June, in the year nineteen hundred and eighty-five (1985).

TEST:

Jean H. Roche
Jean H. Roche

John C. Hsu (SEAL)
John C. Hsu

CLERKS NOTATION
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AVAILABLE

001323

BOOK 172 PAGE 256

STATE OF MARYLAND, Dorchester County, to wit:

I HEREBY CERTIFY, that on this 28th day of June, 1985, before me, the subscriber, a Notary Public of the state and county aforesaid, personally appeared John C. Hsu, the within named incorporator, known to me to be the person whose name is subscribed to the within and foregoing Articles of Incorporation, and he acknowledged that he executed the same for the purposes therein contained.

Witness my hand and Notarial Seal.



Jean Hurley Locke
Notary Public
My Commission Expires: 7/1/86

CLERKS NOTATION
BEST COPY
AVAILABLE

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BOOK 172 PAGE 257

52

ARTICLES OF INCORPORATION	
OF	
HSU, INC.	
K 02	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD	
DATE	MO. DAY YEAR
9:51	7-3-85
ORG. & CAP. FEE	20
RECORDING FEE	20
LIMITED PARTNERSHIP FEE	
OTHER	
TOTAL CASH	40
CHECK	
CHARGE	
TOTAL	40

HARRINGTON & MERRYWEATHER
ATTORNEYS AT LAW
202 HIGH STREET
P. O. BOX 253
CAMBRIDGE, MARYLAND 21613

75 JUL -3 A 9 51

Stock

9000 0068

CLERKS NOTATION
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BOOK 172 PAGE 258

ARTICLES OF INCORPORATION
OF
MSU, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 03, 1985 AT 09:51 A.
O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2731 , FOR 091320 . OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1954163

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 180511

BOOK 172 PAGE 259

001848

**KEMP COMPANY
ARTICLES OF SHARE EXCHANGE**

ARTICLES OF SHARE EXCHANGE entered into this 27th day of June, 1985, by and between **KEMP COMPANY**, a Maryland corporation (hereinafter referred to as "Kemp") and **MONSANTO COMPANY**, a Delaware corporation, (hereinafter referred to as "Monsanto").

THIS IS TO CERTIFY:

FIRST: The corporations which are parties to these Articles of Share Exchange are Kemp Company, a Maryland corporation, and Monsanto Company, a Delaware corporation, and each of said corporations agrees to have both the Class A Voting and Class B Non-Voting common stock of Kemp Company acquired by Monsanto in a share exchange as provided by these Articles of Share Exchange.

SECOND: The name and state of incorporation of each corporation party to these Articles of Share Exchange are as follows: Kemp is a corporation organized under the laws of the State of Maryland; Monsanto, the acquiring corporation in the share exchange to be effected pursuant to these Articles of Share Exchange, is a corporation which was organized under the general laws of the State of Delaware on April 19, 1933 and qualified to do business in the State of Maryland on October 31, 1973.

THIRD: The principal office of Kemp in the State of Maryland is located in Anne Arundel County. The principal office of Monsanto in Delaware is Corporation Trust Building, 1209 Orange Street, Wilmington, Delaware 19801. Monsanto's resident agent in the State of Maryland is Corporation Trust, Incorporated

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:03

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 260

001849

having its principal office at 32 South Street, Baltimore, Maryland 21202. Monsanto's principal place of business is located at 800 North Lindbergh Boulevard, St. Louis, Missouri, 63167. Kemp owns no property, the title to which would be affected by the recording of these Articles of Share Exchange.

FOURTH: The total number of shares of Class A Voting Common stock which Kemp has authority to issue is one hundred eighty thousand (180,000) shares having a par value of Ten Dollars (\$10.00) per share, with an aggregate par value of One Hundred Eighty Thousand Dollars (\$180,000.00). The total number of Class B Non-Voting Common stock which Kemp has authority to issue is one hundred eighty thousand (180,000) shares, having a par value of Ten Dollars (\$10.00) per share, with an aggregate par value of One Hundred Eighty Thousand Dollars (\$180,000.00).

FIFTH: As to the Common Stock: Each share of Class A Voting and of Class B Non-Voting Common Stock shall be converted into Forty-Six Dollars (\$46.00), subject to a Six Dollars and Sixty Cents (\$6.60) per share escrow; and upon consummation of the share exchange as provided by these Articles of Share Exchange, the certificates representing the Class A Voting and Class B Non-Voting Common stock heretofore issued and outstanding, shall be null and void.

SIXTH: The Board of Directors of Kemp by resolutions unanimously adopted at a Board of Directors Meeting held on April 30, 1985, declared that said Share Exchange as herein set forth is advisable and directed that the transaction set forth in these Articles of Share Exchange be submitted for action thereon by the stockholders of Kemp, at a Combined Special and Annual Meeting of

BOOK 172 PAGE 261

001850

the Stockholders, all in the manner and by the vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Kemp.

In a duly called meeting of the stockholders of Kemp, the stockholders of Kemp, entitled to vote, approved the Share Exchange by and between Kemp and Monsanto, and such Minutes of the Stockholders Meeting are filed with the Minutes of the proceedings of the stockholders of Kemp, and all such approvals were given in a manner and by the vote required by the Corporations and Associations Article of the Annotated Code of Maryland and of the Charter of Kemp.

SEVENTH: At a regular meeting the Board of Directors held on April 26, 1985, the Board of Directors of Monsanto by resolutions passed by a majority of the directors thereof filed with the Minutes of the proceedings of the Board of Directors, duly authorized and adopted a resolution approving the transaction set forth in these Articles of Share Exchange, all in the manner and by the vote required by the General Corporation Laws of the State of Delaware and the Certificate of Incorporation of Monsanto.

EIGHTH: These Articles of Share Exchange are executed, acknowledged, sealed and delivered in the State of Maryland by Kemp, a Maryland corporation, and Monsanto, a Delaware corporation, and it is accordingly understood and agreed that these Articles of Share Exchange shall be construed in accordance with the law applicable to contracts made and entirely to be performed

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BOOK 172 PAGE 262

001851

within the State of Missouri.

IN WITNESS WHEREOF, Kemp and Monsanto, parties to these Articles of Share Exchange, have caused these Articles of Share Exchange to be signed and acknowledged in the name and on behalf of each corporation party to these Articles of Share Exchange by its president or vice-president and attested by the secretary or an assistant secretary all as of this 27th day of June, 1985.

ATTEST:

James F. Kensky
James F. Kensky, Secretary

KEMP COMPANY

By: William S. Keigler
William S. Keigler,
President

ATTEST:

J. R. Bley, Jr.
J. R. Bley, Jr.
Assistant Secretary

MONSANTO COMPANY

By: Earle H. Harbison, Jr.
Earle H. Harbison, Jr.
Executive Vice President

THE UNDERSIGNED, President of Kemp Company, who executed on behalf of said corporation the foregoing Articles of Share Exchange of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Share Exchange 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.

William S. Keigler
William S. Keigler

THE UNDERSIGNED, Earle H. Harbison, Jr.,
Executive Vice President of

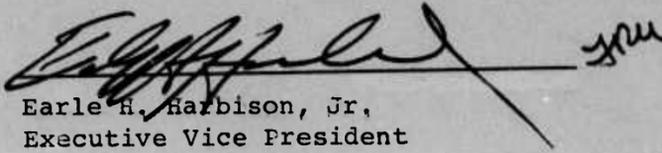
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BOOK 172 PAGE 263

001852

Monsanto Company, who executed on behalf of said corporation the foregoing Articles of Share Exchange of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Share Exchange 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.

 *Earle H. Harbison, Jr.*

Earle H. Harbison, Jr,
Executive Vice President

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001853

BOOK 172 PAGE 264

**CERTIFIED
COPY MADE**

	KEMP COMPANY ARTICLES OF SHARE EXCHANGE		<p><i>Robert A. ...</i> <i>Robert A. ...</i></p> <p>LAW OFFICES WHITFORD, TAYLOR, PRESTON, TRENKLE & JOHNSON 3000 FIRST MARYLAND BUILDING 28 SOUTH CHARLES STREET BALTIMORE, MARYLAND 21201</p>
--	--	--	---

1995 JUN 27 P 12:08

Kemp Company (20)
sequestered by
Princess Company (20)
15

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 12:08
DATE 6/27/85

20	RECORDING FEE	
17	UNITED PARTNERSHIP FEE	10
	OTHER	2-00
37	TOTAL	

APPROVED BY CASH CHECK

BOOK 172 PAGE 265

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ARTICLES OF SHARE EXCHANGE

BETWEEN

KEMP COMPANY (MD CORP.)

ACQUIRED BY

MONSANTO COMPANY (DE CORP.)

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 27, 1985 AT 12:08 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2730, FOLIO 001847, 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.

Raf B. Robinson



A 179458

ROBERT COLLISON
CLERK

002323

BOOK 172 PAGE 266

ARTICLES OF INCORPORATION
OF
KIM FAZIO CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, YONG CHA FAZIO whose post office address is 407 Holly Road, Glen Burnie, Anne Arundel County, Maryland 21061, NAM SU HAN, whose post office address is 8354 Deer Run Court, Severn, Anne Arundel County, Maryland 21144, and NANI STANCO, whose post office address is 1891 Champlain Drive, Severn, Anne Arundel County, Maryland 21144, all 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 :

KIM FAZIO CORPORATION

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 operate and maintain an establishment for the sale and distribution, wholesale and retail, of liquors, beer and wine, for both on and off premise consumption, as well as to provide food and entertainment to the general public.

(B) To maintain a consulting service in the field of retail and wholesale liquor sales.

(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.

1986 JAN 31 AM 11:03
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CIRCUIT COURT, ANNE ARUNDEL COUNTY
E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 267

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 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

002325

BOOK 172 PAGE 268

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 1680 Annapolis Road, Odenton, Anne Arundel County, Maryland 21114. The resident agent of the Corporation is YONG CHA FAZIO, whose post office address is 407 Holly Road, Glen Burnie, Anne Arundel County, 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 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 three (3) directors, and YONG CHA FAZIO, NAM SU HAN and NANI STANCO 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

002326

BOOK 172 PAGE 269

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

BOOK 172 PAGE 270

002327

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 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 24th day of June, 1985.

Donna M. Harris
Witness

Yong Cha Fazio (SEAL)
YONG CHA FAZIO

Donna M. Harris
Witness

Nam Su Han (SEAL)
NAM SU HAN

Donna M. Harris
Witness

Nani Stanco (SEAL)
NANI STANCO

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 24th day of June, 1985, before, me the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared YONG CHA FAZIO, NAM SU HAN and NANI STANCO 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.

My Commission Expires:
July 1, 1986

Donna M. Harris
Notary Public



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BOOK 172 PAGE 271

52

ARTICLES OF INCORPORATION

OF

13
KIM FAZIO CORPORATION

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

NO. 6-25-85
DAY YEAR

30	FORUM TAX
30	RECORDING FEE
	INITIATED PARTNERSHIP FEE
	OTHER
40	TOTAL

SCHERER & CUTTLER

ATTORNEYS AT LAW
24 CRAIN HIGHWAY, S.W.
GLEN BURNIE, MARYLAND 21061
TELEPHONE:
AREA CODE 301 766-0464

1985 JUN 25 A 11:10

Stadel

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CLERKS NOTATION
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BOOK 172 PAGE 272

ARTICLES OF INCORPORATION
OF
KIM FAZIO CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 25, 1985 AT 11:10 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 6

RECORDED IN LIBER 2727, FOLIO 00322 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1946854

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 179393

BOOK 172 PAGE 273

ARTICLES OF INCORPORATION

002286

OF

BEN-DAVID, INCORPORATED

OK

THIS IS TO CERTIFY:

FIRST: That the undersigned, Robert B. Schulman, whose post office address is Suite 1431, The World Trade Center, Baltimore, Maryland 21202, being of full legal age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

SECOND: The name of the corporation (which is herein-after called the "Corporation") is Ben-David, Incorporated.

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) The promotion and operation of a retail snack bar specializing in the sale of food products.
- (b) To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.
- (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

RECEIVED FOR RECORD
CIRCUIT COURT, B.A. COUNTY
1986 JAN 31 AM 11:03
E AUBREY COLLISON
CLERK

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BOOK 172 PAGE 274

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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, right and privileges.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be Bingo Palace Snack Bar, 700 Block, North Route 3, Crain Highway, Crofton, Maryland, and the name and the post office address of the resident agent of the Corporation is Robert B. Schulman, Esquire, Schulman & Treem, P.A., Suite 1431, The World Trade Center, Baltimore, Maryland 21202, and 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) 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 Elliott Furman, Ben David Shepard and H. Sidney Axelrod.

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BOOK 172 PAGE 275

002288

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 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.

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: 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 or director of the Corporation. Except as the By-Laws may otherwise provide, no other indemnification shall be

CLERKS NOTATION
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BOOK 172 PAGE 277

002390

provided for any officer or director and no indemnification shall be provided for any employee or agent of the Corporation, unless the Board of Directors shall, in its discretion, subject to the By-Laws, so direct.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 10th day of June, 1985.

WITNESS:

Patti K. Sperinak

Robert A. Chapman (SEAL)

CLERKS NOTATION
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BOOK 172 PAGE 278

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1985 JUN 24 A 9:24

02. 15

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR REC. RD

TIME	NO.	DAY	YEAR
9:24	6	24	85
70	BONUS FEE		
70	RECORDING FEE		
	LITIGATION FEE		
	OTHER		
40	TOTAL CASH		<input type="checkbox"/> PAID BY
	CHECK		<input checked="" type="checkbox"/> OK

(52)

stock

Schulman & Trean P.A.
Suite 1431
The World Trade Center
Baltimore MD 21202.

0000 02/19

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 279

ARTICLES OF INCORPORATION
OF
BEN-DAVID, INCORPORATED

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

RECORDED IN LIBER 2727, FOLIO 002285 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1946789

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 179386

BOOK 172 PAGE 280

002225

ARTICLES OF INCORPORATION

OF

CAPITAL AREA PERSONNEL SERVICES, INC.

FIRST: The undersigned Joseph F. Heeney, whose address is 111 Edgemere Drive, Annapolis, Maryland 21403, being eighteen years of age or older, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the Corporation) is Capital Area Personnel Services, Inc.

THIRD: The purposes for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be formed under the laws of the State of Maryland.

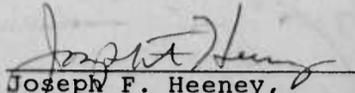
FOURTH: The address of the principal office of the Corporation in Maryland is 111 Edgemere Drive, Annapolis, Maryland 21403.

The name and address of the resident agent of the Corporation in Maryland is The Corporation Trust Incorporated, 32 South Street, Baltimore, Maryland 21202. Said resident agent is a Maryland corporation.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of the par value of \$1.00 per share, all of one class, and having an aggregate par value of \$5,000.

SIXTH: There being no stock outstanding, the number of directors of the Corporation shall be one, which number may be altered pursuant to the bylaws of the Corporation, 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, and the name of the director who shall act until the first meeting or until his successors are duly chosen and qualified is Joseph F. Heeney.

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


Joseph F. Heeney,
Incorporator

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:03 51768323

E. AUBREY COLLISON
CLERK

0000 0281

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 281

002126

CERTIFIED
COPY MADE

02

15

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
1:53	6	25	85
28	BONUS TAX		
28	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
9	OTHER 2CC-2		
49	TOTAL CASH <input type="checkbox"/> APPROVED BY		
	CHECK <input checked="" type="checkbox"/> W/pen		

(52)

SKK

Joseph Heeney
111 Edgemere Dr.
Annapolis, Md 21403

1985 JUN 25 P 1:53

RECORDED JUN 11 1985

0000 0242

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 282

ARTICLES OF INCORPORATION
OF
CAPITAL AREA PERSONNEL SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 25, 1985 AT 01:53 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 002224 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$ _____
D1946664

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 179374

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 283

002179

ARTICLES OF INCORPORATION

OF

CONKLIN AND ASSOCIATES, INC.

(A Close Corporation Under Title 4)

FIRST: The undersigned, Deborah A. Conklin, whose address is 202 Legion Avenue, Annapolis, Maryland 21401, being at least eighteen (18) years of age, do hereby form a corporation under the general laws of the State of Maryland.

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

(1) To engage in word processing and typing services; computer programming; word processing training; temporary employee services; general business consulting; and purchasing, selling, consignment and commission selling and trading of new and used office equipment and supplies.

(2) To develop, improve, manage and operate, and to sell, convey, assign, mortgage or lease any real property and any personal property.

(3) To borrow money and issue evidences of indebtedness in furtherance of any and all of the objects of its business, and to secure the same by mortgage, deed of trust, pledge or other lien.

(4) To enter into and to perform and carry out contracts of any kind necessary to, and/or in connection with or incidental to the accomplishment of any one or more of the purposes of the Corporation.

(5) 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

1

1986 JAN 31 AM 11:03

E. AUBREY COLLISON
CLERK

51758313

0000 0284

(6) To acquire by purchase, subscription, contract or otherwise, and to hold, sell, exchange, mortgage, pledge or otherwise dispose of, or turn to account, or realize upon and generally to deal in and with all forms of securities, including, but not in way of limitation, shares, stocks, bonds, debentures, coupons, notes, scrip, mortgages, evidences of indebtedness and commercial paper, certificates of indebtedness and certificates of interest issued or created in any and all parts of the world by corporations, associations, partnerships, firms, trustees, syndicates, individuals, governments, states, municipalities, and other political and government divisions and subdivisions, or any combinations organization, or entities whatsoever, or issued or created by others, irrespective of their form or the name by which they may be described and all trust participating and other certificates of the receipts evidencing interest in any such securities.

(7) To subscribe or cause to be subscribed for, and to purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute or to otherwise dispose of the whole or any part of the shares of the stocks, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, notes and other evidences of indebtedness of any corporation, stock company or association now or hereafter existing, and whether created by or under the laws of the State of Maryland, or otherwise, and while the owners of said shares of stock, or bonds, or other property to exercise all the rights, powers, and privileges of ownership of every kind and description including the right to vote thereon, with the power to designate persons for that purpose from time to time to the same extent as natural persons might or could do.

(8) To purchase, hold, sell and reissue the shares of its own capital stock.

(9) To buy, lease or otherwise acquire, so far as may be permitted by law, the whole or any part of the business, good will and assets of any person, firm, association, or corporation (either foreign or domestic) engaged in a business of the same general character as that for the purpose of which this Corporation is organized.

(10) To endorse, guarantee and secure the payment and satisfaction of bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, and other evidences of indebtedness and also to guarantee and secure the payment and satisfaction of interest on obligations and of dividends or shares of capital stock of other corporations, also to assume the whole or any part of the liabilities existing or prospective of any person, firm, organization, corporation or association, and to aid in any manner any other person, firm, corporation or association with which it has business dealings or whose stock, bonds or other obligations are held or in any way or manner guaranteed by the Corporation, and to the other sets and things for the preservation, improvement, or enhancement of the value of such stocks, bonds, and/or its other obligations.

(11) To engage in any other business of any kind or character whatsoever, and to that end, acquire, hold and dispose of any and all property, assets, stocks, bonds and rights of any kind.

(12) 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, or for any objective in or about its business, to borrow money without limit, to mortgage or pledge its franchises, real or personal, income or profits accruing to it, and stocks, bonds, or other obligations, or any property which may be acquired by it.

(13) To carry on any business whatsoever which the Corporation may deem proper and/or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated, directly or indirectly, to promote the interest of the Corporation or to enhance the value of its property, and to conduct its business in this state or other states, in Maryland, in the territories and colonies of the United States and foreign countries, or to hold, purchase, mortgage, and convey real property and personal, whether in or out of the State of Maryland, and to have and to exercise all the powers conferred by the laws of Maryland upon corporations formed under the Act pursuant to and under which this Corporation is formed.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 202 Legion Avenue, Annapolis, Maryland 21401. The name and post office address of the resident agent of the Corporation in Maryland is Deborah A. Conklin, 202 Legion Avenue, Annapolis, Maryland 21401. 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 with par value of twenty cents (\$.20), all of one class.

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; and the name of the Director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Deborah A. Conklin.

EIGHTH: The Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in this manner now or thereafter presented by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

CLERKS NOTATION
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002183

BOOK 172 PAGE 287

NINETH: All issued shares of capital stock of this Corporation shall be deemed fully paid and non-assessable, and the holders of such shares shall not be liable to this Corporation or its creditors.

TENTH: The duration of the Corporation shall be perpetual.

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

WITNESS:

[Signature]
Deborah A. Conklin
Deborah A. Conklin

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

I HEREBY CERTIFY that on this 14th day of June, 1985, before me, the Subscriber, a Notary Public of the State and County aforesaid, personally appeared Deborah A. Conklin and acknowledged the foregoing Articles of Incorporation to be her act.

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



Judith K. Kolb (SEAL)
Notary Public
My Commission Expires July 1986

1985 JUN 24 A 10:41

002184

CLERKS NOTATION
BEST COPY
AVAILABLE

(02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:41 MO. DAY YEAR
6 - 24 - 85

Stork

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

Heborah Conklin
202 Legion Ave
Annapolis Md 21401

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 289

ARTICLES OF INCORPORATION
OF
CONKLIN AND ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 24, 1985 AT 10:41 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2727, FOLIO 002178 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1946581

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 179366

002167

BOOK 172 PAGE 290

THE MARYLAND COMMITTEE FOR SAFETY BELT USE, INC.

ARTICLES OF INCORPORATION

First: I, Rob Ross Hendrickson, whose post office address is Suite 200, 300 Cathedral Street, Baltimore, Maryland, 21201, 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 THE MARYLAND COMMITTEE FOR SAFETY BELT USE, INC.

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

(1) To participate, foster and encourage auto safety belt use and to seek enactment of legislation in that regard; 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 820 Ritchie Highway, Severna Park, Maryland 21146.

The name and post office address of the Resident Agent of the Corporation in this State are Rob Ross Hendrickson, Suite 200, 300 Cathedral Street, Baltimore, Maryland, 21201. 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.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:03

E. AUBREY COLLISON
CLERK

51768040

0000 0241

002168

BOOK 172 PAGE 291

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: Rob Ross Hendrickson and Hermann K. Intemann.

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

BOOK 172 PAGE 292

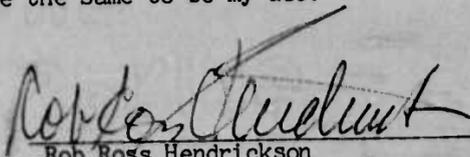
002169

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 24th day of June, 1985, and I acknowledge the same to be my act.


Rob Ross Hendrickson

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 293

002170

(52)

(02)

13

Hook

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 3:41 MO. 6 DAY 24 YEAR 95

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

RR Hendricks
300 Cathedral St
Belt Md 21201

1985 JUN 24 P 3:41

0000 0214

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 294

ARTICLES OF INCORPORATION
OF
THE MARYLAND COMMITTEE FOR SAFETY BELT USE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 24, 1985 AT 03:41 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 002166 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1946565

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 179364

CLERKS NOTATION
BEST COPY
AVAILABLE

002142

BOOK 172 PAGE 295

SHORROCK ELECTRONIC SYSTEMS, INC.

Articles of Incorporation

OK
Re-

FIRST: The undersigned, Julie Kitze Herr, whose office address is 1333 New Hampshire Avenue, N.W., Washington, D.C. 20036, 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 SHORROCK ELECTRONIC SYSTEMS, INC.

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

- (1) To engage in the business of designing, manufacturing, installing and maintaining security systems and equipment for security applications, and to engage in any other lawful purpose and/or business.
- (2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in Maryland is Parkway Industrial Center, 7255 Standard Drive, Hanover, Maryland 21076. The name and post office address of the resident agent of the Corporation

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 11:03
E. AUBREY COLLISON
CLERK

51768256

0000 0246

BOOK 172 PAGE 296

002143

in Maryland are CT Corporation Trust, Inc. 32 South Street,
Baltimore, Maryland 21202.

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

SIXTH: The number of directors of the Corporation shall be
one (1), which number may be increased pursuant to the bylaws of
the Corporation, and so long as there are fewer than three stock-
holders, 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:

Dr. Stanley Shorrock

SEVENTH: The duration of the Corporation shall be perpetual.

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


Julie Kitzes Herr

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 297

002144

02

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
11:20		6	25 85
20	BONUS TAX		
21	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL	CASH <input type="checkbox"/>	APPROVED BY <i>Stock</i>
		CHECK <input checked="" type="checkbox"/>	

52

Akin Gump Strauss Fauer & Feldt

1333 New Hampshire Ave. N.W.

Suite 400

Wash D.C. 20036

1985 JUN 25 A 11:20

0000 0248

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 298

ARTICLES OF INCORPORATION
OF
SHORROCK ELECTRONIC SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 25, 1985 AT 11:20 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 3 FOLIO 2727 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1946516

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

R. B. Johnson



A 179359

ARTICLES OF INCORPORATION

First: I *Janice Steiner*, Whose post office address is *929 Sheila Drive Glen Burnie md. 21061* being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the general laws of the state of Maryland.

Second: The name of the corporation (which is hereafter referred to the "corporation" is *TIAM INC.*
929 Sheila Drive Glen Burnie md. 21061

Third: The purpose for which the corporation is formed are

- (1) To engage in buying and selling of real estate
- (2) General contracting and construction, and to engage in any other lawful purpose and business.
- (3) To do anything permitted by section 2-103 of the corporations and associations article of the annotated code of Maryland, as amended from time to time.

Fourth: The post office address of the principal office of the corporation in this state is *929 Sheila Drive Glen Burnie, md. 21061*. The name and post office address of the resident agent of the corporation in this state are *929 Sheila Drive Glen Burnie md. 21061*. *The resident agent is Janice Steiner* said resident agent is an individual actually residing in this state.

Fifth: The total number of shares of capital stock which the corporation has authority to issue is five thousand (5000) shares of common stock, without par value.

Sixth: The number of directors of the corporation shall be 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:
- (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;

JANICE STEINER

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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:03

E. AUBREY COLLISON
CLERK

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0000 0320

002057

BOOK 172 PAGE 300

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 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 21 day of June and I acknowledge the same to be my act.

Janice Steiner seal
JANICE STEINER

0000 0321

CLERKS NOTATION
BEST COPY
AVAILABLE

(02)

(52)

1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 3:35 MO. 6 DAY 21 YEAR 85 *Stodt*

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>

*Janice Steina
929 Sheila Dr.
Glen Burnie Md 21061*

1985 JUN 21 P 3:35

0000 0302

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 302

ARTICLES OF INCORPORATION
OF
TIAM, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 21, 1985 AT 03:35 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 002055, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1946334

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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



R. B. [Signature]
A 179342

BOOK 172 PAGE 303

001945

AM-TEL CONCEPTS, INC.

A CLOSE CORPORATION UNDER TITLE 4

ARTICLES OF INCORPORATION

FIRST: The undersigned, (1) Sterling Hugh Ammons and (2) David Dennis Meade, Sr., whose post office addresses are (1) 8668 New Bedford Harbour, Pasadena, MD 21122 and (2) 8557 Summit Road, Pasadena, MD 21122, 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 **AM-TEL CONCEPTS, 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:

To carry on all or any of the business of the sales, leasing and timesharing of computerized telemarketing equipment and to do all other things necessary and relating thereto;

To carry on all or any of the business of a telemarketing distribution and consulting firm and to do all other things necessary and relating thereto;

To purchase, acquire, hold and dispose of the stocks, bonds, and other evidences of indebtedness of any corporation, domestic or foreign, and to issue in exchange therefor its stocks, bonds, or other obligations, and to exercise in respect thereof all the rights, powers and privileges of individual owners, including the right to vote thereon; and to aid in any manner permitted by law any corporation of which any bonds or other securities or evidences of indebtedness or stocks are held by this corporation, and to do any acts or things designed to protect, preserve, improve or enhance the value of any such bonds or other securities, ~~including~~ indebtedness or stock.

RECEIVED
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:06

E. AUBREY COLLISON
CLERK

51768099

0000 0304

CLERKS NOTATION
BEST COPY
AVAILABLE

001946

BOOK 172 PAGE 304

FIFTH: The post office address of the principal office of the Corporation in Maryland is 8668 New Bedford Harbour, Pasadena, MD 21122. The name and address of the resident agent of the Corporation in Maryland is Sterling H. Ammons, 8668 New Bedford Harbour, Pasadena, MD 21122.

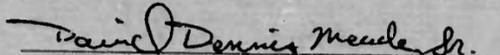
SIXTH: The total number of shares of stock which the Corporation has authority to issue is 10,000 shares without par value, all of one class.

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 2 (two) directors, whose names are Sterling Hugh Ammons and David Dennis Meade, Sr.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on June 22, 1985, and severally acknowledge the same to be our act.


Sterling Hugh Ammons


David Dennis Meade, Sr.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 305

001947

02 13

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

MO. DAY YEAR
6 25 85

TIME 9:49

40	BONUS TAX
70	RECORDING FEE
11	LIEN AND PARTNERSHIP FEE
71	TOTAL CHECK

200.00
OK

stock.

(52)
Sterling H. Ammons
866 8 New Bedford Harbour
Pasadena, Md. 21122

0000 0326

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 306

ARTICLES OF INCORPORATION
OF
AM-TEL CONCEPTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 25, 1985 AT 09:49 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3
RECORDED IN LIBER 2727, FOLIO 001944 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 40
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$

D1946144

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

R. B. Arundel



A 179323

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 307

000553

ARTICLES OF INCORPORATION
OF
ANNE ARUNDEL FIRE PROTECTION, INC.

We hereby associate to form a stock corporation under the provisions of the Code of Maryland and to that end set forth the following:

(a) The name of the corporation, which is hereinafter called "the Corporation" is ANNE ARUNDEL FIRE PROTECTION, INC.

(b) The purposes for which the Corporation is formed are as follows:

1. To engage in the selling, dealing, exchange, installation, manufacture, consultation and the designing of automatic sprinkler systems of any and all types without limitation, and to do any and all acts without limitation in regards to the above.

2. To engage in the consultation, management, manufacture, purchase, service, repair, sale, of automobiles, tractors, vans, motorcycles, trucks, or any other type of vehicles, without limitation, and to do any and all acts without limitation in regards to the above.

3. To engage in the consultation, management, manufacture, purchase, service, repair, sale, and installation of exports and imports, and every other thing dealing with exports, without limitation, and to do any and all acts without limitation in regards to the above.

4. To manage property of every description.

5. To engage in the general real estate business, rent and

51718015

51718016

0000 0000

1986 JAN 31 AM 11:04
E. AUBREY COLLISON
CLERK

RECEIVED FOR RECORD
CLERK COURT, A.A. COUNTY

DAVID TOWNES DAWSON
ATTORNEY AT LAW
4427 LAKEVIEW DRIVE
TEMPLE HILLS, MD
20748
425-4443

000554

BOOK 172 PAGE 308

sell property of every description, and own same.

6. To acquire real-estate of every description in the name of the Corporation, divide, subdivide, in any and every manner, buy and sell same, and do any and all acts necessary thereto, to contract, sub-contract, and engage in all kinds of businesses.

7. To engage in the general construction and excavating business, excavating and building apartments, homes, commercial buildings, and structures of every description, do home improvements, repairing, altering, and/or doing any kind of work in connection therewith.

8. To finance, loan and borrow money, and deal with individuals, partnerships, and corporations regarding same.

9. To manufacture products of every description, to repair, install, service and sell same.

10. To do any and all things necessary and proper in connection with the foregoing purposes.

11. To do any and all things a legal person can do.

(c) The registered office and business address of the registered agent who is Roberto Ignazio Bonanni, is 1189 Bayview Avenue Shadyside, Maryland 21037.

(d) The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares of penny par stock, all one class of 1244 stock.

(e) The number of directors of the Corporation shall be two (2), which number may be increased pursuant to the By-Laws of the Corporation, but shall never act as such until the first meeting or until their successors are duly chosen and qualify are Rocco

Michael Digirolomo, who resides at 3641 Brandham Road Edgewater, Maryland 21037, and Roberto Ignazio Bonanni who resides at 1189 Bayview Avenue, Shadyside, Maryland 20764.

(f) Restrictions on transfer of Stock. Each of the parties agrees not to transfer, sell, assign, pledge or otherwise dispose of the shares of stock of the Corporation without obtaining the written consent of the other parties to the sale or other disposition, or without first offering to sell the shares to the Corporation at a value to be determined by a board of 3 appraisers one of whom shall be appointed by each of the parties. The offer shall be in writing and shall remain open for 30 days. If the Corporation fails to accept the offer within that period, a second offer also in writing shall then be made to sell the shares on similar terms to the other parties to this agreement pro-rata.

If the offer be not accepted by either the Corporation or the other parties the shares shall thereafter be freely transferable.

In the event of the death of either of the shareholders of the company, the shares of stock shall revert back to the corporation. The equity of the value of the shares of stock shall then be paid to the heirs of the stockholder. The valuation of the shares of stock shall be as stated above. If the corporation shall so choose may give back the shares of stock to the heirs of the stockholder in lieu of payment therefore.

(g) Arbitration. All disputes, differences and controversies arising under or in connection with this agreement shall be settled and finally determined by Arbitration Association now in force or hereafter adopted.

000556

BOOK 172 PAGE 310

(h) Non-Assignability of Agreement. This agreement shall not be assignable by either party without the written consent of the other parties.

(i) Persons Bound. The terms and conditions of this agreement shall be binding upon the parties and their respective legal representatives, successors and assigns. However, if one of the parties dies prior to the time the Corporation comes into existence, this agreement shall automatically terminate.

(j) the duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 28TH day of

MAY, 1985.

Rocco Michael DiGirolomo, INCORPORATOR
ROCCO MICHAEL DIGIROLOMO

Roberto Ignazio Bonanni, INCORPORATOR
ROBERTO IGNAZIO BONANNI

STATE OF MARYLAND)
COUNTY OF Prince Georges)

I HERREBY CERTIFY that on this 28th day of May, 1985, before me the subscriber, a Notary Public in and for the State of Maryland and Prince Georges County, personally appeared the above said parties and acknowledged the foregoing Articles of incorporation to be their act.

CLERKS NOTICE
BEST COPY
AVAILABLE

007557

WITNESS MY HAND AND SEAL, the day and year first-above
written.

Sharon Liestein
NOTARY PUBLIC

My commission expires on the 1st day of July, 1986.

STATE OF MARYLAND
NOTARY PUBLIC
APPROVED FOR RECORD

DAVID TOWNES DAWSON
ATTORNEY AT LAW
4427 LAKEVIEW DRIVE
TEMPLE HILLS, MD
20748
423-4443

0000 0312

CLERKS NOTATION
BEST COPY
AVAILABLE

000558

BOOK 172 PAGE 311

020

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:37 MO. 6 DAY 79 YEAR 85

28	MOUS TAX
28	RECORDING FEE
	LIMITED PARTNERSHIP FEE
11	OTHER ICC-5
51	TOTAL CASH <input type="checkbox"/> APPROVED BY CHECK <input checked="" type="checkbox"/> PCN

Atk

(52)

David Dawson
4427 Lakeview Dr.
Temple Hills, Md 20748

1985 JUN 19 11:37

0000 03/73

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 312

ARTICLES OF INCORPORATION
OF
ANNE ARUNDEL FIRE PROTECTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 19, 1985 AT 11:37 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2727, FOLIO 007552 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1945005

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 179305

CLERKS NOTATION
BEST COPY
AVAILABLE

000497

BOOK 172 PAGE 313

1985 JUN 20 A 10: 53

ARTICLES OF INCORPORATION
OF

J. WENTWORTH PRINTING, LTD.

FIRST: The undersigned, DONALD A. REA, whose post office address is 693 Appomattox Road, Davidsonville, Maryland 21035; MARY LOUISE REA, whose post office address is 693 Appomattox Road, Davidsonville, Maryland 21035; and MARY CHRISTINA REA, whose post office address is 693 Appomattox Road, Davidsonville, Maryland 21035, each being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the Corporation is:

J. WENTWORTH PRINTING, LTD.

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 own, operate, manage, and control printing and lithograph businesses, including but not limited to, printing publications, distribution of printed materials, binding and layout of printed materials and the design and production of any printed materials and related activities.

B. To purchase, own, hold, lease, convey, mortgage, pledge, transfer or otherwise acquire or dispose of land, tenements, hereditaments, buildings, structures and all other property, real or personal, of every character and description or any interest therein.

C. To sell, lease, convey, transfer, lend, encumber or otherwise dispose of any and all of its assets in the manner permitted by law, and to accept in return therefore property, cash, bonds, stocks or other things of value.

D. To borrow or raise money for any of the purposes of the Corporation and to issue notes, bonds, debentures or other obligations of any nature, and in any manner permitted by law, for moneys so borrowed in payment for property purchased or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon by mortgage, pledge, conveyance or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including but not limited to any contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such note, bond, debentures or other obligations of the Corporation for its corporate purposes.

E. To apply for, purchase or otherwise acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the United States and of any foreign country and any and all patent rights, licenses, copy rights, privileges, inventions, improvements, formula, processes, trademarks, and trade names relating to or useful in connection with any business carried on by the Corporation. In addition to the foregoing, the Corporation shall have the power to expend funds for or to contract with others to invent or to adapt or improve any item, process or other invention which the Corporation may find necessary or beneficial in the conduct of any business it may carry on.

1

51718274

0000 03/15

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY
1985 JAN 31 AM 11:04
E. AUBREY COLLISON
CLERK

BELL AND RAGLAND, P.A.
ATTORNEYS AT LAW
1411-B FOREST DRIVE
ANNAPOLIS, MARYLAND 21403
267-6400
WASHINGTON DIRECT
261-2518
BALTIMORE DIRECT
269-6676

000498

BOOK 172 PAGE 314

F. To purchase, sell, lease or otherwise acquire or dispose of all or any part of the property, rights, business, contracts, good will, franchise and assets of every kind of any corporation, copartnership, individual or other legal entity carrying on in whole or in part of any of the aforesaid business or any other business that the Corporation may be authorized to carry on and 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 issuance, in accordance with the laws of the State of Maryland, of stocks, bonds or other securities of this Corporation or otherwise.

G. To subscribe or otherwise contract for the purchase or otherwise acquire, hold, sell, own or otherwise dispose of any stocks, bonds, notes or other securities, or other obligations of any corporation or corporations of the State of Maryland or any other state, territory, district or country, and to exercise all rights to vote and to make contract, (including to guarantee payments of any debts or securities or performance of any obligations or contracts, engagements, advances or expenditures) to aid and promote the interests of any corporation in any of whose stock or securities the Corporation shall have an interest.

H. To carry on any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects or any of them or to facilitate the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of the Corporation's property or investments, businesses or rights.

I. To perform all or any part of the aforesaid purposes and objects as principal, agent, contractor or otherwise, either alone or through or in connection with any person, firm, association, partnership or corporation.

J. The foregoing objects and purposes shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these Articles of Incorporation, or any amendments thereto, and shall each be regarded as independent and construed as powers as well as objects and purposes.

K. It is intended that the above powers, objects and purposes granted to the Corporation are in furtherance, and not in limitation, of the general powers conferred by law upon corporations and it is not intended by the mention of any particular purpose, object or power in any manner, to limit or restrict the generality of any other purposes, objects or powers of the Corporation. The Corporation shall be entitled to engage in any activity that any corporation of the State of Maryland could lawfully do or perform.

✓
FOURTH: The post office address of the principal office of the Corporation in Maryland is 693 Appomattox Road, Davidsonville, Maryland 21035 (Anne Arundel County). The name and post office address of the Resident Agent of the corporation in Maryland is MICHAEL J. RAGLAND, 416 Beach Drive, Annapolis, Maryland 21403. Said Resident Agent is a citizen of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three directors; and DONALD A. REA, MARY LOUISE REA and MARY CHRISTINA REA shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The By-Laws of the Corporation may increase the number of

BELL AND RAGLAND, P.A.
ATTORNEYS AT LAW
1411-S FOREST DRIVE
ANNAPOLIS, MARYLAND 21403
267-6400
—
WASHINGTON DIRECT
261-2518
—
BALTIMORE DIRECT
269-6676

CLERKS NOTATION
BEST COPY
AVAILABLE

000199

BOOK 172 PAGE 315

Directors up to eleven (11), but in no event shall there be less than three (3) directors.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is one million (1,000,000) shares at the par value of 1/10th dollar (\$0.10) per share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SEVENTH: The Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, for such considerations as said Corporation may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation, and Title 2, Corporations and Associations of the Annotated Code of Maryland.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, the Undersigned have signed these Articles of Incorporation on the 1st day of June, 1985, and each acknowledges the same to be their act.

WITNESS:

[Signature]

Francesca M. Rea

[Signature]

[Signature] (SEAL)
DONALD A. REA

[Signature] (SEAL)
MARY LOUISE REA

[Signature] (SEAL)
MARY CHRISTINA REA

BELL AND RAGLAND, P.A.
ATTORNEYS AT LAW
1411-B FOREST DRIVE
ANNAPOLIS, MARYLAND 21403
267-6400
WASHINGTON DIRECT
261-2518
BALTIMORE DIRECT
269-6676

000500

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 316

(02)

(52)

1B

Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:23 MO. DAY YEAR 6-20-85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
9	OTHER LCC3P
49	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>MS</i>

Michael Ragland
1411-B Forest Dr.
Annapolis Md 21403

0000 03/18

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 317

ARTICLES OF INCORPORATION
OF
J. WENTWORTH PRINTING, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 20, 1985 AT 10:23 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 4

RECORDED IN LIBER 2727 FOLIO 007196 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1944909

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 179295

BOOK 172 PAGE 318

000144

ARTICLES OF INCORPORATION
OF
MARINA RESOURCE MANAGEMENT, INC.
A MARYLAND CLOSE CORPORATION

FIRST: 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, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

MARINA RESOURCE MANAGEMENT, INC.

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

FOURTH: 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.

FIFTH: 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.

SIXTH: 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.

SEVENTH: The corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be two (2) directors, whose name are Lee D. Pollock and Paul H. Dymond, Jr.

51718380

RECEIVED FOR RECORD
CINCINNATI COUNTY
1986 JAN 31 AM 11:04
E AUBREY COLLISON
CLERK

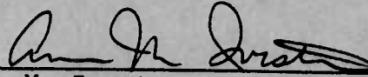
0000 0320

BOOK 172 PAGE 319

000145

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 administrators, trustees, or other fiduciaries under pension, profit sharing, deferred compensation, or any other employee benefit plan maintained by the Corporation; and (3) 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17th day of June, 1985, and I acknowledge the same to be my act.


Ann M. Ivester

0000 0321

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 320

000146

CERTIFIED
COPY MADE

CERTIFIED
COPY MADE

(02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 2:43 NO. 6 DAY 20 YEAR 85

Stock

20	STAMP TAX
30	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER <i>ICC 28</i>
48	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>
	APPROVED BY <i>[Signature]</i>

Ann Ivester
10320 Little Patuxent Parkway #1002
Columbia Md 21044

0000 0322

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 321

ARTICLES OF INCORPORATION
OF
MARINA RESOURCE MANAGEMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 20, 1985 AT 02:43 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 3 FOLIO 000143 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1944818

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 179286

BOOK 172 PAGE 322

000422

JAB/lcj

12100:73298

06/12/85

2612D

ARTICLES OF INCORPORATION
OF
JORGE E. CALDERON, M.D., P.C.

FIRST: The undersigned, Jorge E. Calderon, M.D., whose post office address is 7918 Putney Terrace, Glen Burnie, Maryland 21061, being over eighteen (18) years of age, acting as incorporator, and licensed to practice medicine in the State of Maryland, hereby forms a Professional Service Corporation under the Maryland Professional Service Corporation Act.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: JORGE E. CALDERON, M.D., P.C.

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

(a) To engage in the practice of medicine, specializing in surgery, in the State of Maryland, through its employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Maryland; provided, however, that the term "employees", as used herein, shall not include clerks, secretaries, bookkeepers, technicians and other assistants who are not ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:04

E. AUBREY COLLISON
CLERK

51718365

0000 0324

2612D

BOOK 172 PAGE 323

000423

(b) To enter into and perform contracts and agreements with any person, firm, association, corporation, hospital, municipality, county, state, nation, or other body politic, or with any agency of the foregoing for the purpose of rendering medical services.

(c) To carry on any and all business actions and activities permitted by the Maryland General Corporation Law except as may be limited by the Maryland Professional Service Corporation Act as the same 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.

(d) The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to professional service corporations formed under the Maryland Professional Service Corporation Act; provided, however, that if all stockholders of this professional service corporation fail at one time to be licensed in the professional service for which the Corporation is organized, it shall no longer operate or be treated as a professional service corporation, but is to operate and be treated as a corporation formed for general business purposes under the Maryland General Corporation Law.

2612D

BOOK 172 PAGE 324

000124

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 7918 Putney Terrace, Glen Burnie, Maryland 21061. The resident agent of the Corporation is Kwang N. Kim, M.D., whose post office address as resident agent is 10282 Burleigh Cottage Lane, Ellicott City, Maryland 21043. 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 common stock of the par value of One Dollar (\$1.00) per share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have one (1) Director (which number may be increased or decreased, but not to less than one (1), pursuant to the Bylaws of the Corporation), and the following named person shall act as such until the first annual meeting or until his successor is duly chosen and qualified: Jorge E. Calderon, M.D.

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

CLERKS NOTATION
BEST COPY
AVAILABLE

000425

2612D

BOOK 172 PAGE 325

for such consideration as the Board of Directors may deem advisable.

(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, including any amendments which alter the contract rights of any class of outstanding stock as expressly set forth in the charter.

(c) The Board of Directors shall have the power to classify or reclassify any unissued 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.

(d) 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 entitled to be cast thereon, except as otherwise provided in this charter.

(e) 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

2612D

BOOK 172 PAGE 326

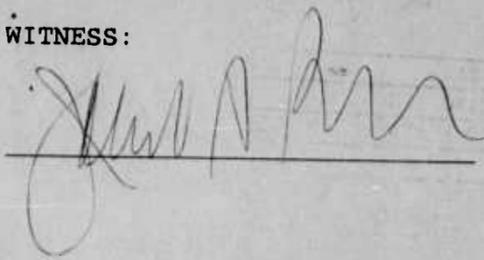
000126

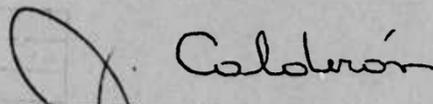
the Corporation or securities convertible into stock of any class of the Corporation.

(f) 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.

IN WITNESS WHEREOF, I have signed the Articles of Incorporation on the 17th day of June, 1985, and have acknowledged such Articles to be my act.

WITNESS:





Jorge E. Calderon, M.D.,
Incorporator

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 327

000127

02
1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

MO. DAY YEAR
6 20 85

20	BONUS TAX
26	RECORDING FEE
	LIMITED PARTNERSHIP FEE
11	OTHER ICC-5
51	TOTAL

CASH CHECK APPROVED BY *PCM*

stk - 06

(52)

Venable, Baetjer and Howard
1800 Mercantile Bank & trust Bldg.
2 Hopkins Plaza
Baltimore, Maryland 21201

1985 JUN 20 P 12:22

0000 0229

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 328

ARTICLES OF INCORPORATION
OF
JORGE E. CALDERON, M.D., P.C.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 20, 1985 AT 12:22 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 6 000121 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1944784

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

G. B. Arundel



A 179283

BOOK 172 PAGE 329

000115

JAB/lcj

12100:73298

06/07/85

2941D

ARTICLES OF INCORPORATION

OF

NABIL BADRO, M.D., P.A.

FIRST: The undersigned, Nabil Badro, M.D., whose post office address is 8260 Portsmouth Drive, Severn, Maryland 21144, being over eighteen (18) years of age, acting as incorporator, and licensed to practice medicine in the State of Maryland, hereby forms a Professional Service Corporation under the Maryland Professional Service Corporation Act.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: NABIL BADRO, M.D., P.A.

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

(a) To engage in the practice of medicine, specializing in surgery, in the State of Maryland, through its employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Maryland; provided, however, that the term "employees", as used herein, shall not include clerks, secretaries, bookkeepers, technicians and other assistants who are not ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required.

(b) To enter into and perform contracts and agreements with any person, firm, association, corporation,

RECEIVED WITH RECORDS
JUDICIAL COURT, A.A. COUNTY

1986 JAN 31 AM 11:04

E. AUBREY COLLISON
CLERK

51718364

0000 0381

CLERKS NOTATION
BEST COPY
AVAILABLE

2941D

BOOK 172 PAGE 330

000116

hospital, municipality, county, state, nation, or other body politic, or with any agency of the foregoing for the purpose of rendering medical services.

(c) To carry on any and all business actions and activities permitted by the Maryland General Corporation Law except as may be limited by the Maryland Professional Service Corporation Act as the same 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.

(d) The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to professional service corporations formed under the Maryland Professional Service Corporation Act; provided, however, that if all stockholders of this professional service corporation fail at one time to be licensed in the professional service for which the Corporation is organized, it shall no longer operate or be treated as a professional service corporation, but is to operate and be treated as a corporation formed for general business purposes under the Maryland General Corporation Law.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 8260 Portsmouth Drive, Severn, Maryland 21144. The resident agent

2941D

BOOK 172 PAGE 331

000117

of the Corporation is Kwang N. Kim, M.D., whose post office address as resident agent is 10282 Burleigh Cottage Lane, Ellicott City, Maryland 21043. 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 common stock of the par value of One Dollar (\$1.00) per share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have one (1) Director (which number may be increased or decreased, but not to less than one (1), pursuant to the Bylaws of the Corporation), and the following named person shall act as such until the first annual meeting or until his successor is duly chosen and qualified: Nabil Badro, M.D.

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.

2941D

BOOK 172 PAGE 332

000418

(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, including any amendments which alter the contract rights of any class of outstanding stock as expressly set forth in the charter.

(c) The Board of Directors shall have the power to classify or reclassify any unissued 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.

(d) 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 entitled to be cast thereon, except as otherwise provided in this charter.

(e) 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.

CLERKS NOTATION
BEST COPY
AVAILABLE

2941D

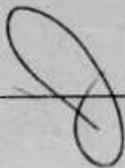
BOOK 172 PAGE 333

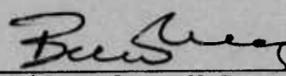
000419

(f) 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.

IN WITNESS WHEREOF, I have signed the Articles of Incorporation on the 17th day of June, 1985, and have acknowledged such Articles to be my act.

WITNESS:

 Calderon


Nabil Badro, M.D., Incorporator

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 334

000120

02
13

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

(52)

TIME	NO.	DAY	YEAR
12:21	6	26	85
20	BONUS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
11	OTHER ICC-5		
51	TOTAL		
	CASH	APPROVED BY	
	CHECK	[Signature]	

pkk -06

Venable, Baetjer and Howard
1800 Mercantile Bank & trust Bldg.
2 Hopkins Plaza
Baltimore, Maryland 21201

1985 JUN 20 P 12: 21

0000 0346

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 335

ARTICLES OF INCORPORATION
OF
NABIL BADRO, M.D., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 20, 1985 AT 12:21 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 6

RECORDED IN LIBER 2727, FOLIO 000114 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1944776

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 179282

CLERKS NOTATION
BEST COPY
AVAILABLE

000108

BOOK 172 PAGE 336
ARTICLES OF INCORPORATION
OF
LINO R. ARQUILLANO, M.D., P.A.

FIRST: The undersigned, Lino R. Arquillano, M.D., whose post office address is 110 Lee Drive, Annapolis, Maryland 21403, being over eighteen (18) years of age, acting as incorporator, and licensed to practice medicine in the State of Maryland, hereby forms a Professional Service Corporation under the Maryland Professional Service Corporation Act.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: LINO R. ARQUILLANO, M.D., P.A.

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

(a) To engage in the practice of medicine, specializing in surgery, in the State of Maryland, through its employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Maryland; provided, however, that the term "employees", as used herein, shall not include clerks, secretaries, bookkeepers, technicians and other assistants who are not ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required.

(b) To enter into and perform contracts and agreements with any person, firm, association, corporation, hospital,

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY
1986 JAN 31 AM 11:04
E. AUBREY COLLISON
CLERK

51718363

0000 0348

2947D

BOOK 172 PAGE 337

000109

municipality, county, state, nation, or other body politic, or with any agency of the foregoing for the purpose of rendering medical services.

(c) To carry on any and all business actions and activities permitted by the Maryland General Corporation Law except as may be limited by the Maryland Professional Service Corporation Act as the same 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.

(d) The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to professional service corporations formed under the Maryland Professional Service Corporation Act; provided, however, that if all stockholders of this professional service corporation fail at one time to be licensed in the professional service for which the Corporation is organized, it shall no longer operate or be treated as a professional service corporation, but is to operate and be treated as a corporation formed for general business purposes under the Maryland General Corporation Law.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 110 Lee Drive, Annapolis, Maryland 21403. The resident agent of the

000410

2947D

BOOK 172 PAGE 338

Corporation is Kwang N. Kim, M.D., whose post office address as resident agent is 10282 Burleigh Cottage Lane, Ellicott City, Maryland 21043. 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 common stock of the par value of One Dollar (\$1.00) per share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have one (1) Director (which number may be increased or decreased, but not to less than one (1), pursuant to the Bylaws of the Corporation), and the following named person shall act as such until the first annual meeting or until his successor is duly chosen and qualified: Lino R. Arquillano, M.D.

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) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or

2947D

BOOK 172 PAGE 339

000111

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.

(c) The Board of Directors shall have the power to classify or reclassify any unissued 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.

(d) 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 entitled to be cast thereon, except as otherwise provided in this charter.

(e) 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.

(f) 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

CLERKS NOTATION
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AVAILABLE

2947D

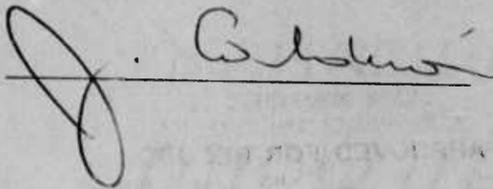
BOOK 172 PAGE 340

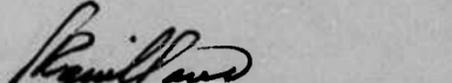
000412

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.

IN WITNESS WHEREOF, I have signed the Articles of Incorporation on the 17th day of June, 1985, and have acknowledged such Articles to be my act.

WITNESS:




Lino R. Arquillano, M.D.,
Incorporator

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 341

000113

02 10
STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 12:21 MO. DAY YEAR 6 20 85

(52)

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
11	OTHER ICC-5
51	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> <i>SPCM</i>

stk-06

Venable, Baetjer and Howard
1800 Mercantile Bank & trust Bldg.
2 Hopkins Plaza
Baltimore, Maryland 21201

1985 JUN 20 P 12:21

0000 0343

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 342

ARTICLES OF INCORPORATION
OF
LINO R. ARQUILLANO, M.D., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 20, 1985 AT 12:21 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727 FOLIO 000107 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1944768

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 179281

CLERKS NOTATION
BEST COPY
AVAILABLE

000293

BOOK 172 PAGE 343

HOUSE - WIPES LTD.

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

AK

ARTICLES OF INCORPORATION

FIRST: I, Nancy J. Novak, whose post office address is 358 Ellenham Court, Severna Park, Anne Arundel County, Maryland 21146, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter referred to as the "Corporation") is HOUSE - WIPES LTD.

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

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

- (1) To engage in the business of performing and rendering house, office, and business cleaning services and to engage in all related lawful activities incident to the cleaning of homes, offices and businesses; and
- (2) To engage in any other lawful purpose and/or business; and
- (3) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 2410 228th Street, Pasadena, Maryland 21122. The name and address of the Resident Agent of the Corporation in this State is Rosemarie T. Habel, 2410 228th Street, Pasadena, Maryland 21122. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5000) shares of common stock, with one dollar (\$1.00) par value.

1985 JUN 21 A 9:19

RECEIVED FOR RECORD
CLERK COURT, A.A. COUNTY

1986 JAN 31 AM 11:04

E. AUBREY COLLISON
CLERK

51728306

0000 0345

CLERKS NOTATION
BEST COPY
AVAILABLE

000294

BOOK 172 PAGE 344

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be two (2) directors, whose names are ROSEMARIE T. HABEL and DEBORAH S. HUNTEMANN.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20th day of June, 1985 and I acknowledge the same to be my act.

WITNESS:

Nancy J. Novak
Nancy J. Novak

0000 0646

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 346

ARTICLES OF INCORPORATION
OF
HOUSE - WIPES LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 21, 1985 AT 09:19 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 000292 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1944578

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 179262

CLERKS NOTATION
BEST COPY
AVAILABLE

000280

BOOK 172 PAGE 347

ARTICLES OF INCORPORATION

OF

ECO, INC.

FIRST: I, Phyllis E. Johnson, whose post office address is 2013 Treetop Lane, #32, Silver Spring, Maryland 20904, 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 ECO, Inc.

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

(1) To house all for-profit ventures owned by Anne Arundel County Economic Opportunity Committee, Inc.; and to engage in any other lawful purpose and business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 251 West Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are: Phyllis E. Johnson, 251 West Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:06

E. AUBREY COLLISON
CLERK

51688450

0000 0349

000281

BOOK 172 PAGE 348

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

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

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

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

Yevola S. Peters
John Greene
Walter Chitwood

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

0000 0348

000282

BOOK 172 PAGE 349

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

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

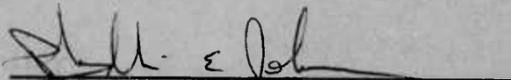
0000 0321

CLERKS NOTATION
BEST COPY
AVAILABLE

000283

BOOK 172 PAGE 350

and I acknowledge the same to be my act.


Phyllis E. Johnson

0000 0362

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 351

000284

02 1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
11:22	6	17	85
20	CONSERVATION		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL	CASH <input type="checkbox"/>	APPROVED BY
	CHECK <input checked="" type="checkbox"/>		A

(52)

att

~~Krain~~

Krain + Latridge
60 West St #401

Annapolis, Md 21401

0000 0367

CLERKS NOTATION
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BOOK 172 PAGE 352

ARTICLES OF INCORPORATION
OF
ECO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 17, 1985 AT 11:22 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 5 FOLIO 2727, FOLIO 000279 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1944552

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 179260

CLERKS NOTATION
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BOOK 172 PAGE 353

000272

ARTICLES OF INCORPORATION

OF

D. O. ZINDORF HEATING AND AIR CONDITIONING, INC.

A Maryland close corporation, organized pursuant to Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland

THIS IS TO CERTIFY:

FIRST: That I, Donald O. Zindorf, whose post office address is 12 Locust Avenue, Annapolis, Anne Arundel County, 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: That the name of the corporation (which is hereafter called the "Corporation") is D. O. ZINDORF HEATING AND AIR CONDITIONING, INC.

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

(1) To engage in the business of performing and rendering services for the installation, servicing, repair and maintenance of all types of heat pumps, heating, air conditioning and refrigeration equipment; and, to furnish, supply, purchase for itself and/or on behalf of others, sell, lease or otherwise provide all types of heat pumps, heating and air conditioning and refrigeration equipment and parts related thereto; 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: That the post office address of the principal office of the Corporation in this State is 1932A Lincoln Drive, Annapolis, Anne Arundel County, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Donald O. Zindorf, 12 Locust Avenue, Annapolis, Anne Arundel County, 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) shares of Common Stock, without par value.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:04

E. AUBREY COLLISON
CLERK

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0000 0365

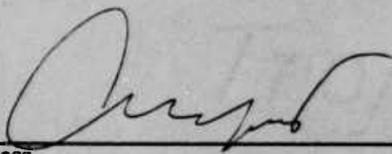
CLERKS NOTATION
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BOOK 172 PAGE 354

000273

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 Donald O. Zindorf.

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



Witness



DONALD O. ZINDORF

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 355

ARTICLES OF INCORPORATION
OF
D. O. ZINDORF HEATING
AND AIR CONDITIONING, INC.

LAW OFFICES

HYATT, CHEP & WINEGRAD, P.A.

1919 WEST STREET

P. O. BOX 1852

ANNAPOLIS, MARYLAND 21404

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19 02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

20	NOTES TAX	MO.	DAY	YEAR
20	RECORDING FEE	6	17	85
	LIMITED PARTNERSHIP FEE			
	OTHER			
40	TOTAL CASH	<input type="checkbox"/>		
	TOTAL CHECK	<input checked="" type="checkbox"/>		
	APPROVED BY			A

at

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 356

ARTICLES OF INCORPORATION
OF
D. O. ZINDORF HEATING AND AIR CONDITIONING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 17, 1985 AT 02:33 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2127, FOLIO 000271 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1944537

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

R. B. Arundel



A 179258

000257

(1)

172 357

The Cline Corporation

Articles of Incorporation

First: The undersigned Dorothy Allen whose post office address is Box 954, Williamsburg, Virginia, 23187 and Roger Cline whose post office address is Box 1447, Annapolis, Maryland, 21404, 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 The Cline Corporation.

Third: The purpose for which the Corporation is formed is to construct pilings, bulkheads and piers which are used in Marine construction.

Fourth: The post office address of the principal office of the Corporation in Maryland is 117 Edgehill Rd., Sherwood Forest, Md. Anne Arundel County, 21405. The name and post office address of the resident agent and the Corporation are Roger Cline, 117 Edgehill Rd., Sherwood Forest, Anne Arundel County, 21405.

Fifth: The total number of shares of stock which the Corporation has authority to issue is 100,000 shares of the par value of (\$1) a share, all of one class, and having an aggregate par value of (\$100,000).

Sixth: The number of directors of the Corporation shall be two (2) which number may be increased or decreased pursuant to the by-laws of the Corporation, and so long as there are less than three (3)

1986 JAN 31 AM 11:04

E. AUBREY COLLISON
CLERK

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JUN 20 A 10:29

CLERKS NOTATION
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BOOK 172 PAGE 358

stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Dorothy Allen and Roger Cline.

Seventh: The duration of the Corporation shall be perpetual.

In Witness Whereof, We have signed these Articles of Incorporation on May 31st, 1985, and severally acknowledge the same to be our act.

Dorothy Allen

Dorothy Allen

Roger Cline

Roger Cline

0000 0360

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000259

BOOK 172 PAGE 359

02

1B

stock

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:29 MO. DAY YEAR
6-20-85

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

Dorothy Allen
Box 954
Williamsburg VA 23187

0000 1/2 1

CLERKS NOTATION
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BOOK 172 PAGE 360

ARTICLES OF INCORPORATION
OF
THE CLINE CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 20, 1985 AT 10:29 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 2727, FOLIO 000256 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1944503

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 179255

E. ARUNDEL
CLERK

BOOK 172 PAGE 361

000142

BODKIN BOATYARD, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

OK
FIRST: That we, the subscribers, Helen Roe Roberts, 1850 Cedar Road, Pasadena, Maryland 21122; Gordon H. Sennett, 2705 Woodsdale Avenue, Baltimore, Maryland 21214; and Lynne R. Cassanto, 2705 Woodsdale Avenue, Baltimore, Maryland 21214, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

THIRD: 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 engage in the business of a boatyard, to maintain slips for rental and/or sale, dry storage, boat repair, and the sale of new and/or used boats, equipment, boat fixtures and other related materials and supplies.
- 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

51728330

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RECEIVED FOR RECORD
CIRCUIT COURT, B.A. COUNTY
1906 JAN 31 AM 11:00
E. AUBREY COLLISON
CLERK

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 liability thereof, and to pay for any such property, rights, businesses, contracts, good will, franchises or assets by the issue, in accordance with the Laws of Maryland, of stocks, 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 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 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. 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.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in

000144

BOOK 172 PAGE 363

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 enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon Corporations. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power to do 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 place at which the principal offices of the Corporation in this State will be located is 1850 Cedar Road, Pasadena, Maryland 21122.

The resident agent of the Corporation is Gordon H. Sennett, whose post office address is 2705 Woodsdale Avenue, Baltimore, Maryland 21214. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The numbers 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 one (1); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Helen Roe Roberts, Gordon H. Sennett and Lynne R. Cassanto.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares without par value, all of one class.

CLERKS NOTATION
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BOOK 172 PAGE 364

000145

SEVENTH: 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 its stock 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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation and acknowledged the same to be our act, this *14th* day of *June*, 1985.

WITNESS:

Dorothy H. Sennett

Helen Roe Roberts (SEAL)
HELEN ROE ROBERTS

Gordon H. Sennett (SEAL)
GORDON H. SENNETT

Lynne R. Cassanto (SEAL)
LYANNE R. CASSANTO

CLERKS NOTATION
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BOOK 172 PAGE 365

000146

0218

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 2:10 NO. 62185 YEAR

70	BONUS TAX	
20	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
20	OTHER	300.12
160	TOTAL	
	CASH	<input type="checkbox"/>
	CHECK	<input checked="" type="checkbox"/>

APPROVED BY: [Signature]

52

Melvin G. Weeks, Esq.
3407 Easton Boulevard
Baltimore Md 21220

0000 0367

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 366

ARTICLES OF INCORPORATION
OF
BODKIN BOATYARD, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 21, 1985 AT 02:00 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2727, FOLIO 000141 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1944339

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

G. B. Quinn



A 179238

CLERKS NOTATION
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AVAILABLE

003299

BOOK 172 PAGE 367

THIS CORPORATION IS A "CLOSE CORPORATION"
AUTHORIZED BY TITLE 4,
CORPORATIONS AND ASSOCIATIONS VOLUME
OF THE ANNOTATED CODE OF MARYLAND

ARTICLES OF INCORPORATION
OF
EDELMAR CORP.

The undersigned, a natural person at least eighteen years
of age, for the purpose of organizing a corporation for
conducting the business and promoting the purposes hereinafter
stated, under the provisions and subject to the requirements of
the laws of the State of Maryland (particularly Title 4,
Corporations and Associations Volume of the Annotated Code of
Maryland) and electing to be a "close corporation" authorized
by said Title 4 hereby certifies that:

ARTICLE I

The name of the corporation (hereinafter called the
"corporation") shall be Edelmar Corp.

ARTICLE II

The purposes for which the corporation is formed, which
shall be in addition to the authority of the corporation to

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RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 11:04
E. AUBREY COLLISON
CLERK

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CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 368

003300

- 2 -

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 Maryland law, is as follows: To own and operate residential real estate.

ARTICLE III

The post office address of the principal office of the corporation in this state shall be 2200 Somerville Road, Annapolis, Maryland 21401, and the name of the resident agent for the corporation in this state shall be C. Joseph Rubis, whose address is the same as that of the corporation.

ARTICLE IV

The corporation shall have authority to issue 100 shares of one dollar par value common stock and no other.

ARTICLE V

There shall be one initial director of the corporation who shall serve until such time as the organization meeting of the director and the completion of the issuance of some stock of the corporation. Thereafter, the corporation shall have no board of directors. The name of the person who shall be the initial director is Peter A. Greene.

ARTICLE VI

The name and the mailing address of the incorporator is as follows: Peter A. Greene, Thompson, Hine and Flory, 1920 N Street, N.W., Washington, D.C. 20036.

0000 03/10

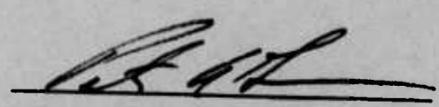
CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 369

003301

- 3 -

IN WITNESS WHEREOF, the incorporator has signed the foregoing Articles of Incorporation on the 18th day of June, 1985.



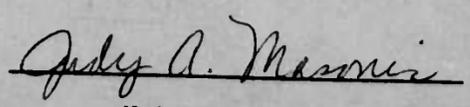
Peter A. Greene

ACKNOWLEDGEMENT

CITY OF WASHINGTON)
DISTRICT OF COLUMBIA) ss:

On this 18th day of June, 1985, before me, a notary public in and for the city and district aforesaid, personally appeared Peter A. Greene, known to me to be the person whose name appears subscribed to the above instrument and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.


Notary Public

(SEAL)

My Commission expires: 6/1/86

0000 03/11

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BOOK 172 PAGE 370

003302

(02) 1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

MO. DAY YEAR
6 19 85

TIME	10:49
20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/>
	TOTAL CHECK <input checked="" type="checkbox"/> POM

(52)

ptk

Thompson, Hine and Flory

1920 N St, N.W.
Wash, D.C. 20036

0000 03/12

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 371

ARTICLES OF INCORPORATION
OF
EDELMAR CORP.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 19, 1985 AT 10:49 O'CLOCK ^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 4

RECORDED IN LIBER 2724 FOLIO 003298 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 20 SPECIAL FEE PAID: \$ _____
D1943893

ANNE ARUNDIEL
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. Arundiel



A-179194

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 372

002384

ARTICLES OF INCORPORATION

OF

PROFESSIONAL ENGINEERING AND MARKETING ASSOCIATES, INC.

FIRST: The undersigned, David B. Hiedeman and Allison P. Hiedeman, whose post office address is 15 N. Glen Avenue, Annapolis, Maryland 21401; 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 PROFESSIONAL ENGINEERING AND MARKETING ASSOCIATES, INC.

THIRD: The purposes for which the Corporation is formed include, but are not limited to, the following:

0 The Corporation will perform Engineering, Marketing, and Automatic Data Processing (ADP) consultant services for the United States Federal Government, State and local governments, corporations, and applicable individuals;

0 Consultant services performed will include:

-Interpretation of government environmental and procurement regulations

-Assistance in the development of government environmental regulations

-Design of wastewater treatment systems

Page 1

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RECEIVED FOR RECORD
CIRCUIT COURT, B.A. COUNTY
1986 JUN 31 AM 11:04
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 373

002385

- Assessment of current environmental pollution control technology
- Organization and management of project tasks
- Workshop planning and organization
- Marketing
- Strategic Planning
- Operational support
- Personnel selection, recruitment, retention, and administration
- Finance and Administration
- Contract administration

The Corporation shall have the power to do all and everything necessary 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, partnerships, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business and powers or any part or parts thereof, and also to carry on business of any character whatsoever that is not prohibited by law or required to be stated in these articles.

FOURTH: The post office address of the initial principal office of the Corporation in Maryland is 15 N. Glen Avenue, Annapolis, Maryland 21401. The name of the initial registered agent is David B. Wiedeman who is a resident of Maryland and a director of the Corporation, and whose business address is the same as the post office address of

0000 03/15

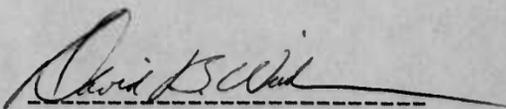
the initial principal office of the Corporation.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one (1) thousand shares of the par value of \$1.00 a share, all of one class, and having an aggregate par value of \$1,000.

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, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are David B. Hiedeman, Allison P. Hiedeman, and Edmond D. Phillips.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on June 10, 1985, and severally acknowledge the same to be our act.



David B. Hiedeman



Allison P. Hiedeman

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 375

002387

02 13

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 12:05 MO. 6 DAY 17 YEAR 83

(52)

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

AKK

David Wiedeman
15 North Glen Ave.
Annapolis, Md 21401

1985 JUN 17 P 12:05

0000 06/17

CLEPKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 376

ARTICLES OF INCORPORATION
OF
PROFESSIONAL ENGINEERING AND MARKETING ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 17, 1985 AT 12:05 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2726, FOLIO 002389 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1943703

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. Collison



A 179175

E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

002318

BOOK 172 PAGE 377

A CLOSE CORPORATION

ARTICLES OF INCORPORATION

OF

PARADISE TOURS, INC.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, Jules R. Willen, whose post office address is 340 West Quadrangle, Village of Cross Keys, Baltimore, Maryland 21210, 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:

PARADISE TOURS, INC.

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

FOURTH: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, within the State of Maryland, or elsewhere, are as follows:

(a) To maintain and operate a business for the purpose of providing bus tours and services, general travel tours, and to operate a general travel and tour agency and business; to perform all services and work of every nature and description in connection with the tour and travel business; and to sell, trade, manufacture, produce, develop or adopt any supplies, equipment, or articles whatsoever incident to or required for the conduct of the aforesaid business.

(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 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.

(e) 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 of the Corporation or any of them, or any part thereof, or to enhance the value of its property, business or rights.

51688621

0000 03/19

1986 JAN 31 AM 11:05
E. AUBREY COLLISON
CLERK

BOOK 172 PAGE 378

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

FIFTH: The post office address of the principal office of the Corporation in this State is 8246 Wellington Place, Jessup, Maryland 20794. ✓
The Resident Agent of the Corporation is Kamal Massuda, whose post office address is 8246 Wellington Place, Jessup, Maryland 20794. Said Resident Agent is a citizen of the State of Maryland and actually resides therein. ✓

SIXTH: The Corporation shall have two (2) Directors, Kamal Massuda and Giselle Massuda, who shall act as such until such time as the first and organizational meeting of the Directors 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 Board of Directors is expressly authorized:

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

(b) To create, make and issue mortgages, bonds, warrants, debentures, deeds of trust, trust agreements, negotiable or transferable instruments; and evidence of indebtedness of all kinds and securities, secured by mortgage or otherwise, and to do every act and thing necessary to effectuate the same; to purchase or otherwise acquire, and to sell or otherwise dispose of, for the Corporation, any property, rights or privileges which the Corporation is authorized to acquire, at such prices and on such terms and conditions, and for such consideration as they think fit, at their discretion, to pay for any property or rights acquired by the Corporation, either wholly or partially in money or in stock, bonds, debentures, or other securities of the Corporation.

(c) In the purchase or acquisition of the property, business, rights or franchises or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow, and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether convertible into stock of any class, whether secured by mortgage, pledge, deed of trust, or otherwise.

NINTH: No holder of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

BOOK 172 PAGE 379

TENTH: The Charter of this Corporation may, from time to time, be amended for any purpose, including an amendment or amendments which change the terms of any of the outstanding stock by classification, reclassification, or otherwise, upon the affirmative vote of two-thirds (2/3) of all the shares of stock outstanding and entitled to vote.

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

The above granted powers to the Corporation and to the Board of Directors are in furtherance and not in limitation of the general powers conferred by law upon corporations and the Board of Directors.

TWELFTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 14th day of June, 1985, and I acknowledge the same to be my act.

WITNESS:

Marianne G. Cove

Jules R. Willen
JULES R. WILLEN

002351

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 380

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 12:40 MO. 6 DAY 18 YEAR 85

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

(52)

Jules Willen
Village of Cross Keys
Quadrangle #370

Balto, Md 2/2/10

0000 0382

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 381

ARTICLES OF INCORPORATION
OF
PARADISE TOURS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 18, 1985 AT 12:40 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2726 FOLIO 002347 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1943638

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 179168

E. AUDREY
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

002776

BOOK 172 PAGE 382

CALVERT RECOVERY, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Thomas W. Mayr, whose post office address is 1005 Clumber Hill, Sherwood Forest, Maryland 21405, and Gretchen T. Mayr, whose post office address is 1005 Clumber Hill, Sherwood Forest, Maryland 21405, 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 Calvert Recovery, Inc.

THIRD: The purposes for which the Corporation is formed are as follows: Debt Recovery, financial guidance, systems aid, consulting, and all related business thereof.

FOURTH: The post office address of the principle office of the Corporation in the State of Maryland is 1005 Clumber North, Sherwood Forest, Md. 21405. The name and post office address of the resident agent of the Corporation in Maryland are Thomas W. Mayr, 1005 Clumber Hill, Sherwood Forest, Maryland 21405. Said resident is a citizen of this State and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one hundred (100) shares without par value, all of one class.

SIXTH: The number of Directors of the Corporation shall be two, which may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than two; and the names of the Directors who shall act until the first annual meeting or until their successors are duly choosen and qualified are Thomas W. Mayr and Gretchen

Mayr.

51698206

0000 0384

1986 JAN 31 AM 11:05
E. AUBREY COLLISON
CLERK

RECEIVED FOR RECORD
CLERK COURT, N.A. COUNTY

1985 JUN 18 P 8:22

CLERKS NOTATION
BEST COPY
AVAILABLE

002777

BOOK 172 PAGE 383

Page 2 CALVERT RECOVERY, INC.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS THEREOF, WE have signed these Articles of Incorporation
on 6/4/85, and we severally acknowledge the
same to be our act.

Thomas W. Mayr

Thomas W. Mayr

Gretchen T. Mayr

Gretchen T. Mayr

NOTARY PUBLIC
STATE OF GEORGIA

0000 0385

CLERKS NOTATION
BEST COPY
AVAILABLE

002778

BOOK 172 PAGE 384

02

1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 8:22 MO. DAY YEAR 6 18 85

(52)

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

stk

Thomas Mays
1005 Clumber Hill
Sherwood Forest, Md 21405

0000 0686

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 386

002736

J.A.B. CONTRACTING, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John A. Baldwin, whose post office address is 1717 Remington Drive, Crofton, Maryland, 21114, and William Korvin, whose post office address is 1194 Hillcrest Road, Odenton, Maryland, 21113, and Diane L. Baldwin, whose post office address is 1717 Remington Drive, Crofton, Maryland, 21114, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is J.A.B. CONTRACTING, INC.

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

- (1) To purchase, sell, rent, or lease any and all types of Real Estate.
- (2) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of material, supplies and equipment for any and all kinds and types of construction work, whether building or otherwise.
- (3) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge, or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation.
- (4) To build, erect, construct, alter, reconstruct and improve any and all buildings and structures upon any lands or waters whatsoever.
- (5) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character.
- (6) To apply for, obtain, register, purchase, lease or otherwise acquire or own any concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, 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 otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto.
- (7) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, scrip or any voting trust certificates in respect of the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the

FILED FOR RECORD
1986 JAN 31 AM 11:05
AUBREY COLLISON
CLERK

51698048

0000 0388

Government of the United States, or any State, Territory, municipality or other political subdivision, and to issue in exchange therefor, in the same manner provided by law, shares of the capital stock, bonds or other obligations of the corporation; and while the holder or owner of any such shares of capital stock, scrip, voting trust certificates, bonds, mortgages, or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon.

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

(9) To acquire by purchase, lease, exchange or otherwise real and personal property without limit in the State of Maryland or other states or other territories of the United States and to hold, use, pledge, mortgage, sell, or otherwise dispose of any property, real and personal, owned by it.

(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.

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

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 corporation of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights, or privileges so granted or conferred.

FOURTH: The post office address of the principal office of the Corporation in this State is 1717 Remington Drive, Crofton, Maryland 21114. The resident agent is an individual actually residing in this State and is a citizen of this State. Said resident agent for the Corporation is John A. Baldwin, whose post office address is 1717 Remington Drive, Crofton, Maryland, 21114.

FIFTH: The number of directors of the Corporation shall be three (3); and the names of the directors of the Corporation who shall act until the first annual meeting of the directors, who until their successors are duly chosen and qualify are: John A. Baldwin, William Korvin, and Diane L. Baldwin.

SIXTH: The total number of shares of stock which the Corporation has authorized to issue is One Hundred and Twenty Thousand shares at 50¢ a share with aggregate par value of \$60,000.00. ~~without par value, all of one class.~~

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, of the Directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the bylaws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation.

WITNESS:

Gloria Swanson

John A. Baldwin (seal)
John A. Baldwin

6-17-85
Date

STATE OF MARYLAND, Anne Arundel County, to wit:

CLERKS NOTATION
BEST COPY
AVAILABLE

I HERBY CERTIFY, That on this
before me, the subscriber, a Notary Public of the State of Maryland, in
and for Anne Arundel County, personally appeared John A. Baldwin, and
severally acknowledged the foregoing Articles of Incorporation to be
his act.

AS WITNESS my hand and notarial seal.

Ann Mari Baldwin
Notary Public

My commission expires:
7-1-86

WITNESS:

Harry D. Scholman

William Korvin (seal)
William Korvin

6/10/85
Date

STATE OF TEXAS, Tarrant County, to wit:

I HEREBY CERTIFY, That on this 10th day of June, 1985
before me, the subscriber, a Notary Public of the State of Texas, in
and for Tarrant County, personally appeared William Korvin, and
severally acknowledged the foregoing Articles of Incorporation to be
his act.

AS WITNESS my hand and notarial seal.

B. J. Scholman
Notary Public

My commission expires: 3-7-89

WITNESS:

Glenn J. Swanton

Diane L. Baldwin (seal)
Diane L. Baldwin

6/12/85
Date

STATE OF MARYLAND, Anne Arundel County, to wit:

I HEREBY CERTIFY, That on this
before me, the subscriber, a Notary Public of the State of Maryland
in and for Anne Arundel County, personally appeared Diane L. Baldwin
and severally acknowledged the foregoin Articles of Incorporation to
be her act.

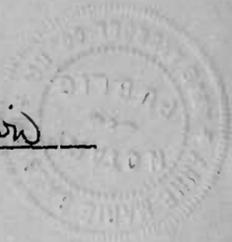
002740

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 390

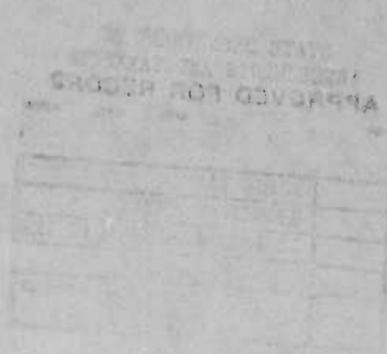
AS WITNESS my hand and notarial seal.

Anne Marie Baldwin
Notary Public



My commission expires:

7-1-86



0000 0342

CLERKS NOTATION
BEST COPY
AVAILABLE



(02) 10

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TYPE 353 VOL. DATE 6-17-185

Stock

(52)

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OT. LP
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	TOTAL CHECK <input checked="" type="checkbox"/> 90

John Baldwin
1717 Remington Dr.
Croyton, Md 21114

1965 JUN 17 P 3:53

0000 0043

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 392

ARTICLES OF INCORPORATION
OF
J.A.B. CONTRACTING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 17, 1985 AT 03:53 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2726, FOLIO 002735 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1943299

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 179134

CLERKS NOTATION
BEST COPY
AVAILABLE

002850

BOOK 172 PAGE 393
CERTIFICATE OF INCORPORATION
OF
FOSTER YACHT SALES, INC.

THIS IS TO CERTIFY, That the undersigned does hereby form a corporation by and under the provisions of the Statutes of the State of Maryland.

(a) The name of the corporation is
FOSTER YACHT SALES, INC.

(b) The purposes for which this corporation is organized is to engage in the business of the purchase and sale of boats and yachts, both sailboats and power boats, and to engage in any activity within the purposes for which corporations may be formed under the laws of the State of Maryland.

(c) The authorized capital stock shall be 1,000 shares of \$100.00 par value per share.

(d) The aforesaid shares of capital stock shall be of one class which shall be common stock with full voting rights.

(e) The management of the business and conduct of the affairs of the corporation shall be governed by the provisions of the Statutes of the State of Maryland.

(f) The address of the initial registered office of the corporation shall be 58 Leeland Rd., Edgewater, Maryland 21037. The initial registered agent of the corporation at said address shall be Jonathan P. Foster.

(g) The number of directors constituting the first board of directors shall be two. The names and addresses of the persons who are to serve as such directors are as follows:

Jonathan P. Foster
58 Leeland Rd., Edgewater, Maryland, 21037

Darilyn T. Foster
58 Leeland Rd., Edgewater, Maryland, 21037

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

51648030

0000 0345

002651

BOOK 172 PAGE 394

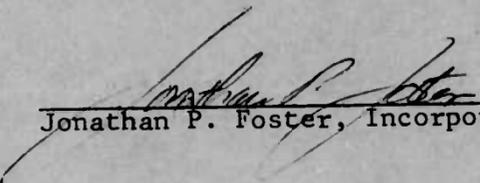
(i) The duration of the corporation shall be perpetual.

(j) The existence of the corporation shall begin on the date of the filing of the Certificate of Incorporation in the office of the Charter Division of the State Department of Assessments and Taxation State of Maryland.

In Witness Whereof, I have signed these articles and acknowledge same to be my act.

Dated:

June 12, 1985


Jonathan P. Foster, Incorporator

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

0000 0346

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 395

002652

02 10

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:31 MO. 6 DAY 31 YEAR 85

(52)

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

SKK

1986 JUN 13 A 10:21

Jonathan Foster
58 Seeland Rd
Edgewater, Md 21037

0000 0347

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 396

ARTICLES OF INCORPORATION
OF
FOSTER YACHT SALES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 13, 1985 AT 10:31 O'CLOCK^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2726 FOLIO 3 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.
002649

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

D1943141

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 179119

CLERKS NOTATION
BEST COPY
AVAILABLE

002471

BOOK 172 PAGE 397

CERTIFICATE OF INCORPORATION
OF

DAYTON TRUBEE & CO., INC.

THIS IS TO CERTIFY, That the undersigned does hereby form a corporation by and under the provisions of the Statutes of the State of Maryland.

(a) The name of the corporation is DAYTON TRUBEE & CO., INC.

(b) The purpose for which this corporation is organized is to engage in the business of the purchase and sale of boats and yachts, both sailboats and power boats, and to engage in any activity within the purpose for which corporations may be formed under the laws of the state of Maryland.

(c) The authorized capital stock shall be 1,000 shares of \$100.00 par value per share.

(d) The aforesaid shares of capital stock shall be of one class which shall be common stock with full voting rights.

(e) The management of the business and conduct of the affairs of the corporation shall be governed by provisions of the Statutes of the State of Maryland.

(f) The address of the initial registered office of the corporation shall be 58 Leeland Rd., Edgewater, Maryland 21037. The initial registered agent of the corporation at said address shall be Dayton O. Trubee III.

(g) The number of directors constituting the first board of directors shall be two. The names and addresses of the persons who are to serve as such directors are as follows:

Dayton O. Trubee, II
58 Leeland Rd., Edgewater, Maryland, 21037

Dayton O. Trubee, III
58 Leeland Rd., Edgewater, Maryland, 21037

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY

1986 JAN 31 AM 11:05

E AUBREY COLLISON
CLERK

51648106

0000 0379

CLERKS NOTATION
BEST COPY
AVAILABLE

002472

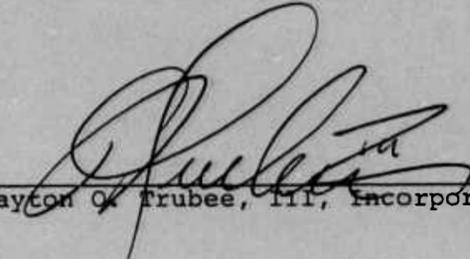
BOOK 172 PAGE 398

(i) The duration of the corporation shall be perpetual.

(j) The existence of the corporation shall begin of the date of the filing of the Certificate of Incorporation in the office of the Charter Division of the State Department of Assessments and Taxation State of Maryland.

In Witness Whereof, I have signed these articles and acknowledge same to be my act.

Dated: 6/12/86


Dayton O. Trubee, III, Incorporator

APPROVED FOR RECORD

0000 0420

CLERKS NOTATION
BEST COPY
AVAILABLE

002473

BOOK 172 PAGE 399

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:30 MO. 5 DAY 13 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 *[Signature]*

(52)

str

Dayton Trubee & Co, Inc.
58 Seeland Rd
Edgewater, Md 21037

0000 0401

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 400

ARTICLES OF INCORPORATION
OF
DAYTON TRUBEE & CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 13, 1985 AT 09:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED 3

RECORDED IN LIBER 2726 FOLIO 002470 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 20 SPECIAL FEE PAID: \$ _____
D1942721

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 179113

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 401

002431

CERTIFICATE OF INCORPORATION
of
COMPUTER DATABASE, INC.

FIRST. The name of this corporation is COMPUTER DATABASE, INC.

SECOND. Its registered office in the State of Maryland is to be located at 861 Buckingham's Cove in Severna Park, County of Anne Arundel. The registered agent in charge thereof is James A. Young at 861 Buckingham's Cove, Severna Park, Md 21146.

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

"the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Corporation Laws of Maryland."

FOURTH. The amount of the total authorized capital stock of this corporation is 1,000 shares of no Par Value.

FIFTH. The name and mailing address of the incorporator is as follows:
NAME: James A. Young, 861 Buckingham's Cove, Severna Park, Md. 21146.

SIXTH. The powers of the incorporator are to terminate upon filing of the certificate of incorporation, and the names(s) and mailing address(es) of persons who are to serve as directors until the first annual meeting of stockholders or until their successors are elected and qualify are as follows:

Name and address of directors
James A. Young, 861 Buckingham's Cove, Severna Park, Md. 21146
Carol L. Young, 861 Buckingham's Cove, Severna Park, Md. 21146
Ted A. Staples, 6610 Deer Creek Drive, Alexandria, Va. 22310

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

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

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

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

It is the intention that the objects, purposes and powers specified in the Third paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or 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.

I, THE UNDERSIGNED, for the purpose of forming a Corporation under the laws of the State of Maryland, do make, file and record this Certificate and do certify that the facts herein are true; and I have accordingly hereunto set my hand.

DATED AT: Severna Park
State of Maryland
County of Anne Arundel

James A Young
Signature

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

51688036

0000 0407

CLERKS NOTATION
BEST COPY
AVAILABLE

(02)

1B

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 2:43 NO. DAY YEAR
6-14-85

Stork

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>

1985 JUN 14 P 2:43

James Young
861 Buckingham Cove
Severna Park, Md 21146

0000 0404

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 403

ARTICLES OF INCORPORATION
OF
COMPUTER DATABASE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 14, 1985 AT 02:43 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

2

RECORDED IN LIBER 2726, FOLIO 002130, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1942648

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 179105

002427

BOOK 172 PAGE 404

ARTICLES OF INCORPORATION

OF

IDEAL PET SERVICES, INC.

FIRST: I, MICHAEL PAPP, whose post office address is Post Office Box 14, Harwood, Maryland, 21776, 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 IDEAL PET 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. The performance of pet sitting duties, including the visiting of pets and other animals at the residence of said animals or their owners for the purposes of feeding and watering and exercising said animals.

2. The boarding and grooming of pets including but not limited to the following: shampooing and hair styling, cleaning ears, clipping nails, flea and tick dipping, transportation of pets and short-term and long-term boarding of pets.

3. The sale of pets and pet supplies.

To engage in any other lawful purpose and business; and to do anything permitted by Section 2-103 of the Corporations and

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

51688230

0000 0426

002428

BOOK 172 PAGE 405

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 Post Office Box 14, Harwood, Maryland 21776. The name and post office address of the Resident Agent of the Corporation in this state is Joseph F. Bruce, Suite 1-C, 537 Ritchie Highway, Severna Park, Maryland 21146. 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 Michael Papp.

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

Michael Papp
MICHAEL PAPP

CLERKS NOTATION
BEST COPY
AVAILABLE

002429.

BOOK 172 PAGE 406

02

15

Stock

52

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

NO. 11:40 MO. DAY YEAR 6-17-85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
40	TOTAL

CHECKED APPROVED BY *JG*

Joseph Bruce
537 Ritchie Highway #1C
Senerma Pk, Md 21146

0000 0428

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 407

ARTICLES OF INCORPORATION
OF
IDEAL PET SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 17, 1985 AT 11:40 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2726, FOLIO 3 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1942630

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 179104

002395

BOOK 172 PAGE 408

H & P MULTI-HULL DEVELOPMENT CORPORATION
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 H & P MULTI-HULL DEVELOPMENT CORPORATION.

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 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 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 Philip Herting and Michael Price.

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

Page 1 of 2

51658208

0000 04/10

BOOK 172 PAGE 409

002396

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.

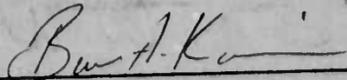
(2) The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications,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

BOOK 172 PAGE 410

002397 .

02 10

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:59 MO. 6 DAY 15 YEAR 85

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

SK

(52)

Krain + Jotridge
60 West St, # 401
Annapolis, Md 21401

0000 04/12

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 411

ARTICLES OF INCORPORATION
OF
H & P MULTI-HULL DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 15, 1985 AT 09:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 2726 FOLIO 002394 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1942580

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. Ashman



A 179099

CLERKS NOTATION
BEST COPY
AVAILABLE

032355

BOOK 172 PAGE 412

CHESAPEAKE ENERGY DEVELOPMENT CORPORATION
A Maryland Close Corporation

ARTICLES OF INCORPORATION

FIRST: I, John K. Crummey, 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:

CHESAPEAKE ENERGY DEVELOPMENT 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 engage in the business of providing engineering and consulting services to the waste to energy industry and to engage in all related lawful activities incident to engineering consultation; 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 principle office of the Corporation in this State is 971 Dogwood Tree Drive, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation is John K. Crummey, P. O. Box 89, 20 West Street, Annapolis, Maryland 21404. 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 THOUSAND (100,000) shares of common stock ONE DOLLAR (\$1.00) par value.

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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

51688505

0000 04/14

CLERKS NOTATION
BEST COPY
AVAILABLE

002356

BOOK 172 PAGE 413

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) directors whose name is Raymond J. Lotito.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 14th day of June, 1985, and I acknowledge the same to be my act.

Jimmy M. Moore
Witness

John K. Crumney
John K. Crumney, Incorporator

-2-

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

0000 04/15

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 414

092357

(02)

15

Stock

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

12:16 MO. DAY YEAR
6-17-85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER 1002P
48	TOTAL
	CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> APPROVED BY

John Crumley
PO BOX 89
Annapolis, Md 21404

0000 04/16

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 415

ARTICLES OF INCORPORATION
OF
CHESAPEAKE ENERGY DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 17, 1985 AT 12:16 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 2726, FOLIO 002354 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1942507

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. Robinson



A 179091

F AND K ENTERPRISES, 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, Frederick M. Dower, whose post office address is 302 Woodshadows Court Millersville, MD 21108 being at least eighteen (18) years of age, do hereby form a corporation under and by virtue of the General laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is: **F and K Enterprises, 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 acquire, develop and sell property.

(2) To do such acts and carry on such business as may be 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 302 Woodshadows Court Millersville, MD 21108. The name and post office address of the Resident Agent in this State is John R. Devitt, 9577 Berger Road, Columbia, MD 21046.

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

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one Director whose name is Frederick M. Dower.

PAGE 1

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

0000 04/18

- EIGHTH: (1) As used in the Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.
- (2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.
- (3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with the proceeding to the fullest extent 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, and the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of 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 NOTATION
BEST COPY
AVAILABLE

002332

BOOK 172 PAGE 418

NINTH: The duration of the Corporation shall be perpetual.
IN WITNESS THEREOF, I have signed these Articles of Incorporation
this 7th day of June, 1985 and I acknowledge the same to be my act.

WITNESS:

Janice A. Haines
Frederick H. Dower
Frederick H. Dower

PAGE 3

0000 0420

002333

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 419

02

1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
11:32		6/17	85
20	TODAY TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
9	OTHER 1-CC 3		
49	TOTAL	CASH <input type="checkbox"/>	APPROVED BY
	CHECK <input checked="" type="checkbox"/>		#

(52)

all

1985 JUN 17 A 11:32

Dewitt + Associates
9577 Berger Rd
Columbia, IL 21046

0000 0421

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 420

ARTICLES OF INCORPORATION
OF
F AND K ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 17, 1985 AT 11:32 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2726, FOLIO 002329 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1942465

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.

R. B. Quinn



A 179087

BOOK 172 PAGE 421

031568

ARTICLES OF AMENDMENT

(Change of Corporate Name)

ADVANCE COMPUTER TECHNOLOGY, INC., a Maryland Corporation having its principal office in Montgomery County, Maryland, 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 ADVANCE COMPUTER TECHNOLOGY, INC. and inserting in lieu thereof the following:

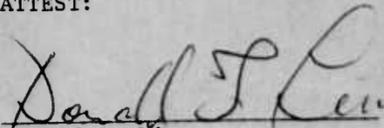
ADVANCE DIGITAL INFORMATION SYSTEMS, INC.

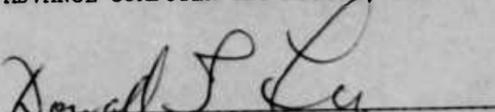
SECOND: The amendment of the charter of the Corporation as herein above set forth has been duly advised by the Board of Directors and there is no stock entitled to vote on the matter either outstanding or subscribed for at the time of approval.

IN WITNESS WHEREOF, ADVANCE COMPUTER TECHNOLOGY, INC. has caused these presents to be signed in its name and on its behalf by its president and attested by its secretary on the 20th day of June, 1985.

ATTEST:

ADVANCE COMPUTER TECHNOLOGY, INC.


Donald T. Liu


Donald T. Liu, President

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

0000 0423

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 422

001669

The undersigned, Donald T. Liu, President of ADVANCE COMPUTER TECHNOLOGY, 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 Article of Amendment to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, that the matters and facts set forth herein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

Donald T. Liu
Donald T. Liu

APPROVED FOR RECORD

Witness:

Pamela J. Potter
Pamela J. Potter
Asst. Secretary

NOTE: The previous Articles of Incorporation have been filed with the State Department of Assessments & Taxation on 30 April 1985 at 12:06 p.m.

0000 0424

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 423

CO1570

SEARCHED	
INDEXED	
SERIALIZED	
FILED	

Out of Order
4/24/85 09A

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME *10:41* MO. *6* DAY *24* YEAR *85*

BONUS TAX	
RECORDING FEE	
LIMITED PARTNERSHIP FEE	
OTHER	
TOTAL	

CASH CHECK APPROVED BY *PCM*

No fee

1985 JUN 24 A

William F. X. Becker
17 W. Jefferson St
Rockville, Md 20850

0000 06/25

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 424

ARTICLES OF AMENDMENT
OF
ADVANCE COMPUTER TECHNOLOGY, LTD.
Changing its name to
ADVANCE DIGITAL INFORMATION SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 24, 1985 AT 10:41 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728 , FOO 001567 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____
RECORDING FEE PAID: \$ N/A
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 179078

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 425

001657

BRUIN ATHLETIC BOOSTERS CLUB, INC.

ARTICLES OF AMENDMENT

BRUIN ATHLETIC BOOSTERS CLUB, 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 Article II, paragraphs fourteen (14) and fifteen (15), and inserting in lieu thereof the following:

Article II, (new) paragraph 14, and 15;

14. Said Corporation/organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law).

15. No part of the net earnings of the Corporation/organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the Corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes.

No substantial part of the activities of the Corporation/organization shall be carried on of propaganda, or otherwise attempting to influence legislation, and the Corporation/organization 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.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

51788222

0000 8427

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 426

001658

Notwithstanding any other provisions of these articles, the Corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from Federal income tax under Section 501(c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation/organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding provisions of any future United States Internal Revenue Law).

Article III-- Dissolution, add to present paragraph;

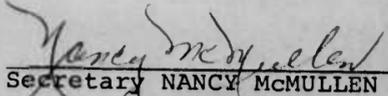
However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of the Corporation/organization shall be distributed to a fund, foundation or corporation organized or operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law.)

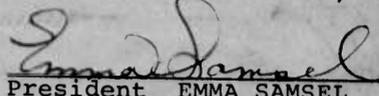
SECOND: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the board of directors and approved by the members of the corporation.

IN WITNESS WHEREOF: BRUIN ATHLETIC BOOSTERS CLUB, 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 this 12 day of June, 1985.

ATTEST:

BRUIN ATHLETIC BOOSTERS CLUB, INC.


Secretary NANCY McMULLEN


President EMMA SAMSEL

0000 0428

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 427

-3-

001659

THE UNDERSIGNED, President (or Vice President) of
BRUIN ATHLETIC BOOSTERS CLUB, 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 her knowledge, information and belief, the
matters and facts therein with respect to the approval thereof are
true on all material respects, under the penalties of perjury.


President EMMA SAMSEL

0000 0429

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 428

001660

(09) Art of Amend
and

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:50 MO. 06 DAY 27 YEAR 85

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

O. James Shuck
1358 Cape St. Claire Rd.
Cape St. Claire, Annap, Md
21401

0000 0488

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 429

ARTICLES OF AMENDMENT
OF
BRUIN ATHLETIC BOOSTERS CLUB, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 27, 1985 AT 9:50 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728, FOLIO 001656 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 179076

001546

BOOK 172 PAGE 430

SEAVISIONS, INC.
ARTICLES OF DISSOLUTION

First: The name of the corporation is SEAVISIONS, INC.
Second: The address of the principal office of the corporation is 818 Bradford Avenue, Arnold, Maryland 21012.
Third: The name and address of a resident agent of the corporation who shall serve for one year after dissolution and until the affairs of the corporation are wound up is John Shoemaker, 818 Bradford Avenue, Arnold, Maryland 21012.
Fourth: The name and address of each of the directors is as follows:

No board of directors exists.

Fifth: The name, title, and post office address of the officers is as follows:

John Shoemaker, President, 818 Bradford Ave., Arnold, Md. 21012
Patrice Shoemaker, Secretary, (same as above).
Timothy Shoemaker, Treasurer, (same as above).

Sixth: The dissolution of the corporation was approved in the manner and by the vote required by law and by the charter of the corporation. The dissolution of the corporation was duly authorized by the board of directors and stockholders of the corporation.

Seventh: The corporation has no known creditors.

The undersigned certify under penalties of perjury that to the best of my knowledge, information and belief, the matters and facts set forth in these Articles of Dissolution with respect to the approval thereof are true in all material respects.
Attest:

Secretary:

Patrice Shoemaker

President:

John Shoemaker

SI 01 V 6-11V 5861
APR 9 1986

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

51488164

0000 0487

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 431

001547



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:

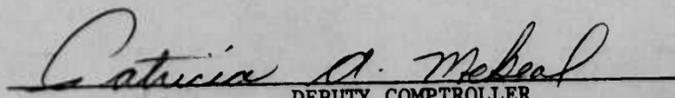
THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

SEAVISIONS INC.

have been paid.

WITNESS my hand and official seal this

3rd day of APRIL A.D. 1985.


DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

PS-409

0000 0427

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 432

001548

19 18

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:24 MO. DAY YEAR 5/28/85

	LAND TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
30	OTHER <i>Special Fee</i>
50	TOTAL
	CASH <input type="checkbox"/> APPROVED BY <input checked="" type="checkbox"/>
	CHECK <input checked="" type="checkbox"/>

(52)

John Shoemaker
818 Bradford Ave
Annand, Ill 21012

0000 0484

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 433

ARTICLES OF DISSOLUTION
OF
SEAVISIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1985 AT 10:24 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728 FOLIO 001545 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.

[Handwritten Signature]



A 179046

BOOK 172 PAGE 434

001522

GALESVILLE VOLUNTEER FIRE DEPARTMENT, INC.

ARTICLES OF AMENDMENT

GALESVILLE VOLUNTEER FIRE DEPARTMENT, INC. a Maryland corporation having its principal office in Anne Arundel County, hereinafter called "Corporation", hereby certifies to the State Department of Assesments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended; and in such design and with intent to conform this Volunteer Fire Department organization to Internal Revenue Code §501 (c) (3) requirements; and therefore Article Sixth of the heretofore Amended Articles of Incorporation is deleted; and in lieu thereof insert the following:

SIXTH:

1. Said corporation/organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law).

2. No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c) (3) purposes.

No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization 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/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation/organization,

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

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51708291

0000 0426

001523

BOOK 172 PAGE 435

contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law)

3. Upon dissolution of the corporation/organization, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation/organization, dispose of all of the assets of the corporation/organization exclusively for the purposes of the corporation/organization in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes as at the time shall qualify as an exempt organization(s) under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation/organization is then located, exclusively for such purposes or to such organization(s) , as said Court shall determine, which are organized and operated exclusively for such purposes.

4. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation/organization shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any futher United States Internal Revenue Law).

SECOND: The amendments of the Charter of the Corporation as hereinabove set forth have been duly advised by the Board of Directors and approved by the members of the Corporation.

(The Articles of Incorporation as now amended contain ¶ I and II of the original August 15, 1930 Articles; and ¶ III, IV, V, and VII of amendments dated July 8, 1984, and ¶ VI recited above.)

CLERKS NOTATION
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AVAILABLE

001524

BOOK 172 PAGE 436

IN WITNESS WHEREOF: Galesville Volunteer Fire Department, 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 17th day of June, 1985.

ATTEST: GALESVILLE VOLUNTEER FIRE DEPARTMENT, INC.

N. C. Scotten IV
President
N. C. SCOTTEN IV

Robert S. Moulton
Secretary

THE UNDERSIGNED, President of GALESVILLE VOLUNTEER FIRE DEPARTMENT, 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 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.

N. C. Scotten IV

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 437

001525

(09) art of amend
15

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:00 MO. 6 DAY 19 YEAR 85

	BONUS TAX
n/a	RECORDING FEE
	LIMITED PARTNERSHIP FEE
9	OTHER 1003P
9	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> [Signature]

2 checks

Paul Mr Henry
5087 Solomons Island Rd
Bethesda Md 20711

0000 0489

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 438
ARTICLES OF AMENDMENT
OF
GALESVILLE VOLUNTEER FIRE DEPARTMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 19, 1985 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728, FOLIO 001521, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____ RECORDING FEE PAID: \$ N/A SPECIAL FEE PAID: \$ _____

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

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

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

G. B. Johnson



A 179041

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 439

KEMP PROPERTIES, INC.

002863

ARTICLES OF TRANSFER

ARTICLES OF TRANSFER entered into this 21st day of June, 1985 by and between Kemp Properties, Inc. (a Maryland corporation) (hereinafter sometimes referred to as the "Transferor"), and Monsanto Company (a Delaware Corporation, (hereinafter sometimes referred to as the "Transferee").

THIS IS TO CERTIFY:

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

SECOND: The name, state of incorporation and principal place of business of Transferor are Kemp Properties, Inc., a Maryland corporation, 7280 Baltimore Annapolis Boulevard, Glen Burnie, Maryland 21061.

THIRD: The name, state of incorporation and name and address of the Transferee as a party to these Articles of Transfer are as follows:

Monsanto Company, a Delaware corporation which was formed under the general laws of the State of Delaware on April 19, 1933, with its resident agent office in Delaware located at Corporation Trust Building, 1209 Orange Street, Wilmington, Delaware 19801. Monsanto Company was qualified to do business in the State of Maryland on October 31, 1973, and its resident agent in Maryland is Corporation Trust, Incorporated, 32 South Street, Baltimore, Maryland 21202.

FOURTH: The nature and amount of the consideration to be paid for the property and assets hereby transferred to it as set forth in Article NINTH herein, is Four Million One Hundred Twenty-six Thousand Dollars (\$4,126,000.00).

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

51788084

51788085

0000 0471

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 440

002664

FIFTH: The principal office of Transferor is in the County of Anne Arundel, State of Maryland. The only place in which Transferor owns property, the title to which could be affected by the recording of an instrument among the land records, is in Anne Arundel County. ✓

SIXTH: The principal office of the Transferee in the State of Maryland is 32 South Street, Baltimore, Maryland 21202. The principal place of business of the Transferee is located at 800 North Lindbergh Boulevard, St. Louis, Missouri 63167.

SEVENTH: The Board of Directors of Transferor, at a Special Meeting on June 17, 1985, duly adopted a resolution declaring that the transfer of substantially all the assets of Transferor as herein set forth is advisable and directing that these Articles of Transfer be submitted for action thereon by the stockholders of Transferor at the next special meeting of stockholders, all in the manner and by the vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferor.

By Special Meeting dated June 17, 1985, all of the stockholders of the Transferor entitled to vote thereon approved the transfer in the manner required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferor.

EIGHTH: As to Transferees, the transfer to be effected pursuant to these Articles of Transfer has been duly approved by The Board of Directors of Monsanto Company at a regular meeting held on April 26, 1985.

NINTH: In consideration of the payment to Transferor of Four Million One Hundred Twenty-six Thousand Dollars (\$4,126,000.00) in accordance with the terms and conditions of the Agreement, Transferor does hereby bargain, sell, deed, grant, convey, transfer, set over and assign to Transferee, its successors and assigns by quit claim all of its right, title and

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 441

002565

interest; if any, in and to the real property located at 7280 Baltimore Annapolis Boulevard, Glen Burnie, Maryland 21061 and 7354 Baltimore Annapolis Boulevard, Glen Burnie, Maryland 21061, which properties are substantially all of the assets of Transferor.

TENTH: These Articles of Transfer are executed, acknowledged, sealed and delivered in the State of Missouri by Transferor and Transferee, 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 performed within the State of Missouri.

ELEVENTH: It is expressly agreed by the parties hereto that the Transferee is not and shall not be liable for any of the debts and obligations of the Transferor.

IN WITNESS WHEREOF, Kemp Properties, Inc. and Monsanto Company, 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 party to these Articles of Transfer by the president or vice president, as the case may be, and attested by the secretary or an assistant secretary of the Transferor and Transferee, as of this 27th day of June, 1985.

ATTEST: KEMP PROPERTIES, INC.
(a Maryland corporation)

James F. Kenaley Secretary By William S. Keigler (SEAL)
William S. Keigler, President

ATTEST: MONSANTO COMPANY
Karel Danek Assistant Secretary By [Signature] (SEAL) Executive Vice-President Rbc

William S. Keigler, President of Kemp Properties, Inc. (a Maryland 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

0000 0443

CLERKS NOTATION
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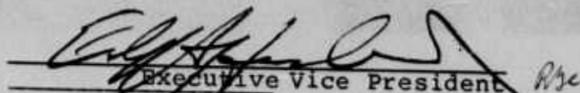
BOOK 172 PAGE 442

002366

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.


William S. Keigler, President

Earle H. Harbison, Jr., Executive Vice President of Monsanto Company (a Delaware 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.


Executive Vice President

CLERKS NOTATION
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AVAILABLE

Transferor - Kemp Properties, Inc. (MD)

BOOK 172 PAGE 443

002867

Transferee - Monsanto Company (DE)

16

Out of Transfer

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 25 MO. DAY YEAR
9:10 6 27 85

	BONUS TAX
26	RECORDING FEE
	LIMITED PARTNERSHIP FEE
4	OTHER City convenience
24	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>

A.A. County
land recs

1chk - 24
1chk - 75,505.80

Ticon Title Insurance
William Sackville, Esq.
8201 Corporate Drive, #730
Landover, Md 20785

0000 0445

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 444

ARTICLES OF TRANSFER

BETWEEN

KEMP PROPERTIES, INC. (MD CORP.) TRANSFEROR

AND

MONSANTO COMPANY (DE CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 27, 1985 AT 9:25 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 002658 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ 20.00	\$ _____
Cert. of Conv.-A. A. Co.-Land Rcds.	4.00	
	<u>24.00</u>	

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

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

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

Paul B. Johnson



A-179031

CLERKS NOTATION
BEST COPY
AVAILABLE

002529

BOOK 172 PAGE 445

ARTICLES OF AMENDMENT
OF
RUSSELL B. MASON ASSOCIATES, INC.
A CLOSE CORPORATION

FIRST: The undersigned, Russell B. Mason, the sole stockholder and director, and the president, secretary, and treasurer of the corporation, being at least eighteen (18) years of age, does hereby file these Articles of Amendment, which were approved by a unanimous vote of the directors and shareholders at a joint meeting of directors and shareholders of the Corporation on May 20, 1985.

SECOND: Article SEVENTH of the original Articles of Incorporation are amended to add the following provision:

Upon a unanimous vote of all stockholders of the corporation, the corporation may exist without a board of directors, and the corporation shall be run by the stockholders, pursuant to Maryland Annotated Code, Corporations and Associations Article 4-301, et.seq.

THIRD: The entire, original Articles of Incorporation are repeated, reaffirmed, and incorporated as if fully set forth herein, except as modified by paragraph SECOND, herein.

IN WITNESS WHEREOF, I have signed these Articles of Amendment and acknowledge them to be my act, this 14th day of June, 1985.

Attest:

Russell B. Mason
Russell B. Mason, secretary

Russell B. Mason (SEAL)
Russell B. Mason, sole Director,
stockholder, president,
treasurer and secretary

I, Russell B. Mason, President of Russell B. Mason Associates, Inc., a Close Corporation, hereby acknowledge on behalf of the Russell B. Mason Associates, Inc., a Close Corporation, that the foregoing Articles of Amendment are the corporate act of said corporation and further certify under the penalties of perjury to the best of my knowledge, information, and belief, the matters and facts set forth in the Articles are

1986 JAN 31 AM 11:05
RECEIVED FOR RECORD
CLERK OF COURT, BALTIMORE COUNTY

0000 0447

002530

true in all material respects.

Russell B. Mason Associates, Inc.,
A Close Corporation

By: *Russell B. Mason*
Russell B. Mason, President

788 571

CLERKS NOTATION
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CLERKS NOTATION
BEST COPY
AVAILABLE

002531

BOOK 172 PAGE 447

09

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:22 MO. 6 DAY 19 YEAR 85

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

Rehelt, Hussbaum + Brown

PO Box 627

Greenbelt, Md 20770

0000 0479

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 448

ARTICLES OF AMENDMENT
OF
RUSSELL B. MASON ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 19, 1985 AT 9:22 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 002528 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. Arlison



A 179010

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 449

002501

COMMERCIAL CEILING CLEANERS, INC.

ARTICLES OF DISSOLUTION

1. Corporation Name: Commercial Ceiling Cleaners, Inc.

2. Address: Elaine Kendrick
1801 Oriole Court
Severn, Maryland 21144

3. Resident agent: Same as number 4 below.

4. Director, only 1: Jean Rosenbloom
225 Granville Drive
Silver Spring, MD 20901

5. Officers: Same as 4 above for address

Jean Rosenbloom	President
Daniel Rosenbloom	Vice President
Elaine Kendrick	Secretary

1985 APR 15 A 10:38

6. The dissolution of the corporation was approved in the manner and by the vote required by law and by the charter of the corporation. The dissolution of the corporation was duly authorized by the board of directors and stockholders of the corporation.

7. The corporation has no known creditors.

Elaine Kendrick
Secretary Elaine Kendrick

Jean Rosenbloom
President Jean Rosenbloom

I declare under the penalties of perjury that the dissolution of Commercial Ceiling Cleaners, Inc. is a corporate act.

Jean Rosenbloom
President Jean Rosenbloom

51708272

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY

1986 JAN 31 AM 11:05

E. AUBREY COLLISON
CLERK

0000 0461

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 450

002502



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:

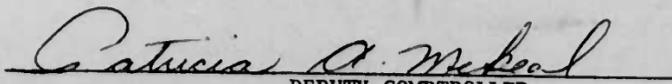
THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

COMMERCIAL CEILING CLEANERS INC.

have been paid.

WITNESS my hand and official seal this

3rd day of APRIL A.D. 1985.


DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

P 3-409

0000 0482

CLERKS NOTATION
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BOOK 172 PAGE 451

002503

CHANGE OF .	
NAME	
PRINCIPAL OFFICE	<input checked="" type="checkbox"/>
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	<input checked="" type="checkbox"/>

85 filed herewith (NA)

19 18

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:03 NO. DAY YEAR 6/19/85

(50)	20	BONUS TAX
		RECORDING FEE
		LIMITED PARTNERSHIP FEE
	30	OTHER Special Fee
	50	TOTAL
		CASH <input type="checkbox"/> APPROVED BY
		CHECK <input checked="" type="checkbox"/> A

Jean Rosenbloom
225 Genville Dr.
Silver Spg, Md 20901

0000 0463

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 452
ARTICLES OF DISSOLUTION
OF
COMMERCIAL CEILING CLEANERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 19, 1985 AT 11:03 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2727, FOLIO 002500 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.
[Signature]



A 179004

LAW OFFICE
HYATT, C
WINEG
1819 WEST
P. O. BOX
ANNAPOLIS, M

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 453

001185

ARTICLES OF AMENDMENT OF
PROFESSIONAL BACKHOE SERVICE, INC.

Professional Backhoe Service, Inc., a Maryland corporation, having its principal office at 2863 Southhaven Road, 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 by adding the following language to the head of the Charter document:

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

SECOND: the Charter of the Corporation is hereby amended by adding thereto the following new Article ELEVENTH:

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

THIRD: by written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advised the foregoing amendments and by written informal action unanimously taken by the stockholders of the Corporation in 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, Professional Backhoe Service, 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 23 day of May, 1985, and its President acknowledges that these Articles of Amendment are the act and deed of Professional Backhoe 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:

PROFESSIONAL BACKHOE
SERVICE, INC.

Sharon Ann Smith
Sharon Ann Smith,
Secretary

By: *Stephen M. Smith*
Stephen M. Smith,
President

81.1

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JUN 31 AM 11:05

E AUBREY COLLISON
CLERK

51728302

0000 0465

LAW OFFICES
HYATT, CHEP &
WINEGRAD
1819 WEST STREET
P. O. BOX 1852
ANNAPOLIS, MD. 21404

CLERKS NOTATION
BEST COPY
AVAILABLE

001486

BOOK 172 PAGE 454

ARTICLES OF AMENDMENT OF PROFESSIONAL BACKHOE SERVICE, INC.	LAW OFFICES HYATT, CHEP & WINEGRAD, P.A. 1919 WEST STREET P. O. BOX 1852 ANNAPOLIS, MARYLAND 21404
--	---

9/21/85
A 12 NOV 5 58A

15
09

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

NO. 421/85 DAY 9/21/85 YEAR 1985

TIME	9:16
RECORDING FEE	20
RECORDING PARTNERSHIP FEE	20
OTHER	
TOTAL CASH	40
TOTAL CHECK	0
APPROVED BY	<i>[Signature]</i>

CLERKS NOTATION
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BOOK 172 PAGE 455

ARTICLES OF AMENDMENT
OF
PROFESSIONAL BACKHOE SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 21, 1985 AT 9:16 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728, FOLIO 1484 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. Orlin



A 178982

CLERKS NOTATION
BEST COPY
AVAILABLE

ASSOCIATED ENTERPRISE DEVELOPMENT, INC.

ARTICLES OF AMENDMENT

ASSOCIATED ENTERPRISE DEVELOPMENT, INC., a Maryland corporation, having office at 1623 FOREST DRIVE, SUITE 302, ANNAPOLIS, ANNE ARUNDEL COUNTY, MARYLAND 21403, (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 deleting therefrom in its entirety Article "SECOND" and substituting in lieu thereof the following new Article "SECOND":

"SECOND: The name of the corporation (which is hereinafter referred to as "corporation") is: ASSOCIATED ENTERPRISES, INC."

SECOND: The Charter of the Corporation is hereby amended by deleting therefrom in its entirety Article "FOURTH" and substituting in lieu thereof the following new Article "FOURTH":

"FOURTH: The post office address of the place where the principal office of the Corporation in the State of Maryland will be located is 120 ADMIRAL COCHRANE DRIVE, ANNAPOLIS, ANNE ARUNDEL COUNTY, MARYLAND 21401. The resident agent of the Corporation is ESSOM V. RICKS, JR. whose post office address is 3 CHURCH CIRCLE NO. 176, ANNAPOLIS, ANNE ARUNDEL COUNTY, MARYLAND 21401. Said Resident Agent is a citizen of the State of Maryland and actually resides therein."

THIRD: The Charter of the Corporation is hereby amended by deleting therefrom in its entirety Article "FIFTH" and substituting in lieu thereof the following new Article "FIFTH":

"FIFTH: The total number of shares of capital stock which the Corporation is authorized to issue is Two Hundred Thousand (200,000) shares of Common Stock, of which One Hundred Thousand (100,000) shares of par value of Fifty Cents (\$0.50) each are Class A Common Stock, and One Hundred Thousand (100,000) shares of par value of Fifty Cents (\$0.50) each are Class B Common Stock. The aggregate par value of all Classes having par value is One Hundred Thousand (\$100,000).

A description of each Class of Stock with its rights, voting powers, restrictions, limitations as to dividends, and qualifications is as follows:

1. The Class A Common Stock and the Class B Common Stock shall be identical in all respects, except as otherwise specifically provided hereinbelow.

51768235



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RECEIVED FROM RECORDS
ANNAPOLIS, ANNE ARUNDEL COUNTY
1986 JAN 31 AM 11:05
E. AUBREY COLLISON
CLERK

2. The holders of Class A Common Stock shall have no voting rights, powers or privileges for any purposes, and the holders of Class B Common Stock, shall have all voting rights, powers and privileges as stockholders of the Corporation.

3. Stock dividends payable in Class A Common Stock may be paid only to holders of Class A Common Stock; Stock dividends payable in Class B Common Stock may be paid only to holders of Class B Common Stock."

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

FIFTH: The manner and basis of implementing the recapitalization effected by these Articles of Amendment shall be as follows:

Upon acceptance of these Articles of Amendment by the State Department of Assessments and Taxation of Maryland, each of the outstanding shares of Common Stock of the Corporation shall forthwith be surrendered in exchange for one (1) share of Class A Common Stock of the Corporation and one (1) share of Class B Common Stock of the Corporation. The shares so surrendered shall be cancelled.

IN WITNESS WHEREOF, ASSOCIATED ENTERPRISE DEVELOPMENT, 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 THIRD day of June, 1985, and its President acknowledges that these Articles of Amendment are the act and deed of ASSOCIATED ENTERPRISE DEVELOPMENT, 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:

ASSOCIATED ENTERPRISE DEVELOPMENT, INC.

Atsuy B. Blackshear
Secretary

By:

Leonard A. Blackshear
Leonard A. Blackshear, President

CLERKS NOTATION
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001420

BOOK 172 PAGE 458

Act of Amend
1B 09A

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:13 NO. 6 DAY 13 YEAR 85

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

1985 JUN 13 A 10:13

Essom Ricks, Jr.
3 Church Circle, #176
Annapolis, Md 21401

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 459

ARTICLES OF AMENDMENT
OF
ASSOCIATED ENTERPRISE DEVELOPMENT, INC.
Changing its name to
ASSOCIATED ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 13, 1985 AT 10:13 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728, FOLIO 001417 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20.00

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. Johnson



A 178967

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 460

000932

ARTICLES OF INCORPORATION

OF

CHEROKEE HOMES, INC.

1986 JUL -5 P 10:41

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, JAMES L. VOSS whose post office address is 407 Cleveland Road, Linthicum, Maryland 21090, and JOHN E. BRANHAM, whose post office address is 8133 Hogneck Road, Pasadena, Maryland 21122, 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 :

CHEROKEE HOMES, INC.

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

(A) To engage in the general speculative and custom home building business, including the erection of homes, flats, apartments, and all commercial and industrial buildings; to operate a contracting business. Said business to include general construction business including designing, constructing, enlarging, extending, repairing, completing, removing or otherwise engaging in any work on residential, commercial or industrial structures, using any building materials and techniques now employed or to be employed.

(B) To maintain a consulting service in the field of construction, both residential and commercial.

(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 of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of

1986 JAN 31 AM 11:06

E. AUBREY COLLISON
CLERK

1

51868474

0000 0462

BOOK 172 PAGE 461

000933

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 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 407 Cleveland Road, Linthicum, Maryland 21090. The resident agent of the Corporation is JOHN E. BRANHAM, whose post office address is 8133 Hogneck Road, Pasadena, Maryland 21122. 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 JAMES L. VOSS and JOHN E. BRANHAM 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

000935

BOOK 172 PAGE 463

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 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 10th day of June, 1985.

Donna M. Harris
Witness

James L. Voss (SEAL)
JAMES L. VOSS

Donna M. Harris
Witness

John E. Branham (SEAL)
JOHN E. BRANHAM

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 10th day of June, 1985, before, me the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared JAMES L. VOSS and JOHN E. BRANHAM 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.

My Commission Expires:
July 1, 1986

Donna M. Harris
Notary Public



CLERKS NOTATION
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000937

BOOK 172 PAGE 465

(52)

ARTICLES OF INCORPORATION

OF

10

CHEROKEE HOMES, INC.

(02)

STATE DEPARTMENT OF
REGISTRATION AND TAXATION
APPROVED FOR RECORD

TAX 10:44 1-5-85

20	20	20	20
11	11	11	11
51	51	51	51

APPROVED BY
DATE
NOV 1985

SCHERER & CUTTLER

ATTORNEYS AT LAW
24 CRAIN HIGHWAY, S.W.
GLEN BURNIE, MARYLAND 21061
TELEPHONE: 766-0464
AREA CODE 301

Stock

0000-0467

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 166

ARTICLES OF INCORPORATION
OF
CHEROKEE HOMES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 05, 1985 AT 10:44 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733, FOLIO 000931 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1960749

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 180890

1986 JAN 2
E. AUBREY COLLISON
CLERK

CLERKS NOTATION
BEST COPY
AVAILABLE

000893

BOOK 172 PAGE 467

ARTICLES OF INCORPORATION
OF
STEPHEN JONES ENTERPRISES, INC.

THIS IS TO CERTIFY:

That we, the subscribers, Stephen C. Jones, 752 Stinchcomb Road, Severna Park, Maryland 21146, and Carol Dean Jones, 752 Stinchcomb Road, Severna Park, Maryland 21146, both being citizens of the State of Maryland, and being of full legal age, do hereby certify that we 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.

FIRST: The name of said corporation is:

"STEPHEN JONES ENTERPRISES, INC."

SECOND: The purpose or 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 carry freight for hire, general hauling, to receive and load all varieties of commercial freight on board highway motor vehicles; to transport such freight to various destinations in the State of Maryland or throughout the United States, and to buy, sell and otherwise deal in and with tractors, trailers, dump trucks, garbage trucks, suitable for commercial trucking, and to maintain and repair the same.

51898161

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY
1986 JUN 31 AM 11:06
E. AUBREY COLLISON
CLERK

0000 0469

BOOK 172 PAGE 468

000834

b. To take, purchase or otherwise acquire and to hold, sell, convey, exchange, hire, lease, pledge, mortgage and otherwise deal in and dispose of all kinds of personal property, chattels, chattels real choses in action, notes, bonds, mortgages and securities.

c. To make mortgages and other loans and advances, secured by liens on real and personal property, or other evidence of indebtedness or securities.

d. To act as agent in the managements of operation and handling of real and personal property, of every nature and description and wheresoever situated.

e. To purchase, own, hold, lease, convey, mortgage, pledge, transfer, or otherwise acquire, or dispose of, land, water rights, mills, factories, building and other structures, and all other property, both real and personal, of every description, or any interest therein, necessary or desirable for carrying on the aforesaid business.

f. To acquire by purchase, lease, or otherwise, the property rights, business, goodwill, franchises, and assets of every kind of any corporation, association, firm or individual, carrying on in whole or in part, the aforesaid business, or any other business, in whole or in part, that the corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay any property rights, business, goodwill, franchise and assets so

BOOK 172 PAGE 469

000895

acquired in the stocks, bonds, or other securities of the corporation or otherwise, in the manner prescribed by Law.

g. To borrow money, to make and issue its bond, notes, bills of exchange and other obligations, and to mortgage, pledge, and hypothecate any stocks, bonds or other evidence of indebtedness, and any other property held by it, as the law will permit.

h. To hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage, pledge, or otherwise dispose of bonds, certificates of indebtedness, shares of the corporation, stocks and securities, created by any other corporation or corporations and while the holder thereof, to exercise all the privileges of ownership, including the right to vote therein.

i. To acquire, purchase and hold real and personal property, of every nature and description and wheresoever situated, for and on behalf of any individual or corporation, and to manage, control, operate, purchase, sell, mortgage, lease, improve, invest, and deal in said real and personal property.

Provided, however, that nothing herein contained shall be construed as limiting or restricting in any way the general powers granted a corporation incorporated under the General Incorporation Laws of the State of Maryland, and all the foregoing shall be done in accordance with the Laws of the State of Maryland.

BOOK 172 PAGE 470

000836

THIRD: The corporation may exercise all or any of its corporate powers and rights, in the State of Maryland, and in the various other States, Territories, or possessions of the United States, or in the District of Columbia, and in all or any foreign countries, so far as permitted by the laws thereof.

FOURTH: That the principal office of said corporation in the State of Maryland shall be located at 752 Stinchcomb Road, Severna Park, Maryland 21146, and the corporation's resident agent is Stephen C. Jones, a citizen of the State of Maryland, and his address is 752 Stinchcomb Road, Severna Park, Maryland 21146.

FIFTH: The total amount of authorized capital stock of said corporation shall consist of One Thousand (1,000) shares at no par value.

SIXTH: The said corporation shall have not less than three directors nor more than nine directors, and Stephen C. Jones, Carol Dean Jones and Robert E. Jones shall act as such until the first annual meeting of the corporation, or until their successors are fully chosen and qualified.

SEVENTH: The Board of Directors of this Corporation is hereby empowered to authorize the issuance of shares of its stock of any class from time to time, 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 limitation and restrictions, if any, as may be set forth in the By-Laws of the corporation.

BOOK 172 PAGE 471

000897

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

NINTH: In furtherance, and not in limitation of the powers conferred by statute, the Board of Directors are expressly authorized:

To fix the amount to be reserved as working capital.

In the absence of fraud, 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 and/or stockholders of this corporation are pecunarily or otherwise interested in, or are directors or officers and/or stockholders of such other corporation.

Any director, individually, or any firm of which any of the directors may be a member, may in the absence of fraud, be a party to, or be pecunarily or otherwise interested in, any contract or transaction of this corporation, provided only that the fact that he or such firm is so interested shall be disclosed or shall have been known to the directors or a majority thereof. Any contract, transaction or act of this 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 and by these Articles of Incorporation be as valid and as binding as though ratified by every stockholder of this corporation.

CLERKS NOTATION
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BOOK 172 PAGE 472

000898

TENTH: This corporation is formed upon the articles, conditions and provisions herein expressed, and is subject in all respects to the provisions and limitations relating to corporations which are contained in the statutes of the State of Maryland, governing and providing for the formation of corporations under its general laws.

IN WITNESS WHEREOF, we, the subscribers, have hereunto set our hands and seals this 25th day of June, 1985.

ATTEST:

Clare C. Hirschman
Clare C. Hirschman

Stephen C. Jones (SEAL)
Stephen C. Jones
Carol Dean Jones (SEAL)
Carol Dean Jones

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, To Wit:

I HEREBY CERTIFY, that on this 25th day of June, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Stephen C. Jones and Carol Dean Jones and they each acknowledged the foregoing Articles of Incorporation to be their act and deed.

AS WITNESS my hand and Notarial Seal.

Clare C. Hirschman
Clare C. Hirschman Notary Public

My Commission expires:
July 1, 1986

0000 04/14

CLERKS NOTATION
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BOOK 172 PAGE 473

000899

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

1B

TIME	NO.	DAY	YEAR
12:20		7	8 85
20	DRG. & CAR. FEE		
22			
11	OTHER	1005P	
53	TOTAL	CASE	OK
	CHECK		

(52)

stock

1985 JUL - 8 12:22

Richard L. May, P.A.
74 Baltimore Annapolis Blvd.
Glen Burnie, Md 21001

0.000 04/15

CLERKS NOTATION
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BOOK 172 PAGE 474

ARTICLES OF INCORPORATION
OF
STEPHEN JONES ENTERPRISES, INC.

APPROVED AND RECEIVED FOR-RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 08, 1985 AT 12:20 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED 7

RECORDED IN LIBER 2733, FOLIO 000832 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1960673

TO THE CLERK OF THE CIRCUIT COURT OF

ANNIE ARUNDEL

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

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

G. B. Arundel



A 180884

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 475

000616

SOFTWARE CARE MANAGEMENT SYSTEMS, INC.
ARTICLES OF INCORPORATION

FIRST: I, John E. Baum, whose post office address is 36 South Charles Street, Suite 2000, Baltimore, Maryland 21201, 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

Software Care Management Systems, Inc.

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

(1) To engage in the business of design and development of health care related computer software and software systems 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.

FOURTH: The post office address of the principal office of the Corporation in this State is 4860 Church Lane, Galesville, Maryland 20765. The name and post office address of the Resident Agent in this State are Sally Ann Sohr, 4860 Church Lane, Galesville, Maryland 20765. 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, provided that the number of directors 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. The names of the directors who shall act until the first annual meeting and until their successors are duly chosen and qualified are:

James Saltzman
Sally Ann Sohr

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:

1986 JAN 31 AM 11:06

E. AUBREY COLLISON
CLERK

51898022

0000 0417

CLERKS NOTATION
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BOOK 172 PAGE 476

000S17

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

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

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

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

(4) With respect to:

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

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

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

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

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

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BOOK 172 PAGE 477 000618

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

such action shall be effective and valid if taken or approved by an affirmative vote of a majority of the shares entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article SEVENTH, paragraph (4).

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

NINTH: The 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 30 day of July, 1985 and I acknowledge the same to be my act.

WITNESS:

Arthur A. Miller

John E. Baum
John E. Baum

COR193-W.1
24:03:7/3/85
42475-00

0000 04/9

CLERKS NOTATION
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BOOK 172 PAGE 478

000819

02 1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
2:39	7	5	85
20	ORG. & CAP. FEE		
28	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
9	OTHER 100-3		
49	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/>		
	APPROVED BY <i>PCM</i>		

(52)

SKK

Shapiro & Olander
36 S. Charles St.
Balto, Md 21201

1985 JUL 5 - P 2:39

0000 0480

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 479

ARTICLES OF INCORPORATION
OF
SOFTWARE CARE MANAGEMENT SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 05, 1985 AT 02:39 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733, FOLIO 000815 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1960541

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.

Gail B. Arundel



A 180877

CLERKS NOTATION
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000601

BOOK 172 PAGE 480

ARTICLES OF INCORPORATION
OF
YORKTOWNE TITLE AND ESCROW COMPANY

1986 JUL -5 A 0001

FIRST: We, the undersigned, HELEN DAVIS, whose post office address is 1000 Madison Street, Annapolis, Maryland 21403, RONALD RICHARDS, whose post office address is 15 Edelmar Drive, Annapolis, Maryland, 21403 and PATRICIA TAYLOR, whose post office address is 4837 Idlewilde Road, Shady Side, Maryland 20764, each being at least eighteen (18) years of age, do hereby associate ourselves with the intention of forming a corporation as incorporators, under and by virtue of the law of the State of Maryland.

SECOND: The name of the corporation (which hereinafter referred to as Corporation) is YORKTOWNE TITLE AND ESCROW COMPANY.

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

1. To promote, obtain, arrange or otherwise acquire business loans and/or permanent and construction financing for real estate development.
2. To purchase or otherwise acquire, invest in, hold, sell, mortgage, pledge or otherwise dispose of all forms of securities, including but not limited to stocks, bonds, debentures, notes, trusts, mortgages, and other instruments of security.
3. To institute, participate in, promote and operate commercial, mercantile, financial and industrial enterprises.
4. To trade, buy, sell, improve, subdivide, mortgage, or lease both real property and personal property.
5. To acquire, create, assign, buy and sell patents, trademarks and copyrights.

1986 JAN 31 AM 11:06
CIRCUIT COURT, A.A. COUNTY

51868412

E. AUBREY COLLISON
CLERK

0000 0482

BOOK 172 PAGE 481
- 2 -

000602

6. To purchase materials, incur debts, borrow money, and encumber or pledge all or any part of the Corporation assets as necessary to perform the above functions.

7. In addition to all other powers and purposes, the Corporation shall engage in all phases and types of work involving examination of public records concerning titles, deeds, mortgages and the like; making reports of the findings of such searches, preparation of papers in connection with the sale and/or transfer of titles to real estate; closings of real estate; funding of such transactions; and all manner of actions in connection with real estate title and escrow companies.

FOURTH: The post office address of the principal office of the Corporation is 1517 Ritchie Highway, Arnold, Maryland 21012. The name and the address of the resident agent of the Corporation in this State are OWEN M. TAYLOR, 4837 Idlewilde Road, Shady Side, Maryland 20764. 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 Thousand shares of the par value of Ten Cents(\$0.10).

Further description of the class of stock authorized is set forth below as follows:

1. Each share of common stock shall entitle the holder thereof to one vote and each shareholder shall have the right to appoint a proxy.

2. The original shareholders shall have preemptive rights in all future stock issues whether presently authorized or authorized by future amendments of the Articles of Incorporation.

0000 0487

BOOK 172 PAGE 482.

- 3 -

000503

3. The Corporation shall have the right to redeem outstanding shares of stock upon approval of the Board of Directors either upon application of a shareholder, his heirs or personal representatives.

4. The Corporation shall have the right of first refusal to redeem all outstanding issued stock before the stock may be assigned, conveyed or transferred to a new party.

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) and the names of the directors who shall act until the first meeting or until their successors are duly chosen are: HELEN DAVIS, RONALD RICHARDS, and PATRICIA TAYLOR.

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.

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, whether now or hereafter authorized.

2. The Board of Directors, the Corporation and the stockholder shall have further powers which are provided in the by-laws of the Corporation, and which are not inconsistent with the Maryland Statutes providing for corporations.

3. All stock issues will be in accordance with the applicable local and Federal regulations so as to permit a Tax Code

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BOOK 172 PAGE 483

000604

- 4 -

section 1244 tax treatment of the stock so as to allow ordinary losses to the stockholders in the event of dissolutionment.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these presents this _____ day of _____, 1985.

Patricia Taylor
WITNESS

Helen Davis (SEAL)
HELEN DAVIS

Regina U. ...
WITNESS

Ronald Richards (SEAL)
RONALD RICHARDS

Helen Davis
WITNESS

Patricia Taylor (SEAL)
PATRICIA TAYLOR

STATE OF MARYLAND
COUNTY OF ANNE ARUNDEL to wit:

I HEREBY CERTIFY that on this 25 day of June 1985, before me, the subscriber, a notary public in and for the jurisdiction aforesaid, personally appeared before me HELEN DAVIS, RONALD RICHARDS and PATRICIA TAYLOR, known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument, and they did acknowledge that the same is their act and deed and that they executed the same for the purposes therein contained.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal.

Owen M. Taylor
OWEN M. TAYLOR, Notary Public

My Commission Expires: 2/1/86

CLERKS NOTATION
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BOOK 172 PAGE 484

000505

LB

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR
10.07 7 5 85

20	ORG. & CAP. FEE	
30	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	stock
10	OTHER	1004
50	TOTAL CASH	APPROVED BY
	CHECK	

Owen McDonnell Taylor PA
140 South St.
Annapolis, Md 21401

0000 0486

CLERKS NOTATION
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BOOK 172 PAGE 485

ARTICLES OF INCORPORATION
OF
YORKTOWNE TITLE AND ESCROW COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 05, 1985 AT 10:07 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2733, FOLIO 000600 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1960525

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 180875

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 486

000495

MARYLAND WOOD FLOORS, INC.

ARTICLES OF INCORPORATION

FIRST: We, Fred Lynn Connatser and Patricia Ann Connatser, whose post office address is 1207 Green Holly Drive, 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:

MARYLAND WOOD FLOORS, INC.

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

- (1) To engage in the general business of installation and servicing of wood floors and other floors as contractor or subcontractor, in new construction or as repairs or remodeling of existing structures; and to manufacture, buy, sell, distribute, and otherwise deal in wood floors and other floor coverings of all types and kinds, accessories, and fittings necessary or useful in such occupation, both retail and wholesale; 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 11:06

E. AUBREY COLLISON
CLERK

51898485

0000 0488

CLERKS NOTATION
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BOOK 172 PAGE 487

000436

(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 Corporation in this State is 1207 Green Holly Drive, Annapolis, Maryland, 21401. The name and post office address of the Resident Agent of the Corporation in this State is Patricia Ann Connatser, 1207 Green Holly Drive, 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 first annual meeting or until their successors are duly chosen and qualified are: Fred Lynn Connatser and Patricia Ann Connatser.

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, 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 NOTATION
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000499

BOOK 172 PAGE 490

(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, we have signed these Articles of Incorporation this 25th day of JUNE, 1985, and we acknowledge the same to be our act.

WITNESS:

Jimm Pablar

Jimm Pablar

Fred Lynn Connatser (SEAL)
FRED LYNN CONNATSER

Patricia Ann Connatser (SEAL)
PATRICIA ANN CONNATSER

3265D-78

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CLERKS NOTATION
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AVAILABLE

000500

BOOK 172 PAGE 491

Articles of Incorporation	MARYLAND WOOD FLOORS, INC.	Return to: James P. Nolan, Esq. COUNCIL, BARADEL, KOSMERE & NOLAN, P.A. ATTORNEYS AT LAW 222 SEVERN AVENUE P. O. BOX 3323 ANNAPOLIS, MARYLAND 21403-0323 3162.01
---------------------------	-------------------------------	---

022

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

DATE: 12/29/95
MO: 7 DAY: 8 YEAR: 95

ORG. & CAP. FEES	20
STAMPING FEES	20
LIMITED LIABILITY FEE	11
OTHER	51
TOTAL	102

CASH CHECK

PAID BY: [Signature]

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 492

ARTICLES OF INCORPORATION
OF
MARYLAND WOOD FLOORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 08, 1985 AT 12:59 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2732 FOLIO 000494 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1960343

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 180857

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 493

000468

DJ'S SMOKE SHOP, INC.
ARTICLES OF INCORPORATION

FIRST: I, THE UNDERSIGNED, David S. Ostrow, whose post office address is 9966 Liberty Road, Randallstown, Maryland 21133, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter referred to as the "Corporation") is DJ's Smoke Shop, Inc.

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

(a) To engage in the tobacco and related supplies business.

(b) To engage in the aforementioned business or businesses as wholesaler, retailer, distributor, principal, agent, or broker.

(c) To purchase, own, hold, lease, mortgage, pledge, convey, transfer or otherwise acquire or dispose of any lands, buildings, and other structures and all other property, both real and personal, of every class and description or any interest therein.

(d) To acquire by purchase or otherwise the business, goodwill, franchises and assets of any firm, individual, corporation, or association in whole or in part.

(e) To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of patents of the United States or of any foreign country, and any and all patent rights, licenses, privileges, inventions, improvements, processes and trade marks, trade names, copyrights, labels and prints relating to or useful in connection with any business carried on by the corporation.

(f) To borrow money for any legal purpose of this Corporation, and to draw, make, accept, endorse, discount, execute, issue, sell, pledge or otherwise dispose of promissory notes, or any negotiable instrument, warrant, bond, debenture or other instrument transferrable or non-transferrable or evidence of indebtedness, and to secure payment thereof and the interest thereon by mortgage, pledge, or other encumbrance or conveyance or assignment in trust or otherwise of the whole or any part of the property of which this corporation owns at that time or thereafter.

(g) To engage in business ventures for its own gain, profit or account, or for the gain, profit or account of others.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:06

E. AUDREY COLLISON
CLERK

1

51908097

0000 0445

(h) The foregoing enumeration of the purposes and objectives of the Corporation is made in furtherance, and not in limitation, of the powers conferred by the General Corporate Law of Maryland and it is not intended, by mention of any particular purpose, object or power, to limit or restrict the generality of any other purpose, object, etc., or to limit or restrict any of the powers of the Corporation, and the Corporation shall have and enjoy and exercise all of the powers and rights now and hereafter conferred by the Statutes upon corporations of the State of Maryland as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 8072 Jumper Mall, Pasadena, Maryland 21122. The name and post office address of the resident agent of the Corporation in Maryland is David S. Ostrow, 9966 Liberty Road, Randallstown, Md. 21133. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 5,000 with no par value, all of one class.

SIXTH: The number of directors of the Corporation shall be 1, which number may be increased or decreased pursuant to the By-laws of the corporation, but shall never be less than the number of stockholders 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: David S. Ostrow.

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

(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.

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

000470

BOOK 172 PAGE 495

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

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

(b) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such a director or officer 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 to 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 said 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.

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 496 000471

(c) 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 paragraph 1 or 2 of this Article NINTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expense (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph 4 of this Article NINTH.

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

(e) Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized 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.

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

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

TENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this July 9, 1985, and I acknowledge the same to be my act.

WITNESS:

Whitely Johnson

[Signature] (seal)

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 497

000472

02 15

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 8:45 MO. DAY YEAR 7 9 85

70	OPR. & CAP. FEE
70	W. ORDER FEE
	LIMITED WARRANTY FEE
	OTHER
40	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>DK</i>

stock

(50)

David S. Ostrow
10840 B. York Rd.
Cockeysville, Md 21030

1985 JUL - 9 A 8:45

0000 0449

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 498

ARTICLES OF INCORPORATION
OF
DJ'S SMOKE SHOP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 09, 1985 AT 08:45 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 5 2733, FOLIO 000467 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

E1960079

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 180856

000368

1986 JUL -5 A 9:51

BOOK 172 PAGE 499

ARTICLES OF INCORPORATION OF
GIOVANNI'S, THE HAIR STUDIO, INC.

FIRST: I, JOHN D. ABBRESCIA, whose post office address is 515 Bay Green Drive, Arnold, 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: GIOVANNI'S, THE HAIR STUDIO, INC.

THIRD: The purposes for which the Corporation is formed are:
(1) To own, operate, manage, and conduct a hair stylist, beauty salon and tanning facility, and to perform all associated industry wide functions, including but not limited to the sale and distribution of beauty, cosmetic, and personal hair care and skin products; 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 515 Bay Green Drive, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State are Douglas B. Cording, 7 Willow Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:06

E. AUBREY COLLISON
CLERK

51868484

0000 0621

CLERKS NOTATION
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AVAILABLE

000369

BOOK 172 PAGE 500

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is three thousand (3,000) shares of common stock, without par value.

SIXTH: The number of Directors 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:

John D. Abbrescia

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

000370

BOOK 172 PAGE 501

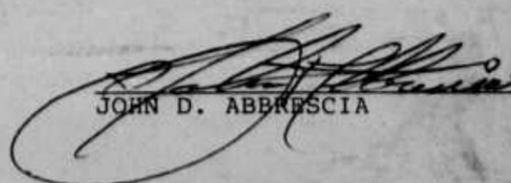
the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

(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 otherwise may 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 30 day of June, 1985, and I acknowledge the same to be my act.


JOHN D. ABBRESCIA

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 502

000371

(52)

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(02)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:51 MO. DAY YEAR 7-5-85

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

Stork

Douglas Cording
7 Willow St.
Annapolis Md 21401

0000 0604

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 503

ARTICLES OF INCORPORATION
OF
GIOVANNI S. THE HAIR STUDIO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 05, 1985 AT 09:51 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2739, FOLIO 000357 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1959881

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

R. B. Adams



A 180840

CLERKS NOTATION
BEST COPY
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003713

BOOK 172 PAGE 504

PJV, INCORPORATED

A CLOSE CORPORATION
ARTICLES OF INCORPORATION

1. Incorporator. The undersigned Peter J. Vranas whose post office address is 1191 Beltsville Drive, Beltsville, Maryland 20705; being at least 21 years of age, does hereby form a corporation under the general laws of the State of Maryland.

2. Name. The name of the Corporation, hereinafter called the Corporation, is PJV, Incorporated.

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

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

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

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

-1-

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:06

E. AUBREY COLLISON
CLERK

51908090

0000 0506

CLERKS NOTATION
BEST COPY
AVAILABLE

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

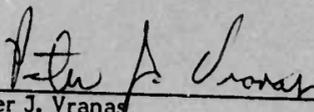
5. Registered officer and agent. The post office address of the principal office of the Corporation in Maryland is 584 West Central Avenue, Davidsonville, Maryland 21035. The name and post office of the resident agent of the Corporation in Maryland is Peter J. Vranas, 11911 Beltsville Drive, Beltsville, Maryland 20705. Such resident agent is a citizen of Maryland and actually resides therein.

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

7. Election to have no board of directors. After the completion of the organization meeting of the director and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one director, whose name is Peter J. Vranas.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on July 7, 1985, and acknowledged them to be my act.


Peter J. Vranas

CLERKS NOTATION
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AVAILABLE

003715

BOOK 172 PAGE 506

(52)

PJV, INCORPORATED
A CLOSE CORPORATION

(02)

15

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

STATE DEPARTMENT OF
AGRICULTURE AND MARKETS
APPROVED FOR RECORD
DATE 3:48 PM JUL 8 1985

Stark

RETURN TO:

HARRY C. BLUMENTHAL
BLUMENTHAL, WAYSON, & OFFUTT
P.O. BOX 868
ANNAPOLIS, MD 21404

1985 JUL - 8 P 3:48

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 Page 507

ARTICLES OF INCORPORATION
OF
P.J.V, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 08, 1985 AT 03:48 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2732 , FOLIO 003712 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1959618

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 180819

003104

BOOK 172 PAGE 508

ARTICLES OF AMENDMENT

OF

SEWER AND WATER UTILITY COMPANY OF ANNE ARUNDEL COUNTY, MARYLAND

THE SEWER AND WATER UTILITY COMPANY OF ANNE ARUNDEL COUNTY, MARYLAND, A Maryland Corporation having its principal office at Suite 275 Commercentre East, 1777 Reisterstown Road, Baltimore, Maryland 21208 (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 "SEWER AND WATER UTILITY COMPANY OF ANNE ARUNDEL COUNTY, MARYLAND" as set forth in the title of the Articles and paragraph SECOND thereof, and inserting in lieu thereof "SEWER AND WATER ASSESSMENT CORPORATION"; and the said Amendment was approved by a vote of the entire Board of Directors of the Corporation by a meeting duly convened and held on May 1, 1985.

IN WITNESS WHEREOF, THE SEWER AND WATER UTILITY COMPANY OF ANNE ARUNDEL COUNTY, MARYLAND has caused these presence to be signed in its name and on its behalf by its President, Stewart J. Greenebaum, and attested to by the Secretary of the Corporation on the first day of May, 1985, and the aforesaid Stewart J. Greenebaum acknowledges that same constitutes the lawful act of the Corporation, and that to the best of the knowledge,

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:07

E. AUBREY COLLISON
CLERK

0000 05/10

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 509

003105

information and belief of Stewart J. Greenebaum, the matters and facts set forth herein are true in all material respects, and that such acknowledgement is made under the penalties of perjury.

ATTEST

Samuel G. Rose
Samuel G. Rose, Secretary

SEWER AND WATER UTILITY
COMPANY OF ANNE ARUNDEL
COUNTY, MARYLAND

BY: Stewart J. Greenebaum
Stewart J. Greenebaum,
President

0000 05/11

CLERKS NOTATION
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AVAILABLE

003106

BOOK 172 PAGE 510

SEWER AND WATER UTILITY COMPANY OF ANNE ARUNDEL COUNTY, MARYLAND
INFORMAL ACTION OF BOARD OF DIRECTORS

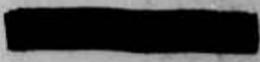
JUL 12 A.D. 1985

The undersigned, constituting all the members of the Board of Directors of SEWER AND WATER UTILITY COMPANY OF ANNE ARUNDEL COUNTY, MARYLAND, in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, do hereby take the actions set forth below, and to evidence their waiver of any right to descend from such actions, do hereby consent as follows:

RESOLVED: That the name of the Corporation shall be changed and that the Articles of Incorporation be amended to reflect that the name of the Corporation is SEWER AND WATER ASSESSMENT CORPORATION.

WITNESS the signature of the Directors this first day of May, 1985.

Stewart J. Greenebaum
Stewart J. Greenebaum
Samuel G. Rose
Samuel G. Rose
Cindy L. Arnold
Cindy L. Arnold



51938215

0000 05/17

003107

BOOK 172 PAGE 511

SEWER AND WATER UTILITY COMPANY OF ANNE ARUNDEL COUNTY, MARYLAND

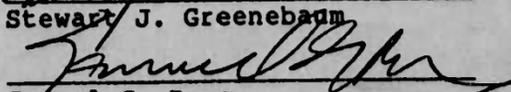
INFORMAL ACTION OF STOCKHOLDERS

The undersigned, constituting all of the stockholders of the SEWER AND WATER UTILITY COMPANY OF ANNE ARUNDEL COUNTY, MARYLAND, in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, do hereby take the actions set forth below, and to evidence their waiver of any right to descend from such actions, do hereby consent as follows:

RESOLVED: That the name of the Corporation shall be changed and that the Articles of Incorporation be amended to reflect that the name of the Corporation is SEWER AND WATER ASSESSMENT CORPORATION.

WITNESS the signature of all of the Stockholders this first day of May, 1985.



Stewart J. Greenebaum


Samuel G. Rose

0000 05/13

CLERKS NOTATION
BEST COPY
AVAILABLE

801100

BOOK 172 PAGE 512

Articles of Amendment

Return To:

Sewer & Water Assess. Corp
Suite 275 Commercentre
East
1777 Reisterstown Road
Baltimore, Md. 21208

65 & A 12 MAY 88

CHARGE OF	
NAME	
MUNICIPAL OFFICE	
PROPERTY ADDRESS	
PROPERTY TAXES	
PROPERTY TAXES	

Art signed (9A)

L.A.

NOTES: 9:39 7-12-88

20	REGISTRATION FEE	
20	STATE PATENTSHIP FEE	
	OTHER	
20	TOTAL	290
	CASH	
	BY CHECK	

1985 JUN -6 A 9 36

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 513

ARTICLES OF AMENDMENT
OF

SEWER AND WATER UTILITY COMPANY OF ANNE ARUNDEL COUNTY, MARYLAND

Changing its name to

SEWER AND WATER ASSESSMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 12, 1985 AT 9:39 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2735, FOLIO 003103 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ _____

RECORDING FEE PAID:
\$ 20.00

SPECIAL FEE PAID:
\$ _____

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

drb

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

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

Paul B. Robinson



A 180810

BOOK 172 PAGE 514

CONNOLLEY DEVELOPERS, INC.

002573

Articles of Revival

First: The name of the corporation at the time the charter was forfeited was Connolley Developers, Inc.

Second: The name which the corporation will use after revival is Connolley Developers, Inc.

Third: The name and address of the resident agent are John F. Connolley, Jr., Annapolis, Maryland. 21401
A 946 BARRACUDA COVE

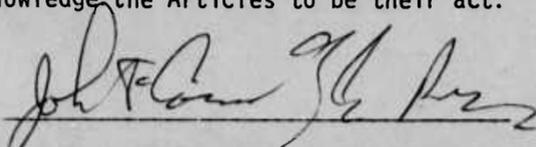
Fourth: These Articles of Revival are for the purpose of reviving the charter of the corporation.

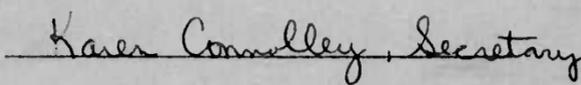
Fifth: At or prior to the filing of these Articles of Revival, the corporation has:

- (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 503 Ritchie Highway, Suite 1C, Severna Park, Maryland 21146.

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.


John F. Connolley, Jr., President


Karen Connolley, Secretary

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:07

E. AUBREY COLLISON
CLERK

51978207

0000 05/16

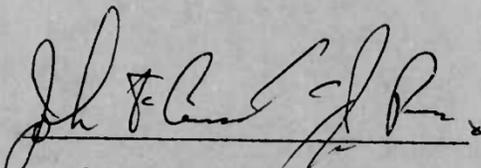
CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 515

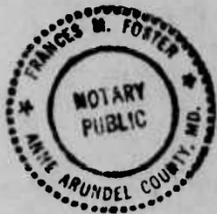
003574

AFFIDAVIT

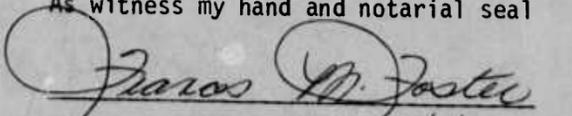
I, John F. Connolly, Jr., President of Connolly Developers, Inc. hereby declare that the previously mentioned corporation has paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.


John F. Connolly, Jr.

I hereby certify that on July 15, 1985 before me, the subscriber, a notary public of the State of Maryland, in and for Anne Arundel Co., personally appeared John F. Connolly, Jr. and made oath under the penalties of perjury that the matters and facts set forth in this affidavit are true to the best of his knowledge, information and belief.



As witness my hand and notarial seal


My commission expires 7/1/86

0000 06/17

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BOOK 172 PAGE 516

003575

CHANGE OF	
NAME	
PRINCIPAL OFFICE	<input checked="" type="checkbox"/>
RESIDENT AGENT	<input checked="" type="checkbox"/>
RESIDENT AGENT ADDRESS	<input checked="" type="checkbox"/>

OK per Harry Coulson

18
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:59 MO. DAY YEAR 7/16/85

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

Connally Enterprises
503 Ritchie Hwy 1-C
Severna Park, Md 21146

0000 06/18

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 Page 517
ARTICLES OF REVIVAL
OF
CONNOLLEY DEVELOPERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 16, 1985 AT 9:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2734, FOLIO 003572 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 B. Quinn



A 180789

LAW OFFICE
Phillip F. Sch
7339 RITCHIE HIG
GLEN BURNIE, MARYL
TELEPHONE (301) 7

003567

BOOK 172 PAGE 518

1985 JUL 12 A 10: 32

LITTLE SICILY PIZZERIA, INCORPORATED

ARTICLES OF AMENDMENT

LITTLE SICILY PIZZERIA, INCORPORATED, a Maryland corporation having its principal office at 5725 Ritchie Highway, Anne Arundel County, 21225, State of Maryland, (hereinafter called the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

1. The charter of the Corporation is hereby amended by striking out, "SECOND: The name of the closed corporation (which is hereafter referred to as the 'Corporation') is: LITTLE SICILY PIZZERIA, INCORPORATED and inserting in lieu thereof the following:

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is: ALDC'S PIZZA HOUSE, INC.

2. The charter of the Corporation is further hereby amended by striking out, "FIFTH: The Corporation shall have no directors. The business and affairs of the Corporation shall be managed by direct action of stockholders of the Corporation and all powers given to directors by law may be exercised by the stockholders as provided by the laws of the State of Maryland, authorizing the formation of a closed Corporation. However, Raymond R. Sears, Jeannie D. Sears and Donald L. Sears shall act as directors until such time as the organization meeting of directors and issuance of any stock or all stock of the Corporation has been completed;

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1

51938211
51938212

1986 JAN 31 AM 11:07

E. AUBREY COLLISON
CLERK

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

0000 0620

003568

BOOK 172 PAGE 519

and at such time the directors shall cease to be directors, without further act.", and inserting in lieu thereof the following: FIFTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased from time to time, all pursuant to the By-Laws of the Corporation, except that the number of Directors shall never be less than three; the name of the Directors who shall act as such until the first annual meeting, or until their successors are duly chosen and qualified are: THOMAS L. GREIBER, ROY GREIBER AND ALAN ENGELMEYER.

3. The Board of Directors of the Corporation, at a meeting duly convened and held on the 29TH, day of April 1985, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on the 29th day of April 1985.

4. Notice setting forth the said amendment of charter as hereinabove set forth, and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given to THOMAS L. GREIBER, the stockholder of all shares of stock issued and outstanding and entitled to vote thereon, and in accordance with the recommendation of the Board of Directors of the Corporation, he affirmatively voted to

CLERKS NOTATION
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AVAILABLE

003569

BOOK 172 PAGE 520

approve the Charter Amendments for change of name from LITTLE SICILY PIZZERIA, INCORPORATED to ALDO'S PIZZA HOUSE, INC., and further, the deletion of the previous paragraph FIFTH, and the insertion thereof requiring a Board of Directors and naming the said THOMAS L. GREIBER, ROY GREIBER AND ALAN ENGELMEYER, as Directors therein.

5. The amendments 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, LITTLE SICILY PIZZERIA, INCORPORATED, has caused these presents to be signed in its name on its behalf by its President, and attested by its Secretary.

ATTEST:

LITTLE SICILY PIZZERIA, INCORPORATED

Alan Engelmeyer
ALAN ENGELMEYER,
Secretary

BY: Thomas L. Greiber
THOMAS L. GREIBER, President
and Chairman of the Board of
Directors

SEAL

0000 0522

CLERKS NOTATION
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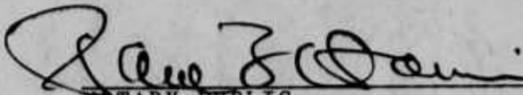
003570

BOOK 172 PAGE 521

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

I HEREBY CERTIFY that on this 10th day of July, 1985,
before me the subscriber, a notary public of the State of
Maryland, County of ANNE ARUNDEL aforesaid, personally appeared
THOMAS L. GREIBER, President and Chairman of the Board of
Directors, of LITTLE SICILY PIZZERIA, INCORPORATED and in the
name of and on behalf of Corporation acknowledged the foregoing
corporate act of said Corporation, and further made oath that the
matters and facts set forth in said Articles of Amendment with
respect to the approval thereof are true to the best of his
knowledge, information and belief.

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


NOTARY PUBLIC

4

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

0000 0627

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 522

003571

CHANGE OF	
NAME	✓
PRINCIPAL OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

09A

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR
10:32 7/12/85

	ORG. & CAP. FEE	
20	RECORDING FEE	
	LIMITED PARTNERSHIP FEE	
10	OTHER	1-CC ✓
30	TOTAL	CASH <input type="checkbox"/> APPROVED BY CHECK <input checked="" type="checkbox"/> A

CERTIFIED
COPY MADE

Phillip Schube
7339 Dutchman Hwy
Glen Burnie, Md 21061

0000 0624

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 523

ARTICLES OF AMENDMENT

OF

LITTLE SICILY PIZZARIA, INCORPORATED

Changing its name to

ALDO'S PIZZA HOUSE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 12, 1985 AT 10:32 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2734, FOLIO 003566 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ _____

RECORDING FEE PAID:
\$ 20.00

SPECIAL FEE PAID:
\$ _____

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

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

G. B. Adams



A 180788

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 524

THE GRACHUR CLUB OF BALTIMORE CITY

003549

ARTICLES OF AMENDMENT

THE GRACHUR CLUB OF BALTIMORE CITY, a Maryland CORPORATION, having its principle office at P.O. Box 98, Route 10, Lakeshore Drive, 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:

The Grachur Club Of Baltimore City

TO

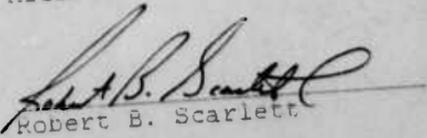
✓ The Grachur Club, Inc.

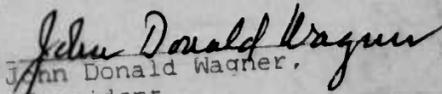
SECOND: By formal action unanimously taken by the Board Of Directors of the Corporation, the Board of Directors of the Corporation duly adopted a resolution which set forth the proposed amendment of name changed to the Corporation and declared it to be advisable. Upon adoption of said resolution, the Board of Directors submitted the resolution to the annual meeting of the Corporation's stockholders. At said annual meeting, the Corporation's stockholders approved the proposed name change by an affirmative vote of more than 2/3 of all the votes entitled to be cast on the matter.

IN WITNESS WHEREOF, THE GRACHUR CLUB OF BALTIMORE CITY has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereunder affixed and attested by its Secretary, on this 4th day of June, 1985, and its President acknowledges that these Articles Of Amendment are the acts indeed of The Grachur Club of Baltimore City and, under penalties of perjury, that the matters in facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and beliefs.

ATTEST:

The Grachur Club of Baltimore City


Robert B. Scarlett

By: 
John Donald Wagner,
President

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:07

E. AUBREY COLLISON
CLERK

51918017

0000 0524

CLERKS NOTATION
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AVAILABLE

BOOK # 172 PAGE 525

003550

CHANGE OF	
NAME	✓
STANDARD OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

9A out of amend

L.A.

STATE DEPARTMENT OF
REVENUE AND TAXATION
APPROVED FOR RECORD

TIME 9:49 MO. DAY YEAR 7-10-85

20	REG. & CAP. FEE
	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	TOTAL
20	TOTAL (CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> APPROVED BY: <i>[Signature]</i>

Robert Scarlett
10 N. Calvert St # 430
Balt Md 21202

1985 JUL 10 A 9:49

0000 0527

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 526

ARTICLES OF AMENDMENT
OF
THE GRACHUR CLUB OF BALTIMORE CITY
Changing its name to
THE GRACHUR CLUB, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 10, 1985 AT 9:49 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2734, FOLIO 003548 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.
John B. Robinson



A - 180762

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 527

000037

A CLOSE CORPORATION
ARTICLES OF INCORPORATION
OF
BAYTOWN INDUSTRIES, INC.

PK

1985 JUN 27 A 10:4

THIS IS TO CERTIFY:

FIRST: That I, the incorporator, JOHN FRANCIS SCHMITZ, Sr., whose post office address is 234 Twin Beach Road, Pasadena, Maryland 21122, being at least twenty-one (21) years of age do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate myself with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is Baytown Industries, Inc.

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

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

To carry on the general contracting, home improvement, Millwright Services and conveyor and machine maintenance of every nature and description.

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 interest of the Corporation or to enhance the value of its properties.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:07

E. AUBREY COLLISON
CLERK



51788398

0000 0629

003038

BOOK 172 PAGE 528

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 limitation relative to corporations which are contained in the general law of the State.

FIFTH: The post office address of the principal office of the corporation is Karen Lynn Schmitz, 1711 Twickenham Road, Pasadena, Maryland 21122. The Resident Agent of the corporation is Karen Lynn Schmitz, whose post office address is 1711 Twickenham Road, Pasadena, Maryland 21122. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The total number of shares of common stock which the corporation has authority to issue is 120 shares, with no par value per share, all of one class.

SEVENTH: The corporation shall have one (1) Director, and John Francis Schmitz, Sr. shall act as such until the First and Organizational Meeting, or until his successor is duly chosen and qualified 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.

0000 0630

BOOK 172 PAGE 529

000039

EIGHTH: 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.

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 this serving or having served 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, 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 13th day of JUNE, 1985.

WITNESS:

Don Moore Jones

John F. Schmitz Sr.
JOHN FRANCIS SCHMITZ, SR.

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 530

003040

STATE OF MARYLAND, CITY OF BALTIMORE, to wit:

I HEREBY CERTIFY That on this 13th day of June, 1985,
before me, the subscriber, a Notary Public of the State of Maryland, in
and for the City of Baltimore aforesaid, personally appeared JOHN
FRANCIS SCHMITZ, SR., and he acknowledged the foregoing Articles of
Incorporation to be his act and deed.

AS WITNESS My hand and Notarial Seal the date and year last above
written.

Mae Gerace
Notary Public



My Commission Expires: 7/1/86

0000 0612

CLERKS NOTATION
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033041

BOOK 172 PAGE 531

A CLOSE CORPORATION
ARTICLES OF INCORPORATION
BAYTOWN INDUSTRIES, INC.

5
02

10:30
10/28

NOV 10 1985
10 50
10099
6 2785

10/28
10099
6 2785

PFEIFER & FABIAN, P.A.
Suite 200, 15 Charles Plaza
Baltimore, Maryland 21201
385-0385

~~100-81-100-504~~

0000-06/23

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 532

ARTICLES OF INCORPORATION
OF
BAYTOWN INDUSTRIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 27, 1985 AT 10:40 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728, FOLIO 003036 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1953066

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 179928

CLERKS NOTATION
BEST COPY
AVAILABLE

033032

BOOK 172 PAGE 533

FRAME IT YOURSELF, 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, ELOISE M. EWALD, whose post office address is 404 Golf Course Drive, Arnold, Maryland 21012, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is FRAME IT YOURSELF, 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 carry on all or any of the businesses of an art gallery and picture framing store; 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 1151C Maryland Route 3, Crofton Station Shopping Center, Gambrills, Maryland 21054. The name and post office address of the Resident Agent of the Corporation in this State is JOHN R. EWALD, 1151C Maryland Route 3, Crofton Station Shopping Center, Gambrills, Maryland 21054. Said Resident Agent is an individual actually residing in this State.

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

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 921
ANNAPOLIS, MD 21404
(301) 265-8888

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:07

E. AUBREY COLLISON
CLERK

0000 0545

OK

CLERKS NOTATION
BEST COPY
AVAILABLE

003033

BOOK 172 PAGE 534

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 ELOISE M. EWALD.

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

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

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

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 821
ANNAPOLIS, MD 21404
(301) 263-8855

0000 0586

CLERKS NOTATION
BEST COPY
AVAILABLE

C33034

BOOK 172 PAGE 535

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation
this 21 day of June, 1985, and I acknowledged the same to
be my act.

WITNESS:

Patricia Blacker

Eloise M Ewald
ELOISE M. EWALD

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 921
ANNAPOLIS, MD 21404
(301) 263-8858

0000 05/87

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003035

BOOK 172 PAGE 536

<p>LAW OFFICES MANN, WILKINSON, SNIDER & GOLDSBOROUGH CHARTERED 145 MAIN/DODMAN STREETS P.O. BOX 821 ANNAPOLIS, MARYLAND 21404</p>			
--	--	--	--

52

9	9	20	20	9.40
TOTAL	CHECK	DEPOSIT	RECORDING FEE	TOTAL
45	100.30			109.70

42785

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

check.

1995 JUN 27 A 9 40

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 537

ARTICLES OF INCORPORATION
OF
FRAME IT YOURSELF, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 27, 1985 AT 09:40 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728, FOLIO 003031 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1953017

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 179927

032988

BOOK 172 PAGE 538

SCOTT BURGE, O.D., P.C.

ARTICLES OF INCORPORATION

FIRST: I, Albert S. Barr III, whose post office address is Tydings & Rosenberg, 201 North Charles Street, Baltimore, Maryland 21201, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland, including the Professional Service Corporations Subtitle of the Corporations and Associations Article of the Maryland Annotated Code, as amended.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is SCOTT BURGE, O.D., P.C.

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

- (1) To render professional optometrical services.
- (2) 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 a professional service.

(3) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Maryland Annotated Code, and not precluded by the limitations placed upon professional corporations under the Professional Service Corporations Subtitle of said Corporations and Associations Article, as amended from time to time.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:07

E. AUBREY COLLISON
CLERK

51798640

0000 0540

002989

BOOK 172 PAGE 539

FOURTH: The post office address of the principal office of the Corporation in this State is 103 Edgewater Road, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State are Albert S. Barr III, Tydings & Rosenberg, 201 North Charles Street, Baltimore, Maryland 21021. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is five hundred (500) shares of common stock, without par value.

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased pursuant to the ByLaws 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 his successor is duly chosen and qualified is: Scott Burge, O.D.

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

002990

BOOK 172 PAGE 540

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

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

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

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

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

CLERKS NOTATION
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002891

BOOK 172 PAGE 541

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.

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

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

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

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

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

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

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

CLERKS NOTATION
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AVAILABLE

002392

BOOK 172 PAGE 542

IN WITNESS-WHEREOF, I have signed these Articles of
Incorporation this 28th day of June, 1985, and I acknowledge
same to be my act.


Albert S. Barr III

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 543 032393

CERTIFIED
COPY MADE

02 18

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
12:12	6	28	85
20	BONUS FEE		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
29	OTHER 4-CC 20		
69	TOTAL CASH <input type="checkbox"/> APPROVED BY		
	CHECK <input checked="" type="checkbox"/> A		

(52)

att

Trydugi + Rosenberg
201 N. Charles St.
Baltimore, Md 21201

1985 JUN 28 P 12:12

0000 0645

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 544

ARTICLES OF INCORPORATION
OF
SCOTT BURGE, O.D., P.C.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 28, 1985 AT 12:12 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728 FOLIO 002987 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

01952662

TO THE CLERK OF THE CIRCUIT COURT OF

ANNE ARUNDEL

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

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

G. B. Arundel



A 179920

BOOK 172 PAGE 545

002051

ENZYTEK, LTD.

AMENDED ARTICLES OF INCORPORATION

FIRST: The undersigned, Jerald J. Oppel, whose address is 1600 Maryland National Bank Building, Baltimore, Maryland 21202, being at least eighteen (18) years of age, and having previously acted as the incorporator of and filed Articles of Incorporation for Enzytek, Ltd., does hereby amend said Articles of Incorporation prior to the organizational meeting of the Board of Directors of Enzytek, Ltd.

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

ENZYTEK, LTD.

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

(a) To manufacture pharmaceutical products; and to carry on any and all business activities permitted by law; and

(b) To do anything permitted by the Maryland General Corporation law, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation is 6110 Robinwood Road, Baltimore, Maryland 21225. The name and post office address of the Resident Agent of the Corporation in this State is Jerald J. Oppel, 1600 Maryland National Bank Building, Baltimore, Maryland 21202. Said Resident Agent is a citizen of this State and actually resides herein.

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

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 shall never be less than three (3) (provided, however, that 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); and the name of the Director who shall act until the first annual meeting and his successor or successors are duly chosen and qualify is John D. Copanos.

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

1986 JAN 31 AM 11:07

E. AUBREY COLLISON
CLERK

51728073

0000 0547

BOOK 172 PAGE 546

002052

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors or officers of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; and Directors or officers of this Corporation individually, or any firm of which any Director or officer of this Corporation may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, and any Director or officer of this Corporation who is also a director or officer of such other Corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such Director or officer of such other corporation or not so interested; provided that there has been full compliance with the provisions of Md. Corp. & Assn's Code Ann., Section 2-419, as amended from time to time.

(c) (1) As used in this paragraph of Article SEVENTH, any word or words that are defined in Md. Corp. & Assn's Code Ann., Section 2-418, as amended from time to time (the "Indemnification Section"), shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation may 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.

(d) Except as may otherwise be provided by the Board of Directors from time to time, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to subscribe for, purchase or otherwise acquire any shares of stock of the Corporation of any class, 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, whether now or hereafter authorized.

(e) Notwithstanding any provision of law now or hereafter in effect requiring a greater proportion than a

CLERKS NOTATION
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BOOK 172 PAGE 547

002053

majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, such action shall be valid and effective if taken or authorized upon the concurrence of a majority of the aggregate number of votes entitled to be cast thereon.

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.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Amended Articles of Incorporation on this 20th day of June, 1985, acknowledging the same to be his act.

WITNESS:

Mary L. Antkowiak

Jerald J. Oppel

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002654

BOOK 172 PAGE 548

CHANGE OF	
NAME	
PRINCIPAL OFFICE	✓
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

Change code from 04 to 03
dpsd 10 nonstock → stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
9:38	6	21	85
20	PROPERTY TAX		
20	RECORDING FEE		
9	PARTNERSHIP FEE		
49	TOTAL		
	CASH	✓	APPROVED BY
	CHECK	✓	A

CERTIFIED
COPY MADE

Oliver, Kallher et al
10 Light St #1600
Baltimore, Md 21202

0000 0560

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 549
AMENDED ARTICLES OF INCORPORATION
OF
ENZYTEK, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 21, 1985 AT 9:38 O'CLOCK A. M. AS IN CONFORMITY
Effective: 6/11/84, at 10:22 AM
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2738, FOLIO 002050 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

G. B. Quinn



A 179867

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 550
ARTICLES OF INCORPORATION
OF

003064

INNOVATIVE DEVELOPMENTS, INC.

THIS IS TO CERTIFY:

That I the incorporator MARTIN C. DENNIS, whose Post Office address is P.O. Box 151, Dunkirk, Maryland 20754 being of full legal age, do under and by virtue of the General Corporation Laws of the State of Maryland authorizing the formation of corporations, associate with the intention of forming a Corporation.

ARTICLE I

The name of the Corporation which is hereafter called the Corporation is: INNOVATIVE DEVELOPMENTS, INC.

ARTICLE II

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

1. To acquire by purchase, lease, or otherwise, and to improve and develop real property. To erect dwellings, apartment houses, and other buildings, private or public, of all kinds, and to sell or rent the same. To lay out, grade, pave, and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks, and playgrounds. To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise, use, and operate real estate of all kinds, improved or unimproved, and any right or interest therein.

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

01-31-81 REC'D FOR RECORD

1986 JAN 31 AM 11:07

E. AUBREY COLLISON
CLERK

51778187

0000 0667

CLERKS NOTATION
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BOOK 172 PAGE 551

003065

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

4. To do all and everything necessary, suitable, or proper for the accomplishment of any purpose, the attainment of any of the objects, or the exercise of any of the powers herein set forth, either alone or in conjunction with other corporations, firms, or individuals, and either as principals or agents, and to do every act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above mentioned objects, purposes, or powers.

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

ARTICLE III

The principal office of the Corporation of the State of Maryland will be maintained at 1223 C Annapolis Road,

Odenton, Maryland 21113. The resident agent of the Corporation is GEOFFREY JOHNSON, whose Post Office address is 1223 C Annapolis Rd, Odenton, Maryland 21113. Said resident agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV

The Corporation shall have three (3) directors and GEOFFREY JOHNSON, GEORGE TRIBBETT and VIVIAN TRIBBETT, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

ARTICLE V

The total amount of the authorized stock of the Corporation is One 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 its

0000 0587

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 552

003066

stock, without par value, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, after first obtaining the unanimous approval of all stockholders of the Corporation.

ARTICLE VI

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, irrespective of the value or amount of such considerations, after first obtaining the unanimous approval of all stockholders of the Corporation.

ARTICLE VII

In the event any stockholder, his executor or 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 ratio 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 proceeding 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.

ARTICLE VII

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 laws thereof permit.

0000 0564

CLERKS NOTATION
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BOOK 172 PAGE 553 4

003067

ARTICLE IX

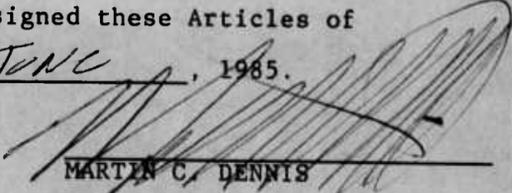
The duration of the Corporation shall be perpetual.

ARTICLE X

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

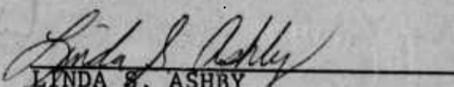
IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 12 day of JUNE, 1985.

WITNESS


MARTIN C. DENNIS

STATE OF MARYLAND
COUNTY OF CALVERT

I hereby certify that on this 12th day of June, 1985, before me, the subscriber, a Notary Public in and for the State of Maryland, personally appeared MARTIN C. DENNIS and acknowledged the foregoing Articles of Incorporation to be their respective act and deed.


LYNDA S. ASHBY

My Commission Expires: 7/1/86

0000 0565

CLERKS NOTATION
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AVAILABLE

4/20/02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME *9:30* MO. *6* DAY *27* YEAR *85*

<i>20</i>	BONUS TAX
<i>20</i>	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
<i>40</i>	TOTAL

CASH CHECK PAID BY *WAC*

Att

(52)

*Martin Dennis
PO Box 151
Dunkirk, Md 20754*

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 555

ARTICLES OF INCORPORATION
OF
INNOVATIVE DEVELOPMENTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 27, 1985 AT 09:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728 FOLIO 003063 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1950328

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 179830

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 556

002729

SUMMIT INTERNATIONAL
INCORPORATED

ARTICLES OF INCORPORATION

FIRST: I, the undersigned, FRANK J. FLYNTZ, whose post office address is 65 College Ave. Annapolis, Md., 21401, being at least eighteen years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

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

TO engage in the business of family financial programming.

TO do such other things as may be necessary and incidental to the carrying on of such a business, including the buying and owning of the necessary tools and equipment for said business and the buying, leasing, holding, selling, and conveying the real estate necessary or proper in connection with said business.

TO acquire good will, rights, and property, and to exercise all powers necessary and convenient in and about the conduct and management of such business; to purchase and otherwise acquire, and to hold, receive, mortgage or otherwise lien, pledge, sell, lease, invest, exchange, transfer or in any manner dispose of any to

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 11:07

51798455

E. AUBREY COLLISON
CLERK

SI Inc.

Page 1

0000 0568

BOOK 172 PAGE 557

SUMMIT INTERNATIONAL INC.

032730

invest, deal, and trade in and personal property of any and every class and description within and without the State of Maryland which is necessary to the conduct of the business.

TO purchase, take, receive, or otherwise acquire, hold, own, pledge, transfer, or otherwise dispose of the capital shares of the corporation.

TO enter into, make, and perform contracts of every kind and description with any persons, firm, association, or corporation, municipality, body politic, country, territory, state, government or colony or dependency thereof.

TO have one or more offices, conduct and carry on its businesses 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.

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 law, and all rights conferred on officers, directors, trustees, and stockholders herein are granted subject to this reservation.

AND in general to do and to perform every lawful act and thing necessary or expedient to be done or performed for the efficient and profitable conducting of said business as authorized by law, and to have and to exercise all the powers conferred by the laws of the State of Maryland upon corporations.

BOOK 172 PAGE 558

SUMMIT INTERNATIONAL INC.

002731

FOURTH: The post office address of the principal office of the Corporation in Maryland is 65 College Ave, Annapolis, Md. ✓
The name and post office address of the resident agent of the Corporation in Maryland is FRANK J. FLYNTZ of 65 College Ave., ✓
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 five thousand (5000) shares, without par value, all of one class. Any and all such shares issued, and for which the full consideration has been paid or delivered, shall be deemed full and paid stock and the holder of such shares shall not be liable for any further call or assessment or any other payment thereon.

SIXTH: The number of the directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: FRANK J. FLYNTZ, JAMES C. CARROLL, JOANNE BONAR CARROLL and J. PAUL WALSH.

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.

BOOK 172 PAGE 559

SUMMIT INTERNATIONAL INC.

002732

(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 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

BOOK 172 PAGE 560

SUMMIT INTERNATIONAL INC.

002733

of the corporation who was or is a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgements, 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 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 judgement 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

BOOK 172 PAGE 561

SUMMIT INTERNATIONAL INC.

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

(4) Any indemnification under paragraph (1) and (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) and (2) of this

BOOK 172 PAGE 562

SUMMIT INTERNATIONAL INC.

002734

Article NINTH. Such determination shall be made: (a) by the Board of Directors of the Corporation - by a majority vote of quorum consisting of directors who were not parties to such action, suit, or proceeding, or (b) if such 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 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.

IN WITNESS THEREOF, we have signed this article of

CLERKS NOTATION
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BOOK 172 PAGE 563

002735

SUMMIT INTERNATIONAL INC.

incorporation on this 25th day of June ,
1985.

Frank J. Flyntz
FRANK J. FLYNTZ

STATE OF MARYLAND, County of Anne Arundel, ss:

I HEREBY CERTIFY that on the 25th day of June
, 1985, before me, the subscriber, a Notary Public of the
State of Maryland, in and for Anne Arundel County, personally
appeared FRANK J. FLYNTZ, and acknowledged the foregoing Articles
of Incorporation to be his act.

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



William M. Ferris
NOTARY PUBLIC

My commission expires 7/1/1986 .

CLERKS NOTATION
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BOOK 172 PAGE 564

002736

02 dnd

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME MO. DAY YEAR

10:44 6/28/85

20	BOND TAX
26	RECORDING FEE
	LIMITED PARTNERSHIP FEE
	OTHER
46	TOTAL CASH <input type="checkbox"/> APPROVED BY
	TOTAL CHECK <input checked="" type="checkbox"/> A

(52)

ret

Frank Flynt
65 College Ave
Annapolis, Md 21401

1985 JUN 28 A 10:44

0000 0626

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 565

ARTICLES OF INCORPORATION
OF
SUMMIT INTERNATIONAL INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 28, 1985 AT 10:44 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728 FOLIO 002728 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1950039

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 179807

CLERKS NOTATION
BEST COPY
AVAILABLE

SUDK 172 PAGE 566

ARTICLES OF INCORPORATION

OF

A Close Corporation

002555

FIRST: The undersigned, Richard E. Petty, Jr., whose post office address is 1434 Foxwood Court, Annapolis, Maryland 21401, being at least eighteen years of age, does hereby form a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation is: Old Mill Bottom Cedar, Inc.

THIRD: The Corporation shall be a close corporation as authorized by Title 4.

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

- A. To engage generally in the sale of building materials and allied products and in all business incidental or in any way connected therewith; and to engage in any other lawful purpose and/or business.
- B. To purchase, own, lease, convey, mortgage, pledge, transfer or otherwise acquire or dispose of lands, tenements, hereditaments, buildings, structures and all other property, both real and personal, of every class and description, or any interest therein, necessary or desirable for the purpose of carrying on the aforesaid businesses or objects, or any of them.
- C. To sell, lease, convey, transfer, lend and dispose of any and all of its assets, in the manner permitted by law, and to accept return there-for property, cash, bonds, stocks or any other things in value.
- D. To borrow or raise money for any of the purposes of the corporation, and to issue notes, bonds, debentures or other obligations of any nature, and in any manner permitted by law, for moneys so borrowed.

RECORDED
1986 JAN 31 AM 11:07
CLERK
E. AUBREY COLLISON

51798042

0000 05/88

- or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon, by mortgage or pledge or conveyance or assignment in trust of the whole or any part of the property of the corporation, real or personal, including contract rights, whether at the time owned of thereafter acquired; and to sell, pledge, discount or otherwise dispose of such notes, bonds, debentures or other obligations of the corporation for its corporate purposes.
- E. To apply for, purchase or otherwise acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the United States and of any foreign country and any and all patent rights, licenses, copyrights, privileges, inventions, improvements, formulas, processes, trade-marks and trade names relating to or useful in connections with any business carried on by the corporation.
- F. To purchase, lease or otherwise acquire all or any part of the property, rights, business, contracts, good will, franchises and assets of every kind, of any corporation, co-partnership of individual carrying on in whole or in part any of the aforesaid businesses or any other business that this corporation may be authorized to carry on, and to undertake, guarantee, assume and pay for any such property, rights, business, contracts, good will, franchises or assets by the issuance, in accordance with the laws of Maryland, of stocks, bonds or other securities of this corporation or otherwise.
- G. To subscribe or otherwise contract for, purchase or otherwise acquire, own, hold, sell or otherwise dispose of any stock, bonds, notes or other securities or obligations of any other corporation or corporations of the State of Maryland, or any other State,

- territory, district or country, and to exercise all rights and powers of ownership thereof, including the right to vote and to make contracts (including contracts to guarantee payment of any debts or securities or performance of any obligations or contracts), engagements, advances or expenditures, to aid or to promote the interests of any corporation in any of whose stock or securities it shall have any interest.
- H. To carry on any other business which may seem to the corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate the transaction of its aforesaid businesses, or any of them, or any part of them, or the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property, business or rights.
- I. To perform all or any part of the aforesaid purposes and objects as principal, agent, contractor or otherwise, either alone or through or in conjunction with any person, firm, association, partnership or corporation.
- J. 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.
- K. The foregoing objects or purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these articles of incorporation, or any amendment thereto, and shall each be regarded as independent and construed as powers as well as objects and purposes.

FIFTH:

The post office address of the principal office of the Corporation in Maryland is 1434 Foxwood Court, Annapolis, Maryland 21401. The name of the resident agent of the Corporation in Maryland is

CLERKS NOTATION
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BOOK 172 PAGE 569

002558

Richard E. Petty, 1434 Foxwood Court, Annapolis, Maryland 21401. ✓
The said resident agent is an individual actually residing in this State.

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

SEVENTH: After 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 two board of directors. Their names shall be Richard E. Petty, Jr., and Cynthia L. Petty.

EIGHTH: The following provisions are hereby adopted for the purposes of defining, limiting and regulating the power of the corporation and of the stockholders:

- (a) The stockholders of the corporation are hereby empowered to authorize the insuance, from time to time, of stock, for such considerations as said stockholders may deem advisable, subject to such limitations and restrictions, if any, as may set fourth in the By-Laws of the corporation.
- (b) No contract or other transaction between this corporation and any other corporation and no act of this corporation shall in anywise be affected or invalidated by the fact that any of the officers of this corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation.
- (c) The stockholders shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation to determine whether any, and if any, what part of the surplus of the corporation or of the net profits, arising from its business shall be declared the diividends and paid to

0000 05/11

CLERKS NOTATION
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BOOK 172 PAGE 570

002559

the stockholders, subject, however, to the provisions of the charter; to direct and determine the use and disposition of any of such surplus or net profits. The stockholders may, in their discretion, use and apply any of such surplus of net profits in purchasing or acquiring any of the share of stock of the corporation or other evidence of indebtedness to such extent and in such manner and upon such lawful terms as the stockholders shall deem expedient.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on the twenty-seventh of June, 1985.

WITNESS:





0000 06/85

CLERKS NOTATION
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BOOK 172 PAGE 571

002580

02 1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 11:33 MO. 6 DAY 27 YEAR 85

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

SK

(52)

Richard Petty
1434 Foxwood Ct
Annapolis, Md 21401

1985 JUN 27 A 11:33

0000 05/7

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 572

ARTICLES OF INCORPORATION
OF
OLD MILL BOTTOM CEDAR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 27, 1985 AT 11:33 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2788 , FOLIO 6 002554 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1949767

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 179780

002290

BOOK 172 PAGE 573

ANNAPOLIS COPY CENTER, INC.
A Maryland Close Corporation

ARTICLES OF INCORPORATION

FIRST: I, John K. Crumme, 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:

ANNAPOLIS COPY CENTER, 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 providing copying, printing layout and design services to the general public and to engage 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.

FIFTH: The post office address of the principle office of the Corporation in this State is 238 West Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation is John K. Crumme, P. O. Box 89, 20 West Street, Annapolis, Maryland 21404. 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 THOUSAND (100,000) shares of common stock ONE DOLLAR (\$1.00) par value.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:07

E. AUBREY COLLISON
CLERK

51778266

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

0000 05/15

CLERKS NOTATION
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AVAILABLE

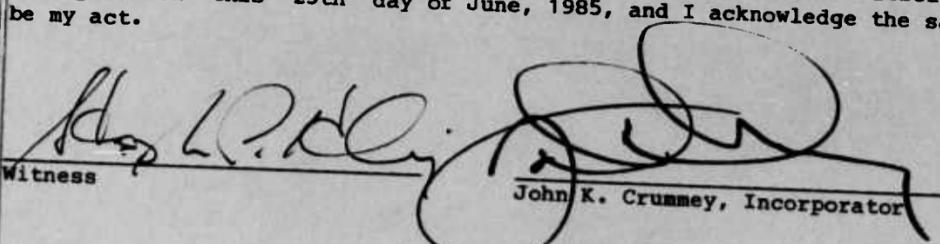
002291

BOOK 172 PAGE 574

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) directors whose name is Christine Montgomery.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 25th day of June, 1985, and I acknowledge the same to be my act.

Witness


John K. Crumney, Incorporator

STEPHEN P. KLING
JOHN K. CRUMMEY
ATTORNEYS AT LAW
P. O. BOX 59
ANNAPOLIS, MD. 21404

-2-

0000 05/16

CLERKS NOTATION
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002292

BOOK 172 PAGE 575

(52)

(02)

B Stock

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:39 MO. 6 DAY 26 YEAR 85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER 1002P
48	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> 90

John Crumney
PO BOX 89
Annapolis Md 21404

0000 05/17

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 576

ARTICLES OF INCORPORATION
OF
ANNAPOLIS COPY CENTER, INC.

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

RECORDED IN LIBER 2728 FOLIO 032289 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1949171

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 179749

BOOK 172 PAGE 577

002244

72, INC.

ARTICLES OF INCORPORATION

FIRST: I, FRANK J. EMIG, whose post office address is P. O. Box 310, Beltsville, Maryland 20705, 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 72, Inc.

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

(1) to operate and conduct an automotive painting and repair facility; and to engage in any other lawful purpose and/or business.

(2) 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 1980 Moreland Parkway, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Leo Wm. Dunn, Jr., 5020 Sunnyside Ave., Suite 200, P. O. Box 310, Beltsville, Maryland 20705. 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 numbers may be increased or decreased pursuant to the By-Laws 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:

Jack K. Witty and

Janet L. Witty

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, A.A. COUNTY

1986 JAN 31 AM 11:07

E. AUBREY COLLISON
CLERK

51768229

51768230

0000 05/19

BOOK 172 PAGE 578

002245

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

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

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

EIGHTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of the stock of the Corporation shall have any pre-emptive rights 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 2418 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.

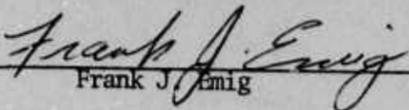
(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and

002246

BOOK 172 PAGE 579

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 proceedings, 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 14th day of June, 1985, and I acknowledge the same to be my act.


Frank J. Emig

0000 0581

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 580

002247

(02)
dymd

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 8:33 MO. DAY YEAR
6-25-85

Stock

20	BONUS TAX
30	RECORDING FEE
	LIMITED PARTNERSHIP FEE
9	OTHER 1CC3P
49	TOTAL CASH <input type="checkbox"/> APPROVED BY CHECK <input checked="" type="checkbox"/> <i>gpe</i>

(2 checks)

Frank Emig
PO BOX 310
Beltsville md 20705

0000 0682

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 581

ARTICLES OF INCORPORATION
OF
72, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 25, 1985 AT 08:33 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 4 2728, FOLIO 002243 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1949098

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 179741

BOOK 172 PAGE 582

002214

A CLOSE CORPORATION
ARTICLES OF INCORPORATION
OF
COLOSSUS FOODS, INC.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, JACOB B. DAVIS, whose post office address is 7439 Baltimore-Annapolis Boulevard, P.O. Box 849, 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:

COLOSSUS FOODS, INC.

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

FOURTH: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, within the State of Maryland, or elsewhere, are as follows:

(a) To grant franchises to other corporations, partnerships, natural persons and other forms of business entities whereby such other parties are granted the right, license and privilege to conduct restaurants, pizza and grinder shops, and other types of businesses under the name of "Colossus" and derivatives thereof.

(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,

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CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:08

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 583

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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 office of the Corporation in this State is 7424 Furnace Branch Road, Glen Burnie, Maryland. The Resident Agent of the Corporation is John L. Sullivan, Jr., whose post office address is 7662 Spencer Road, Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have one (1) Director, John L. Sullivan, Jr., 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

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BOOK 172 PAGE 584

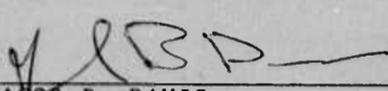
Stockholder who is also a director or officer of or interested in such other corporation or association or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at any meeting of the Stockholders of the Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other 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 25 day of June, 1985.



JACOB B. DAVIS

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BOOK 172 PAGE 585

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:30 MO. DAY YEAR 6-26-85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
9	OTHER 1CC3P
49	TOTAL CASH <input type="checkbox"/> CHECK <input checked="" type="checkbox"/> APPROVED BY <i>vgs</i>

Vacds Davis
Po Box 849
Glen Burnie Md 21061-0849

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BOOK 172 PAGE 586

ARTICLES OF INCORPORATION
OF
COLOSSUS FOODS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 26, 1985 AT 10:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 4 2728 FOLIO 002213 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1949031

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-179735

CLERKS NOTATION
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BOOK 172 PAGE 587

002126

ARTICLES OF INCORPORATION
OF
SUN YACHT CHARTERS (CHESAPEAKE) INC.

DK

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 SUN YACHT CHARTERS (CHESAPEAKE), 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, building or 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
- (8) To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of

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E. AUBREY COLLISON
CLERK

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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 2824 Solomons Island Road, Edgewater, Maryland 21037. The name and post office address of the Resident Agent of the Corporation in this State is TIM CURTIS, 2824 Solomons Island Road, Edgewater, Maryland 21037. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 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
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.

002128.

BOOK 172 PAGE 589

The name of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are TIMOTHY CURTIS, MATTHEW CURTIS, and BRENDA J. FORTHE.

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 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

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BOOK 172 PAGE 590

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

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BOOK 172 PAGE 591

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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 this 25ⁿ day of June, 1985, and I acknowledge the same to be my act.

WITNESS:

Patricia A. [Signature]

Wayne T. Kosmerl
WAYNE T. KOSMERL

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BOOK 172 PAGE 592

ARTICLES OF INCORPORATION OF SUN YACHT CHARTERS (CHESAPEAKE) INC.	Wayne T. Kosmerl COUNCIL, BARADEL, KOSMERL & NOLAN, P.A. ATTORNEYS AT LAW 222 SEVERN AVENUE P. O. BOX 3923 ANNAPOLIS, MARYLAND 21103-0323 3129.01
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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

11:00
20
11:00
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NOTES	11:00
ISSUING INC	20
TOTAL	11:00
OTHER	
CASH	
CHECK	
TOTAL CHECK	40

PAID BY *[Signature]*

CLERKS NOTATION
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BOOK 172 PAGE 593

ARTICLES OF INCORPORATION
OF
SUN YACHT CHARTERS (CHESAPEAKE), INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 27, 1985 AT 11:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2728, FOLIO 632125 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1948587

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 179721

CLERKS NOTATION
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BOOK 172 PAGE 594

002062

ARTICLES OF INCORPORATION
OF
H & T CUSTOM, INC.

1985 JUN 21 A 9:51

A Maryland close corporation, organized pursuant to Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland

THIS IS TO CERTIFY:

FIRST: That I, Ralph M. Hubbard, Jr., whose post office address is 137 Georgetown Road, Annapolis, Anne Arundel County, 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: That the name of the corporation (which is hereafter called the "Corporation") is H & T CUSTOM, INC.

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

(1) To engage in the business of performing and rendering general contracting services, construction of buildings, both residential, commercial and mixed use, remodeling services and any and all related lawful activities incident to the general contracting and/or construction business; 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: That the post office address of the principal office of the Corporation in this State is 137 Georgetown Road, Annapolis, Anne Arundel County, Maryland 21403.

The name and post office address of the Resident Agent of the Corporation in this State is Ralph M. Hubbard, Jr., 137 Georgetown Road, Annapolis, Anne Arundel County, Maryland 21403. Said Resident Agent is an individual actually residing in this State.

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

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be two Directors, who are Ralph M. Hubbard, Jr. and Stanley F. Thomas.

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CORP. DIV. MARYLAND
E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 595

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

Crystal R. Clemens
Witness

Ralph M. Hubbard, Jr.
RALPH M. HUBBARD, JR.

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BOOK 172 PAGE 596

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	MO.	DAY	YEAR
9:11	6	21	85
20	BOYS TAX		
20	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
40	TOTAL	CASH <input type="checkbox"/>	APPROVED BY
	CHECK <input checked="" type="checkbox"/>		A

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Hyatt, Ches + Winegrad
 6034 1852
 Annapolis, Md 21404-1852

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BOOK 172 PAGE 597

ARTICLES OF INCORPORATION
OF
H & T CUSTOM, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 21, 1985 AT 09:11 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728, FOLIO 092061 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1948470

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 179710

CLERKS NOTATION
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AVAILABLE

C32048

BOOK 172 PAGE 598

ARTICLES OF INCORPORATION

PK
FIRST: The undersigned, Robert J. Rochette, Jr., whose address is 11 Roe Lane, Arnold, Maryland, being at least twenty-one (21) years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation" is: Consolidated Builders, Ltd.

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

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

(a) To acquire, hold, mortgage, pledge, sell, construct upon, renovate, rehabilitate, transfer, or in any other manner encumber or dispose of real property of every kind.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property or personal property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of, natural products, raw materials, manu-factured products and marketable goods, wares and merchandise of every description, to carry on and transact any and all business concerning real estate transactions and business associated thereto.

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CIRCUIT COURT, BALTIMORE COUNTY

1986 JAN 31 AM 11:08

E. AUDREY COLLISON
CLERK

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CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 599

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

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

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidence of indebtedness issued or created by any other corporation or association, organized under the laws of the State of Maryland, or of any other state, territory, district, colony, or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and

BOOK 172 PAGE 600

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

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

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

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

(l) To enter into any contractual relationship and to conduct any business in any way so long as this Corporation shall not be acting in a manner contrary to law.

FIFTH: The post office address of the principal office of the Corporation in Maryland is: 11 Roe Lane, Arnold, Maryland 21012.

The name and post office address of the resident agent of the Corporation is: Ted W. Chwastyk, 11 Roe Lane, Arnold, Maryland 21012.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is FIVE THOUSAND (5,000) shares of common of no par value, all of one class.

SEVENTH: The number of directors of the Corporation shall be three (3), which number may be increased pursuant to the By-laws of the Corporation but shall never be less than three (3). The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Ted W. Chwastyk, Ginger Chwastyk and Robert J. Rochette, Jr.

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BOOK 172 PAGE 602

EIGHT: The duration of the Corporation shall be perpetual.

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

Robert J. Rochette, Jr.
Robert J. Rochette, Jr.

STATE OF MARYLAND
COUNTY OF Anne Arundel ss:

On this 20th day of June , before me, the undersigned officer, personally appeared Robert J. Rochette, Jr., known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Maughn Taf
Notary Public

My Commission Expires: July 1, 1986

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MILLERS FALLS
EZERASE
COTTON CONTENT

CLERKS NOTATION
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BOOK 172 PAGE 603

002053

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME NO. DAY YEAR
10:15 6 24 85

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

stock.

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Merte, F. Maffei Esq
113 Cathedral St.
Annapolis, Md, 21401

0000 06/85

CLERKS NOTATION
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BOOK 172 PAGE 604

ARTICLES OF INCORPORATION
OF
CONSOLIDATED BUILDERS, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 26, 1985 AT 10:15 O'CLOCK ^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 6

RECORDED IN LIBER 2728, FOLIO 002047 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1948454

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

Gal B. Robinson



A 179708

ANNE ARUNDEL COUNTY COMMUNITY HOUSING RESOURCE BOARD, INC.

CLERKS NOTATION
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AVAILABLE

FIRST: I, James M. Owen, whose post office address is P.O. Box 460, Glen Burnie, Maryland, 21061, 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 ANNE ARUNDEL COUNTY COMMUNITY HOUSING RESOURCE BOARD, 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, and 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, lease, rent, 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 such property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes of 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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
1986 JAN 31 AM 11:08

E. AUBREY COLLISON
CLERK

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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 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; to receive grants, enter into contracts, 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

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CLERKS NOTATION
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Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

- (c) Included among the educational and charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article THIRD are the following:
- (1) To facilitate the purchase of real property and the rental of real property by minority buyers and renters, to enable minority buyers and renters to have a free choice in their housing location, to diminish and eradicate discrimination in the acquisition, disposition, and rental of all real property, to encourage and assist in the implementation of Federal, State and local fair housing laws and the Constitution of the United States and generally to advertise, canvass, develop educational materials and training courses, enter into affirmative marketing for homesellers and renters and to cooperate with the Department of Housing and Urban Development with regard to the foregoing on behalf of persons in Anne Arundel County, Maryland.
 - (2) To conduct studies, gather statistics, make policy recommendations, do grant applications, initiate programs with other relevant public and private entities through discussions, contracts, subcontracts, and all other appropriate means to promote and improve adequate housing conditions for low-income, handicapped, elderly, minority and other disadvantaged persons in Anne Arundel County, Maryland.
- (d) To do any and all activities reasonably related to the accomplishment of the above-stated purposes and objectives of this Corporation, it being intended that the identification of particular powers herein contained shall not be in limitation of but in furtherance of the powers granted to corporations by the General Laws of Maryland.

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FOURTH: The post office address of the principal office of the Corporation in this state is ~~P.O. Box 1951~~ ^{251 West St.}, Annapolis, Anne Arundel County, Maryland, 21404. The name and post office address of the Resident Agent of the Corporation in this state is James M. Owen, ~~P.O. Box 160~~ ^{655 CRAIG HIGHWAY S.E.}, Glen Burnie, Anne Arundel County, Maryland, 21061. Said Resident Agent is and 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 set forth in the By-Laws of the Corporation.

SIXTH: The number of Directors of the Corporation shall be at least three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified, are: Yevola S. Peters, Marcia D. Wagner, Mimi Kelly, Carl O. Snowden, Trudi McGowan, Timothy Atkinson, Sr., Leroy Bowman, Cassandra Brown, Gilda Atas and James M. Owen.

SEVENTH: Upon the dissolution of the Corporation's affair or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, or as otherwise necessary, 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, insofar as practicable. Any such assets not so disposed of shall be disposed of by the court of general jurisdiction of the county in which the principal office of the Corporation is located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated for such purposes.

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 candidate 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, 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.

TENTH:

- (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- (b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- (c) The Corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1954, or

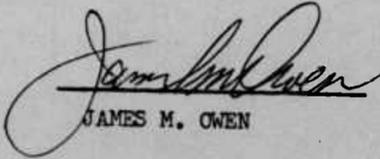
corresponding provisions of any subsequent Federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

ELEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 25th day of June, 1985, and I acknowledge the same to be my act.

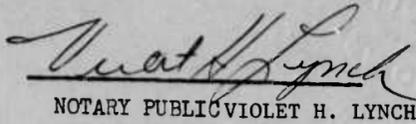

JAMES M. OWEN

State of Maryland

County of Anne Arundel,

ss:

I HEREBY CERTIFY, that on this 25th day of June, 1985, before me, the subscriber, A Notary Public of the State of Maryland in and for Anne Arundel County, personally appeared James M. Owen, and acknowledged the foregoing Articles of Incorporation to be his voluntary act and deed.


NOTARY PUBLIC VIOLET H. LYNCH

My commission expires:

July 1, 1986

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BOOK 172 PAGE 611

02

15

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
2:59		6/26	85
20	ROSTER TAX		
22	RECORDING FEE		
	LIMITED PARTNERSHIP FEE		
	OTHER		
42	TOTAL	CASH <input checked="" type="checkbox"/>	APPROVED BY <i>A</i>
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James Over

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Glu Bonnie, Ltd 21061

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BOOK 172 PAGE 612

ARTICLES OF INCORPORATION
OF
ANNE ARUNDEL COUNTY COMMUNITY HOUSING RESOURCE BOARD, IN
C.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 26, 1985 AT 02:59 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 7

RECORDED IN LIBER 9728 FOLIO 032025 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1948413

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 179704

CLERKS NOTATION
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BOOK 172 PAGE 613

631874

ARTICLES OF INCORPORATION
OF
TAE HAN, INC.

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

THIS IS TO CERTIFY:

That the undersigned subscriber, Richard T. Wright,
whose post office address is Suite 400, 2024 West Street,
Annapolis, Maryland 21401, being of full legal age, under and by
virtue of the General Corporation Laws of the State of Maryland
authorizing the formation of corporations, and, especially, under
the provisions of Title 4 of the Corporations and Associations
Article of the Annotated Code of Maryland authorizing the
formation of close corporations, does hereby designate himself as
incorporator and executes this instrument with the intention of
forming a Maryland close corporation.

FIRST: The name of the corporation (which is hereinafter
referred to as "the Corporation") is "TAE HAN, INC."

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

THIRD: The purposes for which the Corporation is formed
and the business or objects to be carried on and promoted by it,
or which may at any time be carried on or promoted by it, in
whole or in part, are as follows:

- (1) To conduct a business for any lawful purpose or
purposes, except for the purposes of banking or insurance,
including, but not limited to, conducting and carrying on the
business of hairdressing and cosmetology, rendering services for
the cutting, trimming, arranging, setting, waving, coloring,
bleaching, dressing, curling, and cleansing of human hair and any
and all similar work intended to enhance personal appearance, and
owning, operating, franchising, buying, and selling beauty and
barber shops and franchises therefor.

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CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:08

E. AUBREY COLLISON
CLERK

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(2) To purchase, lease and otherwise acquire, to hold and to sell, lease, mortgage, pledge and otherwise dispose of all kinds of property, real, personal and mixed, both in this state and in any part of the world.

(3) To enter into partnerships, joint ventures, and other business association for any lawful purpose or purposes.

(4) To do anything permitted by and to exercise all powers, rights, and privileges granted to corporations under the General Laws of Maryland, including, but not limited to those powers, rights, and privileges granted to corporations by virtue of Section 2-103 of the Corporations and Associations Article of the Maryland Code, and its successors, as amended from time to time; and

(5) To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one of more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation.

The businesses, purposes or objects set out in the preceding clauses shall, except where otherwise expressed, be in no way limited or restricted by references to, or inferences from, the terms of any other clause in these Articles of Incorporation; but the businesses, purposes or 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 mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the corporation.

FOURTH: The total number of shares of stock which the Corporation shall have the authority to issue shall be Ten Thousand (10,000) shares, all of which shall be of one class to be designated as Common Stock, and each of which shall have a par value of One Dollar and No Cents (\$1.00).

The Initial Director of the Corporation, as hereinafter provided for, and, thereafter, the holders of the issued and outstanding stock of the Corporation, shall be empowered to authorize the issuance from time to time of shares of this said stock of the Corporation for such considerations as said Director or said holders may deem advisable, irrespective of the value or amount of such considerations.

FIFTH: The principal office of the Corporation in the State of Maryland will be maintained at 1409 Forest Drive, Annapolis, Anne Arundel County, Maryland 21403. The present post office address of the Corporation is 1409 Forest Drive, Annapolis, Anne Arundel County, Maryland 21403. The Resident Agent of the Corporation is Richard T. Wright, whose post office address is at Suite 400, 2024 West Street, Annapolis, Maryland 21401. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation elects to have no Board of Directors and shall be managed by the holders of the issued and outstanding stock of the Corporation. Until the election to have no Board of Directors becomes effective, there shall be one (1) director ("the Initial Director"), whose name and address are: Maria Lee, 1409 Forest Drive, Annapolis, Maryland 21403.

SEVENTH: The Corporation, the Initial Director (until the election of the Corporation to have no Board of Directors becomes effective), and (thereafter) the stockholders of the Corporation acting on behalf of the Corporation shall have the following powers:

(1) To exercise all powers, rights and privileges granted to corporations under the General Laws of Maryland, including, but not limited to, the Corporations and Association Article of the Maryland Code and its successors, as amended from time to time;

(2) To exercise all the rights and privileges conferred upon a close corporation under the title "Close Corporations" of the Corporations and Associations Article of the Annotated Code of Maryland and its successors, as amended from time to time,

including, but not limited to, the execution and/or ratification of any agreement among the Corporation's stockholders and the becoming of a party thereto.

(3) To borrow money or raise money, from time to time and without limit, and upon any terms, for any corporate purposes; and, subject to the Annotated Code of the State of Maryland, to authorize the creation, issue, assumption or guaranty of bonds, notes or other evidences of indebtedness for moneys so borrowed, to include therein such provisions as to redeemability, convertibility or otherwise, as the Initial Director or the stockholders, in their discretion, may determine and to secure the payment of principal, interest or sinking fund in respect thereof by mortgage upon, or the pledge of, or the conveyance or assignment in trust of, the whole or any part of the properties, assets and good will of the Corporation then owed or thereafter acquired.

(4) To set apart out of any of the funds of the Corporation available for dividends or reserve or reserves for any proper purpose, and to abolish any such reserve or reserves;

(5) To authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or any nontransferable warrants or other instruments evidencing rights or options to subscribe for, purpose or otherwise acquire such shares;

(6) To classify or reclassify any unissued shares of the stock of the Corporation of any class now or hereafter authorized by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualification of, the dividends on, the times and prices of, redemption of, and the conversion rights of, such shares;

(7) To enter into any lawful arrangements for sharing profits, union of interest, reciprocal association, or cooperative association with any domestic or foreign corporation, associations, partnerships, individuals or other entities, and to enter into general or limited partnerships;

(8) To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts, or other obligations created by any domestic or foreign corporations, associations, partnerships, individuals or other entitles;

(9) To purchase insurance upon any director, officer, employee or agent of the Corporation of such types, in such amounts and upon such terms as may be deemed desirable by the Board of Directors.

EIGHTH: The Initial Director, or any stockholder, individually, or any firm of which the Initial Director or stockholder may be a member, or any corporation or association of which the Initial Director or any stockholder 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 the Initial Director or any stockholder, or any firm of which the Initial Director or stockholder is a member, or any corporation or association of which the Initial Director or stockholder may be an officer or director is so interested, such fact shall be disclosed or shall have been made known to the holders of the shares of the Corporation entitled to vote; and provided, further, that such a contract or transaction shall be valid and enforceable only if (1) it is approved or ratified by the affirmative vote of a majority of the votes cast by the stockholders entitled to vote other than the votes of shares owned of record or beneficially by the interested director, corporation, or association (even if such shares or the holders thereof constitute less than a quorum), or (2) it is fair and reasonable to the Corporation. The Initial Director or any stockholder of the Corporation who is also a director or officer of or interested in such other corporation or association, or the shares of the Corporation held by such interested Initial Director, stockholder, corporation or association may be counted in determining the existence of a quorum at the meeting of the

stockholders of the Corporation which shall authorize, ratify, or confirm any such contract or transaction.

NINTH: The Corporation shall indemnify a corporate representative of the Corporation in connection with any proceeding to the fullest extent permitted by, and in accordance with, Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (said Section 2-418 being hereinafter referred to as "the Indemnification Section"). As used in this Article NINTH, any word or words that are defined in the Indemnification Section, as amended from time to time, shall have the same meaning herein as provided in the Indemnification Section. As used in this Article NINTH, the term "corporate representative" means an individual who is a present or former director or officer of the Corporation or who serves or served another corporation, partnership, limited partnership, joint venture, trust or other enterprise as a director, officer, partner (general or limited), joint venturer, trustee, or management principal at the request or direction of the Corporation or for the Corporation's benefit and who, by reason of his holding such position, was, is or is threatened to be made a party to a proceeding.

TENTH: the duration of the Corporation shall be perpetual.

ELEVENTH: With respect to:

- (1) The amendment of these Articles of Incorporation;
- (2) the consolidation of the corporation with one or more corporations to form a new consolidated corporation;
- (3) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;
- (4) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its good will and franchises;
- (5) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article

BOOK 172 Page 619

631880

of the Annotated Code of Maryland) as the Corporation the stock of which is to be acquired;

(6) the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation;

(7) the issuance of shares of stock of any class now or hereafter authorized, or any securities exchangeable for, or convertible into such shares, or warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares;

(8) the redemption by the Corporation of shares of its own stock, or the purchase or other acquisition by the Corporation of its own shares; such action shall only be effective and valid if taken or approved by not less than a unanimous vote of the shares entitled to be cast thereon.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this 24th day of June, 1985.

ATTEST:

John B. Wright

Richard T. Wright (SEAL)
Richard T. Wright

STATE OF MARYLAND, ANNE ARUNDEL COUNTY:

I hereby certify, that on this 24 day of June, 1985, before me, the subscribed, a Notary Public of the state and county aforesaid, personally appeared RICHARD T. WRIGHT, who is known to me to be the incorporator named in the foregoing Article of Incorporation, and he acknowledged the execution of said instrument to be his act.

AS WITNESS my hand and notarial seal.



John B. Wright
Notary Public

My commission expires: July 1, 1986

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BOOK 172 PAGE 620

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 10:09 MO. 6 DAY 26 YEAR 85

Stock

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

Richard Wright
PO BOX 400
Annapolis Md 21401

1985 JUN 26 10:09 AM

0000 0622

CLERKS NOTATION
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BOOK 172 PAGE 621

ARTICLES OF INCORPORATION
OF
TAE HAN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 26, 1985 AT 10:09 O'CLOCK ^{A.} M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED 8

RECORDED IN LIBER 2728 631873 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1948157

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. Auburn



A 179678

CLERKS NOTATION
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BOOK 172 PAGE 622

HOVIS ASSOCIATES, INC.
(A Close Corporation)
ARTICLES OF INCORPORATION

22
FIRST: The undersigned, Warren A. Hovis, Jr. and Ann Hovis, whose post office address is 860 Buckingham's Cove Road, Severna Park, Maryland 21146, 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 HOVIS ASSOCIATES, INC.

THIRD: The Corporation shall be a close corporation as authorized by section 4-201 of the General Corporation law of Maryland, Volume "Corporations & Associations" article.

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

To be in the business of consulting in aerospace, remote sensing, and any and all businesses associated therewith.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 860 Buckingham's Cove Road, Severna Park, Maryland 21146. The name and post office address of the resident agent of the Corporation in Maryland is Warren A. Hovis, Jr., 860 Buckingham's Cove Road, Severna Park, Anne Arundel County, Maryland 21146. 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 one thousand (1,000) shares without par value, all of one class. This is common, voting, and non assessable stock. Each share of stock issued shall have one vote at all stockholders and annual meetings.

SEVENTH: After the completion of the organization meeting of the director(s) 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 Warren A. Hovis, Jr. and Ann Hovis.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:08

E. AUBREY COLLISON
CLERK

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CLERKS NOTATION
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BOOK 172 PAGE 623

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 Corporation shall be run by its two stockholders as though it were a proprietorship, although it is an incorporated business.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 14th day of June, 1985.

WIT:

George B. Woelfel, Jr. Warren A. Hovis, Jr.
George B. Woelfel, Jr. Warren A. Hovis, Jr.

George B. Woelfel, Jr. Ann Hovis
George B. Woelfel, Jr. Ann Hovis

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 14th day of June, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Warren A. Hovis, Jr. and Ann Hovis and they severally acknowledged the foregoing Articles of Incorporation to be their act.



my hand and seal Notarial.

George B. Woelfel, Jr.
George B. Woelfel, Jr.
Notary Public

My Commission Expires: 7/1/86.

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CLERKS NOTATION
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BOOK 172 PAGE 624

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Stock

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STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
TIME 8:35 NO. 6-2485

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
8	OTHER (CC&P)
48	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> <i>gpc</i>

George Woelfel
115 Cathedral St
Annapolis Md 21401

0000 0628

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 625

ARTICLES OF INCORPORATION
OF
HOVIS ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 24, 1985 AT 08:35 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 3 2728, FOLIO 001227 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1947696

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

R. B. Arundel



A 179642

BOOK 172 PAGE 626

001162

ARTICLES OF INCORPORATION
OF
WESDALE'S AUTO SALES, INC.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, Jacob B. Davis, whose post office address is 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:

WESDALE'S AUTO SALES, INC.

THIRD: 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 automobiles, trucks and other motor vehicles of every kind and description.

(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.

FOURTH: The post office address of the principal office of the Corporation in this State is 402 Grist Mill Crossing, Severna Park, Maryland 21146. The Resident Agent of the Corporation is Thomas F. Martin, whose post office address is 402 Grist Mill Crossing, Severna Park, Maryland 21146.

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:08

E. AUBREY COLLISON
CLERK

51728324

0000 0628

BOOK 172 PAGE 627

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Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have a Board of two (2) Directors, which number may be increased or decreased in accordance with the By-Laws of the Corporation, provided that if the number of Directors shall be less than three (3), their number may not be less than the number of Stockholders of the Corporation. The names of the Directors who shall act as such until the first annual meeting of the Stockholders or until their successors are duly chosen and qualify are:

Thomas F. Martin
Gene R. Wetzel

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, all of one class.

SEVENTH: 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 of the Directors and Stockholders shall include the following.

(a) 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 firm of which a Director is a member, or a corporation or association of which a Director is an officer or director or in which a Director is interested as the holder of any amount of its capital stock or otherwise, such fact shall be disclosed or shall have been known to the Board of Directors or a majority thereof. 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 any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, with like force and effect as if

BOOK 172 PAGE 628

001164

he were not such director or officer of such other corporation or association or were not so interested or were not a member of a firm so interested.

(b) The Corporation reserves the right, from time to time, to make any amendment of its Charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its Charter, of any outstanding stock.

(c) Except as otherwise provided in this Charter or by the By-Laws of the Corporation, as from time to time amended, the business of the Corporation shall be managed by its 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 By-Laws conferred upon or reserved to the Stockholders. Additionally, the Board of Directors of the Corporation is hereby specifically authorized and empowered from time to time in its discretion:

(1) 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, for such considerations 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;

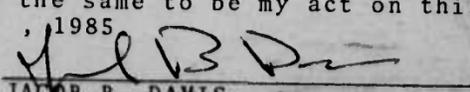
(2) By articles supplementary to this Charter, to classify or reclassify any unissued shares by fixing or altering in any one or more aspects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

EIGHTH: 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 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, unless the Board of Directors shall, in its discretion, subject to the By-Laws, so direct.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act on this

19th day of June

1985


JACOB B. DAVIS

CLERKS NOTATION
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BOOK 172 PAGE 629

001165

CERTIFIED
COPY MADE

1965 JUN 21 A 9:48

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Stork

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:48 MO. DAY YEAR 6-21-85

20	BONUS TAX
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
9	OTHER CCCB
49	TOTAL CASH <input type="checkbox"/> APPROVED BY
	CHECK <input checked="" type="checkbox"/> JWS

Jacob Davis
PO Box 849
Glen Burnie Md 21061-0849

0000 0681

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 630

ARTICLES OF INCORPORATION
OF
WESDALE'S AUTO SALES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 21, 1985 AT 09:48 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

4
RECORDED IN LIBER 2728, FOLIO 001161 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1947589

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. Arundel



A 179631

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 631

001111

TRI-K ENTERPRISES, INC.

ARTICLES OF INCORPORATION

FIRST: I, Ronald E. Council, whose post office address is 222 Severn Avenue, P.O. Box 3323, 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:

TRI-K ENTERPRISES, INC.

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

(1) To engage in the business of constructing, owning, leasing, operating, and maintaining restaurants and other food establishments; 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 either alone or in connection with any person, firm, association or corporation; and

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in 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

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CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:08

E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 632

001114

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 1148 Jeffrey Drive, Charing Cross, Crofton, Maryland 21114. The name and post office address of the Resident Agent of the Corporation in this state is Phillip R. Smith, 1148 Jeffrey Drive, Charing Cross, Crofton, Maryland 21114. 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: Ronald E. Council, Phillip R. Smith and Elizabeth M. Adler.

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

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BOOK 172 PAGE 633

001115

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

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BOOK 172 PAGE 634

CO1116

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.

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BOOK 172 PAGE 635

001117

(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 17th day of June, 1985, and I acknowledge the same to be my act.

WITNESS:

Nancy A. Fabrenkopf

Ronald E. Council (SEAL)
RONALD E. COUNCIL

3266D/39

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C01118

BOOK 172 PAGE 636

ARTICLES OF INCORPORATION			
TR-K ENTERPRISES, INC.			

Ronald E. Council, Esq.
**COUNCIL, BARADEL, KOSMERE
 & NOIAN, P.A.**
 ATTORNEYS AT LAW
 222 SEVERN AVENUE
 P. O. BOX 3323
 ANNAPOLIS, MARYLAND
 21403-0323
 2271.18

STATE DEPARTMENT OF
 ASSESSMENTS AND TAXATION
 APPROVED FOR RECORD

THIS 9-26 DAY OF SEPTEMBER 1985

NO. 6278

0.03 TAX	
F. GOV. REG.	
PAID PARALLEL P. REG.	
OTHER 110-5	
CASH <input type="checkbox"/>	
CHECK <input checked="" type="checkbox"/>	
TOTAL	51

APPROVED BY
 [Signature]

1985 JUN 21 A 9:26

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 637

ARTICLES OF INCORPORATION
OF
TRI-K ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 27, 1985 AT 09:26 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2728, FOLIO 001112, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1947159

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. Arundel



A 179622

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 638

001056

CO-REVUE, INC.

A MARYLAND CLOSE CORPORATION

ARTICLES OF INCORPORATION

DK
M.

FIRST: The undersigned, Vaughan K. Weikel, whose address is 10 Light Street, Baltimore, Maryland 21202, being at least eighteen years of age, acting as incorporator, does hereby form a corporation pursuant to the Corporations and Associations Article of the Annotated Code of Maryland and Title 4 thereof.

SECOND: The name of the corporation (which is herein-after called the "Corporation") is:

CO-REVUE, INC.

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

(1) To provide consulting services relating to manufacturing processes and to engage in any activity related thereto; and

(2) To engage in and perform any activities or functions which may lawfully be performed by a business corporation organized under the laws of the State of Maryland.

The foregoing enumerated purposes and objects shall 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 the Charter of the Corporation, and each shall be regarded as independent; and they are intended to be and shall be construed as powers as well as purposes and objects of the Corporation and shall be in addition to and not in limitation of the general

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CIRCUIT COURT, BALTIMORE COUNTY
1986 JAN 31 AM 11:08

E. AUBREY COLLISON
CLERK

51788397

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BOOK 172 PAGE 639

001057

powers of corporations under the General Laws of the State of Maryland.

FOURTH: The present address of the principal office of the Corporation in this State is 222 Poplar Ridge Road, Pasadena, Maryland 21122.

FIFTH: The name and address of the resident agent of the Corporation in this State are Melvin A. Velten, 222 Poplar Ridge Road, Pasadena, Maryland 21122. Said resident agent is a citizen of the State of Maryland who resides therein.

SIXTH: The total number of shares of stock of all classes which the Corporation has authority to issue is 400 shares of common stock of a par value of \$.10 per share, amounting in the aggregate to \$40.00. Each share of stock shall have one (1) vote on all matters on which the stockholders are entitled to vote.

SEVENTH: 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.

EIGHTH: The initial number of directors of the Corporation shall be four (4). The names of the directors who will serve until the first organizational meeting are as follows:

Melvin A. Velten
Harry G. Weaver
George W. Gibson
John W. Lippert

The Corporation hereby elects to have no board of directors, such election to take effect upon completion of the first organizational meeting and the issuance of stock. Upon the taking effect of such election, the stockholders, subject to the

BOOK 172 PAGE 640

001058

By-Laws and any unanimous written agreement among them, shall exercise all of the rights and powers under the general laws of Maryland conferred on or reserved to the board of directors of a corporation having a board of directors.

NINTH: 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 any amendments changing the terms and contract rights, as expressly set forth in its Charter, of any of its outstanding stock by classification, reclassification or otherwise.

TENTH: The enumeration and definition of particular powers of the Corporation and its stockholders included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other Article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Corporation or its stockholders under the General Laws of the State of Maryland now or hereafter in force. The Corporation and its stockholders shall be empowered and authorized to exercise all the rights and privileges conferred upon a close corporation under Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland as existing 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 4-401 under such Title; but no provision of the charter or the By-Laws of the Corporation shall as such

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BOOK 172 PAGE 641

001059

constitute a stockholders' agreement specially authorized by Section 4-401 under said Title unless such provision specifically states that it shall be deemed to be such a stockholders' agreement.

ELEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed and approved these Articles of Incorporation, acknowledging the same to be my act, and certify, under penalty for perjury, that to the best of my knowledge, information and belief the matters and facts set forth herein are true in all material respects on this 27th day of June, 1985.

WITNESS:

Lisa C. Muoto

Vaughan K. Weikel
Vaughan K. Weikel

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BOOK 172 PAGE 642

001060

02. 15

STATE DEPARTMENT OF
ASSESSMENT AND TAXATION
APPROVED FOR RECORD

TIME	DATE	YEAR
12:10	02	85
20		
10		
50		

TOTAL CASH 1004.00
TOTAL CHECK 00.00
PAID BY [Signature]

stock

Simms, Bowen & Simms.
10 Right St
Baltimore Md 21202.
Vaughan K. Wickel

0000 06/4

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BOOK 172 PAGE 643

ARTICLES OF INCORPORATION
OF
CO-REVUE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 27, 1985 AT 12:00 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2728, FOLIO 001055 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID:
\$ 20

RECORDING FEE PAID:
\$ 20

SPECIAL FEE PAID:
\$ _____

D1947068

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 179614

CLERKS NOTATION
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AVAILABLE

001876

BOOK 172 PAGE 644

ARTICLES OF AMENDMENT AND RESTATEMENT

FRED MENKE'S PONTIAC-GMC-VOLVO, INC., a Maryland corporation, having its principal office at 284 West Street, Annapolis, Maryland, 21401, (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Corporation desires to amend and restate its Charter as currently in effect as hereinafter provided. The provisions set forth in these Articles of Amendment and Restatement are all the provisions of the Charter of the Corporation as currently in effect.

SECOND: The Charter of the Corporation is hereby amended to change the corporate name and address, effective upon the date of acceptance of these Articles of Amendment and Restatement by the Department.

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 is Fred Menke's Car Store, Inc.

"SECOND: The purposes for which the Corporation is formed are:

- (1) To engage in the sale, leasing, repair and insuring of automobiles, trucks and other motor vehicles and to engage in any other lawful purpose and/or business.

RECEIVED FOR RECORD
CIRCUIT COURT, ANNE ARUNDEL COUNTY
1986 JAN 31 AM 11:08

E. AUBREY COLLISON
CLERK

51828722

0000 0644

001877

BOOK 172 PAGE 645

(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.

"THIRD: The post office address of the principal office of the Corporation in this State is 6 Taylor Avenue, Annapolis, Maryland, 21401. The name and post office address of the Resident Agent of the Corporation in this State is Frederick R. Menke, 6 Taylor Avenue, Annapolis, Maryland, 21401. Said Resident Agent is an individual residing in this State.

"FOURTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Hundred (500) shares, \$100.00 per share par value.

"FIFTH: 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 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 their successors are duly chosen and qualified are: Frederick R. Menke and Mary Ann Menke.

"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 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.

"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 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.

"EIGHTH: (1) As used in this Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and

001879

BOOK 172 PAGE 647

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

IN WITNESS WHEREOF, Fred Menke's Pontiac-GMC-Volvo, Inc. has caused these presents to be signed in its name and on its behalf by

001881

BOOK 172 PAGE 649

INFORMAL ACTION OF THE BOARD OF DIRECTORS

June , 1985

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

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

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

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

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CLERKS NOTATION
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BOOK 172 PAGE 650

001882

tion therewith.

This Informal Action of Directors may be executed in counter-
parts.

WITNESS the execution hereof the day and year first above
written.

WITNESS:

Hal L. Miller
Bruce Stanford

BOARD OF DIRECTORS:

Frederick R. Menke
FREDERICK R. MENKE
Jeffrey Menke
JEFFREY MENKE

BOOK 172 PAGE 651

001883

INFORMAL ACTION OF STOCKHOLDERS

, 1985

The undersigned, constituting all of the stockholders of FRED MENKE'S PONTIAC-GMC-VOLVO, INC., a Maryland corporation (hereinafter referred to as the "Corporation"), in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, do hereby take the actions below set forth, and to evidence their waiver of any right to dissent from such actions, do hereby consent as follows:

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

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

This Informal Action of Stockholders may be executed in counterparts.

WITNESS the execution hereof the day and year first above

0000 0653

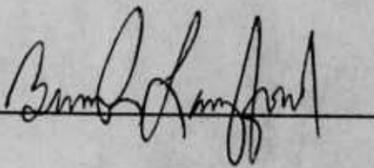
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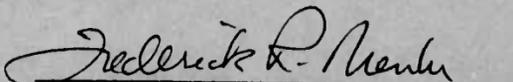
BOOK 172 Page 652

written.

WITNESS:



STOCKHOLDERS:



FREDERICK R. MENKE

CLERKS NOTATION
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BOOK 172 PAGE 653

001885

CHANGE OF	
NAME	✓
PRINCIPAL OFFICE	
RESIDENT AGENT	
RESIDENT AGENT ADDRESS	

(13A) out of amend + Restate

1B

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

FILE NO. 1124 REG. NO. 7-1-85

28	STAMP & CAP. FEE
	RECORDING FEE
	PRINTED MATHEMATICS FEE
	OTHER
28	TOTAL DASH
	CHECK <input checked="" type="checkbox"/> gvs

William Jones
13 Francis St
Annapolis Md 21401

0000 0665

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 654

ARTICLES OF AMENDMENT AND RESTATEMENT
OF
FRED MENKE'S PONTIAC-GMC-VOLVO, INC.
Changing its name to
FRED MENKE'S CAR STORE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 1, 1985 AT 1:24 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2730, FOLIO 001875 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ _____
RECORDING FEE PAID: \$ 28.00
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.

Raf B. Johnson



A 179580

CLERKS NOTATION
BEST COPY
AVAILABLE

002532

BOOK 172 Page 655

ARTICLES OF INCORPORATION
OF
ANNE ARUNDEL FIRST CARE, INC.
a Maryland Corporation

PK
FIRST: I, Janice B. Queen, of 445 Elwell Court, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, hereby form a Corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter referred to as "the Corporation") is Anne Arundel Care, Inc.

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

1. To engage in the providing of home care services through nurses and other qualified staff; and

2. 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 situate, within or without the State of Maryland;

3. To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;

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

5. To have and exercise any and all powers and privileges now or hereinafter conferred by the laws of the State of Maryland upon Corporations formed under the acts above referred to, or any act amendatory thereof or supplemental thereto or in substitution thereof.

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

1986 JAN 31 AM 11:13

E. AUBREY COLLISON
CLERK

51938227

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002533

BOOK 172 PAGE 656

FOURTH: The post office address of the principal office of the Corporation in this State is 445 Elwell Court, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Janice B. Queen, 445 Elwell Court, Glen Burnie, Maryland, 21061. 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 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 (3), provided that:

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

The names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualified, are Janice B. Queen and Shirley Russ.

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

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

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002534

BOOK 172 PAGE 657

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

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

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

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

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

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CLERKS NOTATION
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BOOK 172 PAGE 658

002535

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

EIGHTH: The duration of the Corporation shall be perpetual

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

Patience R. Morgan

Janice B. Queen
Janice B. Queen

0070C

0000 0650

CLERKS NOTATION
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BOOK 172 PAGE 659

002536

02 L.A.
STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
MO. DAY YEAR
7 12 85

(52)

9:40	ORG. & CAP. FEE	
20	RECORDING FEE	
20	LIMITED PARTNERSHIP FEE	
	OTHER	
40	TOTAL	
	CASH <input type="checkbox"/>	APPROVED BY
	CHECK <input checked="" type="checkbox"/>	197

stock

Janice B. Ruseen
445 Clwell Ct
Alton Borneo MS 21061

1985 JUL 12 A 9:47

0000 0661

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 660

ARTICLES OF INCORPORATION
OF
ANNE ARUNDEL CARE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 12, 1985 AT 09:40 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

RECORDED IN LIBER 2735, FOLIO 002531 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1964808

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 181285

BOOK 172 PAGE 661

002538

T & P TRUCKING, INC.

ARTICLES OF INCORPORATION

dk
FIRST: I, Joseph F. Devlin, whose address is 1519 Ritchie Lane, 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 (hereinafter referred to as the "Corporation") is T & P TRUCKING, INC.

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

(1) To engage in the business of long-haul trucking, 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 address of the principal office of the Corporation is 2366 Davidsonville Road, Gambrills, Maryland 21054.

FIFTH: The Resident Agent of the Corporation is Loyal E. Thompson, 2366 Davidsonville Road, Gambrills, Maryland 21054. Said Resident Agent is an individual actually residing in this State.

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

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

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

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

Charles Pierce and Loyal E. Thompson shall serve as Directors of the Corporation until the first annual meeting.

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

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

1986 JAN 31 AM 11:13

E. AUBREY COLLISON
CLERK

Joseph F. Devlin
JOSEPH F. DEVLIN

51938234

0000 0663

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 662

002539

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 9:50 MO. DAY YEAR 7 12 85

20	ORG. & CAP. FEE
20	RECORDING FEE
	LIMITED PARTNERSHIP FEE
7	OTHER ICCIP
47	TOTAL

CASH APPROVED BY [Signature]
CHECK

1985 JUL 12 A 9:50

142

stork

CERTIFIED
COPY MADE

Joseph F. Darlin
1519 Ritchie Ln.
Annapolis, Md. 21401

RECORDED
INDEXED

0000 0664

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 663

ARTICLES OF INCORPORATION
OF
T & P TRUCKING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 12, 1985 AT 09:56 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2135, FOLIO 002537 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1964816

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 181286

002551

BOOK 172 PAGE 664

ARTICLES OF INCORPORATION

FOR

BALTAN, INC.

1985 JUL 12 A 10:10

PK

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:

BALTAN, 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 Alcoholic Beverages and the sale of Tobacco products.
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 539 Devonshire Court, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State, is William F. Jones, 13 Francis 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

RECEIVED FOR RECORD
COURT HOUSE, BALTIMORE COUNTY

1986 JAN 31 AM 11:13

E. AUBREY COLLISON
CLERK

51938238

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BOOK 172 PAGE 665

002552

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 his successor is duly chosen and qualified are:

JOSEPH DIRENZO

CATHRYN DIRENZO

WILLIAM F. JONES

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

0000 0667

BOOK 172 PAGE 666

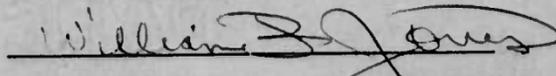
002532

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) 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, INCORPORATOR

0000 0658

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172 PAGE 667

002554

02 v.H.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	NO.	DAY	YEAR
10:02	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"/>

(52)

Stock

William F Jones Esq.
13 Francis St
Annapolis, Md 21401

0000 0669

CLERKS NOTATION
BEST COPY
AVAILABLE

BOOK 172, PAGE 668

ARTICLES OF INCORPORATION
OF
BALTAN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 12, 1985 AT 10:02 O'CLOCK A. M. IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2735, FOLIO 2551 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 20 SPECIAL FEE PAID: \$ _____
D1964840

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 181289

OF

T. & J. REPAIR, INC.

PK
A MARYLAND CLOSE CORPORATION

FIRST: The undersigned, Evelyn M. Glass, whose post office address is 11717A Reisterstown Road, Baltimore, Maryland 21136, 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 called the "Corporation") is: T. & J. REPAIR, 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 the repair of trucks.

(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 7148 Ridge Road, Hanover, Maryland, 21076. The resident agent of the Corporation is Timothy Sank whose post office address is 7148 Ridge Road, Hanover, Maryland, 21076. 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.

RECEIVED FOR RECORD
CIRCUIT COURT, BALTIMORE COUNTY

1986 JAN 31 AM 11:13

E. AUBREY COLLISON
CLERK

51928357

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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 his successor is duly elected and has qualified is Timothy Sank.

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, 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 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 provisions 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 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 payments 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

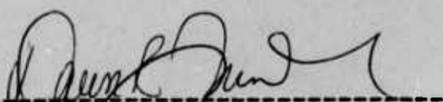
BOOK 172 PAGE 672

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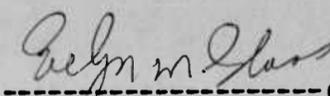
CLERKS NOTATION
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AVAILABLE

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 by act on this day of ,1985.



WITNESS


----- (SEAL)
EVELYN M. GLASS

0000 06/14

CLERKS NOTATION
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02 L.H.

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 10:21 MONTH 7 YEAR 85

20	OFF. & SUP. FES	
20	RECORDING FEE	
	LIMITED PART. FEE	
	OTHER	
40	TOTAL	CASH CHECK

APPROVED BY [Signature] stock

Evelyn Glass
 8 Stonehenge Circle
 Pikesville, Md 21208

1985 JUL 11 A 10:21

CLERKS NOTATION
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BOOK 172 Page 674

ARTICLES OF INCORPORATION
OF
T. & J. REPAIR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 11, 1985 AT 10:21 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

RECORDED IN LIBER 2735, FOLIO 002590 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1964931

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 181298

CLERKS NOTATION
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AVAILABLE

ARTICLES OF INCORPORATION
OF

002293

STERLING SOFTWARE DEVELOPMENT CORPORATION

FIRST: The undersigned, Thomas W. White, Lois R. Greiber, and John R. Greiber, Jr., whose post office addresses are 979 Melvin Road, Annapolis, Maryland 21403 and 3054 Rundelac Roac, Annapolis, Maryland 21403, 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 the Sterling Software Development Corporation.

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

A) To own, conduct, operate, maintain and carry on the business of developing and distributing software to assist management decision making and to do any and all things necessary or appurtenant to the conduct, operation and maintenance of said business; and to engage generally in such lawful business as the Corporation may from time to time determine to be useful, necessary or convenient in pursuance of its general purposes.

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

FOURTH: The post office address of the principal office of the Corporation in Maryland is 979 Melvin Road, Annapolis, Maryland 21403. The Resident Agent of the Corporation is Augusta T. White whose Post Office address is 979 Melvin Road, Annapolis, Maryland 21403. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

51968052

RECEIVED FOR RECORD
CIRCUIT COURT, S.A. COUNTY

1986 JAN 31 AM 11:13

E. AUBREY COLLISON
CLERK

0000 06/17

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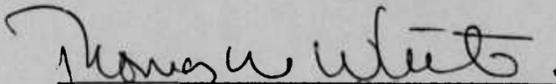
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FIFTH: The total amount of the authorized capital stock of the Corporation is One Thousand (1,000) shares without nominal of par value.

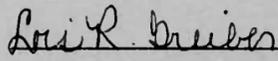
SIXTH: The number of directors of the Corporation shall be three (3) which may be increased or decreased pursuant to the by-laws of the Corporation and the names of the other directors who shall act until the first meeting or until their successors are duly chosen and qualified all Thomas W. White, Lois R. Greiber, and John R. Greiber, Jr.

SEVENTH: The duration of the Corporation shall be perpetual.

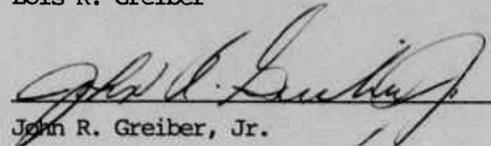
IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this _____ day of July, 1985 and severally acknowledge the same to be our act.



Thomas W. White



Lois R. Greiber



John R. Greiber, Jr.

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(02)

(52)

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

LA

Stock

TIME 8:59 MO. DAY YEAR 7-15-85

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>

A.T. White
979 Melvin Rd
Annapolis Md ~~21403~~
21403

~~1985 JUL 14 P 12-38~~

CLERKS NOTATION
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AVAILABLE

BOOK 172 PAGE 678

ARTICLES OF INCORPORATION
OF
STERLING SOFTWARE DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 15, 1985 AT 08:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2735, FOLIO 002792 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1965284

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL

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

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

G. B. Arundel



A 181333

002831

BOOK 172 PAGE 679

VIVIENNE COMPANY, INC.

A Maryland Close Corporation

ARTICLES OF INCORPORATION

FIRST, I, **JAMES ELMS MARKHAM, SR.** whose post office address is 1490 Lowell Court, Crofton, Maryland 21114, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

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

1. The design, manufacture, and sale of all types of jewelry, and any other lawful purposes 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 2125 Suite 19B, Crofton, Maryland 21114. The name and post office address of the Resident Agent of the Corporation in this State is **JAMES ELMS MARKHAM, SR.**, 1490 Lowell Court, Crofton, Maryland 21114. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 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 **JAMES ELMS MARKHAM, SR.**

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

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OK

1986 JAN 31 AM 11:13
E. ANDREY COLLISON
CLERK
MONTGOMERY COUNTY

GEORGE T. BURROUGHS
JESS JOSEPH SMITH, JR.
ATTORNEYS AT LAW
P.O. DRAWER 519
UPPER MARLBORO, MD.
20772-0519

627-3339
627-8200

002842

BOOK 172 PAGE 680

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 present or former directors or officers successfully defend on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceedings; or, (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by 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 July, 1985, and I acknowledge the same to be my act.

James Elms Markham Sr.
JAMES ELMS MARKHAM, SR.

GEORGE T. BURROUGHS
JESS JOSEPH SMITH, JR.
ATTORNEYS AT LAW
P.O. DRAWER 519
UPPER MARLBORO, MD.
20772-0519

STATE OF MARYLAND
COUNTY OF PRINCE GEORGE'S, to wit:

I HEREBY CERTIFY, that on this 9th day of July, 1985, personally appeared JAMES ELMS MARKHAM, SR. known to me or satisfactorily proven to me to be the person named above and she did make oath in due form of law that the facts and matters herein contained were true to the best of her knowledge, information and belief.

Sherril K. Kubit
Notary Public
My Commission Expires: 7/1/86

627-3339
627-8200

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BOOK 172 PAGE 681

ARTICLES OF INCORPORATION
JULY 9, 1985
VIVIENNE COMPANY, INC.
JESS JOSEPH SMITH, JR. GEORGE T. BURROUGHS ATTORNEYS AT LAW <small>DRAWER 519</small> UPPER MARLBORO, MD. 20870

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

02

1985 JUL 12 A 10:38

TIME	10:38
ORG. & CAP. FEE	20
RECORDING FEE	20
LIMITED PARTNERSHIP FEE	
OTHER	
TOTAL	40

7/12 85-VK
Wak

CASH CHECK *Wak*

APPROVED BY *Wak*

CLERKS NOTATION
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BOOK 172 PAGE 682

ARTICLES OF INCORPORATION
OF
VIVIENNE COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 12, 1985 AT 10:38 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2735 , FOLIO 002840 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1965367

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 181341

1986 JAN 31 AM 11:13
E AUBREY COLLISON
CLERK

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BOOK 172 PAGE 683

G & O ACQUISITION CORP.

ARTICLES OF INCORPORATION

FIRST: THE UNDERSIGNED, George P. Stamas, whose address is 1100 Charles Center South, 36 South Charles Street, Baltimore, Maryland 21201, being at least eighteen years of age, as incorporator, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

G & O Acquisition Corp.

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

(1) To engage in the manufacture, marketing and sale of food products, including margarine and mayonnaise products, and to purchase entities so engaged.

(2) To engage in any one or more businesses or transactions, or to acquire all or any portion of the securities of any entity engaged in any one or more businesses or transactions which the Board of Directors of the Corporation may from time to time authorize or approve, whether or not related to the business described elsewhere in this Article or to any other business at the time or theretofore engaged in by the Corporation.

(3) To purchase, lease, hire or otherwise acquire, hold, own, construct, develop, erect, improve, manage, operate and in any manner dispose of, and to aid and subscribe toward the acquisition, construction or improvement of, buildings, machinery, equipment and facilities, and any other property or appliances which may appertain to or be useful in the conduct of any of the businesses of the Corporation, its subsidiaries, affiliates or any other entity in which the Corporation may have an interest; and to contract for, for terms of years or otherwise, procure or make use of, personal services of officers, employees, agents or contractors, and of services of any firm, association or corporation.

RECEIVED FOR RECORD
CLERK COURT HOUSE COUNTY
1986 JAN 31 AM 11:13
E. AUBREY COLLISON
CLERK

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BOOK 172 PAGE 684

(4) To acquire the whole or any part of the good will, rights, property, franchise and business of any corporation, joint stock company, syndicate, association, firm, trust, partnership, joint venture or person heretofore or hereafter engaged in any business; and to hold, utilize, enjoy and in any manner dispose of, the whole or any part of the good will, rights, property, franchise and business so acquired, and to assume in connection therewith any liabilities of any such corporation, joint stock company, syndicate, association, firm, trust, partnership, joint venture or person.

(5) To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of capital stock, or any voting trust certificates or depository receipts in respect of the shares of capital stock, scrip, warrants, rights, options, bonds, debentures, notes, trust receipts, and other securities, obligations, chooses in action and evidences of indebtedness or other rights in or interests issued or created by any corporation, joint stock company, syndicate, association, firm, trust, partnership, joint venture or person, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision, or by any governmental agency, or by any other entity, and to issue in exchange therefor or in payment thereof its own capital stock, bonds or other obligations or securities, or otherwise pay therefor in money or other property; to possess and exercise as owner thereof all the rights, powers and privileges of ownership including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

(6) To cause to be organized, under the laws of the United States of America, or any foreign government, or any state, territory, province, municipality or other political entity, a corporation, joint stock company, syndicate, association, firm, trust, partnership, or joint venture, for the purpose of accomplishing any or all of the objects and purposes of the Corporation and to dissolve, wind up, liquidate, merge or consolidate any such corporation, joint stock company, syndicate, association, firm, trust, partnership, or joint venture or

002928

BOOK 172 PAGE 685

cause the same to be dissolved, terminated, wound up, liquidated, merged or consolidated.

(7) To carry out all or any part of the foregoing objects as principal, or otherwise, either alone or through or in conjunction with, as partner, joint venturer or otherwise, any corporation, joint stock company, syndicate, association, firm, trust, partnership, joint venture or person; and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and 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 appear conducive to or expedient for the accomplishment of any of such objects and purposes.

(8) To purchase or otherwise acquire, and to hold, sell or otherwise dispose of, and to retire and reissue, shares of its own stock of any class and any other securities issued by it in any manner now or hereafter authorized or permitted by law.

(9) To make contracts and guarantees, incur liabilities and borrow money; to sell, mortgage, lease, pledge, exchange, convey, transfer, and otherwise dispose of all or any part of the property and assets of the Corporation; and to issue bonds, notes and other obligations and secure the same by mortgage or deed of trust of all or any part of the property, franchises and income of the Corporation.

(10) To aid in any manner any corporation, joint stock company, syndicate, association, firm, trust, partnership, joint venture or person of which the shares of capital stock, or voting trust certificates or depository receipts in respect of the shares of capital stock, scrip, warrants, rights, options, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidences of indebtedness or other rights in or interests issued or created by are held by or for the Corporation, or in the welfare of which the Corporation shall have any interest, direct or indirect; and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interest, or any other property of the Corporation.

(11) To guarantee the payment of dividends or distributions upon any shares of capital stock, interests in or other securities of, or the performance of any contract by, any other corporation, joint stock company, syndicate, association, firm, trust, partnership, joint venture or person in which, or in the welfare of which, the Corporation has any interest, direct, or indirect; and to endorse or otherwise guarantee the payment of the principal and interest, or either, on any bonds, debentures, notes or other securities, obligations and evidences of indebtedness created or issued by any of the same.

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

The foregoing enumerated purposes and objects shall 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 the charter of the Corporation, and each shall be regarded as independent; and they are intended to be and shall be construed as powers as well as purposes and objects of the Corporation and shall be in addition to and not in limitation of the general powers of corporations under the General Laws of the State of Maryland.

FOURTH: The present address of the principal office of the Corporation in this State is 960 South River Landing Road, Edgewater, Maryland 21037. ✓

FIFTH: The name and address of the resident agent of the Corporation are Mr. Gordon M. Garrett, 960 South River Landing Road, Edgewater, Maryland 21037. Said resident agent is a citizen of the State of Maryland who resides there. ✓

SIXTH: (a) The total number of shares of stock of all classes which the Corporation has authority to issue is 10,000,000 shares of capital stock (par value \$.01 per share), amounting in aggregate par value to \$100,000. All of such shares are initially classified as "Common Stock". The Board of Directors may classify and reclassify any unissued shares of capital stock by setting

002930

BOOK 172 PAGE 687

or changing in any one or more respects the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications or terms or conditions of redemption of such shares of stock.

(b) The following is a description of the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, qualifications and terms and conditions of redemption of the Common Stock of the Corporation.

(1) Each share of Common Stock shall have one vote, and, except as otherwise provided in respect of any class of stock hereafter classified or reclassified, the exclusive voting power for all purposes shall be vested in the holders of the Common Stock.

(2) Subject to the provisions of law and any preferences of any class of stock hereafter classified or reclassified, dividends may be paid on the Common Stock of the Corporation at such time and in such amounts as the Board of Directors may deem advisable.

(3) In the event of any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the holders of the Common Stock shall be entitled, after payment or provision for payment of the debts and other liabilities of the Corporation and the amount to which the holders of any class of stock hereafter classified or reclassified having a preference on distributions in the liquidation, dissolution or winding up of the Corporation shall be entitled, together with the holders of any other class of stock hereafter classified or reclassified not having a preference on distributions in the liquidation, dissolution or winding up of the Corporation, to share ratably in the remaining net assets of the Corporation.

(c) Subject to the foregoing, the power of the Board of Directors to classify and reclassify any of the shares of capital stock shall include, without limitation, subject to the provisions of the charter, authority to classify or reclassify any unissued shares of such stock into a class or classes of preferred stock, preference stock, special stock or other stock, and to divide and

BOOK 172 PAGE 688

002931

classify shares of any class into one or more series of such class, by determining, fixing, or altering one or more of the following:

(1) The distinctive designation of such class or series and the number of shares to constitute such class or series; provided that, unless otherwise prohibited by the terms of such or any other class or series, the number of shares of any class or series may be decreased by the Board of Directors in connection with any classification or reclassification of unissued shares and the number of shares of such class or series may be increased by the Board of Directors in connection with any such classification or reclassification, and any shares of any class or series which have been redeemed, purchased, otherwise acquired or converted into shares of Common Stock or any other class or series shall become part of the authorized capital stock and be subject to classification and reclassification as provided in this Section.

(2) Whether or not and, if so, the rates, amounts and times at which, and the conditions under which, dividends shall be payable on shares of such class or series, whether any such dividends shall rank senior or junior to or on a parity with the dividends payable on any other class or series of stock, and the status of any such dividends as cumulative, cumulative to a limited extent or non-cumulative and as participating or non-participating.

(3) Whether or not shares of such class or series shall have voting rights, in addition to any voting rights provided by law and, if so, the terms of such voting rights.

(4) Whether or not shares of such class or series shall have conversion or exchange privileges and, if so, the terms and conditions thereof, including provision for adjustment of the conversion or exchange rate in such events or at such times as the Board of Directors shall determine.

(5) Whether or not shares of such class or series shall be subject to redemption and, if so, the terms and conditions of such redemption,

BOOK 172 PAGE 689

002932

including the date or dates upon or after which they shall be redeemable and the amount per share payable in case of redemption, which amount may vary under different "conditions" and at different redemption dates; and whether or not there shall be any sinking fund or purchase account in respect thereof, and if so, the terms thereof.

(6) The rights of the holders of shares of such class or series upon the liquidation, dissolution or winding up of the affairs of, or upon any distribution of the assets of, the Corporation, which rights may vary depending upon whether such liquidation, dissolution or winding up is voluntary or involuntary and, if voluntary, may vary at different dates, and whether such rights shall rank senior or junior to or on a parity with such rights of any other class or series of stock.

(7) Whether or not there shall be any limitations applicable, while shares of such class or series are outstanding, upon the payment of dividends or making of distributions on, or the acquisition of, or the use of moneys for purchase or redemption of, any stock of the Corporation, or upon any other action of the Corporation, including action under this Section, and, if so, the terms and conditions thereof.

(8) Any other preferences, rights, restrictions, including restrictions on transferability, and qualifications of shares of such class or series, not inconsistent with law and the charter of the Corporation.

(d) For the purposes hereof and of any articles supplementary to the charter providing for the classification or reclassification of any shares of capital stock or of any other charter document of the Corporation (unless otherwise provided in any such articles or document), any class or series of stock of the Corporation shall be deemed to rank:

(1) prior to another class or series either as to dividends or upon liquidation, if the holders of such class or series shall be entitled to the receipt of dividends or of amounts distributable on liquidation, dissolution or

BOOK 172 PAGE 690

002933

winding up, as the case may be, in preference or priority to holders of such other class or series;

(2) on a parity with another class or series either as to dividends or upon liquidation, whether or not the dividend rates, dividend payment dates or redemption or liquidation price per share thereof be different from those of such others, if the holders of such class or series of stock shall be entitled to receipt of dividends or amounts distributable upon liquidation, dissolution or winding up, as the case may be, in proportion to their respective dividend rates or redemption or liquidation prices, without preference or priority over the holders of such other class or series; and

(3) junior to another class or series either as to dividends or upon liquidation, if the rights of the holders of such class or series shall be subject or subordinate to the rights of the holders of such other class or series in respect of the receipt of dividends or the amounts distributable upon liquidation, dissolution or winding up, as the case may be.

SEVENTH: The number of directors of the Corporation shall be two, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the minimum number permitted by the General Laws of the State of Maryland now or hereafter in force. The names of the directors who will serve until the first annual meeting and until their successors are elected and qualify are as follows:

Gordon M. Garrett
John E. O'Brien

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, for such consideration as may be

deemed advisable by the Board of Directors and without any action by the stockholders.

(2) No holder of any stock or any other securities of the Corporation, whether now or hereafter authorized, shall have any preemptive right to subscribe for or purchase any stock or any other securities of the Corporation other than such, if any, as the Board of Directors, in its sole discretion, may determine and at such price or prices and upon such other terms as the Board of Directors, in its sole discretion, may fix; and any stock or other securities which the Board of Directors may determine to offer for subscription may, as the Board of Directors in its sole discretion shall determine, be offered to the holders of any class, series or type of stock or other securities at the time outstanding to the exclusion of the holders of any or all other classes, series or types of stock or other securities at the time outstanding.

(3) The Board of Directors of the Corporation shall have power from time to time and in its sole discretion to determine in accordance with sound accounting practice, what constitutes annual or other net profits, earnings, surplus, or net assets in excess of capital; to fix and vary from time to time the amount to be reserved as working capital, or determine that retained earnings or surplus shall remain in the hands of the Corporation; to set apart out of any funds of the Corporation such reserve or reserves in such amount or amounts and for such proper purpose or purposes as it shall determine and to abolish any such reserve or any part thereof; to distribute and pay distributions or dividends in stock, cash or other securities or property, out of surplus or any other funds or amounts legally available therefor, at such times and to the stockholders of record on such dates as it may, from time to time, determine; and to determine whether and to what extent and at what times and places and under what conditions and regulations the books, accounts and documents of the Corporation, or any of them, shall be open to the inspection of stockholders, except as otherwise provided by statute or by the By-Laws, and, except as so provided, no stockholder shall have any right to inspect any book, account or document of the Corporation unless authorized so to do by resolution of the Board of Directors.

(4) A contract or other transaction between the Corporation and any of its directors or between the Corporation and any other Corporation, firm or other

entity in which any of its directors is a director or has a material financial interest is not void or voidable solely because of any one or more of the following: the common directorship or interest; the presence of the director at the meeting of the Board of Directors which authorizes, approves, or ratifies the contract or transaction; or the counting of the vote of the director for the authorization, approval, or ratification of the contract or transaction. This Section applies if:

(a) 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 stockholders entitled to vote, and the contract or transaction is authorized, approved, or ratified by a majority of the votes cast by the stockholders entitled to vote other than the votes of shares owned of record or beneficially by the interested director or Corporation, firm, or other entity; or

(b) the contract or transaction is fair and reasonable to the Corporation.

Common or interested directors or the stock owned by them or by an interested Corporation, firm, or other entity may be counted in determining the presence of a quorum at a meeting of the Board of Directors or at a meeting of the stockholders, as the case may be, at which the contract or transaction is authorized, approved, or ratified. If a contract or transaction is not authorized, approved, or ratified in one of the ways provided for in clause (a) of the second sentence of this Section, the person asserting the validity of the contract or transaction bears the burden of proving that the contract or transaction was fair and reasonable to the Corporation at the time it was authorized, approved, or ratified. The procedures in this Section do not apply to the fixing by the Board of Directors of reasonable compensation for a director, whether as a director or in any other capacity.

(5) Except for contracts, transactions, or acts required to be approved under the provisions of Section (4) of this Article, any contract, transaction, or act of the Corporation or of the Board of 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.

(6) 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.

(7) Notwithstanding any provision of law requiring the authorization of any action by a greater proportion than a majority of the total number of shares of all classes of capital stock or of the total number of shares of any class of capital stock, such action shall be valid and effective if authorized by the affirmative vote of the holders of a majority of the total number of shares of all classes outstanding and entitled to vote thereon, except as otherwise provided in the charter.

(8) The Corporation shall indemnify (a) its directors to the full extent provided by the general laws of the State of Maryland now or hereafter in force, including the advance of expenses under the procedures provided by such laws; (b) its officers to the same extent it shall indemnify its directors; and (c) its officers who are not directors to such further extent as shall be authorized by the Board of Directors and be consistent with law. The foregoing shall not limit the authority of the Corporation to indemnify other employees and agents consistent with law.

(9) 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 any amendments changing the terms or contract rights, as expressly set forth in its charter, of any of its outstanding stock by classification, reclassification or otherwise but no such amendment which changes such terms or contract rights of any of its outstanding stock shall be valid unless such amendment shall have been authorized by not less than a majority of the aggregate number of the votes entitled to be cast thereon, by a vote at a meeting or in writing with or without a meeting.

The enumeration and definition of particular powers of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to

CLERKS NOTATION
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BOOK 172 PAGE 694

002937

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: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, acknowledging the same to be my act, on July 10, 1985.

WITNESS:

Drew D. Steele
Drew D. Steele

George P. Stamas
George P. Stamas

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BOOK 172 PAGE 695

002938

02

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME 3:48 MO. 7 DAY 12 YEAR 80

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

CASH APPROVED BY
CHECK A

(52)

PIPER & MARBURY
1100 Charles Center South
36 South Charles Street
Baltimore, Maryland 21201

1985 JUL 12 P 3:48

0000 0677

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BOOK 172 PAGE 696

ARTICLES OF INCORPORATION
OF
G & O ACQUISITION CORP.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 12, 1985 AT 03:48 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2735 FOLIO 13 002925 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 34 SPECIAL FEE PAID: \$ _____

D1965516

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 181356

ARTICLES OF INCORPORATION
OF
SHADY OAKS YACHT SALES, INC.

FIRST: I, Donald E. Sinrod whose post office address is 11300 Rockville Pike, Rockville, Maryland 20852, 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 referred to as "the Corporation") is SHADY OAKS YACHT SALES, INC.

THIRD: The purposes for which the Corporation is formed are: to sell, broker, trade, distribute, design, manufacture, buy, lease, equip, and otherwise generally deal in canoes, rowboats, skiffs, motor boats, sailboats, tugs, barges, steamboats, electric launches, floats, rafts, yachts, vessels and water craft of all kinds, including any other devices utilized for crossing water.

To design, manufacture, buy, sell, trade, lease and generally deal in engines, electric motors and all other equipment and accessories necessary for the successful operation of any of the above water craft.

To do all and every act necessary or involved with the sale, purchase, lease, trade, or other activity and related thereto involving boats, yachts, and each and every of the above named water craft.

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: 846 Shady Oaks Road, West River, Maryland 20881. The name and post office address of the Resident Agent of the Corporation in this State is: Thomas J. Frank, 846 Shady Oaks Road, West River, Maryland 20881. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which

51928160

0000 0649

PK

1986 JAN 31 AM 11:13
RECEIVED FOR RECORD
CLERK COURT HOUSE BALTIMORE COUNTY
E AUBREY COLLISON
CLERK

the Corporation has authority to issue is 1,000 shares of common stock, without par value.

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

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

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

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

Thomas J. Frank,
846 Shady Oaks Road
West River, MD 20881

Jacqueline C. Frank
846 Shady Oaks Road
West River, MD 20881

Richard E. Gunther, III
846 Shady Oaks Road
West River, MD 20881

SEVENTH: The following provisions are hereby adopted for the purpose of defining 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.

BOOK 172 PAGE 699

003027

(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 in 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 the 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.

003028

BOOK 172 PAGE 700

(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) 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 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.

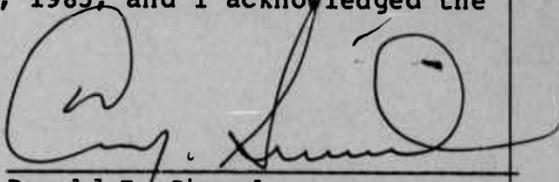
TENTH: The duration of the Corporation shall be perpetual.

CLERKS NOTATION
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BOOK 172 PAGE 701

003029

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8th day of July, 1985, and I acknowledged the same to be my act.

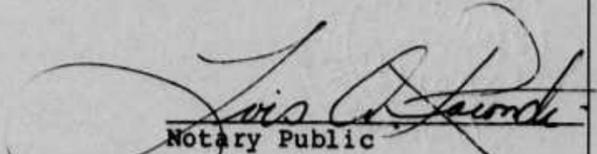

Donald E. Sinrod

State of Maryland :

County of Montgomery : ss

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

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


Lois A. Lawrence
Notary Public

My commission expires: 7/1/86

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BOOK 172 PAGE 702

030300

Donald E. Simon

State of Maryland

County of Montgomery

I HEREBY CERTIFY that on this 11th day of July 1985 before me, the undersigned, a Notary Public, in and for the State and County aforesaid, personally appeared Donald E. Simon, and he acknowledged the execution of the foregoing instrument to be his act and deed.

02 10

STATE DEPARTMENT OF
ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

TIME	9:48	NO.	DAY	YEAR
	20	7	11	85
	20			
	40			
TOTAL CASH				
CHECK				

1985 JUL 11 11:48

Goldberg + Simon
One Central Plaza
Suite 1204
11390 Rockville Pike
Rockville, Md. 20852

0000 0704

CLERKS NOTATION
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900K 172 PAGE 703

ARTICLES OF INCORPORATION
OF
SHADY OAKS YACHT SALES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 11, 1985 AT 09:48 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 6 2735, FOLIO 003024 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1965656

TO THE CLERK OF THE CIRCUIT COURT OF ANNE ARUNDEL COUNTY

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

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

Paul B. Adams



A 181370