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ANNE ARUNDEL COUNTY, MARYLAND

ARTICLES OF INCORPORATION AND LIMITED PARTNERSHIPS

H. ERLE SCHAFER
CLERK OF THE CIRCUIT COURT

[redacted]

Book 191

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STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
9-15-86 .m.

CERTIFICATE AND AGREEMENT OF LIMITED PARTNERSHIP
OF 450FMS LIMITED PARTNERSHIP

THIS CERTIFICATE AND AGREEMENT OF LIMITED PARTNERSHIP is made and entered into as of September 12, 1986 by and among Kenneth A. Freeman ("Freeman"), an individual, as general partner, Arnold Property Corporation, a Maryland corporation, as general partner (the aforementioned general partners being referred to collectively herein as the "General Partners"), Kenneth A. Freeman, an individual, as limited partner, S. Chandler Sweetser, Jr., an individual, as limited partner, and Bertrand A. Mason, an individual, as limited partner (the aforementioned limited partners being referred to collectively herein as the "Limited Partners"; the General Partners and Limited Partners being referred to collectively herein as the "Partners").

Recitals

1. The Partners desire to undertake the acquisition, development and disposition of certain real property situated in Anne Arundel County, Maryland.

2. The Partners desire to proceed with this undertaking as a Limited Partnership.

NOW, THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which each Partner hereby acknowledges, the Partners agree and certify as follows:

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1. Formation. The Partnership is formed as a limited partnership pursuant to the Maryland Revised Uniform Limited Partnership Act, Title 10 of the Corporations and Associations Article of the Annotated Code of Maryland.

2. Certificate of Limited Partnership. The Partners, acting directly or through an attorney-in-fact, shall execute such further documents and take such further action as shall be appropriate to comply with all requirements of law for the formation and operation of a limited partnership in the State of Maryland and all other counties and states where the Partnership may elect to do business.

3. Name and Place of Business and Resident Agent. The name of the Partnership shall be 450FMS Limited Partnership, but the business of the Partnership may be conducted under any other name designated by the General Partners. The principal place of business of the Partnership shall be located at 1460 Gov. Ritchie Highway, Arnold, Maryland 21012, or at such other location as may be selected from time to time by the General Partners. The name and address of the resident agent for the Partnership shall be Bertrand A. Mason, 1460 Gov. Ritchie Highway, Arnold, Maryland 21012.

4. Term. The Partnership shall commence as of the date of the filing of the Certificate and Agreement of Limited 2847 2825

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Partnership with the State of Maryland Department of Assessments and Taxation, and shall continue until December 31, 2020, unless sooner terminated as provided herein.

5. Purpose. The purpose and business of the Partnership shall be to acquire and own the Land (hereinafter defined), to develop, construct, rehabilitate, improve, maintain and operate thereon a commercial development which may consist of both office and retail space and related facilities, together with all machinery, equipment, fixtures and personalty to be located thereon or to be procured for use in connection therewith (the "Improvements," the Land and Improvements together being hereinafter collectively referred to as the "Property"), to obtain one or more loans for the Property, the repayment of which may be secured by a mortgage which the Partnership shall execute, to dispose of the Property or portions thereof and to do all other things necessary, appropriate and advisable in connection with the foregoing.

6. Fiscal Year. The fiscal year of the Partnership shall be the calendar year.

7. Definitions. In this Agreement, the following terms shall have the following meanings:

7.1 "Contract" shall mean that certain purchase and sale agreement pertaining to the Land by and between Freeman, as buyer, and Cloverland Farms Dairy, Inc., as seller, dated May 16, 1985, as amended.

7.2 "Land" shall mean that certain parcel or parcels of land situated in Anne Arundel County, Maryland and more particularly described in Exhibit A.

7.3 "Ownership Interest" shall mean a certain portion of all of the benefits and burdens attributable to the business and property of the Partnership, including, without limitation, any net operating income or loss, any net proceeds of the sale, refinancing or other disposition of such property, and any taxable income, loss, gain, deduction and credit.

8. Ownership Interest.

8.1 General Partners. The General Partners shall have the following Ownership Interests, expressed as a percentage:

Kenneth A. Freeman	48%
Arnold Property Corporation	48%

8.2 Limited Partners. The Limited Partners shall have the following Ownership Interests, expressed as a percentage:

Kenneth A. Freeman	2%
S. Chandler Sweetser, Jr.	1%
Bertrand A. Mason	1%

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9. Costs and Expenses; General Partner Loans.

9.1 Operating Costs. The Partnership shall pay or cause to be paid all costs and expenses of the Partnership (including, without limitation, general overhead and administration expenses) incurred in pursuing and conducting, or otherwise related to, the business of the Partnership and shall reimburse the General Partners for all out-of-pocket costs and expenses incurred by them or on their behalf in connection therewith, as may be approved by the General Partners. In addition, the Partnership shall reimburse Freeman for his previously-incurred reasonable out-of-pocket expenses related to the Contract, the total amount of which shall not exceed One Hundred Thousand and No/100 Dollars ($100,000.00) including the deposits on the Contract. The sources of funds from which such reimbursements may be made are net cash flow or net proceeds of a Disposition (hereinafter defined) other than the Land acquisition financing; provided, however, that the deposits on the Contract, which total Forty-five Thousand and No/100 Dollars ($45,000.00) shall be funded from the Land acquisition financing.

9.2 Loans by General Partners. The General Partners may, but shall have no obligation to, lend to the Partnership from time to time such funds as they deem necessary or advisable for operational and working capital purposes. Any loans made by a General Partner pursuant to this section 9.2 shall be evidenced by a promissory note of the Partnership, and shall not be secured by any lien or other charge on any assets of the Partnership. Each General Partner loan shall bear interest at a rate per annum equal to ten percent (10%).

9.3 Other Loans. In the event the Partnership obtains one or more loans in connection with the Property each General Partner agrees to assume personal liability for and to guarantee such loans, if so required by the lender. In addition, any corporate General Partner shall cause its principal shareholders to assume such liabilities and provide such guarantees.

10. Distributions, Net Income and Net Losses

10.1 Distributions and Net Cash Flow. At any time and from time to time, upon the agreement of the General Partners, net cash flow of the Partnership may be distributed to the Partners in accordance with their respective Ownership Interests; provided, however, that for so long as the total priority distributions to Freeman under section 10.3 are less than Four Hundred Sixty-one Thousand Three Hundred and No/100 Dollars ($461,300.00) net cash flow in each year following the permanent mortgage financing shall be distributed first to Freeman in an amount equal to the unfunded balance of the aforesaid priority distribution multiplied by the then current interest rate on the first mortgage on the Property. The Partnership shall not accumulate net cash flow beyond the reasonable needs of the Partnership.

10.2 Allocation of Income and Losses. For federal income tax purposes, the income, loss, gain, deduction and credit of the Partnership for each year shall be allocated to the Partners on

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the basis of their respective Ownership Interests; provided, however, that gain realized by the Partnership on a Disposition shall be allocated first to Freeman in an amount equal to any priority distribution to him of the net proceeds of said Disposition under section 10.3.

10.3 Distributions on Sale or Other Disposition. In the event of a sale, transfer, refinancing or other disposition of any capital asset of the Partnership (hereinafter referred to as a "Disposition") the net proceeds of such Disposition shall be distributed, at such time as shall be determined by the General Partners, to the Partners in proportion to their Ownership Interests; provided, however, that all net proceeds of a Disposition shall be distributed to Freeman until such time as the total amount of such proceeds distributed to Freeman equals Four Hundred Sixty-One Thousand Three Hundred and No/100 Dollars ($461,300.00).

11. Contribution.

11.1 General Partners. Each General Partner shall make a capital contribution to the Partnership, as follows:

Kenneth A. Freeman	$461,780.00
Arnold Property Corporation	$ 480.00

11.2 Limited Partners. Each Limited Partner shall make a capital contribution to the Partnership, as follows:

Kenneth A. Freeman	$20.00
S. Chandler Sweetser, Jr.	$10.00
Bertrand A. Mason	$10.00

11.3 Contract. In addition, Freeman shall contribute to the Partnership all of his right, interest and title in and to the Contract.

12. Management of Business.

12.1 Fiduciary Duty of General Partners. The General Partners shall have fiduciary responsibility for the safekeeping and use of all funds and assets (including records) of the Partnership, whether or not in their immediate possession or control, and the General Partners shall not employ, or permit another to employ, such funds or assets in any manner except for the exclusive benefit of the Partnership.

12.2 Powers of General Partners.

(a) The General Partners shall have full and complete charge of all affairs of the Partnership, and the management and control of the Partnership's business shall rest exclusively with the General Partners, subject to the terms and conditions of this Agreement. Whenever during the term of the Partnership there shall be more than one General Partner, the affairs of the partnership and the management and control of the Partnership's business shall be exercised and all decisions affecting said affairs and business shall

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be made by all of the General Partners acting jointly except as otherwise provided in this Agreement. Except as prohibited by law or otherwise provided in this Agreement, the General Partners shall possess all of the rights and powers of a partner in a partnership without limited partners under Maryland law. The General Partners shall be required to devote to the conduct of the business of the Partnership only such time and attention as they determine, in their sole and absolute discretion, to be necessary to accomplish the purposes, and to conduct properly the business, of the Partnership.

(b) Subject to the limitations set forth in this Agreement, the General Partners shall perform or cause to be performed all management and operational functions relating to the business of the Partnership. Without limiting the generality of the foregoing, the General Partners are authorized on behalf of the Partnership, without the consent of any Limited Partner, to:

(i) undertake, construct, improve, mortgage, operate, lease, pledge, sell, exchange and otherwise encumber the Property or any part thereof, and to construct, renovate, alter, reconstruct or remodel the Improvements,

(ii) expend the capital and revenues of the Partnership in furtherance of the Partnership's business and pay, in accordance with the provisions of this Agreement, all expenses, debts and obligations of the Partnership to the extent that funds of the Partnership are available therefor and, in connection with the foregoing, establish such cash reserves as the General Partners shall determine to be necessary for the proper management of the Partnership's business and to meet future cash needs of the Partnership;

(iii) make investments in United States government securities having a maturity of not more than twelve months at the time of purchase, securities of governmental agencies having a maturity of not more than twelve months at the time of purchase and commercial paper, insured money market funds, bankers' acceptances and certificates of deposit in federally insured banks, pending disbursement of the Partnership's funds or to provide a source from which to meet contingencies;

(iv) enter into agreements and contracts with third parties (including, without limitation, partners in the Partnership), terminate such agreements and institute, defend and settle litigation arising therefrom, and give receipts, releases and discharges with respect to all of the foregoing and any matters incidental thereto;

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(v) maintain, at the expense of the Partnership, adequate records and accounts of all operations and expenditures;

(vi) purchase, at the expense of the Partnership, liability, casualty, fire and other insurance and bonds to protect the Partnership's properties, business, partners and employees and to protect the General partners and their officers and employees;

(vii) borrow funds from banks, finance companies and other financing entities (and, on an unsecured basis only, from the General Partners) for operational and working capital purposes (on such terms as the General Partners, in their sole discretion, shall agree); and, in connection therewith, issue notes, debentures and other debt securities and mortgage, pledge, encumber or hypothecate the assets of the Partnership to secure repayment of such borrowed sums;

(viii) refinance sums borrowed and obtain replacement of any mortgage, encumbrance, pledge, hypothecation or other security device; and prepay, in whole or in part, modify, consolidate or extend any such mortgage, encumbrance, pledge, hypothecation or other security device;

(ix) sell, lease, trade, exchange or otherwise dispose of all or any portion of the property of the Partnership;

(x) employ, at the expense of the Partnership, consultants, accountants, attorneys, brokers, engineers, escrow agents and others and terminate such employment;

(xi) execute and deliver applications and other instruments relating to approvals, consents or other authorizations of any governmental agency and any and all other instruments necessary or incidental to the conduct of the business of the Partnership;

(xii) permit an assignment of a limited partner's interest in the Partnership and admit an assignee of a limited partner's interest as a substituted limited partner in the Partnership, pursuant to and subject to the limitations hereinafter set forth; and

(xiii) determine the accounting methods and conventions to be used in the preparation of federal and state tax returns, and make any and all elections under the tax laws of the United States, the several states and other relevant jurisdictions as to the treatment of items of income, gain, loss, deduction and credit of the Partnership, or any other method or procedure related to the preparation of such tax returns.

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By executing this Agreement, each Limited Partner shall be deemed to have consented to any exercise by the General Partners of any of the foregoing powers.

12.3 Execution of Documents. All documents and instruments relating to the business affairs of the Partnership shall be signed by all General Partners, except where all General Partners otherwise agree in writing.

12.4 Restrictions on General Partners' Authority. (a) The General Partners may not, without the written consent or ratification of the specific act by all the Limited Partners given in this Agreement or by other written instrument executed and delivered by the Limited Partners subsequent to the date of this Agreement, do any of the following:

(i) any act in contravention of this Agreement or the Certificate;

(ii) any act which would make it impossible to carry on the ordinary business of the Partnership;

(iii) confess a judgment against the Partnership;

(iv) possess Partnership property, or assign any rights in specific Partnership property, for other than a Partnership purpose;

(v) admit a person as a Partner, except as provided in this Agreement;

(vi) amend this Agreement in a manner which affects the rights of the Limited Partners, except as provided in section 15; or

(vii) transfer their interests as General Partners of the Partnership, except as provided in section 14.

12.5 Nothing herein contained shall be construed to constitute any Partner the agent of another Partner, except as expressly provided herein, or in any manner to limit the Partners in the carrying out of their own respective businesses or activities. Any Partner, or any agent, servant or employee of any Partner, may engage in or possess any interests in other businesses or ventures of every nature and description, independently or with other persons, whether or not directly or indirectly in competition with the business of the Partnership, and neither the Partnership nor any of the Partners shall have any rights, by virtue of this Agreement, in and to such independent ventures or the income or profits derived therefrom, or any rights, duties or obligations in respect thereof.

12.6 Exculpation. Neither the General Partners nor their affiliates, nor any of their respective officers, directors, partners, employees or agents, shall be liable, in damages or otherwise, to the Partnership or to any of the Limited Partners for any act or omission performed or omitted by the General Partners pursuant to the authority granted by this Agreement, 2831

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except if such act or omission results from willful misconduct or bad faith. The Partnership shall indemnify, defend and hold harmless the General Partners, their employees and agents, from and against any and all claims, losses, obligations and liabilities of any nature whatsoever, including reasonable attorneys' fees, arising out of or in connection with any action taken or omitted by the General Partners pursuant to the authority granted by this Agreement, except where attributable to the willful misconduct or bad faith of the General Partners. The General Partners shall be entitled to rely on the advice of counsel, public accountants or other independent experts experienced in the matter at issue, and any act or omission of the General Partners pursuant to such advice shall in no event subject the General Partners to liability to the Partnership or any limited partner.

12.7 Transactions with Affiliates. Nothing in this Agreement shall preclude transactions between the Partnership and a Partner or an affiliate of a Partner acting in and for its own account.

13. Legal Title; Books, Accounting and Banking.

13.1 Legal title to the property of the Partnership may be held in the name of 450FMS Limited Partnership, or in such other name or manner as the General Partners shall determine to be in the best interests of the Partnership. The General Partners may arrange to have title taken or held in their own names or in the names of the trustees, nominees, or straw Partners for the Partnership. It is expressly understood and agreed that the manner of holding title to property (or any part thereof) of the Partnership is solely for the convenience of the Partnership, and that all such property shall be treated as Partnership property subject to the terms of this Agreement.

13.2 Accurate and complete books of account shall be kept by the Partnership and entries promptly made therein of all of the transactions of the Partnership; and such books of account shall be open at all times to the inspection and examination of each of the Partners. Within ninety (90) days after the close of each fiscal year, balance sheets and statements of income and expense, together with the statement showing net income or net losses and deductions allocated to each Partner for federal income tax purposes shall be rendered to the Partners.

13.2. All funds of the Partnership shall be deposited in the bank account or accounts maintained by the Partnership. All withdrawals therefrom shall be made on the signature of one or more General Partners, who shall be designated by the General Partners.

14. Transfers of Interest.

14.1 General Partners.

(a) A General Partner who is then the sole General Partner shall neither resign nor withdraw from the Partnership as a General Partner without (i) the written 2832

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consent or ratification of all the Limited Partners approving such resignation or withdrawal and (ii) providing one or more successor general partners (to whom the resigning General Partner shall assign its interest as a General Partner in the Partnership) satisfactory to all the Limited Partners. A General Partner who is not then the sole General Partner shall neither resign nor withdraw from the Partnership as a General Partner without the written consent or ratification of the General Partners other than the withdrawing General Partner and the approval of such resignation or withdrawal by Limited Partners whose Ownership Interests aggregate more than fifty percent (50%) of the Ownership Interests of all Limited Partners. No additional or substitute General Partner shall be admitted to the Partnership without the unanimous written consent of Limited Partners whose aggregate Ownership Interests exceed fifty percent (50%) of the Ownership Interests of all Limited Partners and each General Partner. In the event of a withdrawal of a General Partner in accordance with the terms of this section 14.1, the withdrawing General Partner's interest in the Partnership may be converted to the interest of a limited partner, at the election of the withdrawing General Partner.

(b) Any other provision of this Agreement to the contrary notwithstanding, if a General Partner resigns or withdraws from the Partnership in violation of this Agreement, it shall not in respect of such resignation or withdrawal be entitled to the return of or any payment in respect of its capital contribution, and shall not be entitled to continue to participate in any profits or losses of the Partnership accruing after the date of such resignation or withdrawal or have any other rights and powers of a General Partner hereunder. In the event of a resignation or withdrawal by a General Partner who is then the sole General Partner, the Limited Partners shall elect whether to carry on the business of the Partnership by electing one or more substitute general partners.

14.2 <u>Limited Partners</u>.

(a) Subject to any restriction on transferability by operation of law or contained elsewhere in this Agreement, a Limited Partner may assign in writing his interest in the Partnership, provided:

(i) except as otherwise consented to by the General Partners, the assignee consents in writing in form satisfactory to the General Partners to be bound by the terms of this Agreement, as if he were the assignor; and

(ii) the General Partners consent in writing to the assignment, which consent may be withheld in the sole and absolute discretion of the General Partners.

By executing this Agreement, each Limited Partner shall be deemed to have consented to any assignment consented to by the

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(b) Each Limited Partner agrees, upon request of the General Partners, to execute such certificates or other documents and perform such acts as the General Partners deem appropriate to preserve the status of the Partnership as a limited partnership after the completion of any assignment of an interest in the Partnership under the laws of the jurisdiction in which the Partnership is doing business. For purposes of this section 14.2, any transfer of an interest in the Partnership, whether voluntary or by operation of law, shall be considered an assignment.

(c) Each assigning Limited Partner agrees to pay, prior to the time the General Partners consent to an assignment of his interest in the Partnership, all reasonable expenses, including attorneys' fees, incurred by the Partnership in connection with such assignment.

14.3 Assignment Void. Any purported assignment of an interest in the Partnership which is not in compliance with this Agreement is hereby declared to be null and void and of no force and effect whatsoever.

14.4 Substituted Limited Partner.

(a) In addition to the requirements of section 14.2, the assignee of any interest in the Partnership may become a substituted limited partner in place of his assignor upon the written consent of the General Partners, which consent may be withheld in the sole and absolute discretion of the General Partners and in any event will not be given unless all of the following conditions are satisfied:

(i) a duly executed and acknowledged written instrument of assignment, being either a certificate evidencing the interest in the Partnership owned by the assignor prior to such assignment or some other instrument approved by the General Partners, is filed with the Partnership setting forth the intention of the assignor that the assignee become a substituted limited partner in his place;

(ii) the assignor and assignee execute and acknowledge such other instruments, in form and substance satisfactory to the General Partners, as the General Partners may deem necessary or desirable to effect such substitution; and

(iii) prior to the substitution, the substituted limited partner pays all reasonable expenses, including attorneys' fees, incurred by the Partnership in connection with such assignment and substitution.

(b) By executing this Agreement, each limited partner shall be deemed to have consented to any substitution of an assignee in the place and stead of an assigning limited partner permitted by the General Partners.

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(c) Unless and until an assignee of an interest in the Partnership becomes a substituted limited partner, such assignee shall not be entitled to exercise any vote with respect to such interest.

14.5 Notwithstanding the foregoing provisions of this section 14, any individual Partner may sell, sign or otherwise transfer all or part of his interest in the Partnership to his spouse or any of his children or to a corporation which he controls, so long as he shall remain responsible for the then current and future debts and obligations of the Partnership and agrees to provide personal guarantees of all future indebtedness of the Partnership. In addition, any corporate Partner may sell, sign or otherwise transfer all or part of its interest in the Partnership to its shareholders, or any of them, or to a partnership in which the corporation and/or its shareholders are general partners.

15. Departure of A Partner. A Partner who dies, becomes insane or incapacitated for a period exceeding thirty (30) days, files or has filed against him (and fails to defeat the same within a period of ninety (90) days) a petition under federal or state bankrupcy, insolvency or similar laws, or makes an assignment for the benefit of creditors, shall in the sole discretion of the other Partner or Partners be deemed to be a "Departing Partner" for the purposes hereof. The other Partner or Partners shall be called the "Remaining Partners".

15.1. Upon the occurrence of an event which causes a Partner to become a Departing Partner, the Remaining Partners shall have the option to: (i) purchase the Departing Partner's interest in the Partnership in the manner provided in this section 15; or (ii) continue the Partnership by accepting the successor or personal representative of the Departing Partner as a Partner to the Partnership; or (iii) terminate and liquidate the Partnership in accordance with section 16 below. The election to purchase shall be exercised by written notice, which notice shall be delivered to the Departing Partner or his personal representative within sixty (60) days after the Remaining Partners are informed in writing of the event which causes the Partner to become a Departing Partner or, in the event of the appointment of a personal representative of the Departing Partner, within sixty (60) days after the appointment of said personal representative. The date of the event causing such Partner to become a Departing Partner shall be called the "Valuation Date".

15.2. The value of the Departing Partner's interest in the Partnership shall be the Departing Partner's proportionate interest on the Valuation Date of the net fair market value of the assets of the Partnership. Net fair market value of the assets shall be computed by deducting all liabilities of the Partnership (including reasonable reserves for contingent liabilities) from the gross fair market value of the assets (other than intangible assets such as goodwill and similar intangible rights to which no value shall be attributed). Any real estate owned by the Partnership shall be appraised by an independent appraiser selected in good faith by the Remaining

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Partners and the fair market value as determined by such appraiser shall be used in the computation of the fair market value of the assets of the Partnership.

15.3. Payment for the value of the Departing Partner's interest in the Partnership as determined in accordance herewith shall be made in the form of cash or a certified or cashier's check within one hundred eighty (180) days after the day on which the value of the Departing Partner's Partnership interest is actually determined.

15.4. Notwithstanding the foregoing provisions of this section 15, a Partner may avoid being treated as a Departing Partner in the following way:

(a) In the case of an individual, a Partner's spouse or children may request that he, she or they be admitted to the Partnership in place of such Partner, which request must be made within ten (10) working days following the date on which such Partner otherwise would be deemed to be a Departing Partner, and each Partner hereby agrees to any such replacement; and

(b) In the case of a corporation, the same request may be made within the same time by the shareholders of the corporation owning a majority of the corporate stock, and each Partner hereby agrees to any such replacement.

16. Dissolution.

16.1 Events of Dissolution. The Partnership shall continue until December 31, 2020, unless sooner dissolved upon (a) the removal, withdrawal, resignation, liquidation or Bankruptcy (an "Event of Withdrawal") of a General Partner who is then the sole General Partner, or (b) the sale, exchange or other disposition by the Partnership of all or substantially all of the Partnership's assets, any of which events shall cause an immediate dissolution of the Partnership; provided, however, that upon the occurrence of an Event of Withdrawal, the Partnership may be reconstituted and its business continued upon the agreement in writing of all the limited partners to continue the Partnership and to elect one or more successor general partners, such action to be taken within 90 days after such Event of Withdrawal. In the event of the reconstitution of the Partnership as herein provided, the successor general partner(s) will exercise the rights, powers and obligations hereunder of the General Partners (excluding, however, obligations of a General Partner) to the Limited Partners occasioned by a General Partner's removal or wrongful resignation or withdrawal as general partner), and shall have such interest in the profits, losses and distributions of the Partnership as shall be agreed upon by the successor general partner(s) and the Limited Partners, upon execution of a written acceptance of this Agreement. The Limited Partners shall have no power to dissolve the Partnership without the consent of the General Partners.

16.2 Liquidation. Upon the dissolution of the Partnership, the General Partners, or, in the case of an Event of Withdrawal

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and the failure to reconstitute the Partnership as provided in section 16.1, a person selected by Limited Partners whose Ownership Interests aggregate more than sixty-six and two-thirds percent (66 2/3%) of the Ownership Interests of all Limited Partners, shall act as liquidator to wind up the Partnership. The liquidator shall have full power and authority to sell, assign and encumber any or all of the Partnership's assets and to wind up and liquidate the affairs of the Partnership in an orderly and business-like manner. All proceeds from liquidation shall be distributed in the following order of priority: (a) to the payment of the debts and liabilities of the Partnership (excluding interest and principal due on General Partner loans) and expenses of liquidation, (b) to the setting up of such reserves as the liquidator may reasonably deem necessary for any contingent liabilities of the Partnership, (c) to the payment of interest on, and then the outstanding principal balance of, any General Partner loans, (d) to the payment of any unfunded portion of the priority distribution to Freeman under section 10.3, and (e) the balance to the Partners in accordance with their then capital accounts after adjustment to reflect all income or loss for the Partnership Year in which such liquidation occurs.

16.3 Cancellation of Certificate. Upon the completion of the distribution of Partnership assets as provided in section 16.2, the Partnership shall be terminated and the person acting as liquidator shall cause the cancellation of the certificate of Limited Partnership and shall take such other actions as may be necessary or appropriate to terminate the Partnership.

17. Litigation. The Partners will prosecute and defend such actions at law or equity in which may be necessary to enforce or protect the interests of the Partnership. The Partners shall respond to any final decree, judgment or decision of any court, board or authority having jurisdiction. The Partners shall satisfy any such judgment, decree or decision first out of any proceeds of insurance available therefor, next out of the assets of the Partnership and finally out of the assets of the Partners to the Partnership.

18. Right of Partition. It is specifically agreed that no Partner in the Partnership shall have any right to ask for a partition of the Property or any assets owned or hereafter acquired by or on behalf of the Partnership, nor shall any Partner have the right to receive any specific assets of the Partnership upon the liquidation of its assets or the winding up of its affairs, except as may be hereinafter agreed in writing by all Partners.

19. Miscellaneous.

19.1. Except as otherwise provided herein, any notice required or permitted to be given hereunder shall be deemed to have been duly given, whether actually received or not, if in writing and personally delivered or deposited in the United States Mail, by certified or registered mail, return receipt requested, postage pre-paid, to the address of the Partner who is entitled to such notice as set forth below his signature or to

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such other address as he shall have advised the other Partners in writing.

19.2. This Agreement has been made and executed pursuant to and shall be governed by and construed in accordance with the laws of the State of Maryland.

19.3. This Agreement constitutes the entire agreement of the Partners on the subject matter hereof and supercedes any and all prior agreements and understandings between or among them; and it may not be changed, modified, amended, or supplemented except in a written instrument signed by all Partners. This Agreement shall be binding upon and shall inure to the benefit of all the Partners and their respective heirs, legal representatives, successors and assigns.

20. Buy-out Option. Freeman shall have the right, at any time prior to September 12, 1987, to purchase the aggregate Partnership interest of Arnold Property Corporation, S. Chandler Sweetser, Jr. and Bertrand A. Mason (the "Selling Partners"), subject to the following terms and conditions:

(a) This right may be exercised only in the event that irreconcilable differences exist between Freeman and the Selling Partners over material aspects of the development or financing of the Property;

(b) The purchase price to be paid in connection with the exercise of this right shall be the sum of (i) the capital contributions of the Selling Partners, (ii) the unpaid balances of all loans by the Selling Partners to the Partnership, (iii) the full amounts payable for any services provided to the Partnership by the Selling Partners or any of their affiliates pursuant to a contractual agreement with the Partnership and (iv) the greater of Thirty Thousand and No/100 Dollars ($30,000.00) and that sum which is equal to fifty percent (50%) of the fair market value of the Land in excess of Four and No/100 Dollars ($4.00) per square foot of land, based on an independent appraisal performed by an experienced appraiser reasonably satisfactory to Freeman and the Selling Partners; provided, however, that this sum shall be reduced by one-half (1/2) of the total interest, tax and insurance expense attributable to the Land acquisition loan;

(c) The purchase price shall be paid in cash by Freeman to the Selling Partners within sixty (60) days of Freeman's exercise of this right to purchase.

(d) Freeman shall agree in writing to hold harmless and indemnify the Selling Partners from and against any and all claims, losses, obligations and liabilities of any nature whatsoever, including reasonable attorneys' fees, relating in any way to the Partnership or the Property (specifically including any debt of the Partnership for which the Selling Partners or any of them may be liable, as

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a Partner or guarantor), the form and substance of which agreement shall be satisfactory to the Selling Partners.

(e) This right to purchase shall be exercised by Freeman's giving to the Selling Partners written notice of his intention to purchase the aforesaid Partnership interest of the Selling Partners.

(f) Concurrently with the delivery of the purchase price and indemnity, the Selling Partners and each of them shall deliver an assignment to Freeman of the aforesaid Partnership interest, with special warranty, the form and substance of which assignments shall be satisfactory to Freeman.

(g) In the event the Partnership incurs debt secured by a mortgage or deed of trust in connection with the development of the Property for which the Selling Partners or any of them may be personally liable (as a Partner or guarantor), other than the loan from Second National Building and Loan Association for the acquisition of the Land, Freeman's right to purchase the Partnership interest of the Selling Partners under this section 20 shall expire.

IN WITNESS WHEREOF the Partners have hereunto set their hands and seals as of the day and year first above written.

LIMITED PARTNERS:

K. A. Freeman
Kenneth A. Freeman
791 Fairview Avenue
Annapolis, Maryland 21503

S. Chandler Sweetser, Jr.
S. Chandler Sweetser, Jr.
Box 101
Gibson Island, MD 21056

Bert Mason
Bertrand A. Mason
290 W. Joyce Lane
Arnold, Maryland 21012

GENERAL PARTNERS:

K. A. Freeman
Kenneth A. Freeman
791 Fairview Avenue
Annapolis, Maryland 21503

Arnold Property Corporation

By: S. Chandler Sweetser, Jr.
1460 Gov. Ritchie Highway
Arnold, Maryland 21012

2847 2839

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

STATE OF MARYLAND)
ss.:
COUNTY OF Anne Arundel)

I HEREBY CERTIFY, that on this 12 day of September, 1986, before me, a Notary Public of the State and County aforesaid, personally appeared KENNETH A. FREEMAN known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed and swore to the same in the capacities and for the purposes therein contained.

PAGE 16

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Wayne T. Kosmerl
Notary Public

WAYNE T. KOSMERL NOTARY PUBLIC Anne Arundel Co. Md.

My commission expires: July 1, 1990

STATE OF MARYLAND)
ss.:
COUNTY OF ~~PRINCE GEORGE~~'S Anne Arundel)

I HEREBY CERTIFY, that on this 12 day of September, 1986, before me, a Notary Public of the State and County aforesaid, personally appeared S. CHANDLER SWEETSER, JR. known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed and swore to the same in the capacities and for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Wayne T. Kosmerl
Notary Public

WAYNE T. KOSMERL NOTARY PUBLIC Anne Arundel Co. Md.

My commission expires: July 1, 1990

STATE OF MARYLAND)
ss.:
COUNTY OF ~~PRINCE GEORGE~~'S Anne Arundel)

I HEREBY CERTIFY, that on this 12 day of September, 1986, before me, a Notary Public of the State and County aforesaid, personally appeared BERTRAND A. MASON known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed and swore to the same in the capacities and for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Wayne T. Kosmerl
Notary Public

WAYNE T. KOSMERL NOTARY PUBLIC Anne Arundel Co. Md.

My commission expires: July 1, 1990

2847 2840

0000 0090

CLERK'S NOTATION
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The Property is described as follows:

That certain parcel or parcels of land situate and lying in the Second Election District of Anne Arundel County, Maryland, in fee simple, containing 5.476 acres, more or less, and situate on the south side of Defense Highway and sometimes referred to as No. 145 Defense Highway, Annapolis, Maryland 21401, being the same property which is referred to as Parcel No. 2 on Tax Map No. 51, recorded in Liber 1557, folio 378 of the Land Records of Anne Arundel County with such improvements as now exist thereon, subject to the rights of the C & P Telephone Company, its successors and assigns, under agreement with Luther M. Nichols, et al., of May 12, 1925, recorded in Liber WNW No. 104, folio 491, re: poles and wires.

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Bunner, Director

13

DOCUMENT CODE 65 BUSINESS CODE _____ COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	41	2 Certified Copy 34
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83	50	Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
87	12	Other 2 orig g.s.
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Bertrand Mason
1460 Gov. Ritchie Hgway
Annapolis, Md 21012

TOTAL FEES 103

_____Check _____Cash

_____Documents on _____checks

NOTE: new lp - make card

APPROVED BY: [illegible]

CERTIFIED COPY MADE

2847 2842

0000 0092

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

VOL 191 PAGE 19

CERTIFICATE OF LIMITED PARTNERSHIP
OF
450FMS LIMITED PARTNERSHIP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 15, 1986 AT 10:02 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

18

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 0	$ 50	$

M2200434

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 210956

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER 2847 FOLIO 2824

ATS 060

0000 0093

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
9/15/86 at 1:00 .m. 191 PAGE 20

CERTIFICATE OF LIMITED PARTNERSHIP
OF
PENWICK VILLAGE LIMITED PARTNERSHIP

CERTIFICATE OF LIMITED PARTNERSHIP signed and sworn to by the undersigned parties pursuant to 10-201 of the Code of Maryland, Corporations and Associations (the "Maryland Revised Uniform Limited Partnership Act").

The parties hereto agree as follows:

1. Name. The name of the Partnership is "Penwick Village Limited Partnership."

2. Purposes. The Partnership shall be authorized to engage in and conduct all and every kind of lawful business, including, but not limited to, the acquisition, ownership, exploitation, operation, development, leasing, management, repair, alteration, financing, sale of, and investment in real property and personal property of all kinds whether tangible or intangible.

3. Principal Office and Resident Agent. The location of the principal place of business of the Partnership shall be 2111 Baldwin Avenue, Crofton, Maryland 21113, or such other location as the General Partner may, from time to time, designate in writing to the Limited Partners. The resident agent is Francis E. Gardiner, Jr., whose address is the same as the principal place of business of the Partnership.

4. Partners' Names and Addresses. The name, and place of residence of each Partner, both general and limited, is set forth in Schedule A attached.

5. Contributions of Partners. The contributions of the Partners, both general and limited, are set forth in Schedule A attached.

6. Additional Contributions by Limited Partners. None of the Limited Partners has agreed to make any additional contributions.

7. Assignment of Limited Partnership Interest. A Limited Partner may substitute an assignee as a Limited Partner in his place only if he has first offered his interest in the Partnership to the Partnership at a price determined by multiplying the adjusted book value of the Partnership by the percentage which such interest in the Partnership to be purchased bears to the entire capital of the Partnership. The adjusted book value of the Partnership shall be determined by the net book value of the Partnership as determined by the certified public accountants retained by the Partnership, using generally accepted accounting principles applied on a consistent basis, at the close of the

1987 JAN 28 AM 9:45
H. ERLE SCHAFER
CLERK

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duction.

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

month immediately proceeding the offer adjusted, however, to the value the Partnserhip real estate with its improvements at the value in the most recent Cerfiticate of Real Estate Value executed by all of the Partners if such Certificate is not dated more than one year prior to the date of the offer assignment. If the most recent certificate of Real Estate Value if dated more than one year prior to the date of the offer of assignment, the value of the Partnership shall be the sum of the value set forth in the most recent Certificate of Real Estate Value and three percent (3%) of the value set forth in such Certificate for each complete one year period from the date of such Certificate to the date of the offer of assignment, with no proration for any period less than a complete year. The Partnership shall accept or reject such offer within thirty (30) days of the offer of assignment. The Selling Partner will receive payment in immediately available funds in six annual installments with the first installment due at the closing of such sale for one-quarter (1/4) of the purchase price and the subsequent five equal annual installments due on the anniversary date of the first installment with interest on the unpaid balance at the lowest Applicable Federal Rate (as defined in section 1274(d) of the Internal Revenue Code of 1954) or other discount rate used for purposes of section 483 and 1274 applied to the assignment.

8. Withdrawal of Partner. The death, incompetency, bankruptcy, or withdrawal of the General Partner shall dissolve the Partnership. The death, incompetency, or bankruptcy of a Limited Partner shall not dissolve the Partnership. In any such event, the personal representative of the deceased, incompetent, or bankrupt Limited Partner shall sell the limited partnership interest to the Partnership and the Partnership shall purchase such interest from the said personal representative at the price and upon the terms and conditions set forth in section 7 as if the Limited Partner desired to sell, assign, encumber, transfer or otherwise dispose of any portion of this Partnership interest. For purposes of that sale, the date of death, incompetency or bankruptcy shall be deemed to be the date of offer to assign the interest and the closing of such sale shall take place ninety (90) days after such date.

9. Right to Receive Distribution of Property. No Partner shall have a right to receive distribution of property except upon dissolution and winding up of the Partnership.

10. Return of Limited Partner Contribution. A Partner (either Limited or General) shall be entitled to the return of his net capital;

(a) to the extent Partnership distributions (at the discretion of the General Partner) are derived from borrowings, from the net proceeds of the sale of all or part

CLERK'S NOTATION
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of Partnership property or from capital contributions by any partner;

(b) upon the dissolution and winding up of the Partnership; or

(c) on or after the termination date, upon ninety (90) days' notice by such Partner to the other Partners, provided the assets of the Partnership are then sufficient to cover all of its liabilities, including liabilities to Partners on account of their net capital in the Partnership. No Partner has a right to demand and receive property other than cash in return for his contribution.

11. Dissolution. The term of the Partnership commence on the date of the original Agreement and shall continue until December 1, 2000, and upon the consent of the General and Limited Partners thereafter. The Partnership may be dissolved as of the end of any fiscal year (even though such date occurs prior to December 1, 2000) if such dissolution is ordered in writing by the General Partner and notice of it is given. The Partnership shall be dissolved by an event causing dissolution of a Partnership by operation of law. The death, incompetency, bankruptcy, or withdrawal of a General Partner shall dissolve the Partnership. Notice of death, incompetency, or bankruptcy shall be given in writing to the other Partners by the personal representative of the deceased Partner, or by the committee or trustee of the person and estate of the incompetent Partner, or by the trustee in bankruptcy of the bankrupt Partner, within sixty (60) days after the death or the declaration of incompetency or bankruptcy.

12. Continuation of Partnership Business on the Death, Incompetency, or Retirement of a General Partner. Upon dissolution of the Partnership by reason of any of the events set forth in Section 11 above, a majority in interest of the Partners (including the estate or personal representative of the deceased, incompetent, or bankrupt General Partner) may elect to reform the Partnership on the same terms as contained in the Agreement to carry on the same business theretofore carried on by the Partnership by designation of a new General Partner. If the Partners so elect, written notice shall be transmitted to all Limited Partners, who shall automatically become Limited Partners in the reformed partnership. If the Partnership is reformed, the partnership interest of the deceased, incompetent, or bankrupt General Partner shall be converted into a limited partnership interest, effective as of the date of dissolution, and this Agreement and the Certificate shall be amended to reflect such changes.

13. Power of Attorney. The Limited Partners signatory hereto irrevocably constitute and appoint the

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

General Partner the true and lawful attorney-in-fact of such Limited Partners, from time to time to execute, acknowledge, file and record any of the following:

(a) Any certificate or other instrument which may be required, or which the General Partner may deem advisable, to be filed by the Partnership under the laws of the United States, the State of Maryland, the District of Columbia or any state in which any of the Partners resides or which the Partnership shall, or intends to, conduct business or in connection with the use of the Partnership name or otherwise;

(b) Any amendment or modification of any certificate or other instrument as is necessary to effect the continuation of the Partnership, and to admit additional or successor Limited or General Partners to the Partnership, where permitted under this Agreement;

(c) All documents which may be required to effectuate the termination, dissolution, and liquidation of the Partnership, where permitted under this Agreement;

(d) Any documents which may be required to obtain and settle any mortgage loan, whether land, construction, permanent, interim, or otherwise; and

(e) Any documents which may be required to sell Partnership assets or enter into a joint venture Partnership or otherwise develop with another person or entity any or all of the Partnership property.

It is expressly acknowledge by the Limited Partners that the foregoing power of attorney is coupled with an interest and shall survive any assignment by a Limited Partner of his interest in the Partnership. This power of attorney shall not be affected by the disability of a Limited Partner.

IN WITNESS WHEREOF we have signed and sealed this amended Certificate of Limited Partnership this 11th day of September, 1986.

GENERAL PARTNER:

Francis E. Gardiner, Jr.

Francis E. Gardiner, Jr.

LIMITED PARTNERS:

Francis E. Gardiner, Jr.

Francis E. Gardiner, Jr.

CLERK'S NOTATION
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BOUNTY LIMITED PARTNERSHIP:

BY: Francis E. Gardiner, Jr.
Francis E. Gardiner, Jr.,
General Partner

GARDINER
S AND M/LIMITED PARTNERSHIP:

BY: Francis E. Gardiner, Jr.
Francis E. Gardiner, Jr.,
General Partner

STATE OF MARYLAND;
COUNTY OF ANNE ARUNDEL:

On this 11th day of September, 1986, before me, a Notary Public in and for aforesaid jurisdiction, personally appeared Francis E. Gardiner, Jr., to me personally known to be the person whose name is subscribed to the foregoing instrument as General Partner of Penwick Village Limited Partnership, and he acknowledge that he did sign the same as his free act and deed, and swore thereto.

Patricia A. Seitel
Notary Public

My commission expires: July 1, 1990

STATE OF MARYLAND;
COUNTY OF ANNE ARUNDEL:

On this 11th day of September, 1986, before me, a Notary Public in and for aforesaid jurisdiction, personally appeared Francis E. Gardiner, Jr., to me personally known to be the person whose name is subscribed to the foregoing instrument as Limited Partner of Penwick Village Limited Partnership, and he acknowledged that he did sign the same as his free act and deed, and swore thereto.

Patricia A. Seitel
Notary Public

My commission expires: July 1, 1990

STATE OF MARYLAND;
COUNTY OF ANNE ARUNDEL:

On this 11th day of September, 1986, before me, a Notary Public in and for aforesaid jurisdiction, personally appeared Francis E. Gardiner, Jr., to me personally known to be the person whose name is subscribed to the foregoing instrument as General Partner of Lord's Bounty Limited Partnership and S and M/Gardiner Limited Partnership and he acknowledged that he did sign the same as a duly authorized act on behalf of said Limited Partnerships.

Patricia A. Seitel
Notary Public

My commission expires: July 1, 1990

CLERK'S NOTATION
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SCHEDULE "A"

PARTNERS NAMES, ADDRESSES AND CONTRIBUTIONS

	Percentage Interest	Cash Contribution
General Partner:		
Francis E. Gardiner, Jr. 2111 Baldwin Avenue Crofton, Maryland 21114	5%	$ 5,000.00
Limited Partners:		
Francis E. Gardiner, Jr. 2111 Baldwin Avenue Crofton, Maryland 21114	15%	$15,000.00
Lord's Bounty Limited Partnership, Francis E. Gardiner, Jr. General Partner 2111 Baldwin Avenue Crofton, Maryland 21114	5%	$ 5,000.00
S and M Gardiner Limited Partnership Francis E. Gardiner, Jr. 2111 Baldwin Avenue Crofton, Maryland 21114	75%	$75,000.00

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 26

CLERK'S NOTATION
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DOCUMENT CODE 050 BUSINESS CODE _____ COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83	50	Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____
TOTAL FEES		

50 Check _____Cash

_____Documents on _____checks

APPROVED BY: A

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS:
Tormahlen + Koch
200 Melvin Ave
Annapolis, Md 21401

NOTE:

reserved

2847 2782

191 PAGE 27

CLERK'S NOTATION
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CERTIFICATE OF LIMITED PARTNERSHIP
OF
PENWICK VILLAGE LIMITED PARTNERSHIP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 15,1986 AT 01:00 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

1

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 0	$ 50	$

M2200400

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 210953

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER 2847 FOLIO 2775

AT5-060

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CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

191 PAGE 28

APPROVED FOR RECORD
9/17/86 at 10:19 .m.

CERTIFICATE OF LIMITED PARTNERSHIP
MARINERS LANDING LIMITED PARTNERSHIP

WHEREAS, the parties hereto have joined together in a limited partnership (known as "Mariners Landing Limited Partnership") pursuant to the provisions of the laws of the State of Maryland, and have executed a Limited Partnership Agreement (the "Agreement") in respect thereof, and

WHEREAS, the parties hereto desire to execute a Certificate of Limited Partnership of Mariners Landing Limited Partnership (hereinafter sometimes called the "partnership"):

NOW, THEREFORE, we, the undersigned parties, do hereby certify as follows:

I. The name of the partnership is "Mariners Landing Limited Partnership."

II. The business of the Partnership is to acquire and own certain real property situated in Anne Arundel County, State of Maryland, that is legally described in Schedule I attached hereto, to develop and construct townhouses thereon, to sell or lease such property or parts thereof and to carry on any and all activities related thereto.

III. The principal office of the partnership shall be at 6600 Heritage Hill Drive, Glen Burnie, Anne Arundel County, Maryland 21061. The name and address of the resident agent of the partnership are The Corporation Trust, Incorporated, 32 South Street, Baltimore, Maryland 21202.

IV. The name and place of residence of the general partner and each limited partner (consisting of Class A limited partners and Class B limited partners) are as shown on the annexed "Exhibit A."

V. The term of the partnership commenced as of the date of execution hereof and shall continue until December 31, 2086, unless otherwise terminated in accordance with the provisions set forth in the Agreement.

VI. The amount of cash contributed or agreed to be contributed by each partner is shown on the annexed "Exhibit A."

1987 JAN 28 AM 9:45
H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
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VII. There is no agreement requiring any limited partner to make additional contributions beyond those referred to on the annexed "Exhibit A."

VIII. The capital contribution of any limited partner, properly adjusted to reflect his distributive share of partnership profits and losses and distributions by the partnership to him, is to be returned to him upon ninety (90) days' written notice by such limited partner to all the other partners on or after December 31, 2086, provided the assets of the partnership are then sufficient to cover all its liabilities, including liabilities to partners on account of their capital contributions.

IX. The share of profits which each limited partner shall receive by reason of his contribution shall be the same percentage of the net profits of the partnership as the percentage of partnership interest shown opposite each partner's name on the annexed "Exhibit A;" provided, however, that, as more fully set forth in the Agreement, the first Six Hundred Seventy-Five Thousand Dollars ($675,000) of profits shall be allocated and distributed solely to the Class A limited partners (in proportion to their respective Partnership Percentages).

X. Subject to the last sentence of this paragraph X, any limited partner may assign his partnership interest (including his right to receive a share of the profits and a return of his Capital Account); provided, however, that the assignee shall not become a limited partner unless (i) the assigning limited partner so provides in the instrument of assignment, (ii) the assignee agrees in writing to be bound by the provisions of the Agreement, and (iii) the general partner consents to such substitution in writing. If the assigning limited partner so provides in the instrument of assignment and the general partner so consents, the assignee shall have the right to become a limited partner upon the payment of a reasonable fee to the partnership to cover the costs and expenses of preparation, execution and recordation of an amendment to this Certificate of Limited Partnership. The interest of each Class B limited partner shall not be assignable without obtaining the prior written consent by the general partner to the assignment.

XI. No right is reserved to admit additional limited partners except in the following situations:

(a) Unanimous agreement of all partners.

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(b) In the event a limited partner assigns his partnership interest, the assignee of such limited partner may become a substituted or additional limited partner upon satisfaction of the terms and conditions described in paragraph X of this Certificate.

XII. No limited partner shall have priority over any other limited partner with respect to contributions, Capital Accounts, distributions of profits, or distributions upon dissolution, except as set forth in paragraph IX hereof.

XIII. No partner shall have the right to continue the partnership and its business on the retirement, or dissolution of the general partner.

XIV. No limited partner shall have any right to demand and receive property in lieu of cash in return for his contribution. His demand for return of his contribution as adjusted, if otherwise proper under the terms of paragraph VIII of this Certificate, shall be for cash only.

XV. Each of the limited partners does hereby appoint NewLife Group, Inc. as such partner's true and lawful attorney-in-fact for such limited partner, in such limited partner's name or in such limited partner's behalf, to sign, certify under oath and acknowledge any amendment to this Certificate, as the same may have been amended from time to time, where such amendment is necessary to reflect (i) the admission of an additional or substituted limited partner pursuant to paragraphs X or XI hereof, (ii) a change in the name of the partnership or in the amount or character of the contribution of any limited partner (including a change by reason of the return to any limited partner of all or any part of his capital contribution), (iii) a change (if unanimously approved by all the partners) in the character of the business of the partnership, (iv) the correction or clarification of any erroneous statements in this Certificate (or any amendment thereto), (v) a change (if unanimously approved by the general partners) in the time stated in this Certificate (or any amendment thereto) for the dissolution of the partnership or for the return of a capital contribution, or (vi) any other change or modification of this Certificate (or any amendment thereto) made in order to accurately represent the agreement among the partners. Such power of attorney shall be irrevocable so long as New Life Group, Inc. is a general partner of the partnership.

XVI. In the event that any Class B limited partner (other than W. Porter Wilson) ceases for any reason (whether by reason of quit, discharge, death, mutual termination or

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CLERK'S NOTATION
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otherwise) to be employed by New Life Group, Inc. or an entity owned and controlled by the Class A limited partners, (a) such Class B limited partner shall cease to have any interest in the partnership, (b) the Class A limited partners shall pay to such Class B limited partner the sum of Ten Dollars ($10.00) for each one percent (1%) of Partnership Percentage owned by such Class B limited partner, (c) such Class B limited partner's interest in the partnership shall be automatically transferred to the Class A limited partners (in proportion to their respective percentages of partnership interest) and (d) the general partner shall execute an appropriate amendment to this Certificate and the Agreement reflecting the foregoing.

XVII. The consent of the limited partners shall not be required for any act or transaction of the partnership, including the sale or encumbrancing of partnership property, that is approved by the general partners. The general partners, in its capacity as general partner, shall have the right, power and authority (without regard to the term of the partnership), acting for and on behalf of the partnership, to do any and all acts and things necessary, proper or advisable to effectuate the purposes of the partnership, including, without limitation, to lease, sell, mortgage, convey, refinance, grant easements on or dedicate the property (or any part thereof) of the partnership, to borrow money and execute promissory notes, to secure the same by mortgage (which term "mortgage" is hereby defined for all purposes of this Certificate to include a deed of trust, financing statement, chattel mortgage, pledge, conditional sales contract, security agreement, and any similar security instrument) upon such partnership property, to renew or extend any and all such loans or notes, and to convey partnership property in fee simple by deed, mortgage or otherwise. In no event shall any party dealing with the general partner with respect to any property of the partnership, or to whom any such property (or any part thereof) shall be conveyed, contracted to be sold, leased, mortgaged or refinanced by the general partner, be obligated to see to the application of any purchase money, rent or money borrowed or advanced thereon, or be obligated to see that the terms of the Agreement have been complied with, or be obligated to inquire into any of the terms of the Agreement, and every contract, agreement, deed, mortgage, lease, promissory note or other instrument or document executed by the general partner with respect to any property of the partnership shall be conclusive evidence in favor of any and every person relying thereon or claiming thereunder that (i) at the time or times of the execution and/or delivery thereof, the partnership was in full force and effect, (ii) such instrument or document was duly

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

executed in accordance with the terms and provisions of the Agreement and this Certificate and is binding upon the partnership and all of the partners thereof, and (iii) the general partner was duly authorized and empowered to execute and deliver any and every such instrument or document for and on behalf of the partnership.

XVIII. This Certificate and the Agreement may be amended at any time by the consent of the general partners and Class A limited partners and the consent of the Class B limited partners shall not be required for any such amendment, except that the percentage of partnership interest of each Class B limited partner shall not be reduced.

IN WITNESS WHEREOF, the parties have hereunto affixed their signatures and seals effective as of the 15th day of September, 1986.

GENERAL PARTNER:

NEW LIFE GROUP, INC.

By _____
Allan J. Berman, President

CLASS A LIMITED PARTNERS:

_____ (SEAL)
Allan J. Berman

_____ (SEAL)
Leonard A. Shapiro

CLASS B LIMITED PARTNERS:

_____ (SEAL)
George Coste

_____ (SEAL)
W. Porter Wilson

_____ (SEAL)
Richard R. Sugglitt

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CLERK'S NOTATION
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EXHIBIT A

Name and Address	Capital Contribution	Partnership Percentages
GENERAL PARTNER		
New Life Group, Inc. 1320 Old Chain Bridge Road Suite 450 McLean, Virginia 22101	$ 20.00	2%
CLASS A LIMITED PARTNERS		
Allan J. Berman 5100 Lowell Lane, N.W. Washington, D.C. 20016	$ 300.00	30%
Leonard A. Shapiro 1302 Potomac School Road McLean, Virginia 22101	$ 300.00	30%
CLASS B LIMITED PARTNERS		
W. Porter Wilson 9926 Derbyshire Lane Bethesda, Maryland 20817	$ 310.00	31%
George J. Coste 2105 D North Rolfe Street Arlington, Virginia 22209	$ 50.00	5%
Richard R. Suggitt 9412 Tuba Court Vienna, Virginia 22180	$ 20.00	2%

STATE OF MARYLAND
State Department of Assessments and Taxation

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Gene L. Burner, Director

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DOCUMENT CODE 05 BUSINESS CODE _____ COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	12	1 Certified Copy 6
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83	50	Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

TOTAL FEES _____

62 Check _____ Cash

_____Documents on _____checks

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Aunt Fox et al
1050 Conn. Ave N.W.
Wash. D.C. 20036-5339

NOTE:

APPROVED BY: A

CERTIFIED COPY MADE

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
MARINERS LANDING LIMITED PARTNERSHIP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 17,1986 AT 10:19 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 0	$ 50	$

M2201978

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211391

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

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RETURN TO: Handen & Singerman
P. O. Box 1130
Prince Frederick
Maryland 20678

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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
8-20-85 at 9:38a .m.

VOL 191 PAGE 36

CERTIFICATE OF ARTICLES OF LIMITED PARTNERSHIP

THIS AGREEMENT, Made this day of 1985, by and among DELTA FINANCIAL CORPORATION, INC., - - - - - - - - - - , GENERAL PARTNER, and BLAIR W. SMITH, GREGORY M. SMITH, ERIC V. SMITH, WILLIAM B. GLASCOCK III and MARY E. GLASCOCK, LIMITED PARTNERS.

W I T N E S S E T H:

IN CONSIDERATION of the mutual undertakings of the parties, it is agreed:

1. Formation of Limited Partnership

The parties hereby form a Limited Partnership pursuant to the provisions of Section 10 of the Corporations and Associations Section of the Annotated Code of Maryland. Said Limited Partnership is herein called the "Partnership".

2. Name

The Partnership shall be conducted under the firm name and style of SOLOMON'S LANDING LIMITED PARTNERSHIP.

3. Character of the Business

The business of the Partnership shall be limited to the acquisition, ownership, development, and resale or lease of the entirety or any subdivided part thereof of parcels of land situated in Calvert County, Maryland, and to construct buildings and other improvements thereon and to promote, lease, operate, manage, and sell said properties.

1987 JAN 8 PM 9:44
H. ERLE SCHAFER
CLERK

4. Principal Place of Business

The principal office of the Partnership shall be maintained at the offices of: DELTA FINANCIAL CORPORATION, INC., 2024 West Street , Annapolis, Maryland, 21401 , or at such other place or places as the General Partners may from time to time determine.

5. The names and residence addresses of the General Partners are: DELTA FINANCIAL CORPORATION, INC., 2024 West Street, Annapolis, Maryland 21401.

6. The names and residence addresses of the Limited Partners are: BLAIR W. SMITH, GREGORY M. SMITH, ERIC V. SMITH, 10204 Sundance Court, Potomac, Maryland 20854; WILLIAM B. GLASCOCK III, MARY E. GLASCOCK, Solomons, Maryland 20688.

7. Term

The Partnership shall come into existence when all of the

[redacted]
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General Partners and Limited Partners named in Articles 5 and 6 hereof have executed this Agreement, and shall continue for a period of 5 years, unless sooner terminated as provided herein.

8. Contributions, Assets and Liabilities

a. Each Partner has contributed to the capital of the Partnership, the value set opposite his name:

GENERAL PARTNERS

NAME	AMOUNT OF CONTRIBUTION
DELTA FINANCIAL CORPORATION, INC.	$ 150,000.00

LIMITED PARTNERS

NAME	AMOUNT OF CONTRIBUTION
BLAIR W. SMITH	$ 10.00
GREGORY M. SMITH	10.00
ERIC V. SMITH	10.00
WILLIAM B. GLASCOCK III	10.00
MARY E. GLASCOCK	$ 10.00
TOTAL	$ 50.00

b. The amounts contributed by the Partners as provided in subsection a. hereof shall be and become the capital of the Partnership. If any Limited Partner shall advance any monies or property to the Partnership other than as provided in this Article 8, the amount of such advance shall not be an increase in his capital contribution, or entitle him to any increase in his share of the profits of the Partnership, or subject him to any greater proportion of the losses which it may sustain; but the amount of any such advance shall be a debt from the Partnership to such Partner and such loan shall be repaid to him on demand with interest at two percent (2%) over prime , established by Maryland National Bank.

The Partnership shall be deemed to have waived the Statute of Limitation in any actions which may be brought for the collection of any loan by a Partner to the Partnership. Amounts left undrawn in the income account of a Partner, whether voluntarily or involuntarily, shall not be deemed a debt of the Partnership to such Partner for purposes of this subsection b.

c. A separate capital account shall be maintained for each Partner, and except upon unanimous agreement of all Partners, or upon termination of the Partnership, or upon a pro rata reduction of all contributions to the capital of the Partnership by a distribution of available cash in excess of the aggregate income of the income accounts of the

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Partners as provided in subsection b. of Article 10 hereof, their respective capital contributions shall not be withdrawn in whole or in part.

If the capital account of any Partner becomes impaired in relation to the Capital account of any other Partner, i.e. the ratio between them is altered in favor of any one of them, the share in subsequent partnership profits of the aforesaid Partner whose capital account has become impaired shall be first credited to the capital account of such Partner until the ratios are restored to that prevailing among the initial capital contributions of all the Partners. A negative capital account resulting from a distribution of available cash in accordance with the provisions of this Agreement, or from losses, is hereby recognized as a likely possibility under this Agreement and such negative capital account shall not affect a Partner's participation in the profits and losses of the Partnership.

d. Interest shall be paid on the initial contributions to the capital of the Partnership or on any subsequent contributions to capital at a rate of Two Percent (2%) over Maryland National Bank prime.

9. Books of Account

a. At all times during the continuance of the Partnership, the General Partners shall keep or cause to be kept, full and true books of account, in which shall be entered fully and accurately each transaction of the partnership.

b. All said books of account, together with an executed copy of the Articles of Limited Partnership, and of any amendment thereof shall at all times be maintained at the principal office of the Partnership and shall be open during regular business hours to the reasonable examination of the Limited Partners or their representatives.

c. The General Partners shall deliver to the Limited Partners within Ninety (90) days after the expiration of each fiscal year (the first period to commence as of the date ~~of the date~~ of the commencement of the term of the Partnership and to expire on the ensuing December 31), a report on the Partnership's financial condition such report to consist of the Partnership's balance sheets, profit and loss statement, and the accompanying notes and comments thereto. In addition, the General Partners shall deliver to the Limited Partners statements of their respective distributive shares of net profits and losses and any tax deductions and

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credits, the right to which passes through to the Partners, categorized as required by the United States Treasury Regulations applicable to Partnerships, as well as a statement of Maryland modifications thereto, of any, together with statements showing all distributions of profits or of capital made by the Partnership to each Partner during such year.

10. Profits and Losses

a. A separate income account shall be maintained for each Partner. The net profits and losses which may accrue from the business of the Partnership shall be divided among all of the Partners in the following proportions:

General Partners	Proportion of Profit/Loss
Delta Financial Corporation, Inc.	60%

Limited Partners	Proportion of Profit/Loss
Blair W. Smith	6.664%
Gregory M. Smith	6.664%
Eric V. Smith	6.664%
William B. Glascock III	10.00%
Mary E. Glascock	10.00%

Net profits shall be credited and net losses charged to the income accounts of the Partners, quarterly, if feasible, but not less often than annually, except as provided in Article 8 hereof in the event of impairment of a capital account. Amounts standing to the credit of Partners in their income accounts shall be paid out to the extent of available cash, provided, however, that if the cash available for distribution shall be less than the aggregate income balances of all Partners, the Partnership shall make a distribution of available cash to all partners pro rata to the balances in their income accounts.

b. All cash, including any money received upon, or by reason of, a refinancing, increasing or recasting of a mortgage on property of the Partnership, which is in excess of that required for the payment and discharge of existing mortgages and liens and the expenses thereof, exclusive of such amounts as the General Partners deem necessary to be retained as funds required for the conduct of the Partnership business and for the establishment and maintenance of reasonable and prudent reserves, shall be deemed to be available cash for purposes of this Agreement. All available cash in excess of the aggregate income account balances of all Partners shall be distributed to the Partners in reduction of their respective capital accounts pro rata to the amount thereof.

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c. Except as may otherwise be provided in any mortgage or other instrument evidencing an indebtedness given by the Partnership and signed by him, the liability of any Limited Partner for the losses of the Partnership shall be limited to his contribution to the capital of the Partnership made or pledged hereunder, and he shall not be personally liable for any debts, engagements or losses of the Partnership in any event or to any extent whatever, except out of his contribution to Partnership capital hereinabove set forth.

11. Rights and Liabilities of Partners

a. This Agreement shall not be construed to prevent or in any way limit the unrestricted right of the General Partners and Limited Partners to be engaged in and carry on, in any form or manner, other commercial enterprises, of every nature and description, independently or with others, whether or not they compete with the Partnership and whether or not they have business dealings of any kind with the Partnership.

b. The fact that a General or Limited Partner or a member of his family is directly or indirectly interested in or connected with any person, firm or corporation employed by the Partnership to render or perform a service or from which or whom the Partnership may buy merchandise or other property, or to or from which or whom the Partnership may lease property shall not prohibit the General Partners from employing such person, firm or corporation or from otherwise dealing with him or it, and neither the Partnership nor the Partners thereof shall have any rights in or to any income or profits derived therefrom.

c. The General Partners shall not be liable, responsible or accountable in damages or otherwise to any Limited Partner for any mistake of judgment or act or thing done by any of them in good faith within the scope of these Articles.

d. The General Partners shall be entitled to receive reasonable compensation for services to the Partnership.

12. Powers and Duties of the General Partners

a. Except as herein otherwise expressly provided the General Partners shall have the right to manage the Partnership business, to make

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all decisions to be made by the Partnership, and to execute all instruments individually in the Partnership name.

b. In addition to the powers herein or by law provided, the General Partners are hereby specifically authorized and vested with power in the name and on behalf of the Partnership:

(1) To negotiate and award contracts for the construction and/or management of construction or improvements upon the Partnership's property to contractors, including contractors in which one or more of the Partners has an interest, upon such terms and conditions as they deem reasonable.

(2) To execute and deliver a mortgage or mortgages from time to time upon all or part of the property of the Partnership upon such terms and conditions as they deem reasonable.

(3) To enter into a contract for the management, development, subdivision and sale of the Partnership's property, upon such terms and conditions and with such person, firm or corporation as they deem reasonable. Such contract may be with a person, firm or corporation in which one or more of the Partners has an interest.

c. The General Partners shall not have the right to sell, transfer or otherwise assign all or substantially all of the property of the Partnership without the prior written consent of Partners who, in the aggregate, are entitled to receive not less than eighty-three & one-third (83 1/3%) percent - - -

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obligations that such Limited Partner would have had if he had not died ~~or~~ had not become insane or incompetent, except that his executors, administrators, trustees, committee or representative (hereinafter sometimes called successor or successors) shall not become substituted Limited Partners without complying with the provisions of subparagraphs c and d of this Article.

c. No assignee, legatee, distributee, or successor of the whole or any portion of the Limited Partner's interest in the Partnership shall have the right to become a substituted Limited Partner unless an executed or authenticated copy of the instrument of assignment specifying that such assignee, legatee, distributee or successor shall become a substituted Limited Partner is delivered to the General Partners and the receipt thereof is endorsed thereon.

d. As further conditions to the admission of any successor, assignee, legatee or distributee (hereinafter collectively referred to as the "assignee") as a substitute Limited Partner, (1) the General Partners shall have consented to the admission of the assignee as a substituted Limited Partner, which consent shall not be withheld without good cause; (2) the assignee shall execute such instruments as the General Partners may reasonably require, ratifying and agreeing to be bound by this Agreement, as it may have been then amended; (3) the assignee shall pay all of the Partnership's expenses in connection with such substitution, including the expenses of preparing, filing, recording and publishing any and all amended certificates and other instruments as may be required by law or desirable in the circumstances; and (4) all such amended certificates and instruments shall have been duly executed and recorded as required by law.

15. Death, Retirement, Insanity, Insolvency or Dissolution of General Partners

a. The Partnership shall not be dissolved by the happening to any General Partner of any of the following events, so long as there shall be at least one (1) remaining General Partner in the Partnership, and so long as in the opinion of counsel for the Partnership the continuation of the Partnership will not result in the Partnership being classified for Federal Income Tax purposes as an association taxable as a corporation and not as a partnership:

(1) Death.

(2) Adjudication as insane or incompetent.

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(3) Adjudication as a bankrupt or insolvent.

(4) Appointment of a receiver or trustee for his/its business or property, including his/its interest in the Partnership.

(5) Attachment on execution or original process and sale of his/its interest in the Partnership.

(6) Dissolution (in the case of a corporate general partner.)

(7) Resignation, retirement, or cessation to actively conduct the business of the Partnership.

b. Upon the happening of any event hereinabove set forth, the interest in the Partnership of the Partner to whom such event has happened shall, without further act, be converted into a Limited Partnership interest (hereinafter called the converted interest). Such Partner or his/its estate or successor in interest, as the case may be, shall remain subject to the liabilities of the Partnership existing as of the date of such conversion. In all other respects, the converted interest shall be subject to the provisions hereof as if it had originally been a Limited Partnership interest. The remaining General Partner(s) shall cause an appropriate Certification of Amendment, reflecting the change in status from General to Limited Partner, to be prepared, executed and recorded as required by law.

c. Upon the conversion of a General Partnership interest to a Limited Partnership interest, the remaining General Partner(s) shall have the right to continue the Partnership business, and to exercise all of the rights and powers of the General Partners hereunder. Such right shall be subject to the provisions of Article 16 hereof.

16. Termination of Partnership

a. This Partnership shall be terminated 5 years from the date hereof, or sooner upon the happening of any of the following events:

(1) An Agreement to terminate among Partners who in the aggregate are entitled to receive not less than One Hundred (100%) percent of the profits of the Partnership.

(2) If there shall be or remain only one (1) General Partner in the Partnership and such General Partner shall (a) die; (b) be adjudicated insane or incompetent; (c) be adjudicated a bankrupt or insolvent and such adjudication is not vacated within thirty (30) days; d) suffer the appointment of a receiver or trustee for his/its business or

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property and such appointment is not vacated within thirty (30) days; (e) be dissolved (in the case of a corporate general partner); (f) retire, resign, or cease to actively conduct the business of the Partnership.

(3) Upon the sale by the Partnership of all real and/or personal property in which it has an interest.

(4) If at any time, in the opinion of counsel for the Partnership, the Partnership will be classified for Federal Income Tax purposes as an association taxable as a corporation and not as a partnership.

b. Within Ninety (90) days after the termination of the Partnership pursuant to clauses (1) and (2) of subsection a. of this Article 16, and prior to liquidation of the Partnership, Partners who, in the aggregate are entitled to receive ~~xxxxxxxx~~ One Hundred Percent (100%) of the profits of the Partnership may, in writing, elect to form a corporation under the laws of the State of Maryland, which corporation shall have only one class of stock. Said Partners shall be the original directors of the corporation, the Articles of Incorporation of which shall contain such customary and usual provisions as said Partners shall deem proper.

Incorporated into said written election as a part thereof shall be the following determinations to be made by the said Partners electing to incorporate:

(1) which liabilities of the Partnership, if any, shall be assumed by the Corporation; and

(2) which assets shall be transferred to the corporation (with the exception that in any event, unless unanimously agreed otherwise by all of the Partners in writing, the income accounts of the individual Partners shall be distributed to them in accordance with the provisions of Article 16d(4) hereof), the remaining assets, if any, to be distributed in liquidation in accordance with the provisions of Article 16d hereof.

The foregoing determinations being a condition precedent to effecting said election, said election shall not be valid unless an election agreement containing said determinations is executed by Partners who in the aggregate are entitled to receive ~~xxxxxxxx~~ one hundred (100%) percent of the profits of the Partnership agree in writing as a part of said election to submit said determinations to arbitration to be made in accordance with the provisions of Article 23 hereof.

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In addition, the electing Partners may incorporate into said election agreement as a part thereof, any other terms and agreements consented to by them pertaining to the organization of the corporation which are not inconsistent with this Agreement.

Upon such election the Partners shall cause the corporation to be formed and shall cause the Partnership to transfer to the corporation in exchange for its stock the aforesaid assets of the Partnership which the Partners have determined to convey thereto as hereinbefore provided in this subsection b.

Notwithstanding anything to the contrary herein contained, the Partnership shall be deemed to have continued in existence until distribution of the stock of the said corporation has been made as herein provided. Each Partner shall receive shares of stock in the said corporation representing the same proportionate interest in authorized stock of said corporation as he had with respect to the profits of the Partnership upon his signing and acknowledging a Certificate of Termination of the Partnership and such receipt shall be deemed to be the return of his contribution to the capital of the Partnership in full discharge of all of his interest in the Partnership. Pending such signature and acknowledgement of the Partner, his shares shall be issued in the name of the Partnership for his account.

c. If no election to form a corporation is made within Three (3) Months of the termination of the Partnership pursuant to clauses (1) or (2), or if the Partnership is terminated, pursuant to clause (3) of subsection a. of this Article, the Partnership shall be liquidated.

d. Upon any termination of the Partnership, the General Partners shall cause a statement to be examined by a Certified Public Accountant or Certified Public Accounting firm which shall set forth the assets and liabilities of the Partnership as of the date of termination. Such statement shall be furnished to the Limited Partners within three (3) months after such termination. If there is no election to form a corporation pursuant to subsection b. of this Article, the assets of the Partnership shall be liquidated and the proceeds distributed in the following order of priority.

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

(2) To the setting up of any reserves which the General Partners, or if there are no General Partners, then the Certified Public Accountant regularly serving the Partnership, may deem reasonably necessary to cover any contingent or unknown liabilities or obligations of the Partnership. Said reserves may be paid over to any attorney-at-law of the State of Maryland, or a bank or trust company doing business in said State of Maryland, as escrowee, to be held by him or it for the purpose of disbursing such reserves in payment of any of said liabilities that may become fixed and certain. The escrowee may deposit the escrow fund in interest bearing time deposit accounts in commercial or savings banks, trust companies or savings and loan associations. At the expiration of One (1) year after the termination of the Partnership's business or before, in the discretion of the escrowee, the balance remaining of the escrow fund which is not required to meet then known or reasonably certain liabilities, shall be distributed in the manner provided in paragraphs (3), (4), (5), (6), and (7) of this subsection d. in the same order of priority.

(3) To the repayment of any loans or advances that may have been made by any of the Partners to the Partnership, but if the amount available for such repayment shall be insufficient, then pro rata on account thereof.

(4) To the payment of any loans or advances that may have been made by any of the partners to the Partnership, but if the amount available for such repayment shall be insufficient, then pro rata on account thereof.

(5) To the repayment of the capital account balances, if any, of the Partners, but if the amount available for such repayment shall be insufficient, then pro rata among the Partners in such manner that each Partner shall receive the same proportion of his contribution to the capital of the Partnership.

(6) Any balance remaining shall be distributed among all Partners in proportion to the share of each Partner in the profits of the Partnership.

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(7) Upon the signing and acknowledging by each Limited Partner of a Certificate of Termination of the Partnership and not until then, his respective distributive share referred to in the forgoing paragraphs of this subsection d. shall be paid and delivered to him.

17. Banking

a. All funds of the Partnership are to be deposited in the Partnership name, in such depository or depositories as shall be designated by the General Partners.

b. Withdrawals from any bank account of the Partnership shall be made upon such signature or signatures as the General Partners may from time to time designate.

18. Specific Performance

It is recognized by the parties that the provisions herein contained are of particular importance for the protection and promotion of their existing and future interests in the Partnership, or under these Articles, and that in the event of any breach of these Articles or failure to perform as required herein, a claim for monetary damages may not constitute an adequate remedy; and that it may, therefore, be necessary for the protection of the parties, their heirs, successors or assigns and for the effectuation of the provisions herein contemplated, in the event of a breach or non-performance of these Articles, to apply for specific performance thereof. It is, accordingly, hereby agreed that no objection to the form of the action, or to the relief prayed for in any proceeding for specific performance of this Agreement, shall be raised by any General or Limited Partner, his heirs, successors or assigns, or by the Partnership, in order that such relief may be obtained by any aggrieved General or Limited Partner or by the Partnership.

19. Power of Attorney

Each of the Limited Partners (including each substituted Limited Partner) hereby constitutes and appoints each of the General Partners his true and lawful attorney, and in his name, place and stead to make, execute, sign, acknowledge, file, record and publish a Certificate of Limited Partnership and any other instruments and certificates as may be required under the laws of the State of Maryland, including by not limited to any duly adopted amendments to any such certificate or instrument (other than an amendment to this Agreement) and any cancellation thereof, and to include therein all information required by the laws of said State.

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20. Address of Partners

Unless otherwise specified in written notice sent by him to the partnership, the address of each Partner for all purposes shall be as set forth next to his name as it appears in Articles 5 and 6 of this Agreement.

21. Indication of Consent

Whenever this Agreement provides for or refers to the consent of any specified number or proportion of Partners, a Partner may be conclusively deemed to have given his consent unless he shall have filed with the Partnership by registered or certified mail, his written objection to the action or course of conduct in question within Thirty days after the mailing to him by the General Partners or by any Limited Partner, by United States registered or certified mail, postage prepaid, and return receipt requested, of a request for his consent.

22. Action by General Partners

Unless otherwise provided in these Articles or by law, any action to be taken by the General Partners shall be by vote of a majority thereof, which majority action shall be binding upon the Partnership.

23. Arbitration

Any dispute or controversy arising under, out of, in connection with or in relation to this Agreement, or any breach thereof, or in connection with the dissolution of the Partnership, shall be determined and settled by arbitration in Anne Arundel County, Maryland, upon the written request of any Partner, by an arbiter selected by the Acting Chief Judge of the United States District Court for the District of Maryland. Any award rendered therein shall be final and binding on each and all of the Partners having notice of the proceeding, whether or not they appear therein, and judgment may be entered thereon in any court of competent jurisdiction.

24. Amendment

This Limited Partnership Agreement may be amended by the affirmative vote of Partners entitled to not less than One Hundred Percent (100%) of the profits of the Partnerhsip.

25. Severability

In the event that any provision of these Articles of Limited Partnership is deemed to be void or invalid by any Court of competent

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jurisdiction, then these Articles of Limited Partnership shall remain in full force and effect, except for such provision.

26. Benefit

This Limited Partnership Agreement shall be binding upon and shall inure to the benefit of the parties hereto, and their respective successors and assigns.

27. Resident Agent - The Resident Agent of the Limited Partnership is Douglas Parran, whose address is: 2024 West Street Annapolis, Maryland 21401. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

28. Gender

It is agreed that all references to the male gender shall also pertain to female and neuter genders and vice versa, and words in the singular number shall also be held to include the plural when the sense requires, and vice versa.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement and affixed their seals as of the day and year first above written.

WITNESS:

General Partner

DELTA FINANCIAL CORPORATION, INC.

BY: John W. Hersman Pres
JOHN W. HERSMAN

Limited Partners

Blair W. Smith
Gregory M. Smith
Eric V. Smith
William B. Glascock III
Mary E. Glascock

Rita J. Post
Rita J. Post
Rita J. Post
Margie A. Glascock
Margie A. Glascock

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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 05 P BUSINESS CODE _____ COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

191 PAGE 50

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
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63		Rec. Fee (Merger or Consolidation)
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65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
75		Special Fee
80		For. Limited Partnership
83	50	Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Harden & Singerman
Prince Frederick
Md 20678

TOTAL FEES 50

✓ Check _____Cash

_____Documents on _____checks

NOTE:
new lp -
make card

APPROVED BY: gs

2842 0959

0000 0124

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

191 PAGE 51

CERTIFICATE OF LIMITED PARTNERSHIP
OF
SOLOMON'S LANDING LIMITED PARTNERSHIP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AUGUST 20, 1986 AT 09:38 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

13

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 0	$ 50	$

M2187631

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 209565

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

AT5-060

00000025

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
8/4/86 at 9:35 A.M.

SECOND AMENDMENT TO

CERTIFICATE OF LIMITED PARTNERSHIP

FORTY-SEVEN LIMITED PARTNERSHIP

PRELIMINARY STATEMENT

The purpose of this Second Amendment to Certificate of Limited Partnership is to evidence the organization and formation of Forty-Seven Limited Partnership as of February 1, 1981, under the provisions of the Maryland Revised Uniform Limited Partnership Act (whose original Certificate of Limited Partnership of February 18, 1981, recorded among the Partnership Records of Anne Arundel County in Liber W.G.L. No. 14, folio 211, was subsequently amended by a First Amendment (only) thereto, dated February 19, 1982, which was recorded among the aforesaid Partnership Records in Liber W.G.L. No. 15, folio 529).

Now, therefore, it is hereby agreed that Forty-Seven Limited Partnership has been formed pursuant to the following Certificate of Limited Partnership, as amended:

1. The name of the Partnership is "Forty-Seven Limited Partnership."

2. The purpose and business of the Partnership shall be to acquire, own, develop, subdivide, lease, sell, finance and operate real estate and related personal property of every nature and description, and such other business as the partners may determine from time to time, and to do all things necessary, convenient or incidental to the achievement of the foregoing.

3. The principal place of business of the partnership shall be 108 Old Solomons Island Road, Annapolis, Maryland 21401. The name and address of the resident agent for the Partnership is Charles E. Toomey, III, 2660 Greenbriar Lane, Annapolis, Maryland 21401.

4. The name, business address and Percentage Interest of each General and Limited Partner are as follows:

1987 JAN 28 AM 9:44
HELEN L. SCHAFER
CLERK

62178054

63168171

2838 2102

0020 0'2t

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

GENERAL PARTNER -

Charles E. Toomey, III
108 Old Solomons Island Road
Annapolis, Maryland 21401

LIMITED PARTNERS -

Charles E. Toomey, III
108 Old Solomons Island Road
Annapolis, Maryland 21401

Joyce C. Toomey
2660 Greenbriar Lane
Annapolis, Maryland 21401

PERCENTAGE INTEREST

GENERAL PARTNER:

Charles E. Toomey, III 108 Old Solomons Island Road Annapolis, Maryland 21401	10%

LIMITED PARTNERS:

Charles E. Toomey, III 108 Old Solomons Island Road Annapolis, Maryland 21401	50%
Joyce C. Toomey 2660 Greenbriar Lane Annapolis, Maryland 21401	40%
	100%

5. As of the date of this Certificate the Partners have made the following cash contributions to the Partnership:

Charles E. Toomey, III, as General Partner	$ 5,600.00
Charles E. Toomey, III, as Limited Partner	$28,000.00
Joyce C. Toomey as Limited Partner	$22,400.00

No additional contributions are required of any limited partner.

6. A Limited Partner has the power to grant the right to become a limited partner to an assignee of his interest in the Partnership, only with the consent of the General Partner. In addition, a Limited Partner may grant the right to become a limited partner to an assignee, provided that the existing General Partners do not exercise their right to purchase the Limited Partner interest which he desires to transfer under the same terms and conditions contained in a bona fide written offer which he has received from the potential assignee.

2838 2103

0000 0127

CLERK'S NOTATION
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7. No time has been agreed upon for the return of the Capital Contributions of each partner, except in the event of dissolution.

8. Distributions.

A. No Partner shall have the right to demand and receive property other than cash.

B. Distributions Prior to Dissolution

1. Net Cash Flow.

a. Net Cash Flow, to the extent available, shall be distributed, subject to the payment of all Partnership fees and obligations as they become due, to and among the Partners, within 60 days after the end of each fiscal year, in the following order of priority:

(1) Any amounts owed to any partners pursuant to Section 4.03 of the Partnership Agreement shall be paid to them, pro rata, out of the first available net cash flow, any such payments to be applied first against accrued interest.

(2) All remaining net cash flow shall be distributed to and among the partners in proportion to their then respective shares of the net profits and net losses of the Partnership.

b. The term "Net Cash Flow" shall mean, with respect to any fiscal period, the sum of all cash receipts of the Partnership from rents, lease payments, and any and all other sources, together with all net proceeds of any sale of the property and all net proceeds of financings, less the sum of the following amounts:

(i) cash disbursements for insurance, real estate taxes, legal expenses, sales or brokerage commissions, management expenses,

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

utilities, repairs and maintenance, accounting, statistical or bookkeeping services or equipment, salaries, advertising and promotion, and any and all other items which are customarily considered to be "operating expenses";

(ii) payments of interest and principal under any loans incurred in connection with the property or any mortgages or deeds of trust encumbering the property;

(iii) payments made for capital construction, acquisitions, alterations or improvements;

(iv) reasonable reserves established by the General Partner for working capital, contingent liabilities, replacement, for any of the expenditures described in subsections (i), (ii), and (iii) above, or as otherwise deemed by the General Partner as necessary to meet the current and anticipated future needs of the Partnership.

2. Distributions of Other Than Cash Flow (Sales and Financings). The net proceeds of any sale of the property and the net proceeds of financings shall be distributed, subject to payment of Partnership fees and obligations as they become due, to and among the partners in the following amounts and order of priority:

(a) Any amounts owed to any partners pursuant to Section 4.03 of the Partnership Agreement shall be paid to them, pro rata, out of the first available net proceeds, any such payments to be applied first against accrued interest.

(b) All remaining net proceeds of sales and financings shall be distributed to and among the partners in proportion

CLERK'S NOTATION
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to their then respective shares of the net profits and net losses of the Partnership.

C. Distributions Upon Liquidation. After payment of liabilities owing to creditors, the General Partner or liquidator shall set up such reserves as they deem reasonably necessary for any contingent or unforeseen liabilities or obligations of the Partnership. Said reserves may be paid over by the General Partner or liquidator to a bank, to be held in escrow for the purpose of paying any such contingent or unforeseen liabilities or obligations and, at the expiration of such period as the General Partner or liquidator may deem advisable, such reserves shall be distributed to the partners or their assigns in the order of priority set forth above relating to distributions of net proceeds of sales or financings. After paying such liabilities and providing for such reserves, the General Partner or liquidator shall cause the remaining net assets of the Partnership to be distributed to and among the partners in the order of priority set forth above relating to distributions of net proceeds of sales or financings. In the event that any part of such net assets consists of notes or accounts receivable or other non-cash assets, the General Partner or liquidator shall take whatever steps they deem appropriate to convert such assets into cash or into any other form which would facilitate the distribution thereof. If any assets of the Partnership are to be distributed in kind, such assets shall be distributed on the basis of their fair market value.

9. No limited Partner or General Partner has the right to receive, and no General Partner has the right to make, distributions to a Partner shich include a return of all or any

2838 2106

CLERK'S NOTATION
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part of the Partner's Capital Contributions until the Partnership is dissolved pursuant to Pargaraph 10 hereof.

10. The Partnership shall continue in full force and effect until dissolved upon the happening of any of the following events:

(a) on a date designated by the General Partner and the Limited Partners;

(b) upon the occurence of an event specified under the laws of the State of Maryland as one effecting dissolution;

(c) upon the retirement, death, insanity, or resignation of an individual General Partner, if there should be any, or upon the filing by any General Partner of a voluntary petition in bankruptcy or upon an adjudication of any General Partner as bankrupt or insolvent, or upon the filing by any General Partner of any petition or answer seeking any reorganization, arrangement, composition, readjustment, liquidation, dissolution or similar relief for himself under the present or any future Federal Bankruptcy Act or any other present or future applicable federal, state or other statute or law regarding bankruptcy, insolvency or other relief for debtors, or any General Partner seeking, or consenting to, or acquiescing in the appointment of any trustee, receiver, conservator or liquidator of himself or of all or any substantial portion of his property or of his interest in the Partnership; provided, however, that in any of such events the Partnership and its business may be continued by agreement of the remaining General Partner, if any, within a period of 60 days thereafter; and

(d) in any event, at 12:00 midnight thirty years from February 1, 1981, Dissolution of the Partnership shall be effective on the day on which the event occurs giving rise to the dissolution, but the Partnership shall not terminate until the Partnership's Certificate of Limited Partnership shall have been cancelled and the assets of the Partnership shall have been distributed as provided herein. Notwithstanding the dissolution

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

51% in interest of the Limited Partners;

(b) the successor or additional person shall have accepted and agreed to be bound by all the terms and provisions of the Partnership Agreement, by executing a counterpart thereof, including a revised Schedule A thereto, and such other documents or instruments as may be required or appropriate in order to effect the admission of such person as General Partner, and such Agreement evidencing the admission of such person as a General Partner shall have been filed for recordation and the filing of a Certificate of Limited Partnership for the Partnership in accordance with the Uniform Limited Partnership Act as enacted by the State of Maryland for the Partnership of its authority to become a General Partner and to be bound by the terms and provisions of this Certificate and the Partnership Agreement; and

(d) counsel for the Partnership shall have rendered an opinion that none of the actions taken in connection with the admission of the successor person will cause the termination of the Partnership for federal income tax purposes or will cause it to be classified other than as a Partnership for federal income tax purposes.

Each of the Limited Partners hereby consents to the admission of any person as a successor or additional General Partner to which there has at the time been express consent of 51% in interest of the Limited Partners pursuant to this paragraph 11. Upon receipt pursuant to this paragraph 11 of the consent of 51% in interest of the Limited Partners to such admission, such admission shall, without any further consent or approval of the Limited Partners, be an act of all the Limited Partners.

12. (a) In the event of the bankruptcy of a General Partner or the death or dissolution of a General Partner or an adjudication that a General Partner is incompetent (which term shall include, but not be limited to, insanity) the business of the Partnership shall be continued with Partnership property if

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

the bankrupt, deceased, dissolved or incompetent General Partner is not then the sole General Partner. In the event of the bankruptcy, death, dissolution or adjudication of incompetence of a sole General Partner, the Partnership shall be dissolved, but, if expressly so provided by a vote of the Limited Partners pursuant to paragraph 11, the assets of the Partnership may be transferred to, and the business of the Partnership may be continued by, a successor entity.

(b) Upon the bankruptcy, death, dissolution or adjudication of incompetence of a General Partner, such General Partner shall immediately cease to be a General Partner and his interest shall terminate; provided however, that such termination shall not affect any rights or liabilities of the bankrupt, deceased, dissolved or incompetent General Partner which matured prior to the bankruptcy, death, dissolution or incompetence of such General Partner or the value, if any, at the time of such bankruptcy, death, dissolution or incompetence of the interest of the bankrupt, deceased, dissolved, or incompetent General Partner.

(c) If, at the time of the bankruptcy, death, dissolution or adjudication of incompetence of a General Partner, the bankrupt, deceased, dissolved or incompetent General Partner was not the sole General Partner of the Partnership, the remaining General Partner or Partners shall continue the business of the Partnership and shall immediately (1) give notice to the Limited Partners of such bankruptcy, death, dissolution or adjudication of incompetence and (2) make such amendments to the Partnership Agreement and execute and file for recordation such amendments or documents or other instruments as are necessary to reflect the termination of the interest of the bankrupt, deceased, dissolved or incompetent General Partner's having ceased to be a General Partner.

IN WITNESS WHEREOF, the General Partner and Limited Partners have executed this Second Amendment to Certificate of Limited

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

of the Partnership, prior to the termination of the Partnership, as aforesaid, the business of the Partnership and the affairs of the partners, as such, shall continue to be governed by the provisions of this Certificate and of the Partnership Agreement. Upon dissolution of the Partnership, the General Partner or a liquidator appointed by the Limited Partners shall liquidate the assets of the Partnership, apply and distribute the proceeds thereof as contemplated by this Certificate and cause the cancellation of the Partnership's Certificate of Limited Partnership.

11. In the event that a General Partner withdraws from the Partnership or sells, transfer or assigns his entire interest, such withdrawal, sale, transfer or assignment shall become effective only if the entire interest of the General Partner is transferred to one or more successor persons and only at such time as all of the provisions of the next paragraph have been complied with. The withdrawing or selling, transferring or assigning General Partner shall be and shall remain liable for all obligations and liabilities incurred by him as General Partner before such withdrawal, sale, transfer or assignment shall have become effective, but shall be free of any obligation or liability incurred on account of the activities of the partnership from and after the time such withdrawal, sale, transfer or assignment shall have become effective.

Subject to the provisions of the preceding paragraph, a person shall be admitted as a successor or additional General Partner of the partnership, as the case may be, only if the following terms and conditions are satisfied:

(a) the admission of such person shall have been consented to by such number of Limited Partners as are then required under the Uniform Partnership Act of Maryland to consent to or ratify the admission of a successor or additional General Partner, but in any event such admission shall have been consented to by not less than

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

Partnership this _____ day of _____, 1986.

WITNESS:

Jan T. Courey
(As to C.E.T., III)

GENERAL PARTNER:

Charles E. Toomey III (SEAL)
Charles E. Toomey, III

WITNESS:

Jan T. Courey
(As to C.E.T., III)

LIMITED PARTNERS:

Charles E. Toomey III (SEAL)
Charles E. Toomey, III

Jan T. Courey
(As to J.C.T.)

Joyce C. Toomey (SEAL)
Joyce C. Toomey

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, TO WIT:

I HEREBY CERTIFY that on this 1 day of August, 1986, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared CHARLES E. TOOMEY, III, known to me (or satisfactorily proven) to be the person whose name is subscribed to the aforegoing Second Amendment to Certificate of Limited Partnership of Forty-Seven Limited Partnership, a Maryland Limited Partnership, and he executed the same for the purposes therein contained and in my presence signed and sealed the same and acknowledged the same to be his act and deed, as both the General Partner and as a Limited Partner of Forty-Seven Limited Partnership.

WITNESS my hand and seal Notarial.

(AFFIX NOTARIAL SEAL)

Janet H. Morgan
Notary Public

My Commission Expires:
July 1, 1990

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, TO WIT:

I HEREBY CERTIFY that on this 1 day of August, 1986, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared JOYCE C. TOOMEY, known to me (or satisfactorily proven) to be the person whose name is subscribed to the aforegoing Second Amendment to Certificate of Limited Partnership of Forty-Seven Limited Partnership, a Maryland Limited Partnership, and she executed the same for the purposes therein contained and in my presence signed and sealed the same and acknowledged the same to be her act and

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

deed, as a Limited Partner of Forty-Seven Limited Partnership.

WITNESS my hand and seal Notarial.

(AFFIX NOTARIAL SEAL)

Notary Public

My Commission Expires:
July 1, 1990

2838 2112

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

Forty-Seven Ltd. Partnership
108 Old Solomon's Is. Rd.
Annapolis, Md. 21401
August 1, 1986

Mr. Kitchen
Md. State Dept. of Assessment & Taxation
201 West Preston Street
Baltimore, Md.

Dear Mr. Kitchen:

I would like to appeal to the Department of Assessment and Taxation to consider refunding the penalty of two hundred dollars levied against the late filing of the limited partnership documents. Forty-Seven Ltd. Partnership was revised in 1982 by my attorney and was recorded with the State. I would certainly assume that compliance with state regulations at that time indicates that I have attempted to abide by all known regulations.

I must register my frustration with a legislative system that passes rules and regulations which are NOT disseminated to those citizens who are attempting to comply with all known requirements.

Thank you for your consideration.

Sincerely,

Abatement Request

Charles E. Looney, Ltd.

2873 2113

0000 0127

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 64

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

DOCUMENT CODE 050 BUSINESS CODE _____ COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	17	1 Certified Copy 17
56	200	Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84	50	Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Forty Seven Limited Partnership, 108 Old Solomons Island Rd, Annapolis, Md 21401

NOTE: Old - Formed prior to 7/1/86 - Make Cord.

TOTAL FEES ~~$250~~ $267

_____Check _____Cash

1 Documents on 2 checks

APPROVED BY: DK

CERTIFIED COPY MADE

2838 2114

0000 0138

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

131 PAGE 65

CERTIFICATE OF AMENDMENT
OF
FORTY-SEVEN LIMITED PARTNERHIP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AUGUST 04,1986 AT 09:35 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

13

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 0	$ 50	$

M2180008

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 208648

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

2838 2101

AT5-060

0000 0130

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
7/21/86 11:06 a.m.

191 PAGE 66

CERTIFICATE OF FORMATION OF LIMITED PARTNERSHIP

of

VIDEO MAGIC VIII, LIMITED PARTNERSHIP

We, the undersigned, for the purpose of forming a Limited Partnership pursuant to the Maryland Revised Uniform Limited Partnership Act as set forth in Title 10 of the Corporations and Associations Article of the Annotated Code of Maryland, hereby certify:

1. Name. The name under which the Partnership is to be conducted is Video Magic VIII, Limited Partnership.

2. Purpose: The purpose of the Partnership shall be to lease, sell and purchase for sale and lease, video tapes, video recorders, video accessories and video equipment of any kind; and to lease or purchase and operate the associated facilities to render such services to the public at large; and to conduct all lawful business for which Partnerships may be organized.

3. Location. The address of the principal office is 2657 D Old Annapolis Road, Hanover, Maryland; and the name and address of the resident agent is, Kurt O'Neill, 9105 M All Saints Road, Laurel, Maryland 20707.

4. Partners. The names and business addresses of the General and Limited Partners are:

a) Kurt O'Neill and Linda O'Neill; General Partner, 9105 M All Saints Road, Laurel, Maryland 20707.

b) Harry R. and Mary K. Pryor; Limited Partner, 1340 Ava Road, Severn, Maryland 21144.

5. Term. The Partnership shall continue for the period of five (5) years from the date of the Agreement, or until the date the loan in the amount of SIXTY-FIVE THOUSAND AND NO/100 ($65,000.00) to Equitable Bank is paid in full, which ever is later.

6. Contributions. The General Partner shall contribute FORTY-FIVE THOUSAND FIVE HUNDRED AND NO/100 ($45,500.00), the Limited Partner NINETEEN THOUSAND FIVE HUNDRED AND NO/100 ($19,500.00).

1986 JUL 21 A 11:06
1987 JAN 28 AM 9:44
RECEIVED
CLERK

62028524
2834 0412

CLERK'S NOTATION
Document submitted for record in o condition not permitting sotisfactory photographic reproduction.

7. Additional Contributors. The Limited and General Partners shall contribute such addtional captial that they may deem to be necessary by unanimous vote for the operation of the Partnership business.

8. Assignment of Limited Partner's Interest. Each Limited Partner is given the right to substitute an assignee as contributor in his place, provided that the assignment is approved by all the General Partners.

9. Profits. By reason of their contributions, the General and Limited Partners shall receive the following percentages of the net profits of the Partnership:

a) Kurt and Linda O'Neill, 70 percent.

b) Harry and Mary Pryor, 30 percent.

10. Return of Captial Contributions. No Partner shall have the right to demand the return of his capital contributions except as herein provided.

11. Distrubutions. Distributions to the Partners of net operating profits of the Partnership shall be made to the Partners in the following manner:

a) Kurt and Linda O'Neill shall receive their 70 percent share of the net operating profits at such times as the General Partners shall reasonably agree.

b) Harry and Mary Pryor shall receive their 30 percent share of the net operating profits at the rate of fifteen (15%) percent of the net operating profits monthly with the remaining fifteen (15%) percent at the time this Partnership is terminated under clause 5 herein.

12. Management. The General Partners shall manage the business of the Partnership and the Limited Partners shall not participate in the management of the Partnership business.

13. Buy-sell Agreement. At the time the Partnership is terminated pursuant to clause 5 herein, the General Partners agree to buy and the Limited Partners agree to sell, the Limited Partnership interest of the

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

thirty (30%) percent at and for the sum of fifteen (15%) percent of the last years gross sales of the Partnership business.

14. Agreement Binding. This agreement shall be binding upon the parties hereto and upon their heirs, executors, administrators, successors or assigns, and the parties hereto agree of themselves and their heirs, executors, administrators, successors and assigns to execute any and all instruments in writing which are or may become necessary or proper to carry out the purpose and intent of this Agreement.

15. Severability. In the event any parts of this Agreement are found to be void, the remaining provisions of this Agreement shall nevertheless be binding with the same effect as though the void parts were deleted.

16. Effective Date. This Agreement shall be effective only upon execution by all of the proposed Partners.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 17 day of July, 1986.

Witness: _____ KURT O'NEILL, General Partner (SEAL)

Witness: _____ LINDA O'NEILL, General Partner (SEAL)

Witness: _____ HARRY R. PRYOR, Limited Partner (SEAL)

Witness: _____ MARY K. PRYOR, Limited Partner (SEAL)

2834 0414

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

STATE OF MARYLAND, COUNTY OF HOWARD, to wit:

I hereby certify that on this 17 day of July, 1986, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared KURT O'NEILL and LINDA O'NEILL, General Partners of Video Magic VIII, Limited Partnership, being duly sworn according to law, depose and certify that they are the General Partners named in the foregoing certificate and that the facts set forth therein are true and correct.

W L Whitemore
My Comm Exp 7-1-86

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

I hereby certify that on this 3rd day of January, 1986, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Harry Pryor and Mary Pryor, Limited Partners of Video Magic VIII, Limited Partnership, and being authorized to do so, being duly sworn according to law, depose and certify that is is the Limited Partners named in the foregoing certificate and that the facts set forth therein are true and correct.

Louis Pedersen
Notary Public
7614 Ridgedale Road
Pikesville, Md. 21208
Expires July 1, 1986

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 05 BUSINESS CODE $ COUNTY 19 PAGE 70

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52	50	Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83	50	Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION: Kurt O'Neill

MAIL TO ADDRESS: Video Magic
9105-H All Saints Rd
Laurel, Md 20707

NOTE:

TOTAL FEES 50

_____Check _____Cash

___1___Documents on ___1___checks

APPROVED BY: MSC

2834 0416

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

191 PAGE 71

CERTIFICATE OF LIMITED PARTNERSHIP
OF
VIDEO MAGIC VIII, LIMITED PARTNERSHIP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND JULY 21, 1986 AT 11:06 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 0	$ 50	$

M2173839

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION • OF MARYLAND • 1632

A 207788

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2834 0411

AT5-060

0000 0145

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

LAW OFFICES
KAPLAN, KAPLAN & STEELMAN

SIDNEY KAPLAN
ARTHUR GUY KAPLAN*
BARRY L. STEELMAN*
KEVIN THORNTON

*MD. & D.C. BARS

PENTHOUSE SUITE
THE TOWNE BUILDING
11 E. MT. ROYAL AVENUE
BALTIMORE, MARYLAND 21202
(301) 752-2090

1803 RESEARCH BOULEVARD
SUITE 501
ROCKVILLE, MARYLAND 20850
(301) 251-4730
1-800-492-1655

July 7, 1986

Mr. Dean W. Kitchen
301 W. Preston Street
Baltimore, Maryland 21201

Re: Certificate of Limited Partnership

Dear Mr. Kitchen:

Please be advised that I am the attorney for Hammonds Lane Medical Center. I have been the attorney for this organization for over thirty years.

We have filed two Amended Certificates of Limited Partnerships with the State Department. One is for the Hammonds Lane Medical Center and Rehabilitation Clinic, A Limited Partnership and the other is for Hammonds Lane Medical Center, A Limited Partnership. Both of these Limited Partnerships were formed before July 1, 1982.

We failed to file the Amended Certificates of Limited Partnership on time due to health problems which resulted in my under going a major heart bypass. Since I am the only attorney who deals with these files, time unfortunately slipped away.

We regret that the Certificates of Limited Partnership were not timely filed and request that you waive the $200.00 late penalty accompanied with these certificates for filing.

Sincerely,

KAPLAN, KAPLAN & STEELMAN

Sidney Kaplan (KW)
Sidney Kaplan

SK/kw

1987 JAN 28 AM 9:44
ELERIE SCHAFER
CLERK

Waivement request

2830 2104

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
7-9-86 at 10:22a

SK/kn 61386 HA-30-03

AMENDED CERTIFICATE OF LIMITED PARTNERSHIP

OF

HAMMONDS LANE MEDICAL CENTER, A LIMITED PARTNERSHIP

THE UNDERSIGNED, constituting all the General and Limited Partners of Hammonds Lane Medical Center, a Maryland Limited Partnership, (the "Partnership"), do hereby agree as follows:

WHEREAS, the Partnership was formed as Hammonds Lane Medical Center under the Maryland Uniform Limited Partnership Act pursuant to an Agreement of Limited Partnership dated January 1, 1971 which was recorded in the Partnership Records of the Circuit Court for Anne Arundel County.

WHEREAS, the partners of the Partnership desire to elect to be governed by the provisions of the Maryland Revised Uniform Limited Partnership Act (the "Act") pursuant to Section 10-1104(4) of the Corporations and Associations Article of the Annotated Code of Maryland by amending and restating the Certificate of Limited Partnership.

WHEREAS, pursuant to the terms of the Partnership Agreement, each Limited Partner of the Partnership appointed the General Partners their attorney-in-fact to execute a Certificate of Limited Partnership required to

1987 JAN 28 PM 9:44
HARRIS SCHAFER
CLERK

LAW OFFICES
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& STEELMAN
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BALTIMORE, MARYLAND 21202
(301) 752-2090

61928039
[redacted] 61928040
2830 2105

CLERK'S NOTATION
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be filed under the laws of Maryland and any and all amendments thereto.

NOW, THEREFORE, the parties hereby certify to the State Department of Assessments and Taxation of Maryland as follows:

1. From and after the date hereof, the name of the Partnership is "HAMMONDS LANE MEDICAL CENTER, A LIMITED PARTNERSHIP".

2. The business of the Partnership shall be:

(a) To acquire certain land improved by a series of Medical Center Buildings containing approximately 1.019 acres at Hammonds Lane and Cedar Hill Avenue, in Anne Arundel County, Maryland, as more particularly described in a Deed dated October 26, 1965 from Charles B. Banda and Pauline Banda to BENJAMIN BERDANN, MORTON M. KRIEGER, and HOWARD D. GOLDMAN, JR., co-partners trading as HAMMONDS LANE MEDICAL CENTER, and recorded in the Land Records of Anne Arundel County in Liber L.N.P. No. 1920, Folio 8. The interests of Howard D. Goldman,Jr., was assigned to Benjamin Berdann and Morton M. Krieger in an absolute assignment dated September 1, 1970 and recorded among the land records of Anne Arundel County in Liber 2387 Page 203.

(b) To continue the development of said tract of land by maintaining existing and/or constructing additional office building facilities thereon.

LAW OFFICES
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& STEELMAN
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(301) 752-2090

2830 2106

CLERK'S NOTATION
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(c) To operate the improvements so constructed thereon.

(d) To borrow money for PARTNERSHIP purposes and pledge, mortgage or otherwise encumber any or all of the property of the PARTNERSHIP in connection therewith.

(e) To sell, exchange or otherwise dispose of any and all of the property of the PARTNERSHIP for cash, stock, securities, or any combination thereof upon such terms and conditions as the GENERAL PARTNERS may, from time to time, determine.

(f) The PARTNERSHIP shall not engage in any other business or activity.

3. The principal place of business of the Partnership shall be 606 Hammonds Lane, Baltimore, Maryland 21225. The name and address of the resident agent for the Partnership is Sidney Kaplan, 11 East Mount Royal Avenue, Baltimore, Maryland 21202.

4. The names, addresses and designations of the General and Limited Partners are as set forth on the signature page hereof.

5. The Partnership shall have a term beginning on January 1, 1970 and continuing until December 21, 1995, unless sooner terminated pursuant to the further terms of the Partnership Agreement or the Act.

6. The contribution of each General and Limited Partner was in cash.

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(301) 752-3090

2830 2107

CLERK'S NOTATION
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7. There is no agreed time at which the contribution of each Limited Partner is to be returned.

8. The Limited Partners may transfer their interest pursuant to the terms of the Act. No Limited Partner may substitute an assignee as contributor in his place. The General Partners may assign their interest in the Partnership as set forth in the Partnership Agreement. Substituted Limited Partners may be admitted by the General Partners under the circumstances set forth in the Partnership Agreement.

9. A Limited Partner may withdraw in accordance with the Corporations and Associations Article Section 10-603, the date specified in this Certificate is the termination date of the Partnership.

A Limited Partner is entitled to the payment of the balance, if any, of the respective capital accounts of the Limited Partners (including such Limited Partnership interests as the General Partners may possess) but if the amount available for such payment shall be insufficient, then pro rata among all Limited Partners in such manner that each Limited Partner shall receive the same proportion of his original contribution to the capital of the Partnership.

10. No Limited Partner shall have the right to demand and receive property other than cash in return for his contribution.

LAW OFFICES
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& STEELMAN
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BALTIMORE, MARYLAND 21202
(301) 752-2090

2830 2108

0000 0150

CLERK'S NOTATION
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11. The contributions to the capital of the Partnership by the Partners may be returned to them, in whole or in part, at any time in the absolute discretion of the General Partners.

12. The Limited Partnership is to be dissolved and its affairs wound up at the end of the Partnership term, or dissolution prior thereto by reason of the death, bankruptcy, retirement or adjudication of insanity or incompetency of any of the General Partners.

13. The remaining General Partners, if any, shall have the right to continue the Partnership upon the death, retirement, bankruptcy, or adjudication of insanity or incompetency of a General Partner, as set out in the Limited Partnership Agreement dated January 1, 1971.

14. In all matters not specifically amended by the terms of this Amendment, the terms of the Partnership Agreement of January 1, 1971, and all amendments thereto shall continue or control the contractual rights of all Limited General Partners.

15. The Partnership hereby elects to be bound by the Maryland Revised Uniform Limited Partnership Act as of July 1, 1985.

IN WITNESS WHEREOF, the General Partners, on their own behalf and as attorneys-in-fact for each of the Limited Partners, acknowledges that this Amended

LAW OFFICES
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& STEELMAN
PENTHOUSE SUITE
THE TOWNE BUILDING
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BALTIMORE, MARYLAND 21202
(301) 752-2090

2830 2109

0000 0151

CLERK'S NOTATION
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Certificate of Limited Partnership is their act, and further acknowledges under the penalties of perjury, to the best of their knowledge, information and belief, that the matters and facts set forth herein are true in all material respects, and that they have executed this Amended Certificate of Limited Partnership as of this 20th day of June, 1986.

WITNESS:

GENERAL PARTNERS

Benjamin Berdann
606 Hammonds Lane
Baltimore, Maryland 21225
Initial Capital $42,500.00

Morton M. Krieger
606 Hammonds Lane
Baltimore, Maryland 21225
Initial Capital $42,500.00

ORIGINAL LIMITED PARTNERS

Benjamin Berdann
606 Hammonds Lane
Baltimore, Maryland 21225
Initial Capital $42,500.00

Morton M. Krieger
606 Hammonds Lane
Baltimore, Maryland 21225
Initial Capital $42,500.00

LAW OFFICES
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& STEELMAN
PENTHOUSE SUITE
THE TOWNE BUILDING
11 E. MT. ROYAL AVENUE
BALTIMORE, MARYLAND 21202
(301) 752-2090

2830 2110
0000 0152

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation

191 PAGE 79

Gene L. Burner, Director

DOCUMENT CODE 05 16 BUSINESS CODE _____ COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56	200	Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83	50	Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
		Other_____
		Other_____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Sidney Kaplan
11 E. Mt. Royal Ave
Balt, Md 21202

TOTAL FEES 250

✓ 2 Checks _____Cash

_____Documents on _____checks

NOTE: existing lp, not on file
make card
abatement request
provided

APPROVED BY: gb

2830 2111

0000 0153

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

191 PAGE 80

CERTIFICATE OF AMENDMENT
OF
HAMMONDS LANE MEDICAL CENTER, A LIMITED PARTNERSHIP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND JULY 09, 1986 AT 10:22 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID.
$ 0

RECORDING FEE PAID.
$ 50

SPECIAL FEE PAID.
$

M2166619

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 207002

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2830 2103

CLERK'S NOTATION
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P

MLR 191 PAGE 81

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/20/86 at 9:30 a.m.

APPLIED SUPPORT, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: I, the subscriber, Bobby Eugene Leonard, whose post office address is 225 Winchester Beach Road; Annapolis, Maryland 21401; 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 SUPPORT, INC.

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

A. To perform general construction work which involves the handling of non-asbestos and non-hazardous materials only.

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.

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 law of Maryland.

1987 MAR 11 AM 11:38
H. ERLE SCHAFER
CLERK

RECORD FEE 1018.50
#57207 0040 R01 T11:18
MAR 11 87

1018.50

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/20/86 at 9:30 a.m.

[redacted]

CLERK'S NOTATION
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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, teritories, 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 purpose 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.

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 wise 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 at Bobby Eugene Leonard 225 Winchester Beach Road, Annapolis, Maryland 21401.

2858 0804

CLERK'S NOTATION
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The name and post office address of the resident agent of the Corporation in this State is Bobby Eugene Leonard, 225 Winchester Beach Road, Annapolis, Maryland 21401. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one hundred thousand (100,000) shares of $1.00 par value stock. If any power 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 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 Bobby E. Leonard, President Garrett D. Leonard, Vice-President.

The term 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

CLERK'S NOTATION
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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 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 7 day of October, 19 86 and declare same to be my lawful act and deed and that I am one and the same as above heretofor stated, and to the best of my knowledge, information, and belief the matters and facts are true in all material respects and that the statement is made under the penalties of perjury.

Bobby C. Howard

WITNESS:

Kimberly P. Berry
Name

225 Winterberry Beach Dr.
Address

Annapolis, MD 21401
City, State Zip

2958 0806

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Applied Construction Inc
B Leonard
2225 Winchester Beach Dr
Annapolis, Md 21401

TOTAL FEES 50

✓ Check ___ Cash

2 Documents on 1 checks

NOTE:

APPROVED BY: PCM

5 pp

2858 0807

0000 0150

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

191 PAGE 86

ARTICLES OF INCORPORATION
OF
APPLIED SUPPORT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 20, 1986 AT 9 30 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID
$ 20

RECORDING FEE PAID
$ 20

SPECIAL FEE PAID
$

D2221331

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
APPLIED CONSTRUCTION INC.
B. LEONARD
225 WINCHESTER BEACH ROAD
ANNAPOLIS MD 21401

081C3000824

A 213777

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2858 0802

0000 0160

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-21-86 at 10:09a.m.

CREATIVE CONTAINERS, LTD

Articles of Incorporation

First: The undersigned Nancy R. Bosley and Judith M. Pollock whose post office addresses are: Nancy R. Bosley, 1657 Homewood Landing Road, Annapolis, Maryland, 21401; Judith M. Pollock, 941 Coachway, 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 CREATIVE CONTAINERS,LTD.

Third: The purposes for which the Corporation is formed are as follows: Distribution and sales of products and service in the retail market.

Fourth: The post office address of the principal office of the Corporation in Maryland is 941 Coachway, Annapolis, Anne Arundel, 21401. The name and post office address of the resident agent of the Corporation in Maryland are Patrick James Pollock, 941 Coachway, Annapolis, Anne Arundel, 21401.

Fifth: The total number of shares of stock which the Corporation has authority to issue is (1000) shares of the par value of ($0) a share, all of one class, and having an aggregate par value of ($0.)

Sixth: The number of directors of the Corporation shall be 2 which number may be increase or decreased pursuant to the by-laws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Nancy R. Bosley and Judith M. Pollock.

1987 MAR 11 AM 11:39

62948172

H. ERLE SCHAFER
CLERK

2858 0745

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

Seventh: The duration of the Corporation shall be perpetual.

In witness whereof, We have signed these Articles of Incorporation on October 20, 1986, and severally acknowledge the same to be our act.

Nancy R Bosley
Nancy R. Bosley

Judith M. Pollock
Judith M. Pollock

2858 0746

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 D BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
		_____
__		Other_____
		_____

TOTAL FEES 40

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JO

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Patrick Pollock
941 Coachway
Annapolis, Md 21401

NOTE:

BP

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

191 PAGE 90

ARTICLES OF INCORPORATION
OF
CREATIVE CONTAINERS, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1986 AT 10 09 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2221208

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
PATRICK POLLOCK
941 COACHWAY
ANNAPOLIS MD 21401

081C3000811

A 213768

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2858 0744

A15-060

00000184

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

VOL 191 PAGE 91

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/20/86 at 9:30 .m.

ACADEMY OF IRM, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: I, the subscriber, Bobby Eugene Leonard, whose post office address is 1600 Winchester Road, Anna., MD 21401; 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 ACADEMY OF IRM, INC.

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

A. To perform training of technicians for various disciplines such as Nuclear Power Plant Management, Radiation Protection, Chemistry, Reactor Operations, and Instruments and Control; Asbestos Industrial Hygienist, Supervisors and Workers; Hazardous Waste Management and others. To provide technical consulting services. To provide laboratory analytical services.

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.

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 law of Maryland.

1987 MAR 11 AM 11:39
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/20/86 at 9:30 .m.

62338413

2858 0809

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

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, teritories, 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 purpose 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.

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 wise 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 at Bobby Eugene Leonard, 1600 Winchester Road, Annapolis, Maryland 21401.

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

The name and post office address of the resident agent of the Corporation in this State is 1600 Winchester Road, Annapolis, MD 21401, Bobby Eugene Leonard. 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 (100,000) shares of $1.00 par value stock. If any power 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 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 Bobby E. Leonard, President, Garrett D. Leonard, Vice-President.

The term 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

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

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 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 7 day of October, 1986, and declare same to be my lawful act and deed and that I am one and the same as above heretofor stated, and to the best of my knowledge, information, and belief the matters and facts are true in all material respects and that the statement is made under the penalties of perjury.

Bobby E. Rosenfeld

WITNESS:

Kimberly P. Perry
Name

225 Winchester Beach Dr.
Address

Annapolis, MD 21401
City, State Zip

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 95

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

DOCUMENT CODE 02 V BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Applied Construction Inc
B. Leonard
225 Winchester Beach Dr
Annapolis, Md 21401

TOTAL FEES 50

✓ Check _____ Cash

2 Documents on 1 checks

NOTE:

APPROVED BY: PCM

5 pp

2858 0813

0000 0'E°

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

VOL 191 PAGE 96

ARTICLES OF INCORPORATION
OF
ACADEMY OF IRM, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 20, 1986 AT 9 30 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID
$ 20

RECORDING FEE PAID
$ 20

SPECIAL FEE PAID
$

D2221349

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
APPLIED CONSTRUCTION INC.
B. LEONARD
225 WINCHESTER BEACH DR.
ANNAPOLIS MD 21401

081C3000825

A 213778

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2958 0608

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

PAYMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/21/86 at 2:28 p.m.

ARTICLES OF INCORPORATION
OF
TECH-ADVANTAGES COMPANY, INC.

FIRST: I, Steven Ruiz, whose post office address is 126 Severn Way, Arnold, Maryland, 21012 being at least eighteen years of age, am hereby forming a corporation under and by virtue of the State of Maryland.

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

TECH-ADVANTAGES COMPANY, INC.

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

(1) To acquire, preserve and coordinate information on markets, developing potentials, opportunities, resources, business, industries and their needs, and to provide facilities for trade and the exchange of products, services, ideas and statistical business information between companies and individuals in and between communities and trade centers; to manufacture, construct, fabricate, buy, sell, import, export and in other ways deal in and with computers, computer components and related products, and to develop, patent, or otherwise protect and exploit new inventions, designs and systems in computer science, including hardware and software;

(2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;

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

(4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipments;

(5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation;

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

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

(8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence

1986 OCT 21 P 2:28
1987 MAR 11 AM 11:39
H. EARLE SCHAFER
CLERK
HILLMAN BROWN & DARROW
Attorneys at Law
Post Office Box 868
Annapolis, Maryland 21404-0868
(301) 263-3131
(301) 269-5555
(301) 856-0000
7973
62958081
2958 0824

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

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

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

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

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

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

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

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

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

FOURTH: The post office address of the principal office of the corporation in this State is 126 Severn Way, Arnold, Maryland, 21012. The name and post office address of the Resident Agent of the Corporation are Steven Ruiz, 126 Severn Way, Arnold, Maryland, 21012. Said Resident Agent is an individual actually residing in this State.

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

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

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

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

Steven Ruiz

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

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

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

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

2858 0826

0000 0173

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

TENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21 day of October, 1986, and I acknowledge the same to be my act.

WITNESS:

Steven Ruiz

2858 0827

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

VOL 191 PAGE 101

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	30	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Hillman, Brown + Dawson
PO Box 668
Annapolis, Md 21404-0668

TOTAL FEES _____

50 Check _____ Cash

_____ Documents on _____ checks

NOTE:

APPROVED BY: A

5 pp

2858 0828

0000 0175

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

VOL 191 PAGE 102

ARTICLES OF INCORPORATION
OF
TECH-ADVANTAGES COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1986 AT 2 28 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID.	RECORDING FEE PAID	SPECIAL FEE PAID.
$ 20	$ 20	$

D2221364

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
HILLMAN, BROWN & DARROW
P.O. BOX 668
ANNAPOLIS MD 21404 0668

081C3000827

A 213781

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 2858 0823
AND TAXATION OF MARYLAND IN LIBER FOLIO.

AT5-080

00000102

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

(2)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

SANKET, INC 10/9/86 at 3:09 .m.

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

191 PAGE 103

ARTICLES OF INCORPORATION

FIRST: I, Bhailal Babarbhai Patel whose post office address is 875 Baltimore-Annapolis Blvd., Severna Park, Maryland 21146, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is:

SANKET, 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 operating hotels and motels; and

(2) To enter into partnerships, joint ventures, syndicates, and other business associates for any lawful purpose; and

(3) To buy, lease, rent and acquire; to hold, own, use, manage; to sell, lease, rent, mortgage and dispose of; and generally to deal in and with real and personal property in any manner; not inconsistent with law, situated in the State of Maryland or elsewhere.

(4) 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 875 Baltimore-Annapolis Blvd., Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is Bhailal Babarbhai Patel, 875 Baltimore-Annapolis Blvd., Severna Park, Maryland 21146. Said Resident Agent is an individual actually residing in this State.

1987 MAR 11 AM 11:39
H. ERLE SCHAFER
CLERK

2858 1300

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

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 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 successors are duly chosen and qualified is: Bhailal Babarbhai Patel.

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 proceedings; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

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

2858 1301

0022 0172

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 9TH day of OCTOBER, 1986.

WITNESS:

William G. Hackney

Bhailal Babarbhai Patel
Bhailal Babarbhai Patel

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, That on this 9TH day of OCTOBER, 1986, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared Bhailal Babarbhai Patel, and acknowledged the aforegoing Articles of Incorporation to be his act.

William G. Hackney
Notary Public

WILLIAM G. HACKNEY NOTARY PUBLIC Anne Arundel Co. Md.

My Commission Expires:
July 1, 1990

191 PAGE 106

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: William Hackney
7310 Ritchie Hwy #307
Glen Burnie, Md 21061

TOTAL FEES _____

50 Check _____ Cash

3 Documents on 1 checks

NOTE: 2nd of 3

APPROVED BY: A

3 pages

2858 1303

VOL 191 PAGE 107

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

ARTICLES OF INCORPORATION
OF
SANKET, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 9, 1986 AT 3:09 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID.
$ 20

RECORDING FEE PAID
$ 20

SPECIAL FEE PAID.
$

D2221448

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
WILLIAM HACKNEY
7310 RITCHIE HIGHWAY #307
GLEN BURNIE MD 21061

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

082C3000835

A 213823

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

2858 1299

ATS-360

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/22/86 at 10:06 a.m.

ARTICLES OF INCORPORATION

(A CLOSE CORPORATION UNDER TITLE 4

OF THE CORPORATIONS AND ASSOCIATIONS ARTICLE)

FIRST: THE UNDERSIGNED, Penelope S. Dart, whose post office address is 373 Gambrills Road, Gambrills, Maryland 21054, being at least eighteen (18) years of age, does hereby act as an incorporator 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:

GROUNDS MAINTENANCE, INC.

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

(a) To engage in the establishment, maintenance, seeding, cultivating, feeding, trimming, pruning and cutting of lawns, trees, shrubs and plants in, around or upon residential, commercial or industrial property and to otherwise deal in and with any other services, supplies or merchandise necessary, desirable or useful in connection with the maintenance of such property.

(b) 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.

1986 OCT 10 A 10:17
1987 FEB 11 AM 11:39
HELEN L. SCHAFER
CLERK
6285862
2858 1392
0000 0'82

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

(c) 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 or mixed, and also any rights, interests, equities, mortgages and options in, upon or affecting any property.

(d) To do all other things, and to exercise all other powers that may be necessary or appropriate in the exercise of the powers hereinabove 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: The post office address of the principal office of the Corporation in this State is 1462 Blockton Court, Crofton, Maryland 21114. The name and address of the resident agent of the Corporation is William Henry Payne, 1462 Blockton Court, Crofton, Maryland 21114. Said resident agent is an individual actually residing in this State.

FIFTH: After completion of the organizational meeting of the director and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have one director, whose name is Penelope S. Dart.

SIXTH: The total number of shares of stock which may be issued by the Corporation is Five Thousand (5,000) shares having no par value, all of one class.

SEVENTH: The Corporation shall be a close corporation, under and by virtue of Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland.

EIGHTH: The duration of the Corporation shall be perpetual.

0000 0'83

CLERK'S NOTATION
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IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 8th day of October, 1986.

Penelope S. Dart

Penelope S. Dart

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

Penelope S. Dart

Penelope S. Dart

191 PAGE 111

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 3
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

TOTAL FEES 49

✓ Check ____Cash

____Documents on ____checks

APPROVED BY: PCM

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Penelope Dart
373 Gambrills Rd
Gambrills, Md
21054

NOTE:

4 pp

2858 1395

0000 0'85

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

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

191 PAGE 113

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-23-87 at 9:16a .m.

ARTICLES OF INCORPORATION

OF

FAIRWAY DEVELOPMENT COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: I, Stanley S. Fine, whose post office address is 20 South Charles Street, Sun Life Building, Tenth Floor, Baltimore, Maryland 21201, being at least eighteen (18) years of age do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is Fairway Development Company, Inc.

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

(1) To develop, purchase, build, lease and otherwise acquire, hold, own, manage, mortgage, pledge, encumber and dispose of all kinds of property, real, personal, tangible and intangible and mixed, both in this State and in any part of the world; to perform all necessary and proper related services and activities in connection therewith; and to engage in any lawful purposes and/or business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 514 N. Crain Highway, Glen Burnie, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is W. Dennis Gilligan, 514 N. Crain Highway, Glen Burnie, Maryland 21061. Said Resident Agent is a Maryland citizen, actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 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. The number of directors may be less than three (3) provided that:

(1) If there is not stock outstanding, the number of directors may be less than three but not less than one; and

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

1987 OCT 23 A 9:16

1987 MAR 11 AM 11:39
H. LYLE SCHAFER
CLERK

62968018

2858 1415

0000 0187

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

The names of the directors who shall act until the first annual meeting or until their successors are duly elected and qualified are W. Dennis Gilligan and Harvey Rothstein.

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

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

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director of 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 of 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 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 21st day of October, 1986, and I acknowledge the same to be my act.

WITNESS:

Beth M. Hall

Stanley S. Fine
STANLEY S. FINE

2858 1416

191 PAGE 115

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Stanley Fine
Kaplan, Heyman
20 S. Charles St
10th fl
Balt, Md 21201

TOTAL FEES 40

✓ Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: [illegible]

BPP

2858 1417

0000 0'8°

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

191 PAGE 116

ARTICLES OF INCORPORATION
OF
FAIRWAY DEVELOPMENT COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 23, 1986 AT 9:16 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2221646

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
STANLEY, FINE, KAPLAN, HEYMAN
20 S. CHARLES STREET, 10TH FLOOR
BALTIMORE MD 21201

082C3000855

A 213843

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2958 1414

AT5-060

00000190

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

GD

COUGAR FREIGHT SYSTEMS, INC

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-23-86 at 10:38 a.m.

FIRST : WE, THE UNDERSIGNED, RALPH L. SMITH, whose post office address is 370 Dutchship Road, Pasadena, Maryland 21122; MICHAEL L. SMITH, whose post office address is 309 Oak Manor Drive, Apt. 202, Glen Burnie, Maryland 21061; and LISA C. CLARK, whose post office address is 1712 Leisure Lane, 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:

[redacted] COUGAR FREIGHT SYSTEMS, INC

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

(a) To organize, maintain and operate a transportation business, and with respect thereto, to buy, sell, lease, store, repair, rent, hold, transport and otherwise deal in motors, automobiles, buses, trucks, vehicles of every kind and description, warehouses, garages, service stations, and terminals and any and all parts, adjuncts and accessories thereto of every kind and description.

(b) To manufacture, lease, purchase, or otherwise acquire, alter, improve, develop, hold, mortgage, pledge, sell, transfer, exchange, or in any manner encumber, deal in, or dispose of personal property, chattels, chattels real, choses in action, notes, bonds, mortgages and securities.

(c) To purchase, lease or otherwise acquire, hold, use, develop, improve, sell, exchange, let, mortgage, or in any manner encumber, deal in, or dispose of real property wherever situated.

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

1987 MAR 11 AM 11:39
H. ERLE SCHAFER
CLERK

62968168

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CLERK'S NOTATION
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(e) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, certificates, permits, 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.

(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, any other corporation or association, organized under the laws of the State of Maryland, or of any other state, territory, district, colony or dependence of the United States of America, or of any foreign country; and while the owner or holder of any 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 or association, whether or not the corporation has an interest therein, 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 other corporation; provided, however, that the corporation shall not act as a surety company.

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

(i) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or faciliate 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.

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CLERK'S NOTATION
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The aforegoing 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, and the said Corporation shall enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power or do any act which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FOURTH : The post office address of the initial principal office of the Corporation in this State is care of Ralph L. Smith, 370 Dutchship Road, Pasadena, Maryland 21122. The name and post office address of the resident agent of the Corporation in this State is Ralph L. Smith, 370 Dutchship Road, Pasadena, Maryland 21122. 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 (100,000) shares, par value ten cents (10 cents) per share.

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); and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are RALPH L. SMITH, MICHAEL L. SMITH, and LISA C. CLARK.

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:

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CLERK'S NOTATION
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(a) 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, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

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

(c) The Board of Directors shall have power from time to time to fix and determine and to vary the amount of working capital of the Corporation, to determine whether any, and if any, what part of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of the bonds or other evidences of indebtedness of the Corporation, 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 amendment changing the terms of any class of its stock by classification, reclassification or otherwise. Any such amendment shall be valid if authorized by the same vote and procedure as are required in the case of charter amendments not changing the terms of outstanding stock.

IN WITNESS WHEREOF, we have signed these Articles and severally acknowledge same to be our act.

RALPH L. SMITH

MICHAEL L. SMITH

LISA C. CLARK

2858 1453

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

VOL 191 PAGE 12

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	80	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
—		Other
—		Other
TOTAL FEES	40	

✓ Check _____Cash

_____Documents on _____checks

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Ralph Smith
370 Dutchship Rd
Pasadena, Md 21122

NOTE:

APPROVED BY: RR

5 PP

2858 1454

0000 0195

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

VOL 191 PAGE 122

ARTICLES OF INCORPORATION
OF
COUGAR FREIGHT SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 23, 1986 AT 10:38 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2221711

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
RALPH L. SMITH
370 DUTCHSHIP ROAD
PASADENA MD 21122

082C3000862

A 213850

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2858 1449

ATS-060

00000191

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

MK
W/implied consent

ARTICLES OF INCORPORATION

OF

Washington Beltway West, Inc.

191 PAGE 123

The undersigned, Kenneth E. Noland, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE I. The name of the corporation (which is hereinafter called the Corporation) is Washington Beltway West, Inc.

ARTICLE II. The purpose for which the Corporation is formed shall be Retail Furniture Sales and any other activity within the purposes for which corporations may be organized including the buying and selling of real estate and other property, borrow or loan money, under the Maryland Business Corporation Act.

ARTICLE III. The post office address of the principal office of the Corporation in Maryland is 836 Ritchie Highway, Suite 20, Severna Park, Maryland 21146. The name of the Registered Agent of the Corporation is Kenneth E. Noland, 670 Quail Run Court, Arnold, Maryland 21012.

ARTICLE IV. The total number of shares of stock which the corporation is authorized to have outstanding is 100,000 defined as follows:

Class Common No. Shares 100,000 Par Value One Dollar

ARTICLE V. The number of directors of the Corporation shall be 1, the name and address of this person who will serve as Director until the first annual meeting of shareholders or until a successor is elected is:

NAME: Kenneth E. Noland ADDRESS: 670 Quail Run, Arnold, MD 21012

ARTICLE VI The duration of the corporation shall be perpetual.

We, the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 23rd day of October, 1986, and do declare it to be true and correct.

I hereby sign these Articles of Incorporation and acknowledge the same to be my act.

Kenneth E. Noland

Kenneth E. Noland

1987 MAR 11 AM 11:39
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/24/86 at 10:55 a.m.

1986 OCT 24 AM 9:55

62978296

0000 0107

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 124

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

DOCUMENT CODE 02 13 BUSINESS CODE 03 COUNTY 50

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	22	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
		Other_____
		Other_____

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Kenneth E Noland
670 Quail Run
Arnold, Md 21012

NOTE:

TOTAL FEES 40

40 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: MSL

360 0634

0000 0108

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

191 PAGE 125

ARTICLES OF INCORPORATION
OF
WASHINGTON BELTWAY WEST, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 24, 1986 AT 10 55 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

2

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2222222

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
KENNETH E. NOLAND
670 QUAIL RUN COURT
ARNOLD MD 21012

083C3000913

A 214010

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER 2860 FOLIO 0632

AT5-060

00000100

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-2386 at 10:47a .m.

1986 OCT 23 P 10:47

ARTICLES OF INCORPORATION
OF
ADVANTAGE MARKETING, INC.
"A CLOSE CORPORATION"

FIRST: The undersigned, Mark K. Nitkoski and Janis L. Kahler , whose post office address is 8242 Rupert Road S. Millersville, Maryland. 21108 , being at least twenty-one (21) years of age, do hereby act as incorporator(s) with the intention of forming a close corporation under and by virtue of the general laws of the State of Maryland. The corporation formed herein shall be a "A Close Corporation" as authorized by Title 4, Corporation Association Article of the Annotated Code of Maryland, and Supplement.

SECOND: The name of the corporation (which is hereinafter referred to as "Corporation") is: " ADVANTAGE MARKETING, INC. "

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

(A) To merchandise, sell, offer for sale, and distribute at wholesale and retail, foods, meats and foodstuffs of all kinds and descriptions, whether in bulk, package, bottle, or can, including beverages of all kinds and for all purposes, and to generally deal in groceries and grocery products.

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

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

(D) To purchase or otherwise acquire, hold and re-issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of or voting trust certificates for any shares of stock or, any bonds or other securities or evidences of indebtedness issued or created by any other corporation or association organized under the laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States of America, or any foreign country, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all of the rights, powers and privileges of ownership, including the right to vote on

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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.

(E) 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.

(F) To loan or advance money with or without security, without limitation 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 the interest thereon, by mortgage or any part of the property of the Corporation, real or personal, including contract rights; 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, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(H) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any part of its branches in any and 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 of the aforesaid places.

(I) The aforegoing 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, objects or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. Nothing herein shall be construed as an attempt to secure powers not obtainable or exercisable by corporations organized under the laws of Maryland.

FOURTH: The post office address of the principle office of the Corporation in this State is 8242 Rupert Road S. Millersville, Maryland. 21108 . The name and post office address of the resident agent of the Corporation in this state is Mark K. Nitkoski and Janis L. Kahler of 8242 Rupert Road S. Millersville, Maryland. 21108 . The said resident agent is a citizen of this state and acutally resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of no par value, being all of one class, i.e., common stock.

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SIXTH: The Corporation shall have no Board of Directors from and after the date of the first organizational meeting of the Corporation next following the acceptance of these Articles of Incorporation by the State Department of Assessment and Taxation; the names of the Directors who shall act until the said organizational meeting is Mark K. Nitkoski and Janis L. Kahler of 8242 Rupert Road S. Millersville, Maryland. 21108 .

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 16th day of October, 1986.

Mark K. Nitkoski (SEAL)
Mark K. Nitkoski

Janis L. Kahler (SEAL)
Janis L. Kahler

STATE OF MARYLAND
ANNE ARUNDEL COUNTY, to-wit:
I HEREBY CERTIFY that on this 16th day of Oct., 19 86, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Mark K. Nitkoski and Janis L. Kahler and acknowledged the foregoing Articles of Incorporation to be their act.
AS WITNESS my hand and notarial seal.

Commission expires: 7-1-90

Gwen McLaughlin
Notary Public

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STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

VOL 191 PAGE 129

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	22	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other_____
		Other_____
TOTAL FEES	42	

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: James McCarthy Jr
838 Ritchie Hwy #3A
Severna Pk, Md 21146

✓Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: [illegible]

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

191 PAGE 131

ARTICLES OF INCORPORATION
OF
ADVANTAGE MARKETING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 23, 1986 AT 10 47 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID
$ 22

RECORDING FEE PAID
$ 20

SPECIAL FEE PAID
$

D2222321

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
JAMES MCCARTHY, JR.
838 RITCHIE HIGHWAY #3A
SEVERNA PARK MD 21146

08303000923

A 214020

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2860 0696

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CLERK'S NOTATION
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LAUREL HIGHLANDS TOWNHOUSE ASSOCIATION, INC.

ARTICLES OF INCORPORATION

APPROVED FOR RECORD 10/23/86 at 10:40 a.m.

FIRST: The undersigned, Leonard E. Moodispaw, whose post office address is 80 West Street, P.O. Box 868, Annapolis, Maryland 21404, being at least twenty one (21) 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 "Association") is:

LAUREL HIGHLANDS TOWNHOUSE ASSOCIATION, INC.

THIRD: The Association is not formed for pecuniary gain or profit, direct or indirect, to itself or its members. The purposes for which the Association is formed are as follows:

To organize and operate a non-profit civic organization which shall be organized and operated exclusively for the promotion of the health, safety, common good and social welfare of the owners of property in, and the residents of, that development in Anne Arundel County known as Laurel Highlands Townhouse Development and located upon the property described in that certain Declaration (hereinafter referred to as the "Declaration"), dated August 25, 1986, by IHP Limited Partnership, and filed for recording among the Land Records of Anne Arundel County, Maryland, in Liber 4138, folio 449, (hereinafter referred to as the "Property"), and such additions thereto as may hereafter be annexed thereto pursuant to the provisions of the Declaration.

For the general purpose aforesaid and limited to that purpose, the Association shall have the following specific purposes (hereinafter sometimes referred to as the "Purpose" or the "Purposes"):

1. To do any and all lawful things and acts within its powers, as hereinafter set forth, which the Association from time to time may deem to be appropriate in order to benefit, aid, promote and provide for peace, health, safety, convenience, comfort and the general welfare of the owners of property in, and the residents of, the Property;

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H. ERLE SCHAFER
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CLERK'S NOTATION
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2. To conduct all activities and perform all responsibilities relating to the operation, maintenance and development of community facilities and services within the Property, as the same are more fully set forth in the Declaration;

3. To operate and maintain any and all property or facilities which it may acquire for the use and benefit of its members.

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

1. To purchase, lease, hire, receive donations of, or otherwise acquire, hold, own, develop, improve, maintain and operate and to aid and subscribe toward the acquisition, development or improvement of, real and personal property, and rights and privileges therein, suitable or convenient for the purposes of the Association;

2. To purchase, lease, hire, receive donations of, or otherwise acquire, hold, own, develop, erect, improve, manage, maintain and operate, and to aid and subscribe toward the acquisition, construction or improvement of, systems, buildings, machinery, equipment and facilities, and any other property or appliances which may appertain to or be useful in the accomplishment of the Purposes of the Association;

3. To impose, collect and disburse dues and assessments in accordance with and subject to the provisions of the Declaration;

4. To solicit, receive and accept donations of money or property or any interest in property from the State of Maryland, County of Anne Arundel, or any subdivision of either, the Federal Government or any agency or instrumentality thereof, or from any person or entity;

5. To raise money for any particular facility or service which the Association proposes to provide by means of payment of dues or special assessments by its members and to provide, operate and maintain, and supervise the use of any such facility or service upon the voluntary payment of such dues or assessments by its members;

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6. To make contracts, incur liabilities, borrow money and to issue bonds, notes or other obligations and secure the same by mortgage or deed of trust of all or any part of the property, franchise or income owned by the Association and to guarantee the obligations of others in which it may be interested for the furtherance of the Purposes of the Association;

7. To undertake and prepare or cause to be prepared studies, plans, recommendations, budgets and any other similar things (for submission to any public authority, civic group or association, or for its own use) which relate to any phase or aspect of the physical, social or cultural development of the Property, and to create or cause to be created, committees and other organizations for the supervision and implementation thereof;

8. To sponsor, engage in, conduct and encourage cultural, educational, social and civic and other beneficial activities relating to the Property, and civic activities relating to the cultural, educational, social and civic affairs of the owners of property in, or residents of, the Property, and to appear before and represent its members in or before other civic groups, associations, boards or other like organization;

9. To have and exercise to the extent necessary or desirable for the accomplishment of the aforesaid specific purposes and to the extent that they are not inconsistent with the Purposes of the Association, any and all powers conferred upon corporations of a similar character by the General Laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Association in this state is c/o Leonard E. Moodispaw, 80 West Street, P.O. Box 868, Annapolis, Maryland 21404. The name and post office address of the Resident Agent of the Association in this state is Leonard E. Moodispaw, 80 West Street, P.O. Box 868, Annapolis, Maryland 21404. Said Resident Agent is an individual actually residing in this State.

FIFTH: The Association is not authorized to issue capital stock.

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CLERK'S NOTATION
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SIXTH: Every Owner shall automatically be a member of the Association. "Owner", for purposes of this Article Sixth, shall mean and include the owner of the fee simple or long term leasehold interest in any lot within the property described in the Declaration, or any common or joint interest therein if such lot is owned by more than one person or entity. Membership shall be appertenant to and may not be separated from said ownership of, or leasehold interest in, any lot within the Property. An Owner may not decline membership in the Association, nor may an Owner resign from membership, but an Owner may be suspended from membership in accordance with the provisions of the Declaration, this Charter or the By-Laws if such Owner fails to comply with all rules, regulations and By-Laws of the Association, including, but not limited to, the payment of such dues and/or assessments as may be levied from time to time by the Association.

No person or other entity shall be a member of the Association after he ceases to own or hold the interest in a portion of the property which theretofore qualified him for membership under the provisions set forth above.

Contract sellers of any of the interests set forth above in connection with qualification for membership in the Association shall be members, but those having an interest merely as security for the performance of an obligation or as contract purchasers shall not be members of the Association.

SEVENTH: All members, so long as the same shall qualify under Article Sixth above, shall be entitled to vote on each matter submitted to a vote at a meeting of members.

Exceptions and conditions:

A. If any member owns or holds more than one lot, such member, subject to the provisions of this Article Seventh, shall be entitled to one vote for each lot owned.

B. When any lot is owned or held by more than one member as tenants by the entireties or in joint tenancy or tenancy in common or any other manner of joint or common ownership or interest, such members shall collectively be entitled to only one vote relative

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CLERK'S NOTATION
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to that lot, and if such members cannot jointly agree as to how that vote should be cast, no vote shall be allowed with respect to such lot, unit, share, membership or other interest.

C. Any member who is in violation of the Declaration, as determined by the Board of Directors, or who fails to pay any dues or any special assessment established by the Association shall not be entitled to vote during any period in which any such dues or assessments are due and unpaid or in which such violation continues.

D. The Board of Directors may make such regulations, consistent with the terms of the Declaration and this Charter, as it deems advisable for any meeting of members, in regard to proof of membership in the Association, evidence of right to vote, the appointment and duties of inspectors of votes, registration of members for voting purposes, and such other matters concerning the conduct of meetings and voting as it shall deem fit.

E. Except as specified in this Paragraph and in Paragraph F immediately following, no member shall be entitled to assign his right to vote, by power of attorney, by proxy or otherwise, and no vote shall be valid unless cast in person by the individual member, provided, however, (i) that in the case of a corporate member, the vote may be cast by an appropriate officer of such corporation; (ii) that in the case of joint or common ownership as set forth in Subparagraph B of this Article Seventh, any one such member shall be entitled to cast the vote with respect to the lot in question; and (iii) agencies or instrumentalities of the Federal Government, if otherwise entitled to vote, may vote by written proxy.

F. On any matter submitted to the members for vote, any member entitled to vote may cast a vote without attending the meeting in question by either of the following procedures, at his election:

(i) the member may sign a written proxy designating a particular individual to cast the member's vote on any issue coming before a particular meeting, which proxy shall be valid only with respect to the issue and the meeting specified therein; or

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CLERK'S NOTATION
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(ii) the member may file a written statement with the Board of Directors prior to the meeting in question, specifying the issue on which the member intends to vote and that the member votes for or against the same.

Any vote cast under either of the procedures set forth in this Paragraph F shall have the same force and effect as if the member in question had appeared at the meeting and had cast his vote in person.

EIGHTH: The affairs of the corporation shall be managed by a Board of Directors, at least two (2) of whom shall be members of the Association except as herein provided with regard to the initial Board of Directors. The initial Board of Directors shall consist of one (1) director who shall hold office until the election of their successors. Beginning with the first annual meeting of the Association to be held on or before December 31, 1987, the members, at such annual meeting, shall elect nine (9) directors in accordance with the By-Laws of the Association. The name of the person who is to act as director until the election of his successor is: Irvin H. Polashuk.

Any vacancy occurring in the initial or any subsequent Board of Directors may be filled at any meeting of the Board of Directors by the affirmative vote of a majority of the remaining directors, though less than a quorum of the Board of Directors, or by a sole remaining director, and if not previously so filled, shall be filled at the next meeting of members of the Association. Any director elected to fill a vacancy shall serve as such until the expiration of the term of the director, the vacancy in whose position he was elected to fill.

NINTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Association and of the directors and members:

1. The Board of Directors shall have power to determine from time to time whether and to what extent and at what times and places and under what conditions and regulations the books, accounts and documents of the Association or any of them shall be

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open to the inspection of members, except as otherwise provided by statute or by the By-Laws; and, as so provided, no member shall have any right to inspect any book, account or document of the Association unless authorized so to do by resolution of the Board of Directors.

2. The Association may enter into contracts and transact business with any director or member or with any corporation, partnership, trust or association of which any director or members is a stockholder, director, officer, partner, member, trustee, beneficiary, employee or in which any director or member is otherwise interested; and such contract or transaction shall not be invalidated or in any way affected by the fact that such director or member has or may have an interest therein which is or might be adverse to the interests of the Association, provided that the facts of such interest shall be disclosed or known to the other directors or members acting upon such contract or transaction; and such director or member may be counted in determining the existence of a quorum at any meeting of the members of the Board of Directors 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 so interested. No director or member having disclosed or made known an adverse interest shall be liable to the Association or any member or creditor thereof or any other person for any loss incurred by the Association under or by reason of any such contract or transaction, not shall any such director or member be accountable for any gains or profits realized therefrom.

3. Any contract, transaction or act of the Association or of the Board of Directors which shall be ratified by a majority of the members of each class having voting powers and attending any annual meeting, or attending 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 member of the Association, provided that a quorum of members shall be present at any such meeting.

4. Any person who is serving or has served as a director or officer of the Association may be indemnified by the

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CLERK'S NOTATION
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Association, insofar as it is able, and insofar as the Board of Directors shall be by resolution determined, against expense actually and necessarily incurred by him in connection with the defense of any action, suit or proceedings in which he is made a party by reason of having been such a member or director, except in relation to matters as to which such person is adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty.

5. The presence of members holding sixty percent (60%) of the total votes of each class eligible to be cast shall constitute a quorum at any meeting of members, whether present in person or by proxy. If a quorum is not present at any meeting of members, a majority of the members present may call a further meeting of members, in accordance with the provisions of Section 2-502 of the Corporations and Associations Article of the Annotated Code of Maryland or other applicable law and at such further meeting a quorum shall be one half (1/2) of the required quorum at the preceding meeting; and by majority vote of those present in person or by proxy may approve or authorize any proposed action, and take any other action, including, without limitation, the election of directors, which might have been taken at the original meeting, if a sufficient number of members had been present.

6. The Association reserves the right to make from time to time and at any time any amendment to its Charter, as then in effect, which may be now or may hereafter be authorized by law, provided, however, that the Declaration may be amended only as therein set forth, and provided that no amendment shall be made except upon the affirmative vote of (i) a majority of the Board of Directors then in office, and (ii) a majority of the votes entitled to be cast.

7. There shall be no liquidation, dissolution, or winding up of the Association, nor any transfer of any of the assets of the Association except upon the affirmative vote of a majority of the Board of Directors then in office, and in addition (i) upon the affirmative vote of at least a majority of all votes entitled to be

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CLERK'S NOTATION
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cast by the members. Upon any liquidation, dissolution or winding up of the Association hereunder, the property of the Association, both real and personal, shall be dedicated to and vested in any non-profit corporation formed and operated for purposes similar to those set forth herein for the Association, Anne Arundel County, the State of Maryland, or the United States of America, in the order stated.

8. The Board of Directors of the Association shall in each year elect from among its members a chairman who shall preside at all meetings at which he is present.

9. The Board of Directors shall designate one (1) person (who need not be a member of the Association) to serve as the Manager of the Association. The Manager of the Association shall, ex officio, be the secretary and the chief financial officer of the Association. It shall be the function and the responsibility of the Manager of the Association to (i) attend all meetings of members and meetings of the Board of Directors, and to keep appropriate corporate records of all proceedings; (ii) to keep the fiscal records of the Association and to prepare budgets in connection with the conduct and opertion of the affairs of the Association; (iii) generally to advise the Association in the conduct and operation of its affairs; and (iv) to administer and manage the day to day affairs of the Association under the general supervision of the Board of Directors.

10. The Board of Directors of the Association may from time to time establish dues and assessments to be payable by the members of the Association in accordance with the provisions of the Declaration.

11. In exercising the right granted to the Association hereunder to place mortgages or deeds of trust on any part of the property owned by the Association, the Board of Directors shall have the right, without referring the matter to a vote of the Association, to place a mortgage or deed of trust on a portion of the property, provided that the proceeds of such mortgage or deed of trust, after paying any expenses incurred in connection with such borrowing, are devoted solely to the construction of improvements on that part of the property so subjected to the mortgage or deed of

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trust. All mortgages or deeds of trust not specifically permitted by the preceding sentence must be submitted to and approved by a majority of each class of the members of the Association entitled to vote.

TENTH: The duration of the Association shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16th day of October, 1986, and I acknowledge the same to be my act.

WITNESS:

(SEAL)
Leonard E. Moodispaw

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

I HEREBY CERTIFY, that on this 16 day of October, 1986 before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Leonard E. Moodispaw and acknowledged the foregoing Articles of Incorporation to be his act and deed.

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

Notary Public

My Commission Expires: 7/1/1990

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CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 62 BUSINESS CODE 04 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	30	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	16	1 Certified Copy 10
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax #45745
31	9	9 Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: J.M. Esterheld

MAIL TO ADDRESS: Blumenthal, Wayson et al
P.O. Box 868
Annap, Md 21404-0868

TOTAL FEES 75

75 Check _____ Cash

1 Documents on 1 checks

NOTE:

APPROVED BY: MCR

11 pp

2860 0730

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VOL 191 PAGE 143

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

ARTICLES OF INCORPORATION
OF
LAUREL HIGHLANDS TOWNHOUSE ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 23, 1986 AT 10 40 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED

//

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 30	$

D2222362

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
BLUMENTHAL, WAYSON ET. AL.
P.O. BOX 868
ANNAPOLIS MD 21404 0868

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RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2860 0719

AT5-060

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

ARTICLES OF INCORPORATION

OF

BLAZING BULL, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/22/86 at 11:28 .m.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, CHARLES A. ARCORIA, whose post office address is 7014 Channel Village Court, T-1, Annapolis, Maryland 21403; JEAN J. ARCORIA, whose post office address is 7014 Channel Village Court, T-1, Annapolis, Maryland 21403; and JUDITH ANN DeLEONIBUS, whose post office address is 7014 Channel Village Court, T-1, Annapolis, Maryland 21403, all being of legal age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

BLAZING BULL, INC.

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

(a) To conduct and carry on the business of buying, selling and dealing in any and all kinds of meats, including fresh beef, processed beef, barbequed beef and all beef products, fresh pork, barbequed pork, processed pork, meat from wild game and fowl, poultry, fresh fish, fish products, clams, crabs, oysters, lobsters, shrimp, scallops, mollusk, crustacean and sea foods of any and all kinds, and to dress, cure, preserve, store, process and market and sell all kinds of foods and other substances used in the operation of a barbeque or meat processing business.

(b) To engage in, conduct and carry on a business of barbequing all kinds of meats, including beef, pork and fowl and to do business as producers or processors of meats and all kinds of food, as well as sell the meat products, either retail or wholesale, and to operate and conduct a restaurant business.

(c) To purchase, to receive by way of gift, subscribe for, invest in, and in all other ways acquire, import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade

1987 NOV 11 AM 11:39
H. ERLE SCHAFER
CLERK

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7310

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1986 OCT 22 A 11:28
2860 0745
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CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign, and in all other ways dispose of design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant cultivate, produce, market and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situate and howsoever held, including, but not limited to, money , credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm, or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved) and the products and avails thereof and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges and immunities of individual owners or holders thereof.

(d) To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

(e) To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out contracts and arrangements of every kind and character with any person, firm, association or corporation, or any government or authority or subdivision or agency thereof.

(f) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7310

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the interests of this corporation, and to do all things and to exercise all powers conferred by the laws of the State of Maryland on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes state in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term of provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

FOURTH: WE DO FURTHER CERTIFY that the post office address of the principal office of the Corporation in the State of Maryland, will be 1021 Generals Highway, Crownsville, Maryland 21032, and the name and post office address of the Resident Agent is Charles A. Arcoria, 1021 Generals Highway, Crownsville, Maryland 21032, who is a citizen of Maryland, actually residing therein.

FIFTH: WE DO FURTHER CERTIFY that the amount of total authorized stock of this Corporation shall consist of Five Thousand (5,000) shares of common stock, no par value.

SIXTH: The number of Directors of the Corporation is three (3). The names of the persons who shall act as Directors of the Corporation until the first annual meeting or until their successors are duly chosen and qualified are: Charles A. Arcoria, Jean J. Arcoria and Judith Ann DeLeonibus. The number of Directors may be changed from time to time in the manner provided in the By-Laws.

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7310

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

The Board of Directors is authorized from time to time in its absolute discretion to fix and establish the amount of net earnings of the company to be reserved as working capital, for the development and expansion of the business and for other general corporation purposes.

The duration of the Corporation shall be perpetual.

SEVENTH: The Corporation shall provide any indemnifications 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 of 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

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7310

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CLERK'S NOTATION
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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 cliam, 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 attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard or conduct as provided in paragraph (4) of this Article SEVENTH.

(4) Any indemnification under paragraph (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 paragraph (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

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7310

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CLERK'S NOTATION
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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.

(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 undersigned, being all of the stockholders of Blazing Bull, Inc., of 7014 Channel Village Court, T-1, Annapolis, Maryland 21403, County of Anne Arundel, State of Maryalnd, hereby consent to the election made by the corporation under the Internal Revenue Code to be treated as a small business corporation and to have its income taxed directly to its stock, whether distributed to them or not.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on this 19th day of October, 1986.

WITNESS:

William J. Boehm — Charles A. Arcoria (SEAL)
Charles A. Arcoria

William J. Boehm — Jean J. Arcoria (SEAL)
Jean J. Arcoria

William J. Boehm — Judith Ann De Leonibus (SEAL)
Judith Ann De Leonibus

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7310

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CLERK'S NOTATION
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STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY that on this 19th day of October, 1986, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Charles A. Arcoria, Jean J. Arcoria, and Judith Ann DeLeonibus, and they severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Notary Public

My Commission expires July 1, 1990

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7310

191 PAGE 151

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	24	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
		_____
__		Other_____
		_____

TOTAL FEES _____

44 Check _____ Cash

_____ Documents on _____ checks

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Wilbur Boehm
124 South St
Annapolis, Md 21401

NOTE:

APPROVED BY: A

8 pl

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CLERK'S NOTATION
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VOL. 191 PAGE 153

ARTICLES OF INCORPORATION
OF
BLAZING BULL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 22, 1986 AT 11 28 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20	$ 24	$

D2222404

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
WILLIAM BOEHM
124 SOUTH STREET
ANNAPOLIS MD 21401

08303000931

A 214028

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2860 0748

A15-060

00000225

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-23-86 at 10:36 a.m.

191 PAGE 154

A CLOSE CORPORATION

ARTICLES OF INCORPORATION

OF

KENT BROADCASTING CORPORATION

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, JACOB B. DAVIS, whose post office address is 7439 Baltimore-Annapolis Boulevard, Post Office Box 849, Glen Burnie, Maryland 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:

KENT BROADCASTING CORPORATION

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 purchase, own and operate one or more radio stations.

(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.

1987 MAR 11 AM 11:39
H. EMILE SCHAFER
CLERK

2860 0857

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

FIFTH: The post office address of the principal office of the Corporation in this State is 900 Fork Creek Road, Arnold, Maryland 21012. The Resident Agent of the Corporation is DAVID H. TAYLOR, whose post office address is 900 Fork Creek Road, Arnold, Maryland 21012. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have one (1) Director, DAVID H. TAYLOR, who shall act as such until such time as the First and Organizational Meeting of the Director and the issuance of one or more shares of stock of the Corporation have been completed. After such time the Corporation shall have no Board of Directors.

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

EIGHTH: In carrying on its business, or for the purpose of attaining or furthering any of its objects, the Corporation shall have all of the rights, powers and privileges granted to corporations by the laws of the State of Maryland, and the power to do any and all acts and things which a natural person or partnership could do and which may now or hereafter be authorized by law, either alone or in partnership or conjunction with others. In furtherance and not in limitation of the powers conferred by statute, the powers of the Corporation and Stockholders shall include the following.

(a) Any Stockholder individually, or any firm of which any Stockholder may be a member, or any corporation or association of which any Stockholder may be an officer or director or in which any Stockholder may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided that in case a Stockholder, or firm of which a Stockholder is a member, or a corporation or association of which a Stockholder is an officer or director or in which a Stockholder is interested as the holder of any amount of its capital stock or otherwise, such fact shall be disclosed or shall have been known to the Stockholders or a majority thereof. Any Stockholder of the Corporation who is also a director or officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at any

3860 0858

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CLERK'S NOTATION
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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 22 day of October, 1986.

JACOB B. DAVIS

2860 0859

0000 0228

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 157

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 30
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Jacob Weiss
PO Box 849
Glen Burnie Md
21061-0849

TOTAL FEES 49

✓ Check ____ Cash

____ Documents on ____ checks

NOTE:

APPROVED BY: gs

4 pp

2860 0860

0000 0229

VOL 191 PAGE 158

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

ARTICLES OF INCORPORATION
OF
KENT BROADCASTING CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 23, 1986 AT 10 36 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2222586

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
JACOB DAVIS
P.O. BOX 849
GLEN BURNIE MD 21061 0849

0830300094 9

A 214046

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 0850 0056

ATS-060

00000230

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

191 PAGE 159

SEARCH TECHNOLOGY, INC.

(A CLOSE CORPORATION)

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-23-86 at 10:39a .M.

1986 OCT 23 P 10:39

FIRST: The undersigned, Edward J. Burnham, whose address is 244 South Carolina Avenue, Pasadena, Maryland, 21122, being at least eighteen years of age, does hereby form a corporation under Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is "Search Technology, Inc. ".

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

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

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

To engage in the carrying on of a general business of manufacturing and selling electrical and mechanical products, equipment, parts, devices, instruments, specialty products, including research, development, design, maintenance, repair and conversion of electrical and mechanical products; to purchase, lease or otherwise acquire such grounds or buildings as this corporation may need for storage, warehousing, office, factory space, or for any other purposes in carrying on its business.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 244 South Carolina Avenue, Pasadena, Maryland, 21122. The name and post office of the resident agent of the Corporation in Maryland is Edward J. Burnham, 244 South Carolina Avenue, Pasadena, 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 Five Thousand (5,000) 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 two directors, whose names are Edward J. Burnham, 244 South Carolina Avenue, Pasadena, Maryland, 21122 and William Kennedy, 8406 Bussendius Road, Pasadena, Maryland, 21122.

1987 MAR 11 AM 11:39
H. ERLE SCHAFER
CLERK

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

EIGHTH: The restriction imposed upon the transferability of shares of this Corporation is:

> If any holder of any shares desires to dispose of the same or any part thereof, he shall have no right or power to dispose of same to any person without first making a written offer to sell the same to the Corporation, which shall have the right, within fifteen (15) days after receipt of such offer, to elect to purchase the same at the book value thereof, as shown upon the last annual statement of the Corporation, plus or minus the stock's pro rata proportion of the net profits or losses of the Corporation for the part of the fiscal year elapsed since the date of the last annual statement to the date of acceptance by the Corporation of the offer to sell the stock.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on this 20th day of October, 1986.

WITNESS

Frank B. Walsh, Jr.

Frank B. Walsh, Jr.

(SEAL)

Edward J. Burnham

191 PAGE 161

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
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50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
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21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other_____
		Other_____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Frank B. Walsh, Jr
1200 West St
Annapolis, Md 21401

TOTAL FEES 40

✓ Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: JW

3PP

2860 0864

0000 0233

191 PAGE 162

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

ARTICLES OF INCORPORATION
OF
SEARCH TECHNOLOGY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 23, 1986 AT 10 39 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20	$ 20	$

D2222594

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
FRANK B. WALSH, JR.
1200 WEST STREET
ANNAPOLIS MD 21401

08303000950

A 214047

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2860 0861

ATS-060

00000234

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

191 PAGE 163

1986 OCT 21 A 9:23

ARTICLES OF INCORPORATION

OF

DEE ASSOCIATES, INCORPORATED

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

THIS IS TO CERTIFY THAT: 10-21-86 at 9:23 a.m.

FIRST: We the subscribers, Doris E. Evans, and Susan Brady, whose post office address is 3043 Riva Rd., Box 104, Riva Maryland, 21140, each being over twenty-one years of age, do hereby and by virtue of the general laws of the State of Maryland, execute and offer for filing these articles.

SECOND: The name of the corporation (which is hereinafter called "corporation") is: DEE ASSOCIATES, INCORPORATED.

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

a) To carry on and conduct, in its own behalf, and in behalf of others, a construction maintenance and consultant service and support corporation to provide services to individuals, corporations, partnerships, and other persons.

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 develop programs for the promotion and sale of its services.

1987 MAR 11 AM 11:39
H. EDLE SCHAFER
CLERK

1986 OCT -6 P 3:03

C20006 2860/0963

[redacted]

0000 0235

CLERK'S NOTATION
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d) To purchase, lease, or otherwise acquire, all or any part of property, rights, businesses, contracts, good will, franchises and assets of every kind, of every corporation, partnership, or individual (including the estate of a descendent) carrying on or having carried on in whole or in part any of the aforesaid business or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, goodwill, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the corporation or otherwise.

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 or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

f) To do any and all lawful things and acts within its powers, as hereinafter set forth, which the Corporation from time to time may deem to be appropriate in order to carry out its purposes.

g) To conduct all activities and perform all responsibilities relating to the Corporation, its facilities

CLERK'S NOTATION
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and services.

h) To operate and maintain any and all property or facilities which it may acquire for its use and benefit.

i) To purchase, lease, hire, receive donations of, or otherwise acquire, hold, own, develop, improve, maintain and operate and to aid and subscribe toward the acquisition, development or improvement, of real and personal property, and rights and privileges therein, suitable or convenient for the purposes of the Corporation.

j) To purchase, lease, hire, receive donations of, or otherwise acquire, hold, own, develop, erect, improve, manage, maintain and operate, and to aid and subscribe toward the acquisition, construction or improvement of, systems, buildings, machinery, equipment and facilities, and any other property or appliances which may appertain to or be useful in the accomplishment of the purposes of the Corporation.

k) To solicit, receive and accept grants or donations of money or property or any interest in property from any State, County, or political subdivision, the Federal Government or agency or instrumentality thereof, or from any person or entity.

l) To make contracts, incur liabilities, and borrow money and to issue bonds, notes or other obligations and secure the same by mortgage or deed of trust of all or any part of the property, franchise or income owned by the corporation and to guarantee the obligations of others in which it may be interested for the furtherance of the

2860 0965

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CLERK'S NOTATION
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purposes of the Corporation.

m) To undertake and prepare or cause to be prepared studies, plans, recommendations, budgets and any other similar things(for submission to any public authority, group or association, or for its own use).

n) To engage in and sponsor activities relating to the betterment of the Corporation, and to appear before and represent itself in or before groups, associations, boards, legislative bodies, government agencies, or other like organizations.

o)To have and exercise to the extent necessary or desirable for the accomplishment of the aforesaid purposes and to the extent that they are not inconsistent with the purposes of the Corporation, any and all powers conferred upon corporations of a similar character by the General Laws of the State of Maryland.

p) The Board of Directors shall have power to determine from time to time 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 member 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.

q) The Corporation may enter into contracts and transact business with any director or stockholder or with

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

any corporation, partnership, trust or association of which any director or stockholder, officer, partner, member, trustee, beneficiary, employee or in which any director or stockholder is otherwise interested; and such contract or transaction shall not be invalidated or in any way affected by the fact that such director or stockholder has or may have an interest therein which is or might be adverse to the interests of the Corporation, provided that the fact of such interest shall be disclosed or known to the other directors or stockholders acting upon such contract or transaction; and such director or stockholder may be counted in determining the existence of a quorum at any meeting of the stockholders or the Board of Directors which shall authorize any such contract or transaction, with like force and effect as if he were not so interested. No director or stockholder having disclosed or made known an adverse interest shall be liable to the Corporation or any stockholder or creditor thereof or any other person for any loss incurred by the Corporation under or by reason of any such contract or transaction, nor shall any such director or stockholder be accountable for any gains or profits realized therefrom.

r) Any contract, transaction or act of the Corporation or of the Board of Directors which shall be ratified by a majority of the stockholders having voting powers and attending any annual meeting, or attending any special meeting called for such purpose, shall so far as permitted

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CLERK'S NOTATION
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by law be as valid and as binding as though ratified by every stockholder of the Association, provided that a quorum of stockholders shall be present at any such meeting.

s) Any person who is serving or has served as a director or officer of the Corporation may be indemnified by the Corporation, insofar as it is able, and insofar as the Board of Directors shall by resolution determine, against expense actually and necessarily incurred by him in connection with the defense of any action suit or proceedings in which he/she is made a party by reason of having been such a stockholder or director, except in relation to matters as to which such person is adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty.

t) The Corporation reserves the right to make from time to time and at any time amendment to its Charter, as then in effect, which may be now or may hereafter be authorized by law, and provided that no amendment shall be made except upon the affirmative vote of (i) two-thirds (2/3) of the Board of Directors then in office, and (ii) a majority of the members entitled to vote.

u) There shall be no liquidation, dissolution, or winding up of the Corporation, nor any transfer of any of the assets of the Corporation except upon the affirmative vote of two-thirds (2/3) of the Board of Directors then in office, and, in addition, (i) upon the affirmative vote at least two-thirds (2/3) of the votes of those entitled to vote of a

CLERK'S NOTATION
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written instrument approving the proposed action.

v) The Board of Directors of the Association shall in each year elect from its members a chairman who shall preside at all meetings.

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

FORTH: The post office address of the principle office of the Corporation in this state is 3043 Riva Road, Box 104, Riva, Maryland. The name and post office address of the resident agent of the Corporation in this state is Doris E. Evans , 3043 Riva Road, Box 104, Riva, Maryland 21140. Said resident is an individual actually residing in this state.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) at no par value, all designated as common stock.

2860-0969

CLERK'S NOTATION
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SIXTH: The Corporation shall be held as a Close corporation, subject to all provisions, benefits, and restrictions provided in the general laws of this state.

SEVENTH: The following individuals shall serve as directors of the Corporation until the first meeting of the board of directors:

DORIS E. EVANS

SUSAN BRADY

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 1 day of October, 1986.

X Doris E. Evans

DORIS E. EVANS

X Susan E. Brady

SUSAN BRADY

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

STATE OF MARYLAND/COUNTY OF QUEEN ANNES

THIS IS TO CERTIFY that on this 1 day of October 1986, before me, the subscriber, a Notary Public of the State and county aforesaid, personally appeared DORIS E. EVANS, and she acknowledged the foregoing Articles of Incorporation to be her act.

WITNESS my Hand and Seal the day and year last above written.

Matthew Olsavsky
NOTARY PUBLIC

My commission expires: July 1 1990

MATTHEW OLSAVSKY NOTARY PUBLIC QUEEN ANNES CO., MD.

STATE OF MARYLAND/COUNTY OF QUEEN ANNES

THIS IS TO CERTIFY that on this 1 day of October 1986, before me, the subscriber, a Notary Public of the State and county aforesaid, personally appeared SUSAN BRADY, and she acknowledged the foregoing Articles of Incorporation to be her act.

WITNESS my Hand and Seal the day and year last above written.

Matthew Olsavsky
NOTARY PUBLIC

My commission expires: July 1 1990

MATTHEW OLSAVSKY NOTARY PUBLIC QUEEN ANNES CO., MD.

0000 0243

CLERK'S NOTATION
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191 PAGE 172

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 D BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	28	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
		Other_____
		Other_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS:_____
Doris Evans
3043 Riva Rd
Box 104
Riva Md 21140

TOTAL FEES 48

✓2 Checks _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: DD

10 pages

2860 0972

0000 0244

CLERK'S NOTATION
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191 PAGE 173

ARTICLES OF INCORPORATION
OF
DEE ASSOCIATES, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1986 AT 9 23 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

10

ORGANIZATION AND CAPITALIZATION FEE PAID:
$ 20

RECORDING FEE PAID:
$ 28

SPECIAL FEE PAID:
$

D2222768

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
DORIS EVANS
3043 RIVA ROAD BOX 104 MD 21140
RIVA

083C3000967

A 214064

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION • OF MARYLAND •

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2860 0964

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

JOSEPH H. ROUSE
ATTORNEY AND COUNSELLOR AT LAW
7433 BALTIMORE ANNAPOLIS BLVD.
GLEN BURNIE, MARYLAND 21061

(301) 761-8350 OFFICE

SEVERNA PARK OFFICE
517 BENFIELD ROAD
SEVERNA PARK, MARYLAND 21146
(301) 647-0606

847-4034 RES.

191 PAGE 174

September 15, 1986

Department of Assessments and Taxation
301 West Preston Street
Baltimore, Maryland 21201

RE: Glen Burnie Auto Recycling, Inc.

Gentlemen:

Please accept this letter as my resignation as the Resident Agent for Glen Burnie Auto Recycling, Inc.. Enclosed please find my chick in the amount of $8.00 to cover the cost for this resignation. If there is anything further I need to do in order to effectuate this, I would appreciate it if you would advise me.

Cordially,

Joseph H. Rouse

JOSEPH H. ROUSE

JHR/ams

62603269

2849 1567

1987 MAR 11 AM 11:39
H. ERLE SCHAFER
CLERK

0000 0246

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

NOTICE OF RESIGNATION OF RESIDENT AGENT

OF

GLEN BURNIE AUTO RECYCLING, INC.

received for record September 17, 1986 , at 8:30 A.M.
and recorded on Film No. Frame No. one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA Nº 24729

Special Fee Paid	$5.00
Recording Fee Paid	$3.00
Total	$8.00

Return to: JOSEPH H. ROUSE
7433 Baltimore Annapolis Boulevard
Glen Burnie, Maryland 21061

rc

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

CORBIN, WARFIELD, SCHAFFER & MEREDITH
CHARTERED
A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELLORS AT LAW
4 EVERGREEN ROAD
SEVERNA PARK, MARYLAND 21146-3897

TELEPHONE
(301) 544-0314

WILLIAM L. CORBIN
ROBERT W. WARFIELD
EARL GEORGE SCHAFFER
TIMOTHY E. MEREDITH

MICHAEL L. WILSMAN
HANS FROELICHER, IV

191 PAGE 176

September 8, 1986

State Department of Assessments and Taxation
301 W. Preston Street
Baltimore, MD 21201

RE: Bay Medical Products, Inc.

Dear Sirs:

Please find enclosed a certified copy of an Informal Action of Shareholders of Bay Medical Products, Inc. dated August 15, 1986 changing the resident agent to the undersigned. Please record the same and forward any notice thereof to the undersigned at the above address.

Sincerely,

Hans Froelicher, IV

HF/gjb
Enclosure

1986 SEP 11 A 11:1?
2849 1578
1987 MAR 11 AM 11:39
H. ERLE SCHAFER
CLERK
0000 0248

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

INFORMAL ACTION OF SHAREHOLDERS OF

BAY MEDICAL PRODUCTS, INC.

August 15, 1986

The undersigned, constituting all of the Shareholders of Bay Medical Products, Inc., a Maryland corporation, in accordance with Section 2-505 Corporations and Associations Article, Maryland Annotated Code (1975 Edition, as amended), do hereby take the actions below set forth, and to evidence our waiver of any right to dissent from such actions, we do hereby consent as follows:

RESOLVED: That the resident agent of the Corporation in the State of Maryland be and he is hereby changed from John D. Campbell, whose post office address is 1002 Landon Lane, Arnold, Maryland, to Hans Froelicher, IV, whose post office address is 4 Evergreen Road, Severna Park, Maryland 21146, and who is a resident of the State of Maryland.

RESOLVED: That the proper officers of the Corporation be and they are hereby authorized and directed for and on behalf of the Corporation to file an appropriate certified copy of this resolution with the State Department of Assessments and Taxation of Maryland and to do and perform any and all other necessary and proper acts incident thereto.

RESOLVED: That the following named persons be and they are hereby elected to the office set forth opposite their respective name, to serve until the next annual meeting or until their successors are duly chosen and qualified:

President - John D. Campbell

Vice President - Laurie A. Leister-Campbell

[redacted]

62628346
62628347 2849 1579
0000 0249

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

This Informal Action of Shareholders may be executed in counterparts.

RESOLVED: That the principal office of the Corporation be and it is hereby changed from 1002 Landon Lane, Arnold, Maryland, to 1706 DeLage Lane, Annapolis, Maryland 21401, and that the proper officers of the Corporation be and they are hereby authorized and directed for and on behalf of the Corporation to file an appropriate certified copy of this resolution with the State Department of Assessments and Taxation of Maryland and to do and perform any and all other necessary and proper acts incident thereto.

IN WITNESS WHEREOF, this Informal Action of Shareholders has been executed as of the day and year first above written.

John D. Campbell
JOHN D. CAMPBELL

Laurie A. Leister Campbell
LAURIE A. LEISTER-CAMPBELL

I hereby certify, under the penalties of perjury, that this is a true and accurate copy of an Informal Action of the Shareholders of Bay Medical Products, Inc. dated August 15, 1986.

John D. Campbell
JOHN D. CAMPBELL, President

2849 1580

0000 0250

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

191 PAGE 179 NOTICE OF CHANGE OF PRINCIPAL OFFICE, RESIDENT AGENT AND AGENT'S ADDRESS

OF

BAY MEDICAL PRODUCTS, INC.

received for record September 11, 1986 , at 11:15 A.M.

and recorded on Film No. Frame No. one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Anne Arundel County 52

AA № 24734

Special Fee Paid	$5.00
Recording Fee Paid	$6.00
Total	$11.00

Return to: CORBIN, WARFIELD, SCHAFFER & MEREDITH
4 Evergreen Road
Severna Park, Maryland 21146

rc

2849 1577

0000 0251

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

COMPU CORP., INC.
P.O. Box 1478 • Glen Burnie, MD 21061
(800) 272-9601 (MD)
(800) 272-9600 (US)

191 PAGE 180

September 1, 1986

State Department of Assessment & Taxation
301 W. Preston Street
Baltimore, MD 21201
Attn: RM 809

To whom it may concern,

This is formal notification of Resolution by the Board of Directors, as to modification to Articles III, IV, IX, of the Articles of Incorporation, filed in the State of Maryland on December 9, 1985, at 12:41 PM.

I do hereby acknowledge and approve the reassignment of our Principal Office location (Article III), situated at 596 Nolberry Drive, Glen Burnie, MD 21061, retroactive to December 9, 1985, 12:41 PM. While maintaining a mailing address at Post Office Box 1478, Glen Burnie, MD 21061.

In addition, Article IV, is to be modified to reflect the address of the incorporator, Michael O. Andrews, of Post Office Address 596 Nolberry Drive Glen Burnie, MD 21061, effective December 9, 1985, 12:41 PM.

Lastly, the declaration of Statutory Agent in Article IX is to be modified to the correct address of Michael O. Andrews, at 596 Nolberry Drive, Glen Burnie, MD 21061, effective December 9, 1985, 12:41 PM.

Please execute this resolution as an ammendment to the Articles of Incorporation of CompuCorp, Inc. without delay. Thank you for your cooperation in this matter, it is greatly appreciated.

If we can be of further assistance, please do not hesitate to contact our office at 1-800-272-9600 (U.S.), 1-800-272-9601 (MD).

Michael O. Andrews

Michael O. Andrews 9/1/86
President & Senior Consultant

62688380

MOA/lka

Enclosures.

2853 0259

1987 MAR 11 AM 11:40
H. ERLE SCHAFER
CLERK

0000 0252

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

191 PAGE 181

NOTICE OF CHANGE OF PRINCIPAL OFFICE AND
RESIDENT AGENT'S ADDRESS

OF

COMPUCORP, INC.

received for record September 25, 1986 , at 10:25 A.M.

and recorded on Film No. 2853 Frame No. 0258 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Anne Arundel County 52

AA № 24794

Special Fee Paid	$5.00
Recording Fee Paid	$3.00
Total	$8.00

Return to: COMPUCORP, INC.
P. O. Box 1478
Glen Burnie, Md. 21061

rc

2853 0258

0000 0253

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

191 PAGE 182

MINUTES OF MEETING

of

BOARD OF DIRECTORS

of

H & H POOL CHEMICALS & SUPPLIES, INC.

There were present the following:

George F. Hartmann
Dolores R. Hartmann

being all of the Directors of the Corporation.

The meeting was called to order by George F. Hartmann. It was moved, seconded and unanimously carried that the Corporation change location to 7614 Balto.Annap. Blvd., Glen Burnie, Md.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, it was adjourned.

Dolores R. Hartmann

Attest:

Board of Directors

George F. Hartmann

Dolores R. Hartmann

FILED FEB 11 PM 11:40
A. PILE SCHAFER
CLERK

62688382

2853 0272

0000 0254

CLERK'S NOT
Document submitted
in a condition no
satisfactory photog
duction.

NOTICE OF CHANGE OF PRINCIPAL OFFICE

OF

H & H POOL CHEMICALS & SUPPLIES, INC.

received for record September 25, 1986 , at 8:30 A. M.

and recorded on Film No. 2853 Frame No. 0271 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Anne Arundel County 52

AA № 24800

Special Fee Paid	$5.00
Recording Fee Paid	$3.00
Total	$8.00

Return to: H & H POOL CHEMICALS & SUPPLIES, INC.
7614 Baltimore-Annapolis Boulevard
Glen Burnie, Md. 21061

rc

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

VOL 191 PAGE 184

LAW OFFICES
LECHOWICZ, LONEY & DAVIS
7439 BALTIMORE-ANNAPOLIS BOULEVARD
POST OFFICE BOX 849
GLEN BURNIE, MARYLAND 21061-0849

TELEPHONE
(301) 766-0090

EDWIN A. LECHOWICZ
MICHAEL E. LONEY
JACOB B. DAVIS
ROBERT A. HENLEY

September 25, 1986

Department of Assessments and Taxation
301 West Preston Street
Baltimore, Maryland 21202

Re: Change of Resident Agent for
Predco Inc. and
Trinity Construction, Inc.

Dear Sirs:

Please find enclosed for filing the required notification from the above-referenced corporations, respectively, designating Robert A. Henley as their Resident Agent. Also enclosed is our check in the amount of $16.00 ($8.00 per notice) representing payment of costs.

Thank you for your kind consideration in this matter.

Very truly yours,

LECHOWICZ, LONEY & DAVIS

ROBERT A. HENLEY

RAH:pb

Enclosures

1986 SEP 26 A 10:46

2853 0283

1987 MAR 11 AM 11:40

H. ERLE SCHAFER
CLERK

0000 0256

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

191 PAGE 185

PREDCO INC.

The undersigned, Secretary of Predco Inc., a Maryland Corporation, hereby certifies under the penalties of perjury that the following Resolution was unanimously adopted on September 15, 1986 by all of the Directors of said Corporation and still remains in full force and effect:

> RESOLVED: That Robert A. Henley, whose post office address is 7439 Baltimore-Annapolis Boulevard, Post Office Box 849, Glen Burnie, Maryland 21061, is hereby designated as Resident Agent of the Corporation to replace T. Joseph Touhey. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

WITNESS my hand and the seal of the Corporation this 23rd day of September, 1986.

Secretary

62698294

2853 0284

0000 0257

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

191 PAGE 186

NOTICE OF CHANGE OF RESIDENT AGENT AND AGENT'S ADDRESS

OF

PREDCO, INC.

received for record September 26, 1986 , at 10:46 A.M.
and recorded on Film No. 2853 Frame No. 0282 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA Nº 24805

Special Fee Paid	$5.00
Recording Fee Paid	$3.00
Total	$8.00

Return to: LECHOWICZ, LONEY & DAVIS
7439 Baltimore-Annapolis Boulevard, Box 849
Glen Burnie, Md. 21061

rc

2853 0282

0000 0258

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

TRINITY CONSTRUCTION, INC.

The undersigned, Secretary of Trinity Construction, Inc., a Maryland Corporation, hereby certifies under the penalties of perjury that the following Resolution was unanimously adopted on September 15, 1986 by all of the Directors of said Corporation and still remains in full force and effect:

RESOLVED: That Robert A. Henley, whose post office address is 7439 Baltimore-Annapolis Boulevard, Post Office Box 849, Glen Burnie, Maryland 21061, is hereby designated as Resident Agent of the Corporation to replace T. Joseph Touhey. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

WITNESS my hand and the seal of the Corporation this 23rd day of September, 1986.

June M Miano
Secretary

1987 MAR 11 AM 11:40
H. ERLE SCHAFER
CLERK

2853 0286

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

VOL 191 PAGE 188

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

TRINITY CONSTRUCTION, INC.

received for record September 26, 1986 , at 10:46 A.M.
and recorded on Film No. 2853 Frame No. 0285 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA Nº 24806

Special Fee Paid	$5.00
Recording Fee Paid	$3.00
Total	$8.00

Return to: LECHOWICZ, LONEY & DAVIS
7439 Baltimore-Annapolis Boulevard, Box 849
Glen Burnie, Maryland 21061

rc

2853 0285

0000 0260

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

191 PAGE 189

LAW OFFICES
JUDITH BILLAGE
150 SOUTH STREET
SUITE 101
ANNAPOLIS, MARYLAND 21401

AREA CODE 301
263-8411 (ANNAPOLIS)
269-0122 (BALTIMORE)

September 24, 1986

Department of Assessments and Taxation
301 West Preston St., Room 809
Baltimore, Maryland 21201

Re: John J. Flory Cabinetmaker, Inc.
Corporate I.D. No. D2164606

Dear Madam:

Please file the enclosed corporate resolution indicating change of principal office of the above-described corporation. Enclosed please find a check in the amount of $8.00 for filing fee.

Thank you for your assistance in this matter.

Very truly yours,

Judith Billage

Judith Billage

JB/pmb
Enclosures

62728194

1987 MAR 11 AM 11:40
H. EARLE SCHAFER
CLERK

1986 SEP 29 A 9:55

2853 0308

0000 0261

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

191 PAGE 190

RESOLUTION OF JOHN J. FLORY CABINETMAKER, INC.

The Board of Directors of JOHN J. FLORY CABINETMAKER, INC., a corporation organized in Maryland on July 7, 1986 duly approved a resolution as follows:

RESOLVED: That the principal office of the corporation is changed to 1821 A Margaret Avenue, Annapolis, Maryland 21401.

I, John J. Flory, president, certify under the penalties of perjury that to the best of my knowledge, information, and belief the foregoing resolution is true in all material respects.

John J. Flory president
John J. Flory, president
John J. Flory Cabinetmaker, Inc.

2853 0309

0000 0262

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

VOL 191 PAGE 191

NOTICE OF CHANGE OF PRINCIPAL OFFICE

OF

JOHN J. FLORY CABINETMAKER, INC.

received for record September 29, 1986 , at 9:55 A.M.
and recorded on Film No. 2853 Frame No. 0307 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA № 24812

Special Fee Paid	$5.00
Recording Fee Paid	$3.00
Total	$8.00

Return to: Judith Billage
150 South Street
Annapolis, Md. 21401

rc

2853 0307

0000 0263

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

THE LAKEWOOD LAND COMPANY, INC.
REAL ESTATE INVESTMENTS & 6% GUARANTEED INTEREST

E. L. GILBERT, PRES.

E. L. Gilbert
P.O. Box 6753
Annapolis, MD 21401
301-841-6013

September 16, 1986

Department of Assessments
& Taxation
301 W. Preston St.
Baltimore, Md. 21201

RE: The Lakewood Land Co. Inc.
Charter (address change)

Dear Sir:

Please change the address of our company as per the enclosed minutes from the last meeting. Check # 4587 in the amount of $8.00 for name change.

62725199

Very truly yours,
E L Gilbert
E.L. Gilbert, President

Please be advised that a P.O. Box is not acceptable as a principal office address.

If you will note our legal address is: 424 Forelands Rd.
Annapolis, Md. 21401

1987 MAR 11 AM 11:40
H. EDLE SCHAFER
CLERK

2853 0315

0000 0264

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

THE LAKEWOOD LAND COMPANY, INC. 191 PAGE 193

REAL ESTATE INVESTMENTS & 6% GUARANTEED INTEREST

E. L. GILBERT, PRES.

E. L. Gilbert
P.O. Box 6753
Annapolis, MD 21401
301-841-6013

MINUTES OF DIRECTORS MEETING

A meeting of the Board of Directors of the Lakewood Land Co., Inc. was held this 1st day of September 1986. E. L. Gilbert, President, presided. In attendance were E. L. Gilbert and Ethyline Gilbert. All officers were re-elected. E. L. Gilbert, President and Chairman, Ethyline Gilbert, Vice President, Secretary and Treasurer, Sandra Pike, 2nd Vice President, Assistant Secretary-Treasurer.

The Board voted to change the legal address to 424 Forelands Road, Annapolis, MD 21401. The mailing address is now P. O. Box 6753, Annapolis, MD 21401.

By Ethyline Gilbert (SEAL)
Ethyline Gilbert, Secretary

1986 SEP 29 A 10: 10

2853 0316

0000 0265

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

NOTICE OF CHANGE OF PRINCIPAL OFFICE

OF

THE LAKEWOOD LAND COMPANY, INCORPORATED

received for record September 29, 1986 , at 10:10 A.M.
and recorded on Film No. 2853 Frame No. 0314 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA № 24815

Special Fee Paid	$5.00
Recording Fee Paid	$3.00
Total	$8.00

Return to: THE LAKEWOOD LAND COMPANY, INCORPORATED
424 Forelands Road
Annapolis, Maryland 21401

rc

0000 0266

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

Elvaton Baptist Church

VOL 191 PAGE 195

P.O. BOX 1317 8422 ELVATON ROAD
Glen Burnie, Maryland 21061

PASTOR: DALLAS W. BUMGARNER
OFFICE: 647-5333
HOME: 437-3848

JESUS SAID, I AM THE WAY, THE TRUTH, AND THE LIFE
JOHN 14:6

State Dept. of Assessments & Taxation
301 West Preston Street
Baltimore, Md. 21201

Gentlemen:

Please correct your records to eliminate the name of Mark Pullen as the former resident agent of the Elvaton Baptist Church and in Lieu thereof place the name of Dallas W. Bumgarner in accordance with the following Resolution:

The Elvaton Baptist Church, a charitable corporation organized in the State of Maryland on August 21, 1978 did, in a duly constituted business meeting, approve the following Resolution

RESOLVED: That the resident agent of the Elvaton Baptist Church be changed to.....
Reverend Dallas W. Bumgarner
8334 Sail Court
Pasadena, Md. 21122

I, Vivian Bagley, church clerk do hereby certify under the penalties of perjury that to the best of my knowledge, information, and belief that the foregoing resolution is true in all material respects.

62748199

Vivian Bagley
Vivian Bagley
Church Clerk

1986 OCT -1 A 10:29

2853 0327

0000 0267

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

MCI 191 PAGE 196

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

ELVATON BAPTIST CHURCH

received for record October 1, 1986 , at 10:29 A. M.
and recorded on Film No. 2853 Frame No. 0326 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA № 24820

Special Fee Paid	$5.00
Recording Fee Paid	$3.00
Total	$8.00

Return to: ELVATON BAPTIST CHURCH
P. O. Box 1317
Glen Burnie, Maryland 21061

rc

2853 0326

0000 0268

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

191 PAGE 197

Minutes of the Meeting of
The Board of Directors of
HDH CORPORATION
October 2, 1986

The Board of Directors of HDH CORPORATION, a Maryland Corporation, duly approved the following resolution:

"Resolved, that the Principal Office of HDH CORPORATION, be located at 1931 Lincoln Drive, Annapolis, Maryland 21401, and that the resident agent for the Corporation, herein after, will be Mr. Harry J. Kane. 1931 Lincoln Drive, Annapolis, Md. 21401.

I, Sharon Kane Broderick, Secretary of HDH CORPORATION, certify that under penalties and purgery that the above resolution is true and correct.

Harry J. Kane III
President - HDH CORPORATION

1987 MAR 11 AM 11:40
H. ERLE SCHAFER
CLERK

1986 OCT -3 A 11:14

2853 0369

0000 0269

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

191 PAGE 198

NOTICE OF DESIGNATION OF RESIDENT AGENT, AGENT'S ADDRESS
AND CHANGE OF PRINCIPAL OFFICE

OF

H.D.H. CORPORATION

received for record October 3, 1986 , at 11:14 A.M.

and recorded on Film No. 2853 Frame No. 0368 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Anne Arundel County 52

AA № 24835

Special Fee Paid	$5.00
Recording Fee Paid	$3.00
Total	$8.00

ACCEPTED & APPROVED BY: JOSEPH V. STEWART

Return to: H.D.H. CORPORATION
1931 Lincoln Drive
Annapolis, Maryland 21401

rc

2853 0368

0000 0270

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

PORT EAST REALTY, INC.

The meeting of the Board of Directors of Port East Realty, Inc. was held on Wednesday, September 10, 1986. Attending were Diane C. White, Richard J. White and Richard J. White, Jr. The action set forth below was taken:

RESOLVED: That the post office address of the principal office of the Corporation is hereby noted as 20 West Street, Annapolis, Maryland 21401.

RESOLVED: That the name and post office address of the Resident Agent of the Corporation in Maryland is Stanley J. Klos, Jr., P.O. Box 868, Annapolis, Maryland 21404-0868 (80 West Street, Annapolis, MD). Said Resident Agent is an individual actually residing in Maryland. This appointment for a replacement Resident Agent was approved.

RESOLVED: That the original Incorporator, Barbara J. Simpson, is hereby removed from any and all business association with the Corporation. Her stock having been purchased by Diane C. White, her position on the Board of Directors having been resigned, and her position as a corporate officer having been resigned. Port East Realty, Inc. shall not be responsible for any action, debts or expenses of said Barbara J. Simpson.

RESOLVED: That the following officers of the Corporation were elected to serve in the respective capacities and shall continue until their removal by a future meeting and appropriate action by the Board of Directors.

Diane C. White	President
Richard J. White	Vice-President
Richard J. White, Jr.	Secretary-Treasurer

RESOLVED: That the escrow account for Port East Realty, Inc. be established at the First National Bank of Maryland and that proper notice be given the Maryland Real Estate Commission.

WITNESS my hand and seal this 10th day of September, 1986.

Richard J. White, Jr.
Richard J. White, Jr.
Secretary

9/10/86

Diane C. White
Diane C. White
President

1987 MAR 11 AM 11:40
H. ERLE SCHAFER
CLERK

2853 0424

0000 0271

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

191 PAGE 200

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

PORT-EAST REALTY, INC.

received for record October 8, 1986 , at 8:30 A.M.

and recorded on Film No. 2853 Frame No. 0423 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Anne Arundel County 52

AA No 24859

Special Fee Paid	$5.00
Recording Fee Paid	$3.00
Total	$8.00

Return to: PORT-EAST REALTY, INC.
20 West Street
Annapolis, Maryland 21401

rc

2853 0423

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

NSC CONTRACTORS INC.
BUILDERS-ENGINEERS 5218 DOGWOOD ROAD; BALTIMORE, MARYLAND; 21207 /TEL. NO. 298-7770

NSC CONTRACTORS, INC.
CORPORATE RESOLUTION

WHEREAS, the stockholders, officers, and directors of this Corporation have entered into certain legally binding agreements to purchase the shares of stock of NSC Contractors, Inc. owned in whole, or in part, by A. Vincent Melchior and/or Kizzie Melchior; and

WHEREAS, A. Vincent Melchior is registered with the State Department of Assessments and Taxation as Resident Agent of this Corporation, and that this Corporation no longer desires to maintain this relationship with Mr. Melchior.

NOW, THEREFORE, BE IT RESOLVED that from this day forward the stockholders, officers, and directors of this Corporation do hereby unanimously agree to change the Corporation's Resident Agent.

BE IT FURTHER RESOLVED that from this day forward, the Resident Agent will hereafter be:

Edward J. Arnold, Jr.
2746 Ridge Road
Baltimore, MD 21207

and that said Resident Agent shall bear all rights and responsibilities which now or hereafter are bestowed by applicable Federal, State, or Local laws, or by Corporate Resolution.

I hereby certify that I am Secretary of NSC Contractors, Inc. that the above Resolution is a true and accurate copy of a resolution unanimously adopted by the

2853 0429

1987 MAR 11 AM 11:40

62818014

H. ERLE SCHAFER
CLERK

0000 0273

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

NS CONTRACTORS INC.

Board of Directors at a meeting duly called and held on the 12th day of September, 1986, in the office of the said Corporation, at which meeting a quorum of the Directors were present.

IN WITNESS WHEREOF I have hereto set my hand and the corporate seal of the Corporation, this 17th day of September, 1986.

Mary Joan Arnold

Mary Joan Arnold, Secretary

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

NSC CONTRACTORS INC.
BUILDERS-ENGINEERS 5218 DOGWOOD ROAD; BALTIMORE, MARYLAND; 21207 / TEL. NO. 298-7770

September 17, 1986

Mr. Robert M. Cerkes
Maryland State Department of Assessments & Taxation
Charter Section
301 W. Preston Street
Baltimore, MD 21202

RE: Request for Change in Resident Agent

Dear Mr. Cerkes:

Per your instructions, enclosed please find our Corporate Resolution changing NSC Contractors, Inc's Resident Agent along with our check for ~~$8.00~~ for $11.00 for registration fees. 9/25/86

Please advise upon execution of this change in your records.

Thank you for your assistance.

Very truly yours,

L. Chris Haug
Administrative Manager

LCH/sjc

CC: Mr. Edward J. Arnold, Jr.

2853 0431

0000 0275

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

VOL 191 PAGE 204

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

N S C CONTRACTORS, INCORPORATED

received for record October 8, 1986 , at 8:30 A.M.
and recorded on Film No. 2853 Frame No. 0428 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA Nº 24861

Special Fee Paid	$5.00
Recording Fee Paid	$6.00
Total	$11.00

Return to: N S C CONTRACTORS, INCORPORATED
5218 Dogwood Road
Baltimore, Maryland 21207

rc

2853 0428

0000 0276

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

VOL 191 PAGE 205

LAW OFFICES
LECHOWICZ, LONEY & DAVIS
7439 BALTIMORE-ANNAPOLIS BOULEVARD
POST OFFICE BOX 849
GLEN BURNIE, MARYLAND 21061-0849

EDWIN A. LECHOWICZ
MICHAEL E. LONEY
JACOB B. DAVIS
ROBERT A. HENLEY

TELEPHONE
(301) 766-0090

1986 OCT 1 A 10:06

September 30, 1986

State Department of Assessments
and Taxation
301 West Preston Street
Baltimore, Maryland 21201

RE: Chriludon, Limited

Gentlemen:

Enclosed is a certified copy of Resolutions of the Stockholders of the above-named Corportion which Resolutions:

1. Change the Corporation's Resident Agent from John Giacofci, to Thomas J. McDonough, III;

2. Change the Resident Agent's address from 129 Bayview Drive, Annapolis, Maryland 21403, to 2408 Yarmouth Lane, Crofton, Maryland 21114; and,

3. Change the principal office of the Corporation from 129 Bayview Drive, Annapolis, Maryland, to 2408 Yarmouth Lane, Crcfton, Maryland 21114.

Also enclosed is our check in the sum of $16.00 in payment of the filing fee with respect to the above.

Very truly yours,

LECHOWICZ, LONEY & DAVIS

EDWIN A. LECHOWICZ

EAL/bkh
Enclosures

CC: Mr. Tom McDonough

1987 MAR 11 AM 11:40
HERBERT SCHAFER
CLERK

1986 OCT -1 A 10:06

62828177

2856 0007

0000 0277

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

CHRILUDON, LIMITED

Informal Action of Stockholders

May 8, 1986

The undersigned, constituting all the stockholders of CHRILUDON, LIMITED, a Maryland Close Corporation (the "Corporation"), having no Board of Directors, in accordance with Maryland law, 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 Resident Agent of the Corporation in the State of Maryland be and he is hereby changed from John Giacofci, whose post office address is 129 Bayview Drive, Annapolis, Maryland 21403, to Thomas J. McDonough, III, whose post office address is 2408 Yarmouth Lane, Crofton, Maryland 21114, and who is a resident of the State of Maryland.

RESOLVED: That the principal office of the Corporation be and it is hereby changed from 129 Bayview Drive, Annapolis, Maryland 21403, to 2408 Yarmouth Lane, Crofton, Maryland 21114.

RESOLVED: That the proper officers of the Corporation be and they are hereby authorized and directed for and on behalf of the Corporation to file an appropriate certified copy of the above resolutions with the State Department of Assessments and Taxation of Maryland and to do an perform any and all other necessary and proper acts incident thereto.

This Informal Action of Stockholders may be executed in counterparts.

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

WITNESS the execution hereof the day and year first above written.

Mary A. McDonough
MARY A. McDONOUGH

Thomas J. McDonough III
THOMAS J. McDONOUGH, III

I HEREBY CERTIFY, That the aforegoing corporate resolutions were unanimously adopted on the date hereinabove set forth, that the same have been duly recorded among the Corporation's minutes, and that said resolutions are now in full force and effect and have not been revoked or amended in any manner.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the Corporation this 5-8-86 day of May, 1986.

Thomas J. McDonough III (SEAL)
THOMAS J. McDONOUGH, III
Secretary

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

VOL 191 PAGE 208

NOTICE OF CHANGE OF PRINCIPAL OFFICE, RESIDENT AGENT
AND AGENT'S ADDRESS

OF

CHRILUDON, LIMITED

received for record October 1, 1986 , at 10:06 A.M.
and recorded on Film No. 2856 Frame No. 0006 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA № 24883

Special Fee Paid	$5.00
Recording Fee Paid	$6.00
Total	$11.00

Return to: LECHOWICZ, LONEY & DAVEY
7439 Baltimore-Annapolis Blvd.
Glen Burnie, Maryland 21061

rc

2856 0006

0000 0280

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

Bell's Trailer Park, Inc.

191 PAGE 209

I HEREBY CERTIFY

that a meeting of the Board of Directors of Bell's Trailer Park, Inc., a corporation organized under the laws of the State of Maryland duly called (a quorum being present) and held at the office of said corporation, No. 4321 Columbus Way, S., in the city of St. Petersburg, State of Florida, on the 1st day of Oct., 1986, the following resolution was duly adopted and is now in full force and effect:

RESOLVED, that a new resident agent be appointed. Such new resident agent is Roland Earl Medford located at No. 241 Sheila Kay Court in the city of Severn, State of Maryland.

I further certify that the following are the genuine signatures of the persons now holding office in said company as indicated opposite their respective signatures.

Wayne D. Shields — President

Wayne D. Shields — Vice President

Phyllis Shields — Secretary

Phyllis Shields — Treasurer

1987 MAR 11 AM 11:40
H. EARLE SCHAFER
CLERK

IN WITNESS WHEREOF, I have hereunto set my hand as secretary of said corporation and affixed the corporate seal this 1st day of October, 1986.

Phyllis Shields, Sec. & Tr.
Secretary of the Corporation

(Corporate Seal)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

62908201 10/17/86 at 10:44 A.M.

2856 0100

0000 0281

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

191 PAGE 210

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

BELL'S TRAILER PARK, INC.

received for record October 17, 1986 , at 10:44 A.M.

and recorded on Film No. 2856 Frame No. 0099 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Anne Arundel County 52

AA № 24922

Special Fee Paid	$5.00
Recording Fee Paid	$3.00
Total	$8.00

Return to: ROLAND EARL MEDFORD
241 Sheila K Court
Severn, Maryland 21144

rc

2856 0099

0000 0282

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-20-86 at 11:40 a.m.

ARTICLES OF INCORPORATION
OF
ROSS-McNATT, INC.

I. The undersigned incorporator, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland:

Jonathan M. Ross
682 Carlisle Drive
Arnold, Maryland 21012

II. The name of the corporation is "Ross-McNatt, Inc."

III. The corporation is formed for the purposes of engaging in the business of providing engineering and management services and in any activity for which corporations may be organized under the General Corporation Law of the State of Maryland.

IV. The address of the principal office of the corporation is 682 Carlisle Drive, Arnold, Maryland 21012.

V. The name and address of the registered agent of the corporation is:

Jonathan M. Ross
682 Carlisle Drive
Arnold, Maryland 21012

VI. The corporation has the authority to issue a total of 50,000 shares of common stock having a par value of $0.01 per share and being all of one class. The aggregate par value of all the shares of all classes is Five Hundred Dollars ($500.00).

VII. The initial number of directors of the corporation shall be five (5). The number of directors may be increased or decreased pursuant to the bylaws of the corporation.

The names of the individuals who will serve as directors until the first annual meeting and until their successors are elected and qualify are:

Jonathan M. Ross
Tobin R. McNatt
Ted M. Daves
William A. Yancey
Kenneth W. Maag

1987 MAR 11 AM 11:40
H. GALE SCHAFER
CLERK

62938379

2858 0497

0000 0283

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

VIII. The power to adopt, alter, and repeal the bylaws of the corporation shall be vested in the board of directors. The approval of two-thirds of the total number of directors then in office shall be required to adopt, alter, or repeal the bylaws.

IX. A two-thirds vote of the total number of directors then in office shall have the power to authorize the issuance of additional stock or convertible securities without stockholder approval upon such terms and conditions as the directors deem appropriate. The directors shall have the power to establish stock option plans, employee stock ownership plans, or similar plans and to grant warrants or options for the purchase of stock upon such terms and conditions as two-thirds of the total number of directors then in office shall deem appropriate.

X. No stockholder shall have any pre-emptive rights with respect to stock or convertible securities issued to any officer, director, or employee of the corporation pursuant to any stock option plan, employee stock ownership plan, similar plan, warrant, or option which has been approved by the board of directors in the manner required by Article IX hereof.

XI. To the maximum extent permitted by the State of Maryland, the corporation shall indemnify an individual against liability who has at any time served or serves as a director or officer of the corporation and is made a party to a proceeding because he is or was a director, officer, employer, or agent of the corporation.

XII. Any action or matter required to be submitted to a vote of stockholders under Maryland law shall require a two-thirds affirmative vote of all the votes entitled to be cast, in person or by proxy, for such action or matter to be approved.

IN WITNESS WHEREOF, the undersigned Incorporator has signed and acknowledged these Articles of Incorporation on the 10th day of October 1986.

Incorporator:

Jonathan M. Ross

30REG V

2858 0498

0000 0284

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

VOL. 191 PAGE 213

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

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: K. J. Rearick
Hazel, Beckhorn
PO Box 547
Fairfax VA 22030

NOTE:

TOTAL FEES 40

✓ Check _____Cash

_____Documents on _____checks

APPROVED BY: [illegible]

3PP

2858 0499

0000 0285

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

191 PAGE 214

ARTICLES OF INCORPORATION
OF
ROSS-MCNATT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 20, 1986 AT 11 40 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2220804

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
K. J. REARICK
HAZEL, BECKHORN
P.O. BOX 547
FAIRFAX VA 22303

081C3000771

A 213728

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2858 0496

A15-060

00000286

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10/21/86 at 11:00 a.m.

191 PAGE 215

ARTICLES OF INCORPORATION

OF

K & P ASSOCIATES, INC.

A CLOSE CORPORATION

THIS IS TO CERTIFY:

FIRST: The undersigned, JAMES W. YOUNG, whose post office address is 28 West Allegheny AvenueSuite 606, Towson, Maryland 21204, and who is of the age of majority, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation, which is hereinafter referred to as the "corporation", is:

K & P ASSOCIATES, INC.

THIRD: The corporation shall be a close corporation, as authorized by Maryland Corp. and Assoc. Code Annotated, Title 4.

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

(a) To conduct, maintain, operate, and engage in any and all lawful activities under the laws of the State of Maryland.

(b) To construct, purchase, acquire, dispose of, convey and hold real and personal property, improved and unimproved, of every kind and description, and to purchase, acquire, dispose of, convey and hold investments of all kinds; and to engage in all kinds of business operations which may at any time be necessary or expedient for the purposes of the corporation.

(c) To purchase, acquire, own, rent, develop, hire, hold, improve, build upon, sell, lease, convey, exchange, mortgage, transfer, subdivide, pledge or otherwise deal in land, real or leasehold property, and the rights, waters, easements, improvements and appurtenances thereto.

(d) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of plants, mills, factories, works, buildings, machinery, equipment, facilities, and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the corporation.

1987 MAR 11 AM 11:40
HERBERT SCHAFER
CLERK

62348239

2858 0623

HANDLER & NACHMAN, P.A.
ATTORNEYS AT LAW

0000 0287

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

(e) To purchase or otherwise acquire, hold or 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 had to 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.

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

(g) To purchase, lease, option or otherwise acquire, hold manage, develop, improve, mortgage, sell, exchange, rent, or in any manner encumber, deal in, or dispose of real estate and mortgages thereon, whether fee simple or leasehold, wherever situated, and whether improved or unimproved.

(h) 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, copartnership or individual (including the estate of a decedent), carrying on or having carried on, in whole or in part, any of the aforesaid 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.

(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 and facilitate the transaction of the

2858 0624

HANDLER & NACHMAN, P.A.
ATTORNEYS AT LAW

0000 0288

CLERK'S NOTATION
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aforesaid objects or business, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(j) 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.

(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.

The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation of the mention of any particular purpose, object or business mentioned, or to limit or restrict any of the powers of the corporation. The corporation is formed upon the articles, conditions and provisions herein expressed, and subject to the limitations relative to corporations which are contained in the General Laws of this State.

FIFTH: The total number of shares of stock which the corporation has authority to issue is 5,000 shares without par value, all of one class.

SIXTH: 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 JAMES W. YOUNG.

SEVENTH: The post office address of the place at which the principal office of the corporation in this State will be located is: 1574 Eaton Way, Crofton, Maryland ~~22113~~. 21114

The resident agent of the corporation is:

Robert B. Handler
28 West Allegheny Avenue
Suite 606
Towson, Maryland 21204

2858 0625

HANDLER & NACHMAN, P.A.
ATTORNEYS AT LAW

0000 0289

CLERK'S NOTATION
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Said resident is a citizen of the State of Maryland and actually resides therein.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 20 day of October, 1986.

TEST:

WITNESS

JAMES W. YOUNG (SEAL)

I HEREBY CERTIFY, that the statements contained in the above Articles of Incorporation are true and accurate to the best of my knowledge, and do so acknowledge it to be my act and so certify.

10/20/86
DATE

JAMES W. YOUNG

2858 0626

HANDLER & NACHMAN, P.A.
ATTORNEYS AT LAW

0000 0290

191 PAGE 219

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓ Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Handler + Nachman
28 W. Allegheny Ave. #606
Towson, Md 21204

TOTAL FEES _____

40 Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: A

5pp

2858 0627

0000 0291

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

191 PAGE 220

ARTICLES OF INCORPORATION
OF
K & P ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1986 AT 11 00 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20	$ 20	$

D2220994

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
HANDLER & NACHMON
28 W. ALLEGHENY AVE. %606
TOWSON MD 21204

081C3000790

A 213747

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2858 0622

AT5-060

00000292

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED 10-21-86 at 10:45a m.

ARTICLES OF INCORPORATION OF

B AND D ENTERPRISES, INC.

FIRST, that we, the subscribers, William Carlton Foster, 108 Holsum Way, Glen Burnie, Maryland, 21061; Stella H. Foster, 108 Holsum Way, Glen Burnie, Maryland, 21061 and Terri Gayle Foster, 108 Holsum Way, Glen Burnie, Maryland, 21061, all being of full legal age and citizens of the United States, do, under and by virtue of the general laws of the State of Maryland authorizing formation of a corporation, associate ourselves with the intention of forming a corporation.

SECOND, that the name of the corporation (which is hereinafter called the corporation) is:

B AND D ENTERPRISES, INC.

THIRD, that the purpose for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

To buy, sell, lease all types of vehicles, equipment, land and buildings.

To operate one or more offices within or without the State of Maryland for the aforegoing purposes and to do all things that a natural person might or could do subject to the laws governing corporations of the State of Maryland.

The aforegoing specific powers shall not be held to limit or restrict in any manner the operations of this corporation.

FOURTH, that the post office address of the place at which the principal office of the corporation in this State shall be located is 108 Holsum Way, Glen Burnie, Maryland, 21061. The resident agent of the corporation is William Carlton Foster, whose post office address is 108 Holsum Way, Glen Burnie, Maryland, 21061. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH, that the corporation shall have at least three (3) directors. William Carlton Foster, Stella H. Foster and Terri Gayle Foster shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The number of directors may be changed in such lawful manner as the By-laws may from time to time provide.

SIXTH, that the total number of shares of stock of all classes which the corporation has authority to issue is One Thousand (1000) shares having no par value.

SEVENTH, that the Board of Directors of the corporation is empowered to authorize the issuance from time to time of shares of its capital 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.

EIGHTH, that this corporation is to have perpetual existence.

1987 MAR 11 AM 11:40
MARLE SCHAFER
CLERK

62948230

0000 0293

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

NINTH, that private property of the stockholders, whether real or personal, shall in no manner be subject to the debts of the corporation.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 7 day of Oct, 1986.

Witness — William Carlton Foster

Witness — Stella H. Foster

Witness — Terri Gayle Foster

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

I HEREBY CERTIFY that on this 7th day of October, 1986, before me, the Subscriber, a Notary Public of the State of Maryland in and for the County of Anne Arundel, personally appeared William Carlton Foster, Stella H. Foster, and Terri Gayle Foster and acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and seal

Notary Public

My commission expires:

July 1, 1990

STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

191 PAGE 223

CLERK'S NOTATION
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DOCUMENT CODE 02 V3 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other _____
		Other _____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
William Foster
108 Holsum Way
Glen Burnie, Md 21061

TOTAL FEES 40

✓ Check _____ Cash

_____ Documents on _____ checks

NOTE: Name is:
B And W
Enterprises, Inc

APPROVED BY: JR

3PP

2858 0631

0000 0295

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

191 PAGE 224

ARTICLES OF INCORPORATION
OF
B AND D ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1986 AT 10 45 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID
$ 20

RECORDING FEE PAID:
$ 20

SPECIAL FEE PAID:
$

D2221000

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
WILLIAM FOSTER
108 HOLSUM WAY
GLEN BURNIE MD 21061

081C3000791

A 213748

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2858 0628

CLERK'S NOTATION
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consult

VOL 191 PAGE 225

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

DJ'S SMOKE SHOP II, INC. 10/21/86 at 10:34 a.m.

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 II, Inc.

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

(a) To engage in the business of tobacco products, pipes and related items.

(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.

1987 MAR 11 AM 11:41
H. ERLE SCHAFER
CLERK

62948162

1986 OCT 21 A 10:34

2858 0633

0000 0297

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

(h) The aforegoing 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: Donald Flax.

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.

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.

2858 0634

0000 0298

CLERK'S NOTATION
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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.

(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.

2858 0635

0000 0299

CLERK'S NOTATION
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(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 October 1, 1986 , and I acknowledge the same to be my act.

WITNESS:

---------- ---------- (seal)

2858 0636

0000 0300

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

Law Offices
of
DAVID S. OSTROW, ESQUIRE, P.A.
9966 LIBERTY ROAD
RANDALLSTOWN, MARYLAND 21133
(301) 655-5153

191 PAGE 229

October 1, 1986

State Department of Assessments & Taxation
Corporate Charter Section
301 W. Preston Street
Baltimore, Maryland 21201

To Whom it may concern:

Several of the stockholders of DJ's SMoke Shop, Inc. desire to form a related corporation in Maryland to be known as DJ'S SMOKE SHOP II, INC.

A unanimous vote of the stockholders of DJ's SMoke Shop, Inc. in favor of this resolution was recorded at a special stockholders meeting on September 30, 1986. The Board of Directors passed a similar resolution at its most recent meeting.

Yours truly,

David S. Ostrow

I certify, as President of DJ's Smoke Shop, Inc., that both the stockholders and board of directors DJ's Smoke Shop, Inc. have unanimously approved the formation of a corporation in Maryland under the name DJ'S SMOKE SHOP II, INC.

DONALD FLAX, PRESIDENT
DJ'S SMOKE SHOP, INC.

2858 0637

0000 0301

191 PAGE 230

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: David Ostrow
9966 Liberty Rd
Randallstown, Md 21133

TOTAL FEES _____

40 Check _____ Cash

_____ Documents on _____ checks

NOTE: Consent

APPROVED BY: A

6pp

2858 0638

0000 0302

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

191 PAGE 231

ARTICLES OF INCORPORATION
OF
DJ'S SMOKE SHOP II, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1986 AT 10 34 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2221018

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
DAVID OSTROW
9966 LIBERTY ROAD
RANDALLSTOWN MD 21133

081C3000792

A 213749

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2858 0632

AT5-080

0000 0303

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

ARTICLES OF INCORPORATION

OF

JASON'S INTERNATIONAL SERVICES, INC.

191 PAGE 232

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

THIS IS TO CERTIFY: 10-21-86 at 10:46 a.m.

1. Incorporator. That I, the undersigned, TAISIER A. RAMAMNI, whose post office address is P.O. Box 1092, Falls Church, Virginia, 22041, being at least twenty-one (21) years of age, do hereby associate myself as Incorporator with the intention of forming a close corporation under and by virtue of the general laws of the State of Maryland.

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

JASON'S INTERNATIONAL SERVICES, INC.

3. 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.

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

For renting apartments and providing other liaison and consulting services to the tenants of those apartments;

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

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

5. Principal Place of Business and Resident Agent. The

1987 MAR 11 AM 11:41
HERBERT SCHAFER
CLERK

1986 OCT 21 A 10:46

62948235

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191 PAGE 234

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Robert F. Ila
5401 Twin Knolls Rd #7
Columbia Md 21045

TOTAL FEES 40

✓ Check _____ Cash

_____ Documents on _____ checks

NOTE:

APPROVED BY: gw

3pp

2858 0673

0000 0305

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

VOL 191 PAGE 235

ARTICLES OF INCORPORATION
OF
JASON'S INTERNATIONAL SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1986 AT 10 46 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2221075

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
ROBERT FILA
5401 TWIN KNOLLS ROAD
COLUMBIA MD 21045

081C3000798

A 213755

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO. 2858 0670

AT5-060

00000306

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

191 PAGE 236

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-22-86 at 9:33a .m.

COMPUTER MUSIC ASSOCIATES LIMITED

ARTICLES OF INCORPORATION

FIRST: The undersigned William E. Montgomery and Jeannette H. Montgomery, whose post office address is 417 Severnside Drive, Severna Park, Maryland 21146, being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is Computer Music Associates Limited.

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

To carry on all or any of the businesses of a computer and/or music software development, publishing and marketing firm and to do all things necessary and relating thereto;

To carry on all or any of the businesses of a computer and electronics equipment marketing and sales firm, including direct and mail-order wholesale and retail sales, and to do all things necessary and relating thereto;

To carry on all or any of the businesses of a music, audio and/or video production and equipment marketing and sales firm, including, but not limited to the creation, development, production, performance, publication and sales of music, audio and/or video related materials and equipment including recordings, reproductions, sheet music, written material, software and/or equipment or instruments relating to the creation, production, performance or reproduction of sounds or video images or to the public or private performances thereof, and to do all things necessary and relating thereto;

To carry on all or any of the businesses of a manufacturing firm to manufacture or assemble items for sale or use consistent with the other purposes of the Corporation and to do all 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

1987 MAR 11 AM 11:41
HENRY SCHAFER
CLERK

1986 OCT 22 A 9 33

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CLERK'S NOTATION
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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 or evidence of indebtedness or stock.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 417 Severnside Drive, Severna Park, Anne Arundel County, Maryland 21146. The name and post office address of the resident agent of the Corporation in Maryland is William E. Montgomery, 417 Severnside Drive, Severna Park, Anne Arundel County, Maryland 21146.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is five-thousand (5000) shares of no par value, all of one class.

SIXTH: The number of directors of the Corporation shall be two (2) which number may be increased or decreased pursuant to the bylaws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are William E. Montgomery and Jeannette H. Montgomery.

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

The powers of the Corporation shall be limited only by the laws of the United States of America, the laws of the State of Maryland, the laws of any other jurisdiction within which it transacts its business, these Articles of Incorporation, the duly adopted bylaws of the Corporation and the duly adopted resolutions of the directors of the Corporation.

The powers of the officers, directors, and stockholders of the Corporation, except as limited herein, shall be as defined by the duly adopted bylaws of the Corporation, which bylaws may be initially adopted by an affirmative vote of fifty-one percent (51%) of the directors of the Corporation, and amendments to which thereafter shall require the approval of two-thirds (2/3) of the directors of the Corporation or fifty-one percent (51%) of the outstanding stockholder shares counted as one vote per share. In the event of a conflict between the directors of the Corporation and the

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CLERK'S NOTATION
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stockholders, a vote of fifty-one percent of the outstanding stockholder shares, counted as one vote per share, on any matter pertaining to the lawful acts, purposes, powers or business activities or policies of the Corporation shall be binding upon the directors and the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this twentieth (20th) day of October, 1986, and severally acknowledge the same to be our act.

William E. Montgomery
William E. Montgomery

Jeannette H. Montgomery
Jeannette H. Montgomery

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191 PAGE 239

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 VB BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	80	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	3 Certified Copy 8p
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: William Montgomery
417 Severnside Drive
Severna Pk, Md 21146

NOTE:

TOTAL FEES 57

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: RO

CERTIFIED COPY MADE

4 pages

2860 0977

0000 0318

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

191 PAGE 240

ARTICLES OF INCORPORATION
OF
COMPUTER MUSIC ASSOCIATES LIMITED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 22, 1986 AT 9 33 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

4

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2222776

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
WILLIAM MONTGOMERY
417 SEVERNSIDE DRIVE
SEVERNA PARK MD 21146

08303000968

A 214065

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 0973

ATS 060

00000371

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

239:10/21/86:0E19

M

191 PAGE 241

ARTICLES OF INCORPORATION

OF

JAMES G. KANE & ASSOCIATES, P.A.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, James G. Kane, whose address is One Rutherford Plaza, 7133 Rutherford Road, Baltimore, Maryland 21207 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:

James G. Kane & Associates, P.A.

THIRD: The Corporation is formed for the purpose of carrying on any lawful business.

FOURTH: The address of the principal office of the Corporation in this State is One Rutherford Plaza, 7133 Rutherford Road, Baltimore, Maryland 21207.

FIFTH: The Resident Agent of the Corporation is James G. Kane, whose address is One Rutherford Plaza, 7133 Rutherford Road, Baltimore, Maryland. The Resident Agent is a citizen of and resides in the State of Maryland.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares, $0.01 par value per share, all of one class. The aggregate par value of all authorized shares having a par value is ten dollars ($10.00).

SEVENTH: The Corporation shall have a Board of one (1) Director unless the number is changed in accordance with the Bylaws of the Corporation. The number of Directors may be increased or decreased in accordance with the Bylaws of the Corporation but shall never be less than the minimum number required by the Maryland General Corporation Law. The initial Director is:

James G. Kane

EIGHTH: (a) The Corporation reserves the right to make any amendment of the Charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in the Charter, of any outstanding stock.

1987 MAR 11 AM 11:41
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

2860 1018

APPROVED FOR RECORD
10/22/86 at 10:03 a.m.

62050126

0000 0312

CLERK'S NOTATION
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(b) The Board of Directors of the Corporation may authorize the issuance or sale from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the Bylaws of the Corporation.

(c) The Board of Directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

NINTH: No holder of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act, on this 14 day of October, 1986.

James G. Kane

2860 1019

0000 0313

STATE OF MARYLAND
State Department of Assessments and Taxation 191 PAGE 243
Gene L. Burner, Director

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

DOCUMENT CODE 02 B BUSINESS CODE 06 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
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56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
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22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: Carol Jaffe

MAIL TO ADDRESS: Weinberg & Green
100 S. Charles St
Balt md 21201

NOTE:

TOTAL FEES _____

✓ Check _____ Cash

1 Documents on 1 checks

APPROVED BY: MSC

3 pages

CERTIFIED COPY MADE

2860 1020

0000 0314

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

191 PAGE 244

ARTICLES OF INCORPORATION
OF
JAMES G. KANE & ASSOCIATES, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 22, 1986 AT 10 03 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2222859

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
CAROL JAFFE
WEINGBERG & GREEN
100 S. CHARLES STREET
BALTIMORE MD 21201

083C3000976

A 214073

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 3860 1017

0000003115

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/24/86 at 2:47 p.m.

ANNE ARUNDEL HEALTH CARE, INC.
(a nonstock corporation)

ARTICLES OF INCORPORATION

FIRST: THE UNDERSIGNED, Joanne E. Pollak, whose address is 1100 Charles Center South, 36 South Charles Street, Baltimore, Maryland 21201, being at least eighteen years of age, acting as incorporator, 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:

ANNE ARUNDEL HEALTH CARE, 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 arrange for the provision of quality health care services in an efficient, cost-effective manner.

(2) To develop and conduct quality assurance and utilization review programs in connection with the provision of health care services.

(3) 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 effect.

(4) To engage in any one or more businesses or transactions, or to acquire all or any portion of any entity engaged in any one or more businesses or transactions which the Board of Directors 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.

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.

62978387

1987 MAR 11 AM 11:41 2860 1119
HERLE SCHAFER
CLERK

4731a:10/20/86

0000 0316

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

FOURTH: The present address of the principal office of the Corporation in this State is Franklin and Cathedral Streets, Annapolis, Maryland 21401.

FIFTH: The name and address of the resident agent of the Corporation in this State are Joanne E. Pollak, 1100 Charles Center South, 36 South Charles Street, Baltimore, Maryland 21201. Said resident agent is a citizen of Maryland who resides there.

SIXTH: The Corporation is not authorized to issue capital stock.

SEVENTH: The Corporation shall have two classes of members, Class H members and Class P members. Class H membership shall be restricted solely to Anne Arundel General Hospital, Inc., a Maryland nonprofit, nonstock corporation, and its successors and assigns. Class P membership shall be restricted solely to those licensed health care practitioners who meet the membership criteria established in the By-Laws of the Corporation. The manner of exercising members' voting rights shall be as specified in the By-Laws of the Corporation.

The Board of Directors may provide for additional members and classes of members according to the procedures described in the By-Laws of the Corporation and consistent with the rights of each class of members under Article EIGHTH hereof.

EIGHTH: The number of directors of the Corporation shall be six (6), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the minimum number permitted by the General Laws of the State of Maryland now or hereafter in force. Each class of members shall be entitled to elect an equal number of directors; such elections shall be conducted according to the procedures described in the By-Laws of the Corporation. The names of the directors who will serve until the first annual meeting and until their successors are elected and qualify are as follows: David S. McHold, M.D.; Peter F. Verkouw, M.D.; Juan M. Pardo, M.D.; Carl A. Brunetto; Michael V. McCutchan; and Bennett H. Shaver.

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

(1) A contract or other transaction between the Corporation and any of its members or directors, or between the Corporation and any other corporation, firm or other entity in which any of its members or directors is a member or director

2860 1120

0000 0317

CLERK'S NOTATION
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or has a material financial interest is not void or voidable solely because of any one or more of the following: the common membership, directorship or interest; the presence of the member or director at the meeting of the members or Board of Directors which authorizes, approves, or ratifies the contract or transaction; or the counting of the vote of the member or director for the authorization, approval, or ratification of the contract or transaction. This Section applies if:

(a) the fact of the common membership, directorship or interest is disclosed or known to: (i) 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 (ii) the members, if the members are entitled to vote on the matter, and the contract or transaction is authorized, approved, or ratified by a majority of the votes cast by the members entitled to vote other than the vote of the interested member; or

(b) the contract or transaction is fair and reasonable to the Corporation.

Common or interested directors or members, or common or interested corporations, firms, or other entities may be counted in determining the presence of a quorum at a meeting of the Board of Directors or at a meeting of the members, 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.

(2) 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

2860 1121

0000 0318

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

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.

(3) Any property or income not needed by the Corporation for operating expenses, capital projects and suitable reserves (as determined by the Board of Directors of the Corporation) will be distributed to the class H member and the class P members in the same proportion as the aggregate capital contributions made by each member as of the time of distribution bears to the capital contributions made by all members; provided, however, that any moneys received by the Corporation pursuant to a Special Contract (as defined in the Participating Practitioner Agreement) shall be distributed according to the provisions of that Special Contract.

(4) Upon the liquidation or dissolution of the Corporation, whether voluntary or involuntary, or the winding up of its affairs, after paying or making provision for the payment of all the liabilities of the Corporation, the assets of the Corporation shall be distributed to the members of each class in accordance with subparagraph (3) above.

(5) If at any time the Corporation experiences a deficit in operating funds for the usual and customary operation of the Corporation, the deficit will be funded, either directly or through other arrangements, by the Class H members and the Class P members in the same proportion as the aggregate capital contributions made by each member as of the time of the deficit bears to the capital contributions made by all members.

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 or inference from the terms of any other clause of this or any other Article of the charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

TENTH: These Articles of Incorporation may be altered, amended or repealed only by majority vote of the entire Board of Directors.

ELEVENTH: The duration of the Corporation shall be perpetual.

2860 1122

0000 0319

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, acknowledging the same to be my act, on October 24, 1986.

Witness:

Carolyn Jacobs

Joanne E. Pollak
Incorporator

2860 1123

4731a:10/20/86

0000 0320

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 250

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

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
		Other_____
		Other_____

TOTAL FEES _____

_____Check 40 Cash

_____Documents on _____checks

APPROVED BY: A

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION: Joanne Pollak

MAIL TO ADDRESS:
Corp. Dept.
Piper & Marbury
1100 Charles Center South
~~36 South Charles Street~~
Baltimore, Maryland 21201

NOTE: 6pp

2860 1124

0000 0321

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

191 PAGE 251

ARTICLES OF INCORPORATION
OF
ANNE ARUNDEL HEALTH CARE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 24, 1986 AT 2 47 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID
$ _____ 20

RECORDING FEE PAID
$ 6 _____ 20

SPECIAL FEE PAID
$ _____

TO THE CLERK OF THE COURT OF D2223022 ANNE ARUNDEL COUNTY

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

RETURN TO
JOANNE POLLAK
CORP. DEPT. PIPER & MARBURY
1100 CHARLES CENTER SOUTH
36 SOUTH CHARLES STREET
BALTIMORE MD 21201

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

0836300022

A 214090

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER 2860 FOLIO 1118

0000

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

191 PAGE 252

R & J TRUCKING INC.

APPROVED FOR RECORD 10/27/86 at 10:48 a.m.

Articles of incorporation

SAMUEL N. MCEWEN
Accountant

5555 Phelps Luck Drive
Columbia, MD 21045
Telephone: (301) 730-4917

SERVICES
- *Accounting*
- *Personal*
- *Business & Corporate Taxes*
- *Corporation Formation*

(1) **THE UNDERSIGNED** Rodney B. Howard and Jean K. Howard, whose post office address is 3551 Riva Road, Davidsonville, Maryland 21035, being at least eighteen years of age, do hereby form a corporation under the general laws of the state of Maryland.

(2) The Name of the Corporation (Which is hereinafter called The Corporation) is R & J Trucking Inc.

(3) The purpose for which The Corporation is formed is as follows: To provide the services of hauling landfill debris for new construction, County highways, and etc.

(4) The post office address of the principal office of the Corporation in Maryland is 3551 Riva Road, Davidsonville, MD 21035.

The name and post office address of the resident agent of The Corporation in Maryland is Rodney B. Howard, 3551 Riva Rd., Davidsonville, MD 21035.

1987 MAR 11 AM 11:41
H. ERLE SCHAFER
CLERK

63 08499

2860 1484

0000 0323

CLERK'S NOTATION
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R & J TRUCKING INC.

Articles of Incorporation

SAMUEL N. MCEWEN
Accountant
5555 Phelps Luck Drive
Columbia, MD 21045
Telephone: (301) 730-4917

SERVICES
- *Accounting*
- *Personal*
- *Business & Corporate Taxes*
- *Corporation Procurement*

(5) The total number of shares of stock which The Corporation has authority to issue is 5,000 shares of the par value of ($0) a share, all of one class.

(6) 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) 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 Rodney B. Howard and Joan K. Howard.

(7) The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of The Corporation and of the directors and stockholders:

NONE

2860 1485
0000 0324

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

R & J TRUCKING INC.

Articles of Incorporation

SAMUEL N. MCEWEN
Accountant

5555 Phelps Luck Drive
Columbia, MD 21045

Telephone: (301) 730-4917

SERVICES
- *Accounting*
- *Personal*
- *Business & Corporate Taxes*
- *Corporation Procurement*

(8) The duration of The Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this twentieth day of August in the year of 1986; and severally acknowledge the same to be our act.

Rodney B. Howard Sr.
Rodney B. Howard

Joan K. Howard
Joan K. Howard

2860 1486

0000 0325

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 255

CLERK'S NOTATION
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DOCUMENT CODE 02 D BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ✓ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other
__		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Samuel N. McEwen
5555 Phelps Luck Dr.
Columbia, Md. 21046

NOTE:

TOTAL FEES 40 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: MSK

2860 1487

0000 0326

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

191 PAGE 256

ARTICLES OF INCORPORATION
OF
R & J TRUCKING INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 27, 1986 AT 10 48 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

SPECIAL FEE PAID

$

RECORDING FEE PAID

$ 20

ORGANIZATION AND CAPITALIZATION FEE PAID

$ 20

02223451

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
SAMUEL N. MCEWEN
5555 PHELPS LOCK DR.
COLUMBIA MD 21046

08303001036

A 214126

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION • OF MARYLAND •

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO. 2860 1483

0000 0327

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

191 PAGE 257

ARTICLES OF INCORPORATION

OF

PENLAND SALES, INC.

APPROVED FOR RECORD 10/27/86 at 11:26 a.m.

FIRST: I, Dennis Penland, whose post office address is 1618 Farnborn Street, 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 is PENLAND SALES, INC.

THIRD: The purposes for which the corporation is formed are: (1) sale and installation of carpeting; (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.

FOURTH: The post office address of the principal office of the corporation in this State is 1618 Farnborn Street, Crofton, Maryland. The name and post office address of the Resident Agent of the corporation in this State is Dennis Penland, who resides at 1618 Farnborn Street, Crofton, Maryland 21114. The resident agent is an individual actually residing in the State of Maryland. 21114

FIFTH: The total number of shares of capital stock which the corporation has authority to issue is 1,000 shares of common stock. Each share of stock shall have a par value of $1.00.

SIXTH: The number of directors of the corporation shall be two, which number may not be increased or decreased except by amendment to these Articles of Incorporation. 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:

Dennis Penland	1618 Farnborn Street Crofton, Maryland 21114
Sharon Penland	1618 Farnborn Street Crofton, Maryland 21114

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

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

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.

2860 1709

63008506 1987 MAR 11 AM 11:41

H. ERLE SCHAFER
CLERK

0000 0328

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16th day of October, 1986, and I acknowledge the same to be my act.

Dennis Penland
Dennis Penland

WITNESS:

Sharon A. Pelland

2860 1710

0000 0329

191 PAGE 259

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Tax Consultants Inc
5753 Exeter Ct Ste 160
Alexandria Va 22311

TOTAL FEES 40

_____Check _____Cash

1 Documents on 1 checks

NOTE:

APPROVED BY: [illegible]

2860 1711

0000 0330

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

191 PAGE 260

ARTICLES OF INCORPORATION
OF
PENLAND SALES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 27, 1986 AT 11 26 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2223857

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
TAX CONSULTANT INC.
5753 EXETER COURT #160
ALEXANDRIA VA 22311

083C3001076

A 214162

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO. 2860 1708

ATS-060

00000331

CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
ACCEPTED FOR RECORD
1986 OCT 24 P 11:35

1986 OCT 24 P 10:28

10-24-86

ARTICLES OF INCORPORATION 11:35a

OF

ROCK M. NICHOLSON LANDSCAPING, INC.

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

FIRST: I, the undersigned, ROCK M. NICHOLSON,, whose post office address is 6420 Solomons Island Road, Tracys Landing, Maryland, 20779; being at least eighteen (18) years of age, does hereby form a corporation, as incorporator, under and by virtue of the General Laws of the State of Maryland.

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

ROCK M. NICHOLSON LANDSCAPING, INC.

THIRD: This Corporation shall be a close corporation pursuant to Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, and as amended.

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

a. To own and operate a landscaping and landscaping services business, to provide landscaping and landscaping service and maintenance to the public; to provide guidance and advice regarding the installation, maintenance, or replacement of trees, shrubbery, lawns, plants, borders, gardens, driveways and walkways, stone and mulch installation, lawn installation and maintenance, and all related services, both residencial and commercial.

b. To buy or lease real estate and erect thereon buildings as heretofore or hereafter described.

c. To borrow or raise money without limit, and upon any terms, for any purpose of this Corporation or of any corporation, association, firm, syndicate, body politic or individual, having a business or property which this Corporation determines to finance, promote or become interested in; to issue, sell, dispose of this Corporation's bonds, debentures, notes, certificates of indebtedness, and other obligations, secured or unsecured and however evidenced, upon any terms, and as security therefor to mortgage, pledge or grant any charge, or impose any lien upon all or any part of the real or personal property, right, interest or franchises of this Corporation whether owned by it at the time or thereafter acquired; to loan money, secured by mortgages or pledges, on personal property or real estate or otherwise, or without security.

d. To draw, make,accept, endorse, discount, execute and issue promissory notes, bills of exchange, and other negotiable instruments, and to redeem any debt or other obligations before the same shall fall due on any terms and on any advance of premiums.

e. To guarantee the payment of dividends upon any capital stock, and by endorsement or otherwise to guarantee the payment of the principal or interest, or both, on any bonds, debentures, notes, script, or other obligations

1987 MAR 11 AM 11:41
CLERK

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CLERK'S NOTATION
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or evidences of indebtedness, or the performance of any contracts or obligations, of any corporation or association, domestic or foreign, or of any firm, individual, syndicate or body politic in which, or of whom, or in the business, financing or welfare of which, or of whom, this Corporation may have an interest.

f. To conduct its business in the State of Maryland, other states, the District of Columbia, and the territories, colonies, and possessions of the United States, and in foreign countries, to have one or more offices out of the State of Maryland, as well as within said State, and to hold, purchase, mortgage and convey real and personal property out of the State of Maryland, as well as within said State, and to purchase or acquire by condemnation proceedings, as provided by law for such cases made and provided, real estate, personal property, as may be necessary, desirable or convenient for the purposes of this Corporation and incidental thereto.

g. To acquire the good will, rights, property and assets of kinds of any person, firm or corporation, domestic or foreign, and pay for the same in money, stocks, bonds, debentures, or other securities of this Corporation, or otherwise in any manner permitted by law.

h. To purchase, hold, retire or reissue shares of its capital stock of any class, now or hereafter authorized in the manner provided by the Code of Public General Laws of the State of Maryland.

i. To engage or carry on any other business or businesses which may conveniently be conducted in conjunction with any of the business or businesses of the Corporation. And in general to do any and all things and to exercise any and all powers which may now or hereafter be lawful for the Corporation to do or exercise under and in pursuance of the laws of the State of Maryland.

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

FIFTH: After the completion of the organization meeting of the Directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one (1) Director, whose name is: ROCK M. NICHOLSON, 6420 Solomons Island Road, Tracys Landing, Maryland, 20779. The number may be increased or decreased pursuant to the by-laws of the Corporation.

SIXTH: The post office address of the principal office of the Corporation in this State is 6420 Solomons Island Road, Tracys Landing, Maryland, 20779. The name and post office address of the resident agent of the Corporation in this State is: ROCK M. NICHOLSON, 6420 Solomons Island Road, Tracys Landing, Maryland, 20779. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

2860 1773

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CLERK'S NOTATION
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SEVENTH: The total number of shares of stock which the Corporation is authorized to issue is 1,000 shares of common stock, without par value.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 10th day of Oct., 1986.

Joanne M. Wilson
Witness

Rock M. Nicholson
ROCK M. NICHOLSON

STATE OF MARYLAND, ~~ANNE ARUNDEL~~ Prince George's COUNTY, to Wit:

I HEREBY CERTIFY that on this 10th day of October, 1986, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared ROCK M. NICHOLSON, and he acknowledged the aforegoing Articles of Incorporation to be his act and deed, and that he executed the same for the purposes therein contained.

AS WITNESS, my hand and Notarial Seal.

Dianne E. Gill
Notary Public My commission expires: July 1, 1990

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 264

CLERK'S NOTATION
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DOCUMENT CODE 02 U BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Maureen Duvall
59 Franklin St
Annapolis Md 21401

TOTAL FEES 40

✓ Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: gs

4 pp

0000 0335

0860 1775

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

191 PAGE 265

ARTICLES OF INCORPORATION
OF
ROCK M. NICHOLSON LANDSCAPING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 24, 1986 AT 11 35 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID
$ 20

RECORDING FEE PAID
$ 20

SPECIAL FEE PAID
$

D2223972

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
MAREEN DUVALL
59 FRANKLIN STREET
ANNAPOLIS MD 21401

08303001088

A 214174

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2860 177

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

AT5-060

0000 0336

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

191 PAGE 266

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/27/86 at 11:05 a.m.

ARTICLES OF INCORPORATION
OF
ROOF INSPECTION SERVICE OF MARYLAND, INC.

1986 OCT 27 A 11:05

FIRST: I, Samuel S. Field III, whose post-office address is 9 West Hamilton Street, 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 is Roof Inspection Service of Maryland, Inc., hereinafter referred to as "the Corporation."

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

(1) To inspect roofs in order to consult with clients regarding leaks, moisture content, recommendation of repairs, and other related business pertaining to roof inspection; 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.

1987 MAR 11 AM 11:41
H. EARLE SCHAFER
CLERK

FOURTH: The post-office address of the principal office of the Corporation in this State is Suite 233, 3 Church Circle, Annapolis, Maryland 21401. The name and post-office address of the Resident Agent of the Corporation in this State is Samuel S. Field III, 9 West Hamilton Street, Baltimore, Maryland 21201, who actually resides in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 100 shares of common stock, without par value.

2860 1843

63008417

0000 0337

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

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: Stephen C. Barber; Richard N. Knapp; and G. Wayne Richard.

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.

2860 1844

0000 0338

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

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

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

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

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however,

2860 1845
0000 0339

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 24th day of October, 1986, and I acknowledge the same to be my act.

WITNESS:

Brenda S Fogel

Samuel S. Field III

SAMUEL S. FIELD III

2860 1846

0000 0340

STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

191 PAGE 270

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

DOCUMENT CODE 02B BUSINESS CODE 03 COUNTY 5

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
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85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Sassuppe Field III
9 W. Hamilton St
Balt Md 21201

NOTE:

TOTAL FEES 40

_____Check _____Cash

1 Documents on 1 checks

APPROVED BY: MA

BPP

2860 1847

0000 0341

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

191 PAGE 271

ARTICLES OF INCORPORATION
OF
ROOF INSPECTION SERVICE OF MARYLAND, INC

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 27, 1986 AT 11 05 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2224111

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
SAMUEL FIELD III
9 W. HAMILTON ST.
BALTIMORE MD 21201

08303001102

A 214189

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION • OF MARYLAND •

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2860 1842

ATS-060

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10/27/86 at 2:20 .m.

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

VOL 191 PAGE 272

ARTICLES OF INCORPORATION

OF

CSU-CONSTRUCTION SERVICES UNLIMITED, INC.

A Maryland Close Corporation, organized pursuant to Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland

FIRST: That I, the subscriber, BRUCE E. KAUFFMAN, whose post office address is 406 W. Pennsylvania Avenue, Towson, Maryland 21204, being at least eighteen (18) years of age, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, am forming a corporation by the execution and filing of these Articles.

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

CSU-CONSTRUCTION SERVICES UNLIMITED, INC.

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

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

A. To engage in the construction and home remodeling business and to engage generally in all aspects of the commercial and residential construction business.

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

FIFTH: The post office address of the principal office of the Corporation in this State is: 7603 B. Baltimore-Annapolis Boulevard, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is: Barbara Jean Brown, 838 Lannerton Road, Baltimore, Maryland 21220. 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.

SIXTH: The number of Directors of the Corporation shall be

1987 MAR 11 AM 11:41
H. EDLE SCHAFER
CLERK

Law Offices
Kraft and Kauffman, P.A.
406 W. Pennsylvania Ave.
Towson, Maryland 21204
(301) 823-5700

2859 0275

63008670

0000 0343

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

one (1) which number may be changed from time to time pursuant to the By-Laws, but which shall never be less than the number of Directors required by law. The name of the Director who shall act until the first annual meeting or until her successor is duly chosen and qualified is: BARBARA JEAN BROWN

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holders of any shares of stock of the Corporation shall have 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: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

1. The Board of Directors of the Corporation 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.

2. 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.

Law Offices
Kraft and Kauffman, P.A.
406 W. Pennsylvania Ave.
Towson, Maryland 21204
(301) 823-5700

2859 0276

0000 0344

CLERK'S NOTATION
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TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24th day of October, 1986, and acknowledge the aforegoing Articles of Incorporation to be my act and deed.

WITNESS:

Jeanne C Clarke

BRUCE E. KAUFFMAN (SEAL)

Law Offices
Kraft and Kauffman, P.A.
406 W. Pennsylvania Ave.
Towson, Maryland 21204
(301) 823-5700

3859 0277

0000 0345

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

STATE OF MARYLAND
State Department of Assessments and Taxation

Liber 191 PAGE 275

Gene L. Burner, Director

DOCUMENT CODE 02 10 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Kraft & Kauffman
406 W. Pennsylvania Ave
Towson, Md 21204

TOTAL FEES _____

40 Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: A

2859 0278

0000 0346

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

191 PAGE 276

ARTICLES OF INCORPORATION
OF
CSU-CONSTRUCTION SERVICES UNLIMITED, INC

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 27, 1986 AT 2 20 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID
$ 20

RECORDING FEE PAID
$ 20

SPECIAL FEE PAID
$

D2224343

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
KRAFT & KAUFFMAN
406 W. PENNA. AVE.
TOWSON MD 21204

084C3001116

A 213883

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 0259 0274

McGREGOR PRINTING CORPORATION WESTMINSTER MD 21157

0000 0347

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

CHESSIE FUNDING CORP.

ARTICLES OF INCORPORATION

10-27-86 10:54a

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

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

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

(1) To offer residential, commercial and consumer financing, secured by 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 147 West Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are: Jerald D. Tobin, 147 West Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

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

1987 MAR 11 AM 11:41
RECEIVED
CLERK

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

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, provided that:

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

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

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

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

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

shares, the preferences, 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 require such shares.

2859 0286

0000 0350

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 24th day of October, 1986 and I acknowledge the same to be my act.

BRUCE A. KRAIN

2859 0287

0000 0351

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 281

CLERK'S NOTATION
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DOCUMENT CODE 02 0 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Bruce Krain
60 West St #401
Annapolis Md
21401

TOTAL FEES 40

✓ Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: GO

2859 0288

0000 0352

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

191 PAGE 282

ARTICLES OF INCORPORATION
OF
CHESSIE FUNDING CORP.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 27, 1986 AT 10 54 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2224368

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
BRUCE KRAIN
60 WEST STREET #401
ANNAPOLIS MD 21401

084C3001118

A 213885

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER 2859 FOLIO 0283

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

McGREGOR PRINTING CORPORATION, WESTMINSTER, MD 21157

AT5-060

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-27-86 at 10:00a m.

1986 OCT 27 A 10:00

ARTICLES OF INCORPORATION

GOOD LIFE BOATWORKS, LTD.

FIRST: The undersigned, GERALD SHUR and MIRIAM SHUR, whose post office address is P. O. Box 231, Edgewater, Maryland 21037, 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 GOOD LIFE BOATWORKS, LTD.

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

To buy, distribute and sell, at wholesale or retail, boats, boat accessories and toys, and to do all things incidental thereto.

To acquire, manufacture, buy, sell, lease, dispose of and otherwise deal in tangible personal property of every kind.

To acquire, hold, develop, deal in, lease, rent, sell or otherwise dispose of any and all kinds of property, real, personal or mixed, tangible or intangible.

To acquire by purchase or otherwise, to take as security and to hold, invest in, trade in, sell, pledge, give as security or otherwise dispose of notes, open accounts, installment paper, warehouse receipts, bills of lading, acceptances, negotiable and non-negotiable instruments, accounts receivable, choses in action, leases, securities and any and all kinds of commercial or trade paper, title documents, security instruments, liens, and obligations, contracts and indebtednesses and evidences of all the foregoing.

To make loans or advances or to furnish credit to, and to guarantee any obligations or commitments of, or to mortgage, pledge or subject to a security interest any or all of its property to secure the performance of any contract or obligation of or to aid in any manner, any person, estate, partnership, voluntary association, trust, syndicate, committee, joint stock association, public or private corporation or any business organization without security or

1987 MAR 11 AM 11:41
H. ERLE SCHAFER
CLERK

2859 0455
63008191
0000 0354

CLERK'S NOTATION
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upon the security of any property, real or personal, or upon the security of any instruments, documents, rights and powers, choses in action or intangibles, upon conditions and terms as agreed.

To carry on any manufacturing, selling, management, service, research, or other business, operation or activity which is lawful to be carried on by a corporation organized under the laws of the State of Maryland, whether or not similar or related or incidental to or useful or advantageous in or in connection with the businesses, operations and activities elsewhere referred to in these purposes.

The statements of the businesses, objects and purposes of the corporation shall be construed both as objects and powers, and the enumeration of specific powers shall not be held to limit or restrict in any manner the exercise by the corporation of the general powers conferred upon corporations by the laws of the State of Maryland and no statement of any business, object or purpose shall be deemed to limit or be exclusive of any other stated business, object or purpose, but all are separate and cumulative and all may be transacted, promoted and carried on separately or together and at any time and from time to time, and any business, object or purpose may be transacted, promoted or carried on, and any property may be owned or held, in any part of the world.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 12311 Welling Lane - P. O. Box 231, Edgewater, Maryland 21037.

The name and post office address of the resident agent of the Corporation in Maryland is Miriam Shur, 12311 Welling Lane - P. O. Box 231, Edgewater, Maryland 21037.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of Common, no par value, all of one class.

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

2859 0460

0000 0355

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

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 GERALD SHUR and MIRIAM SHUR.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on October 22, 1986, and severally acknowledge the same to be our act.

Gerald Shur
Gerald Shur

Miriam Shur
Miriam Shur

2859 0461

0000 0356

191 PAGE 286

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

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

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Miriam Shur
12311 Wellingtone
Edgewater Md 21037

TOTAL FEES 40

✓ Check ___ Cash

___ Documents on ___ checks

NOTE:

APPROVED BY: JO

2859 0462

0000 0357

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

191 PAGE 287

ARTICLES OF INCORPORATION
OF
GOOD LIFE BOATWORKS, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 27, 1986 AT 10 00 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2224657

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
MIRIAM SHUR
12311 WELLING LANE
EDGEWATER MD 21037

OP4C3001147

A 213906

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 0859 0458

ATS 060

0000 0358

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/27/86 at 11:34 a.m.

1986 OCT 27 A 11:34

ARTICLES OF INCORPORATION

FOR

J & J TRUCK REPAIR, INC.

(C & A 2-104)

Jerry D. Bonner and Joyce Bonner, who are over the age of 18 years, having the intention of forming a corporation under the General Laws of the State of Maryland, file these Articles of Incorporation with the Maryland State Department of Assessments and Taxation.

ARTICLE ONE: The name of the Corporation shall be J & J TRUCK REPAIR, INC.

ARTICLE TWO: The Corporation is formed for the purpose of engaging in the repair of motor vehicles and for the further purpose of exercising all the powers granted to a Maryland Corporation by the Public General Laws of Maryland, both now and in the future.

ARTICLE THREE: The address of the principal office of the Corporation is 67 E. Thomas Avenue, Baltimore, Maryland 21225.

ARTICLE FOUR: The resident agent of the Corporation is Jerry D. Bonner whose address is 67 E. Thomas Avenue, Baltimore, Maryland 21225.

ARTICLE FIVE: The Corporation shall have authority to issue 10,000 shares of stock, all of one class with a par value of $10.00 per share.

ARTICLE SIX: The number of directors shall be two and Jerry D. Bonner and Joyce Bonner shall serve as directors until the first annual meeting and until their successors are elected and qualified.

Jerry D. Bonner
Jerry D. Bonner - Incorporator

Joyce A. Bonner
Joyce Bonner - Incorporator

1986 OCT 27 AM 11:41
E. G. SCHAFER
CLERK

2859 0476

0000 0359

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

I hereby certify that on this 17th day of October, 1985 before 491 page 289 me, a Notary Public of the State of Maryland, Jerry D. Bonner and Joyce Bonner appeared and they acknowledged the aforegoing Articles of Incorporation for J & J TRUCK REPAIR, INC., to be their act.

Twila Darlene Killian
NOTARY PUBLIC
Twila Darlene Killian

My Commission expires July 1, 1990.

TWILA DARLENE KILLIAN • NOTARY PUBLIC • Anne Arundel County, Md.

2859 0477

0000 0360

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 290

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

DOCUMENT CODE 02 D BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

TOTAL FEES 40

✓ Check _____Cash

_____Documents on _____checks

APPROVED BY: PCM

BPP

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Henry Conway
4024 Belle Grove Rd
Balto Md 21225

NOTE:

2859 0478

0000 0361

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

VOL 191 PAGE 292

ARTICLES OF INCORPORATION
OF
J & J TRUCK REPAIR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 27, 1986 AT 11 34 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2224699

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
HENRY CONWAY
4024 BELLE GROVE ROAD
BALTIMORE MD 21225

0840300115J

A 213910

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2859 0475

AT5-060

00000362

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

191 PAGE 293 10/28/86 at 11:59 .m.

corrent

ARTICLES OF INCORPORATION

OF

SODA POP SHOP SUPERETTE, INC.

THIS IS TO CERTIFY;

FIRST: The undersigned, WILLIAM S. GANN, whose post office address is: 5 Light Street, Suite 800, Baltimore, Maryland 21202, 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:

SODA POP SHOP SUPERETTE, INC.

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

To buy, or otherwise obtain, hold, store, sell or otherwise dispose of, or trade in, goods, wares, and merchandise, including groceries, beverages, table and household goods generally, foods and food products, of all kinds and descriptions as well as materials and all things required in the growing, manufacture or production of such goods, wares, and merchandise; to grow, produce, manufacture, or otherwise acquire such goods, wares, and merchandise; to refine, pack or otherwise prepare such goods, wares and merchandise for sale, market, storage, or trade, and to have to acquire, to own, and to do all things necessary or desirable in the conduct of a business such as aforesaid.

1987 MAR 11 AM 11:41
M. ELLE SCHAFER
CLERK

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CLERK'S NOTATION
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(a) 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.

(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 the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good will, franchises, or assets by the issue, in accordance with the Laws of Maryland, of stock, bonds or other securities of the Corporation or otherwise.

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

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

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CLERK'S NOTATION
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(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 amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

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

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

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

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CLERK'S NOTATION
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(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 be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the requirements of subsection (b) of Section 2-419 of the Corporations Article of the Annotated Code of Maryland (1975, 1979 Cumulative Supplement) are complied with.

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

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

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CLERK'S NOTATION
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(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 to 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 or all 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 principle office of the Corporation in this State is 7175 Baltimore-Annapolis Boulevard, Glen Burnie, Maryland 21061. The Resident Agent of the Corporation is Brian Ford, whose post office address is 401 Grove Ridge Court, Linthicum, Maryland 21090. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

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CLERK'S NOTATION
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SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of no par value, all of which shares are of one class and are designated common stock.

SEVENTH: The number of directors of the Corporation shall be three (3) or more in number, 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 annual meeting or until their successors are duly chosen and qualified are:

BRIAN FORD

SANDRA FORD

BRIAN ISENNOCKAR

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act, on this 28 day of October, 1986.

Witness:

Brian Ford

CLERK'S NOTATION
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LAW OFFICES
CAGAN, GANN & ZIMLIN
SUITE 800
S LIGHT STREET
BALTIMORE, MARYLAND 21202

DANIEL W. CAGAN
WILLIAM S. GANN
GERALD A. ZIMLIN

AREA CODE 301
727-5565
244-0100

October 20, 1986

Department of Taxation and Assessments
301 W. Preston Street
Baltimore, Maryland 21201

Gentlemen:

This is to advise that the undersigned, Brian Ford, principal shareholder in Soda Pop Shop, Inc. hereby consents to the use of the name `SODA POP SHOP SUPERETTE, INC.'

This is to verify that I am involved in the operation and ownership of Soda Pop Shop Superette, Inc., and it is hereby requested that the Articles of Incorporation filed with your office be approved.

Thanking you for your anticipated cooperation, I am

Very truly yours,

Brian Ford

Brian Ford

191 PAGE 300

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	22	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
		_____
__		Other_____
		_____
TOTAL FEES		

42 Check _____ Cash

_____Documents on _____checks

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Cozen, Gann + Finkler
5 Light St #800
Balt, Md 21202

NOTE:

APPROVED BY: A

Bpp

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CLERK'S NOTATION
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191 PAGE 301

ARTICLES OF INCORPORATION
OF
SODA POP SHOP SUPERETTE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 28, 1986 AT 11 59 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

8

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 22	$

D2224715

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
CAGAN, GANN & ZIMLIN
5 LIGHT STREET
SUITE 800
BALTIMORE MD 21202

084C3001153

A 213912

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 0859 0466

AT5-060

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CLERK'S NOTATION
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M

ARTICLES OF INCORPORATION

191 PAGE 302

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FIRST: I, Harry J. Hulson, whose post office address is 700 Berry Rd., 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 referred to as the "Corporation") is Karen A. Hulson Memorial Fund, Inc.

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

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable and educational purposes, all for the public welfare, and for no other purposes, and to that end to take and hold by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition

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1987 MAR 11 AM 11:41
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/15/86 at 2:11 p.m.

CLERK'S NOTATION
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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; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for scientific, educational, and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

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CLERK'S NOTATION
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the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article THIRD are the following:

To operate a non-profit fund for arts, theater, communications scholarships.

FOURTH: The post office address of the principal office of the Corporation in this State is 700 Berry Road, Glen Burnie, MD 21061. The name and post office address of the Resident Agent of the Corporation in this State is Harry J. Hulson, 700 Berry Road, Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in this State.

FIFTH: The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock. The number of qualifications for; and other matters relating to its members shall be as set forth in the by-laws of the Corporation.

SIXTH: The number of Directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Harry J. Hulson
Bonnie L. Hulson
John D. Hulson
Brenda A. Clauss

SEVENTH: Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered and paid over to any other charitable organization (as hereinafter defined) of this or any other State, having a similar or analogous character or purpose, in some way associated with or connected with the corporation to which the property previously belonged.

EIGHTH: The Corporation may by its By-Laws make any other provisions or requirements for the arrangement or conduct of the business of the Corpora-

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

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

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

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other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation thes 15th day of September, 1986, and I acknowledge same to by my act.

Harry J. Hulson

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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 308

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	22	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

TOTAL FEES 42

_____Check 42 Cash

1 Documents on 1 checks

APPROVED BY: [signature]

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS:
Harry J Hulson
700 Berry Rd
Glen Burnie, Md 21061

NOTE:

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CLERK'S NOTATION
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191 PAGE 309

ARTICLES OF INCORPORATION
OF
KAREN A. HULSON MEMORIAL FUND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 15, 1986 AT 10:11 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 22	$

D2200095

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 210854

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER 2847 FOLIO 2610

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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

191 PAGE 310

APPROVED FOR RECORD
9/22/86 at 9:06 a

R. E. BOYER ENTERPRISES, INC.

ARTICLES OF AMENDMENT

R. E. BOYER ENTERPRISES, INC., a Maryland corporation having its principal office in Baltimore City, 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 ARTICLES SECOND, THIRD, FOURTH, FIFTH, SIXTH AND SEVENTH, and inserting in lieu thereof the following:

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

R. E. BOYER JR. ENTERPRISES, INC.

THIRD: The Corporation is a close corporation authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland,

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

(a) To engage in the business of operating a Gasoline Service Station;

(b) To acquire by purchase or in any other manner and take, receive, own, hold, use, employ, improve and otherwise deal with any interest in real or personal property;

(c) To sell, lease, exchange, transfer, convey, mortgage, pledge and otherwise dispose of any or all of its assets;

(d) To make contracts and guarantees, to incur liabilities and borrow money; but the corporation will not act as a surety;

1987 MAR 11 AM 11:42
H. ERLE SCHAFER
CLERK

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1986 SEP 22 A 9:06

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CLERK'S NOTATION
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CLERK'S NOTATION
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(e) To engage in any other lawful business or activity and to exercise any power now or from time to time hereafter permitted by the General Laws of the State of Maryland relating to corporations, without regard to whether such business, activity or power is appropriate to promote and/or attain the other purposes set forth in this Article.

FIFTH: The address of the principal office of the Corporation in this State is: 7400 Fort Smallwood Road, Baltimore, Maryland 21226. The resident agent of the Corporation is: Roland E. Boyer Jr., whose address is: 7310 Green Acres Drive, Glen Burnie, Maryland 21061. The resident agent is a citizen of the State of Maryland who resides here.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5000) shares without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The Corporation elects to retain a Board of Directors. There shall be two (2) initial directors who shall act until the first annual meeting or until successors are duly chosen and qualified. The number of directors may be increased or decreased pursuant to the Bylaws of the Corporation. The names of the directors are (1) Roland E. Boyer, Jr., and (2) Patricia L. Boyer.

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CLERK'S NOTATION
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SECOND: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and there is no stock entitled to vote on the matter either outstanding or subscribed for at the time of approval.

IN WITNESS WHEREOF: R. E. BOYER JR. ENTERPRISES, INC., has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary on August 27, 1986.

ATTEST: R. E. BOYER JR. ENTERPRISES, INC.

Patricia L. Boyer, Secretary — Roland E. Boyer, Jr., President

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

Roland E. Boyer, Jr., President

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CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

VOL 191 PAGE 313

DOCUMENT CODE 09a B BUSINESS CODE 03 COUNTY _____

D 2191187 ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	20	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 3
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) R.E. Boyer Jr. Enterprises, Inc.

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: George V. Frederick Jr
8593 Main Ave
Pasadena, Md 21122

NOTE:

TOTAL FEES _____ 29 Check 9 Cash

2 Documents on 1 checks

APPROVED BY: _____

CERTIFIED COPY MADE

2849 2438

0000 0382

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VOL 191 PAGE 314

ARTICLES OF AMENDMENT

OF

R.E. BOYER ENTERPRISES INC.

Changing its name to

R. E. BOYER JR. ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 9:06 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:

$

RECORDING FEE PAID

$ 20.00

SPECIAL FEE PAID:

$

drb

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

A 211060

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2849 2434

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1986 SEP 22 A 10:40

191 PAGE 315

DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-22-86 AT 10:40 A.M.

EAGLE DEVELOPMENT CORPORATION

ARTICLES OF AMENDMENT

EAGLE DEVELOPMENT CORPORATION, a Maryland corporation, (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 deleting therefrom in its entirety Article SIXTH and by substituting in lieu thereof the following new Article SIXTH:

"SIXTH: The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended. The Corporation elects to have no Board of Directors."

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

IN WITNESS WHEREOF EAGLE DEVELOPMENT CORPORATION has caused these presents to be signed in its name and on its behalf by its President and to be attested by its Secretary on this 16th day of September, 1986, and its President acknowledges that these Articles of Amendment are the act and deed of the 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 information, knowledge and belief.

ATTEST:

62658141

EAGLE DEVELOPMENT CORPORATION

Jean L. Wroten, Secretary

By: William J. Wroten, President

1986 NOV 21 AM 11:42
SDAFER
CLERK

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191 PAGE 316

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 09 BUSINESS CODE 03 COUNTY

D1711191 ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor)

Surviving (Transferee)

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	20	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	7	1 Certified Copy 1 p
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Parthership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name)

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code

ATTENTION:

MAIL TO ADDRESS:
James Praley
PO Box 1330
Glen Burnie Md 21061-3592

TOTAL FEES 27

✓ Check ___ Cash

___ Documents on ___ checks

NOTE:

APPROVED BY: gd

CERTIFIED COPY MADE

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CLERK'S NOTATION

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CLERK'S NOTATION
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191 PAGE 317

ARTICLES OF AMENDMENT

OF

EAGLE DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 10:40 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211066

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 2849 241
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

ATS 060

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CLERK'S NOTATION
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191 PAGE 318

1986 AUG 26 A 9:35

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-22-86 at 10:07a.m.

ARTICLES OF AMENDMENT
OF
T & T SUNOCO, INC.

THIS IS TO CERTIFY:

FIRST: We, STEPHEN R. TAYLOR, whose post office address is 340 Bar Harbor Road, Linsadena, Maryland 21122, and EDWARD E. POOLEY, whose post office address is 106 Mountain Road, Apartment 2B, Glen Burnie, Maryland 21061 being the only directors of T & T Sunoco, Inc., a Maryland Statutory Close Corporation, do hereby amend the Charter of said Corporation with the purpose and intent of terminating its status as a Statutory Close Corporation and for other reasons. These Articles of Amendment shall replace fully the Articles of Incorporation previously filed herein. These Articles of Amendment were approved by a majority of the entire board of directors; and no stock entitled to be voted on the matter was outstanding or subscribed for at the time of approval.

SECOND: The name of the corporation (hereinafter "the Corporation") is T & T SUNOCO, INC.

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

(1) To operate a retail sales outlet for the sale of gasoline and other automotive products and services; and,

(2) To act as an agent, factor, broker or representative of any business which sells, leases, markets, transports, distributes, produces or renders goods and/or services; and,

(3) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and

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H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
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otherwise dealing in and with goods, wares and merchandise of every class and description; and,

(4) To engage in and carry on any other business which may be conducted in conjunction with or related to the business of the Corporation; and,

(5) To purchase, lease, hire, or otherwise acquire, hold, own, develop, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of any personal property and rights and privileges therein, suitable or convenient for the business of the Corporation; and,

(6) To purchase, acquire, sell, lease, mortgage, improve, develop, invest and otherwise deal in real estate and leasehold property of every kind wheresoever situated; and,

(7) To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the Corporation has the power to conduct, and to hold, utilize, enjoy, and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation; and,

(8) To apply for, obtain, purchase, or otherwise acquire, any patents, patent rights, copyrights, licenses, franchises, privileges, inventions, improvements, trademarks, trade names, rights, processes, formulas, labels, designs and the like, which may seem capable of being used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses

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in respect of, sell, traffic in, exchange and otherwise turn to account the same; and,

(9) To acquire by purchase, subscription or otherwise, and to hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any share 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, 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 individual holders, 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; and,

(10) To borrow money and from time to time to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations for money borrowed or in payment for property acquired, or for any other objects or purposes of the Corporation or its business, and to secure the payment of any such obligations by mortgages, pledge, deed, indenture, agreement or other instrument of trust or by other lien upon, assignment of , or agreement in regard to, all or any part of the property, rights, privileges or

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CLERK'S NOTATION
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franchises of the Corporation, wheresoever situated, whether now owned or hereafter to be acquired; and,

(11) To enter into, make, perform and carry out contracts of every kind for any lawful purpose, without limit as to amount with any person, firm, association or Corporation; and

(12) In general, to do any or all of the things hereinabove set forth, and such other things as are incidental or conducive to the attainment of the objective and purposes of the Corporation as principal, factor, agent, contractor, or otherwise, either alone or in conjunction with any person, firm, association or corporation, and in carrying on its business, and for the purposes of attaining or furthering any of its objects to make and perform contracts of any kind and description, and to do such other acts and things and to exercise any and all such powers to the same extent as a natural person might or could possibly do to the extent permitted by law; and to organize or promote or facilitate the organizaton of subsidiary companies; and,

(13) To conduct business in the State of Maryland, in any other State of the United States, in the District of Columbia, and in the Territories and Colonies of the United States, and in foreign countries, and have one or more offices in the State of Maryland, and to hold, purchase, mortgage, and convey real and personal property in and outside of the State of Maryland in any of said States, Districts, Territories, Colonies or foreign countries, subject to the laws of such

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CLERK'S NOTATION
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States, Districts, Territories, Colonies or foreign countries; and,

(14) Subject to the provisions hereof, to engage in and carry on any lawful business and to exercise and enjoy all the powers, rights and privileges conferred by the General Laws of the State of Maryland and the Corporations and Associations Article of the Annotated Code of Maryland, whether now in force or hereafter enacted, upon corporations formed thereunder and defined in said sales as ordinary business corporations.

FOURTH: The post office address of the principal office of the Corporation in this State is 6807 Ritchie Highway, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Stephen R. Taylor, 340 Bar Harbor Road, Pasadena, Maryland 21122.

Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

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, provided that:

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

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

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(3) The name(s) of the director(s) who shall act until the first annual meeting or until his/her successor is or successors are duly chosen and qualified are:

EDWARD E. POOLEY	106 Mountain Road Glen Burnie, Maryland 21061
JAMES BARNES	47 Henry Street Overlen, Maryland
STEPHEN R. TAYLOR	340 Bar Harbor Road Pasadena, Maryland 21122

SIXTH: The total amount of capital stock which the Corporation has authority to issue is one thousand (1,000) shares of common stock with a par value of One Cent.

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 its stock, with or without par value of any class, whether now or hereafter authorized, and securities convertible into shares of its stock, with or without par value of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

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

3. The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article 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.

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 corporation into the Corporation;

(d) 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;

(e) The sale, lease, exchange or other transfer of all,

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CLERK'S NOTATION
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or substantially all, of the property and assets of the Corporations, including its goodwill;

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

(g) The voluntary or involuntary liquidation, dissolution or winding-up of the Corporation; such action shall be effective and valid only if taken or approved by the stockholders by an affirmative vote of a majority of the votes entitled to be cast thereon, after due authorization and/or approval and/or advise of such action by the Board of Directors as required by law, notwithstanding any provision other than as provided in this Article SEVENTH, Paragraph 3.

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: No contract or other transaction between the Corporation and any other corporation, whether or not a majority of the capital stock of which shall be owned by the Corporation, shall be affected or invalidated by reason of the

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fact that any one or more of the Board of Directors of the Corporation is or are interested in, or is a director or officer, or are directors or officers of such other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in any contract or transaction of the Corporation or in which the Corporation is interested; and no contract, act or transaction of the Corporations with any person or persons, firm or corporation, shall be affected or invalidated by the fact that any director or directors of the Corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation; and each and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from his contracting with the Corporation for the benefit of himself/herself or any firm, association or corporation in which he/she may be in anyway interested.

TENTH: (1) As used in this Article TENTH, any word or words that are defined in Section 2-418 of the Corporation and Associations Article of the Annotated Code of Maryland (1981, Ch.737) (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

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CLERK'S NOTATION
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accordance with the Indemnification Section, Supra.

(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, Supra, on 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 uder 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 proceeeding, that indemnification of such corporate representative other than a present or former director or officer, is proper in the circumstances.

ELEVENTH: The Corporation shall assume all obligations entered into by its predecessor Corporation, T & T Sunoco, Inc., a Maryland Statutory Close Corporation.

IN WITNESS WHEREOF, we have signed these Articles of

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CLERK'S NOTATION
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191 PAGE 328

Amendment this 14 day of Aug. , 1986 , and I acknowledge the same to be our act.

T & T Sunoco, Inc., by the Board of Directors.

Steph R Taylor (pres)
STEPHEN R. TAYLOR

Edward E Pooley
EDWARD E. POOLEY

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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 329

CLERK'S NOTATION
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DOCUMENT CODE 09B BUSINESS CODE 03 COUNTY 52

D 2132769 ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	32	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other _____
		_____
__		Other _____
		_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
David Cohen
Hyatt Legal Services
6700 Ritchie Highway #472
Glen Burnie, MD 21061

TOTAL FEES 32

✓Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: RD

2850 0112

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

191 PAGE 330

ARTICLES OF AMENDMENT

OF

T & T SUNOCO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 10:07 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID
$

RECORDING FEE PAID
$ 32.00

SPECIAL FEE PAID
$

drb

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

A 211088

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

2850 100

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CLERK'S NOTATION
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191 PAGE 331

1986 SEP 23 A 10:54

GARBCO, INC.

1986 SEP 15 A 10:43
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD
9/23/86 at 10:54 a.m.

CERTIFICATE OF CORRECTION

GARBCO, Inc., a Maryland corporation, having its principal office at 611(A) N. Hammonds Ferry Road, Linthicum, Maryland 21090 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: This Certificate of Correction corrects the Articles of Amendment and Restatement of the Corporation (hereinafter referred to as the "Articles").

SECOND: The name of the sole party to the Articles is George Briggs, President, for and on behalf of GARBCO, Inc.

THIRD: The Articles were filed for record with the State Department of Assessments and Taxation of Maryland on July 28, 1986.

FOURTH: As previously filed, Article Second, Paragraph 3, of the Articles stated, in part:

> Immediately following the date on which these Articles of Amendment and Restatement shall be filed and approved by the SDAT, each holder of Old Preferred Stock shall exchange each share of his or her Old Preferred Stock without par value then outstanding for 64 shares of New Preferred Stock without par value and each holder of Old Common Stock shall exchange each share of his Old Common Stock without par value then outstanding for 100 shares of New Common Stock without par value so that upon the acceptance of these Articles of Amendment and Restatement the following shares shall be issued and outstanding to the following shareholders in the following classes and amounts:

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02668261

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CLERK'S NOTATION
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FIFTH: Article Second, Paragraph 3, of the Articles, is hereby corrected to state:

> Immediately following the date on which these Articles of Amendment and Restatement shall be filed and approved by the SDAT, each holder of Old Preferred Stock shall exchange each share of his or her Old Preferred Stock without par value then outstanding for 64 shares of New Preferred Stock without par value and each holder of Old Common Stock shall exchange each share of his Old Common Stock without par value then outstanding for 100 shares of New Common Stock without par value so that upon acceptance of these Articles of Amendment and Restatement the following shares shall be issued and outstanding to the following shareholders in the following classes and amounts provided, however, that for purposes of Article III of the Stockholders Agreement dated November 11, 1982, the New Preferred Stock held by each stockholder shall be valued at $3.12 per share and the New Common Stock held by each stockholder shall be valued at $2.00 per share, such that, in the aggregate, the shares of New Preferred Stock and New Common Stock shall have same value as the shares of Old Preferred Stock and Old Common Stock, respectively:

SIXTH: This Certificate of Correction does not:

(1) Alter the wording of any resolution which was adopted by the Board of Directors or the stockholders of any party to the Articles; or

(2) Make any other change or amendment which would not have complied in all respects with the requirements of the Corporations and Associations Article of the Annotated Code of Maryland at the time the Articles were filed; or

(3) Change the effective date of the Articles; or

(4) Affect any right or liability accrued prior to the filing hereof, except that any right or liability accrued or incurred by reason of the error or defect being corrected shall be

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CLERK'S NOTATION
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exinguished by the filing of this Certificate of Correction in the person having the right has not detrimentally relied on the Articles before said correction.

IN WITNESS WHEREOF, the 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 the 29th day of August, 1986, and its President acknowledges that this Certificate of Correction is the act and deed of the Corporation and, under the penalties of perjury, that the matters and facts set forth herein are true in all material respect to the best of his knowledge, information and belief.

ATTEST:

GARBCO, INC.

Regina Briggs, Secretary

By: George Briggs, President

2851 0309

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STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

191 PAGE 33

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

DOCUMENT CODE 17 9 BUSINESS CODE _____ COUNTY _____

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
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66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75	5	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other ~~Certified Copy~~
__		Other _____

TOTAL FEES _____

14 Check _____ Cash

1 Documents on 2 checks

APPROVED BY: MSK

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Shapiro & Olander
2000 Charles Center S.
36 S. Charles St
Balt, Md 21201

NOTE:

2851 0310

0000 0404

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

0000 0405

CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/2/86 at 9 a.m.

ARTICLES OF AMENDMENT

OF

A FRAME OF MINE, INC.

A MARYLAND CLOSED CORPORATION,

ORGANIZED PURSUANT TO TITLE 4 OF THE

CORPORATION AND ASSOCIATIONS ARTICLE OF THE

ANNOTATED CODE OF MARYLAND

A FRAME OF MINE, INC., a Maryland Corporation, having its principal office at 464 Lymington Road, Severna Park, Maryland 21146 (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:

> **ELEVENTH:** The Corporation shall be a closed corporation, as authorized by Title IV of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

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

IN WITNESS WHEREOF, A FRAME OF MINE, 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 22nd day of August, 1986, and its President acknowledges that these Articles of Amendment are the act and deed of A FRAME OF MINE, 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.

62658146

ATTEST:

A FRAME OF MINE, INC.

_____

By: Paul H. Darrow
PAUL H. DARROW

_____

By: John R. Burch, Jr.
JOHN BURCH, JR.

1987 MAR 11 AM 11:42
H. ERLE SCHAFER
CLERK

2850 0062

0000 0406

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 337

CLERK'S NOTATION
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DOCUMENT CODE 09 BUSINESS CODE ✓ COUNTY

D2136527 ___P.A ___Religious ✓ Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	20	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: M. E. Spurgin
Gloucester

MAIL TO ADDRESS: Hillman, Brown & Darrow
221 Duke of Gloucester
Annap, Md 21404-0668

TOTAL FEES _____

20 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: _____

NOTE:

2850 0063

0000 0407

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

VOL 191 PAGE 338

ARTICLES OF AMENDMENT

OF

A FRAME OF MINE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 9:00 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

drb

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

A 211105

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

AT5-060

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CLERK'S NOTATION
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191 PAGE 339

ARTICLES OF INCORPORATION

FOR

MIN LEASING, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/18/86 at 12:52 .m.

FIRST: I, WILLIAM F. JONES whose address is 13 Francis Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of Maryland.

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

MIN LEASING, INC.

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

1. To engage in the leasing and sale of vehicles and other commercial equipment.

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 201, 706 Giddings Avenue, Annapolis, Maryland 21401. 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.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 5,000 shares, with no par value.

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

1. If there is not stock outstanding, the number of Directors may be less than three, but not less than one; and

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

The name of the Director who shall act until the

1987 MAR 11 AM 11:42
HERBERT SCHAFER
CLERK

W

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CLERK'S NOTATION
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first annual meeting or until his successor is duly chosen and qualified are:

WILLIAM F. JONES

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

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

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

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

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

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

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

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may

CLERK'S NOTATION
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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 18th day of Sept, 1986.

WITNESS:

Patricia P. Gyes

William F. Jones
WILLIAM F. JONES

MLIA

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 342

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
		_____
__		Other_____
		_____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: William Jones
13 Franklin St.
Annapolis, Md 21401

TOTAL FEES _____

40 Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: A

2849 0496

0000 0412

CLERK'S NOTATION
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191 PAGE 343

ARTICLES OF INCORPORATION
OF
MIN LEASING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 18, 1986 AT 12:52 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2203537

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211291

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2849 0492

ATS-060

0000 0413

CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

VOL 191 PAGE 344

APPROVED FOR RECORD
9/18/86 at 2:00 p.m.

CHESTERFIELD SYSTEMS CORPORATION

ARTICLES OF INCORPORATION

FIRST: The following persons 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:

Name	Address
Mary Crossin	975-A South Rolfe Street Arlington, Virginia 22204
Kathleen Winslow	1919 Park Road, N.W. Washington, D.C. 20010
Julie Rappaport	5109 Dudley Lane, #102 Bethesda, Maryland 20814

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

THIRD: The purpose or purposes for which the Corporation is organized are:

To market, provide, and sell auto detailing and to own or operate any and all equipment and facilities related thereto.

1987 MAR 11 AM 11:42
HERBERT SCHAFER
CLERK

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CLERK'S NOTATION
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VOL 191 PAGE 345

In general, to carry on any business connected with or incidental to the foregoing purposes, which are set forth by way of illustration and not of limitation, and the foregoing purposes shall be construed as powers, as well as purposes, and neither the whole nor any part of this Article shall be construed to exclude, expressly or by inference, any purpose or power, general or specific, which a corporation may have, expressly or by inference, as permitted by Section 2-103 of the Corporations & Associations Article of the Annotated Code of Maryland, the United States, or any state, now or hereafter in effect, and all such purposes or powers under such laws and statutes shall be available to the Corporation.

FOURTH: The post office address of the principal office of the Corporation in this State is 3413 Stonehall Court,

2849 0522

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Beltsville, Maryland 20725. The name and post office address of the Resident Agent of the Corporation in this State are John Afleck, 3413 Stonehall Court, Beltsville, Maryland 20725.

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

FIFTH: The aggregate number of shares which the Corporation is authorized to issue is one thousand shares of Common Stock. The designation of the class of shares, the number of shares of such class, and the par value, of such shares are as follows:

Number of Shares	Class	Series (if any)	Par Value Per Share	Aggregate Par Value
1,000	Common	None	$1.00	$1,000.00

SIXTH: The holder of each outstanding share shall be entitled to one vote in each matter submitted to a vote at a meeting of shareholders.

SEVENTH: 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

CLERK'S NOTATION
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stock of the Corporation of any class now or hereafter authorized, or any bonds, debentures or other securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

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

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

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

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

Name	Address
John Afleck	3413 Stonehall Court Beltsville, Maryland 20725
William H. Bode	2821 Chesterfield Place, N.W. Washington, D.C. 20008
Beth Gaylord	1260 21st St., N.W. Washington, D.C. 20036

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NINTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and the directors and stockholders:

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

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.

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191 PAGE 349

IN WITNESS WHEREOF, we have made, subscribed and verified these Articles of Incorporation this 12th day of Sept., 1986.

Mary Crossin (Incorporator)

Kathleen Winslow (Incorporator)

Julie Rappaport (Incorporator)

I hereby swear that Mary Crossin, Kathleen Winslow, and Julie Rappaport came before me on Sept 12, 1986 and executed above document.

Judith E. Snyder
Notary

My Commission Expires:
My Commission Expires August 31, 1990

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STATE OF MARYLAND
State Department of Assessments and Taxation

191 PAGE 350

Gene L. Burner, Director

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	22-	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Sonnenschein, Nath & Rosenthal
1301 15th St N.W.
Suite 1100
Wash. D.C. 20005-2686

TOTAL FEES 42.00

✓ Check ___ Cash

___ Documents on ___ checks

NOTE:

APPROVED BY: DMC

2849 0527

0000 0420

CLERK'S NOTATION
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191 PAGE 351

ARTICLES OF INCORPORATION
OF
CHESTERFIELD SYSTEMS CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 18, 1986 AT 02:00 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED

J.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 22	$

D2203594

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211297

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2849 0520

ATS-060

00000421

CLERK'S NOTATION
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191 PAGE 352

RECEIVED
SEP 10 1986
LESTER BROOKS ASSOCIATES, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
SEP 19 1986

1987 MAR 11 AM 11:42
HERBLE SCHAFER
CLERK

ARTICLES OF INCORPORATION
OF
TRIANGLE SALES, INC.

FIRST: I, BERNARD F. McKERNAN, whose post office address is P.O. Box 539, Arnold, Maryland 21012, 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:

TRIANGLE SALES, INC.

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

(1) To engage in the business of representing manufacturers and distributors of stationary equipment, supplies, and related products and systems and representing manufacturers and distributors of computer supplies, software, hardware, and related products and systems;

(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; and

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

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

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

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CLERK'S NOTATION
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(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 P.O. Box 539, 1517 Ritchie Highway, Suite 204, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this state is Ronald A. Baradel, 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 Five Thousand (5,000), divided into One Thousand (1,000) shares of Class A Common Stock without par value, and Four Thousand (4,000) shares of Class B Common Stock without par value.

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

1. Except as hereinafter provided with respect to voting powers, the Class A Common Stock and the Class B Common

2849 1979
0000 0423

CLERK'S NOTATION
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Stock of the Corporation shall be identical in all respects.

2. With respect to voting powers, except as otherwise required by the Corporations and Associations Article of the Annotated Code of Maryland, the holders of Class A Common Stock shall possess all voting powers for all purposes, including by way of illustration and not of limitation, the election of directors, and the holders of Class B Common Stock shall have no voting power whatsoever, and no holder of Class B Common Stock shall vote on or otherwise participate in any proceedings in which actions shall be taken by the Corporation or the stockholders thereof or be entitled to notification as to any meeting of the Board of Directors or the stockholders.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than three (3), provided that 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: Bernard F. McKernan.

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

2849 1980
0000 0424

CLERK'S NOTATION
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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 an 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

2849 1981
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CLERK'S NOTATION
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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.

(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under

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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 10 day of September, 1986, and I acknowledge the same to be my act.

WITNESS:

Melissa M. Morrison

Bernard F. McKernan
BERNARD F. McKERNAN

6864D-457

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STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

191 PAGE 358

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DOCUMENT CODE 02 VS BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	22	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	12	1 Certified Copy 6p
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS:
Randall E. Goff
Council, Baradel et al
222 Severn Avenue
P.O. Box 3323
Annapolis Md.
21403-0323

NOTE:

TOTAL FEES 54.00

✓ Check ___ Cash

1 Documents on 1 checks

APPROVED BY: DK

2849 1984

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CLERK'S NOTATION
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191 PAGE 360

ARTICLES OF INCORPORATION
OF
TRIANGLE SALES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 18, 1986 AT 08:49 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20	$ 22	$

D2203818

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211319

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER 2849 FOLIO 1977

ATS-080

00000429

CLERK'S NOTATION
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Mr.

VOL. 191 PAGE 361

ARTICLES OF INCORPORATION
OF

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/19/86 at 9:59 a.m.

George P. Sherman Inc.

ARTICLE I

NAME: The name of the corporation shall be George P. Sherman Inc.

ARTICLE II

PURPOSE: The purposes for which this corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the State of Maryland, as they may be amended from time to time.

ARTICLE III

INITIAL BUSINESS: The corporation initially intends to engage in the business of Manufactures Rep. for products related to the Kitchen, Bath industry, but not limited to such. Buy, sell, trade residentual, commercial real estate for the benefit of the corp. and its stock holders only. Act as general contractors. with its principal office situated at 307 Edgewater Dr. Edgewater, MD. 21037

ARTICLE IV

BOARD OF DIRECTORS AND INCORPORATORS: The initial Board of Directors shall consist of the Directors who are the incorporators and are over 18 years of age. The names and post office addresses of the incorporators and the persons who are to serve as directors until the first annual meeting of the Stockholders, or until their successors are elected and qualified, are:

(name)	(address) / (city/state/zip)
George P. Sherman	307 Edgewater Dr. / Edgewater, MD. 21037
Ruth A. Sherman	307 Edgewater Dr. / Edgewater, MD. 21037
Elizabeth A. Sherman	386 Shore Dr. / Annapolis MD. 21401

62628111

1987 MAR 11 AM 11:42
H. ERLE SCHAFER
CLERK

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FORM 3001

2849 0608

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CLERK'S NOTATION
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ARTICLE V

NUMBER OF DIRECTORS: The number of persons to serve on the Board of Directors shall be fixed by the Bylaws, but in no case shall the number be less than 2 Two or more than 9 Nine. The Directors need not be Stockholders of the Corporation unless so required by the Bylaws. The Board of Directors shall be elected by the Stockholders at their annual meeting to be held on the first Monday of Decmember each year, or such other day as the Bylaws may provide, and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a majority of the whole board, designate one or more committees which to the extent provided in said resolution or resolutions or in the Bylaws shall have and may exercise all powers of the Board of Directors on the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be fixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated on the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The Board of Directors may elect such officers as the Bylaws may specify, who shall, subject to the provisions of the Statutes, have such titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter or repeal the Bylaws of this corporation or any article therein.

ARTICLE VI

PRIVATE PROPERTY: The private property of the Stockholders, Directors, Officers, employees and/or Agents of the corporation shall be forever exempt from all corporate debts of any kind whatsoever.

ARTICLE VII

INDEMNIFICATION OF OFFICERS AND DIRECTORS: The corporation shall indemnify every Director and Officer, or his or her heirs, executors and administrators against expenses reasonably incurred by him or here in connection with any action, suit or proceeding to which he or she may be a party by reason of his or her being, or having been, a Director or Officer of the corporation except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for negligence or misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which corporation is advised by counsel that the person to be indemnified did not commit such a breach of duty. This right of indemnification shall not be exclusive of other rights to which he or she may be entitled. As used in this Article, expenses shall include amounts of judgements, penalties or fines rendered or levied against such officer or director and the amounts paid in settlement by him or her in such settlement shall have been approved by the Board of Directors of the Corporation.

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CLERK'S NOTATION
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ARTICLE VIII

CAPITAL STOCK: (Check the appropriate block below and complete the capitalization article).

☐ The corporation shall have the authority to issue 1,000 Shares of Common Stock, each share to have No Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors, and may be designated as voting or non-voting at the time of issuance.

☐ The corporation shall have the authority to issue _____ Shares of Common Stock, each share to have a Par Value of $ _____ : The shares may be issued upon such terms as the Board of Directors may from time to time authorize including the designation as to whether such shares shall be voting or non-voting.

☐ The corporation shall have the authority to issue two classes of stock. The classification and par value of each share of stock shall be as follows: _____ Shares of Common Stock with _____ Par Value, designated as Class A Common Stock; and _____ Shares of Preferred Stock with a Par Value of $_____ each share, designated as Class B Preferred Stock.

Said preferred stock may be issued from time to time in one or more classes or series, with such dividend rates, voting rights, rights of conversions, rights upon dissolution or liquidation and with such designations, preferences and relative participation, optional or other special rights or qualifications, limitations or restrictions thereof, as shall be determined by resolution adopted by the Board of Directors at the time such stock is issued.

ARTICLE IX

STATUTORY AGENT: The name and post office address of the initial Statutory Agent for the corporation is:

George P. Sherman 307 Edgewater Dr. Edgewater MD. 21037

ARTICLE X

FISCAL YEAR: The fiscal year of the corporation shall be from Jan. 1 to Dec. 31 of each year.

IN WITNESS WHEREOF, we have set our hands this 17th day of September, 19 86

George P. Sherman
SIGNATURE OF INCORPORATOR
George P. Sherman

Elizabeth A. Sherman
SIGNATURE OF INCORPORATOR
Elizabeth A. Sherman

Ruth A. Sherman
SIGNATURE OF INCORPORATOR
Ruth A. Sherman

STATE OF Maryland)
)ss
COUNTY OF Anne Arundel)

ON THIS 17th day of September, 19 86, before me, the undersigned Notary Public, personally appeared George P. Sherman, Elizabeth A. Sherman and Ruth A. Sherman known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledge that they execute the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Meg C. Bond
NOTARY PUBLIC

MEG C. BOND NOTARY PUBLIC Anne Arundel Co. Md.

MY COMMISSION EXPIRES: July 1, 1990

FORM 3003

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191 PAGE 364

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 P BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: George P. Sherman, Inc.
307 Edgewater Dr
Edgewater, Md 21037

TOTAL FEES _____

40 Check 40 Cash

1 Documents on 0 checks

NOTE:

APPROVED BY: MSK

2849 0611

0000 0433

CLERK'S NOTATION
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191 PAGE 365

ARTICLES OF INCORPORATION
OF
GEORGE F. SHERMAN INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 19,1986 AT 09:59 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID
$ 20

RECORDING FEE PAID
$ 20

SPECIAL FEE PAID
$

D2204022

TO THE CLERK OF THE 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.

A 211339

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2149 0607

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CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/19/86 1986 SEP 19 A 10:17 at 10:14 A.m.

HENRY J. SOBEL, M.D., P.A.
ARTICLES OF INCORPORATION

FIRST: I, HENRY J. SOBEL, whose post office address is 51 Franklin Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland, including the Professional Service Corporations Subtitle of the Corporations and Associations Article of the Maryland Annotated Code, as amended.

SECOND: The name of the Corporation (which is hereafter referred to as the "Corporation") is HENRY J. SOBEL, M.D., P.A.

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

(1) The practice of medicine, with a specialty of Obstetrics and Gynecology, and to engage in any other lawful purpose and/or business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 51 Franklin Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Henry J. Sobel, 51 Franklin Street, Annapolis, Maryland 21401. Said resident agent is an individual actually residing in this State.

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

SIXTH: The number of directors of the Corporation shall be

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1987 MAR 11 AM 11:42
M. ERLE SCHAFER
CLERK

2849 0684

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CLERK'S NOTATION
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One (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than One (1). The name of the Director who shall act until the first annual meeting or until his successor is duly chosen and qualified is HENRY J. SOBEL.

SEVENTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase , subscribe for, or otherwise acquire any shares of stock of the Corporation of any class nor or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

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

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

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

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

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CLERK'S NOTATION
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3. With respect to:

a. the amendment of the Charter of the Corporation

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

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

d. the issuance of share of stock of any class nor or hereafter authorized, or any securities exchangeable for, or convertible into such shares, or warrant or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares;

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

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

g. the voluntary or involuntary liquidation, dissolution, or winding up of the Corporation;

such action shall be effective and valid only if taken or approved by the stockholders by an affirmative vote of all the votes entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article EIGHTH 3.

NINTH: (1) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and

2849 0686

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CLERK'S NOTATION
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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 all the votes cast by stockholders who were not parties of 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 16th day of September 1986, and I acknowledge same to be my act.

WITNESS:

Helen Davis

HENRY J. SOBEL

2849 0687

0000 0438

191 PAGE 370

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 06 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4 pages
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Owen M. Taylor, Esq. Owen, McDonnell & Taylor, P.A., 1517 Ritchie Hgwy, Suite 208 Arnold, MD 21012

NOTE:

TOTAL FEES $50

✓ Check ___ Cash

1 Documents on 1 checks

APPROVED BY: OWK

2849 0688

0000 0439

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

191 PAGE 371

ARTICLES OF INCORPORATION
OF
HENRY J. SOBEL, M.D., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 19, 1986 AT 10:14 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2204170

TO THE CLERK OF THE 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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211354

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2849 0683

ATS-060

00000990

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

LINTHICUM VIDEO, INC.

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

191 PAGE 372

STATE DEPARTMENT OF ASSESSMENT AND TAXATION
APPROVED FOR RECORD
9/22/86 at 10:33

ARTICLES OF INCORPORATION

FIRST: We, **PAUL E. RADAUSKAS,** Whose Post Office Address is: **232 NATHAN WAY, MILLERSVILLE, MARYLAND 21108;** and, **JOESPH E. KIRKPATRICK,** Whose Post Office Address is: **7164 FURNACE BRANCH ROAD, GLEN BURNIE, MARYLAND 21061;** all being at least eighteen (18) years of age, and acting as Incorporators, do hereby associate ourselves to 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 "corporation") is: LINTHICUM **VIDEO, 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, as amended from time to time.

FOURTH: The purposes for which the corporation is organized are:

1. To engage in the general business of renting and selling prerecorded video and stereo tapes and laser disks of every nature, kind and description;
2. To engage in the general business of renting, selling and servicing video and stereo equipment and accessories of every nature, kind and description; [redacted]

1986 SEP 22 A 10:33

1986 SEP 16 A 11:10

1987 MAR 11 AM 11:42
M. ERLE SCHAFER
CLERK

62658127

2849 0933

0000 0441

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

3. To tender bids and execute contracts as necessary for the above activities; and to carry on all activities and business necessary or incidental to the services above described and mentioned;

4. To own, purchase, acquire, manage, lease, sell, convey, transfer or dispose of real or personal property in furtherance of the general purpose of owning, managing and franchising the services above described and mentioned;

5. To associate with other entities including corporations, individuals, partnerships, and associations in furtherance of the general purpose of owning and managing the services above described and mentioned; and,

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

FIFTH: The amount of the total authorized capital stock of the Corporation shall be Ten Thousand Shares (10,000) of Common Stock at a par value of One Cents ($0.01) per share for an aggregate value of One Hundred Dollars ($100), all one class.

SIXTH: The duration of the corporation shall be perpetual.

SEVENTH: The post office address of the place where the principal office of the Corporation in the State of Maryland will be located is **509 S. CAMP MEADE ROAD LINTHICUM, MARYLAND 21090.** The resident agent of the Corporation is **PAUL E. RADAUSKAS**, whose post office address is **232 NATHAN WAY, MILLERSVILLE,**

2849 0934

0000 0442

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

MARYLAND 21108. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

EIGHTH: The corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be three (3) directors, whose names and post office addresses are as follows:

PAUL E. RADAUSKAS
232 NATHAN WAY
MILLERSVILLE, MD 21108

JOESPH E. KIRKPATRICK
7164 FURNACE BRANCH ROAD
GLEN BURNIE, MARYLAND 21061

CAROL KIRKPATRICK
7164 FURNACE BRANCH ROAD
GLEN BURNIE, MARYLAND 21061

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 29th day of August 1986, and we acknowledge the same to be our act.

WITNESS: INCORPORATORS

Kathleen M. Pasternak — Paul E. Radauskas (SEAL)
PAUL E. RADAUSKAS

Kathleen M. Pasternak — Joseph E. Kirkpatrick (SEAL)
JOESPH E. KIRKPATRICK

2849 0935

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 375

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓ Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS:
Paul Radauskas
232 Nathan Way
Millersville, Md 21108

TOTAL FEES _____

40 Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: A

2849 0936

0000 0444

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

VOL 191 PAGE 376

ARTICLES OF INCORPORATION
OF
LINTHICUM VIDEO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 10:38 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

4

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2204600

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211372

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO
2849 0932

AT5-060

00000445

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/22/86 at 10:18 .m.

SEDGHIS AND DAUGHTERS, INC.
ARTICLES OF INCORPORATION

VOL 191 PAGE 377

FIRST: I, Mohammad A. Sedghi, whose post office address is 141 Severn Way, Arnold, Maryland 21012, being ast 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 SEDGHIS AND DAUGHTERS, INC.

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

A. To engage in retail and commercial purchase, lease, and/or sale of petroleum products, including, but not limited to, gasoline, oil and grease and also to engage in the repair, service and maintenance of automobiles and other motor vehicles, including, but not limited to, the sale and installation of new and used replacement parts and equipment.

B. To operate a retail convenience grocery store for the purchase and sale of food and liquor products and related items.

C. 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 141 Severn Way, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this state is Mohammad A. Sedghi, 141 Severn Way, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this state.

1986 SEP 22 AM 8:18

1987 MAR 4 AM 11:42
CLERK'S SCHAFER

62658133

2849 0944

0000 0446

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

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 two (2). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Mohammad A. Sedghi and Saeed Sedghi.

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

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

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

C. 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

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

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 indemnify its directors, officers, employees and agents to the maximum extent possible in accordance with the provisions of Section 2-418, Corporations and Associations Article, Annotated Code of Maryland; and the Corporation may, in its By-Laws, extend or restrict the power of its directors and/or stockholders to indemnify such directors, officers, employees and agents provided nothing in said By-Laws is inconsistent with the terms of Section 2-418, Corporations and Associations Article, Annotated Code of Maryland, as amended.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 19th day of September, 1986.

WITNESS:

Mohammed-Ali Sedghi
Mohammed A. Sedghi

2849 0946

191 PAGE 380

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Bonna & Rogers
405 W. Penna Ave
Towson, Md 21204

TOTAL FEES _____

40 Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: A

2849 0947

0000 0449

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

VOL 191 PAGE 381

ARTICLES OF INCORPORATION
OF
SEDGHIS AND DAUGHTERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 10:18 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

4

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2204626

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211374

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

2849 0943

ATS 000

00000 0950

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

191 PAGE 382

DECORA STONE, INC.
1174 W. Central Avenue
P.O. Box 123
Davisonville, Maryland 21035

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-22-86 at 10:00 a.m.

September 18, 1986

State Department of Assessments
and Taxation
301 W. Preston Street
Baltimore, Maryland 21201

Dear Sir or Madam:

This letter is to confirm that Decora Stone, Inc. consents to the use of the name "Decora Stone of Maryland, Inc." by the new corporation to be formed in the State of Maryland in accordance with the Articles of Incorporation attached.

Very truly yours,

DECORA STONE, INC.

By: Adam J. Zagami, President

AJZ/dlw
Enclosure

1987 NOV 11 AM 11:42
HERBERT SCHAFER
CLERK

2849 0983

0000 0451

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

ARTICLES OF INCORPORATION

OF

DECORA STONE OF MARYLAND, INC.

VOL 191 PAGE 383

FIRST: The undersigned, ADAM J. ZAGAMI, whose post office address is 1174 W. Central Avenue, P.O. Box 123, Davidsonville, Maryland 21035, a resident of the State of Maryland, over eighteen (18) years of age, does hereby constitute himself an incorporator with the purpose of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

"DECORA STONE OF MARYLAND, INC."

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

(a) To engage in the business of manufacturing, selling and installing stone coverings. To manufacture, produce, import, purchase or otherwise acquire, hold, own, export and sell, at retail and wholesale, or otherwise dispose of stone coverings of any and all kinds.

(b) To acquire by purchase of 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 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.

FILED SEP 22 A 8:00

62658107

2849 0984

024/091686/1980D/0184D

0000 0452

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

(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 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

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CLERK'S NOTATION
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restricting or limiting the other, nor shall the foregoing enumeration of specific powers be deemed in any way to limit or restrict in any manner the general powers hereinbefore enumerated or the general powers of the Corporation and the enjoyment thereof as conferred by law.

FOURTH: The post office address of the principal office of the Corporation is 1174 W. Central Avenue, P.O. Box 123, Davidsonville, Maryland 21035. The name and post office address of the Resident Agent of the Corporation in this State is Howard A. Rubenstein, 600 Mercantile Bank & Trust Bldg., 2 Hopkins Plaza, Baltimore, Maryland 21201, an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of common stock, all of one class, with no 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, 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 of Stockholders or until their successors are duly chosen and qualify are: Adam J. Zagami, Sylvia Zagami and Josephine Ratherdale.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize, from time to time, the issuance of shares of the Common Stock of the Corporation, of no par value for such consideration as the Board of Directors may deem advisable, provided that when the consideration is other than money, the Board of

2849 0986

0000 0454

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

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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 18th day of September, 1986, and I acknowledge the same to be my act.

WITNESS:

_____ _____ (SEAL)
ADAM J. ZAGAMI

2849 0987

0000 0455

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

VOL. 191 PAGE 387

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
		Other_____
		Other_____

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Tony Lopez
Adelberg Rudow
2 Hopkins Plaza #608
Balt, Md 21201

TOTAL FEES 40

✓ Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: JN

2849 0988

0000 0456

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

191 PAGE 388

ARTICLES OF INCORPORATION
OF
DECORA STONE OF MARYLAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID
$ 20

RECORDING FEE PAID
$ 20

SPECIAL FEE PAID
$

D2204683

TO THE CLERK OF THE 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.

A 211380

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2849 0982

0000 0457

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

VOL 191 PAGE 389

KERO-DEL OF MARYLAND INC.
ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-22-88 at 1604 a.m.

FIRST: The undersigned Charles Allan Brosseau, whose post office address is 7646 Water Oak Point Rd. Pasadena, Md., 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 KERO-DEL OF MARYLAND INC.

THIRD: The purposes for which the corporation is formed are as follows:
(1) To provide retail sales and delivery of 1-K kerosene to residential consumers.
(2) To sell or lease kerosene storage and dispensing equipment to those same residential consumers.
(3) To provide wholesale sales and delivery of 1-K kerosene to retail dealers.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 7646 Water Oak Point Rd. Pasadena, Md. 21122. The name and post office address of the resident agent of the Corporation in Maryland are Charles Allan Brosseau 7646 Water Oak Point Rd. Pasadena, Md. 21122.

1997 MAR 11 AM 11:42
HAROLD SCHAFER
CLERK

62658451
1986 SEP 19 A 11:50

1986 SEP 22 A 11:04

2849 0993

0000 0458

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

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 $0.01 a share, all of one class, and having an aggregate par value of $1000.00.

SIXTH: The number of directors of the Corporation shall be one (1) which number may be increased or decreased pursuant to the bylaws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the name of the director who shall act until the first meeting or until their successors are duly chosen and qualified is Charles Allan Brosseau.

SEVENTH: The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders: None.

EIGHTH: The duration of the Corporation shall be perpetual.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this nineteenth day of September, nineteen-hundred and eighty-six, and severally acknowledge the same to be my act.

Charles A. Brosseau 9/19/86

Charles Allan Brosseau

2849 0995

0000 0460

191 PAGE 392

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

TOTAL FEES 40

✓ Check ____ Cash

____ Documents on ____ checks

APPROVED BY: [illegible]

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Charles Brosseau
7646 Water Oak Point Rd
Pasadena, MD 21122

NOTE:

2849 0996

0000 0461

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

191 PAGE 393

ARTICLES OF INCORPORATION
OF
KERO-DEL OF MARYLAND INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 11:04 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

4

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2204709

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211382

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2949 0992

ATS 060

00000462

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

M

ARTICLES OF INCORPORATION

A Maryland Close Corporation

9/22/86

MUTUAL ENTERPRISES, INC.

9:58 a

FIRST: I, Jerold K. Nussbaum, Esq., whose post office address is 101 Ridgely Avenue, Suite 11, Annapolis, Maryland 21401, being over eighteen (18) years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

MUTUAL 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:

A) To purchase and own transportation equipment;

B) To provide transportation services and equipment for the overland shipment of commercial, nonpassenger freight; and

1987 MAR 11 AM 11:42
MARYLE SCHAFER
CLERK

1986 SEP 22 A 9:58

62658106

2849 1013

0000 0463

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

C) 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 5511 Gloucester Street, Churchton, Maryland 20733. The name and post office address of the Resident Agent of the Corporation is Jerold K. Nussbaum, Esq., 101 Ridgely Avenue, Suite 11, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

SIXTH: The Corporation shall be perpetual in duration.

SEVENTH: 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.

EIGHTH: The Corporation elects to retain a Board of Directors. There shall be one (1) initial director who shall act until the first annual meeting or until her successor or successors is (are) duly chosen and qualified. The number of directors may be increased pursuant to the Bylaws of the Corporation. The name of the director is:

LINDA J. HUSK

0000 0484

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 22nd day of September, 1986, and I acknowledge the same to be by act.

Jerold K. Nussbaum, Esq.
Jerold K. Nussbaum, Esquire

2849 1015

191 PAGE 397

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

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

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

~~F0873360~~ ___P.A ___Religious ✓ Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 3
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other
__		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Jerold K. Nussbaum
101 Ridgely Ave Ste 11
Annap, Md 21401

TOTAL FEES _____

49 Check _____ Cash

1 Documents on 1 checks

NOTE:

APPROVED BY: JMSK

2849 1016

0000 0466

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

VOL 191 PAGE 398

ARTICLES OF INCORPORATION
OF
MUTUAL ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 09:58 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2204741

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211386

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

2849 1012

AT5-060

00000487

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

191 PAGE 399

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

RIGGS MARINE APPRAISALS LIMITED

APPROVED FOR RECORD
9/22/86 at 10:19 .m.

ARTICLES OF REVIVAL

1. The name of the corporation at the time the charter was forfeited was:

Rigg's Marine Appraisals, Limited

2. The name which the corporation will use after revival is:

Riggs Marine Appraisals, Ltd.

3. The name and address of the resident agent are:

William Comrie Gibson
36 Williams Drive, P. O. Box 25
Annapolis, MD 21401

4. These Articles of Revival are for the purpose of reviving the charter of the corporation which was forfeited during terminal illness of an officer. 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 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;

6. The address of the principal office in this state is: 36 Williams Drive, P. O. Box 25, Annapolis, MD 21401.

1987 MAR 11 AM 11:43
H. ERLE SCHAFER
CLERK

62658088

2851 0338

0000 0468

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

Execution of Articles of Revival

The undersigned last acting president and last acting treasurer of the corporation acknowledge the articles to be their act.

William Comrie Gibson

William Comrie Gibson, Last Acting President

W.C. Gibson

Last Acting Treasurer

Notarized Affidavit

I, William Comrie Gibson, President of Riggs Marine Appraisal, Ltd., hereby declare that the previously mentioned corporation has paid all state and local taxes and all interest and penalties due by the corporation to the best of my knowledge, information, and belief, or which would have become due if the charter had not been forfeited whether or not barred by limitations.

William C. Gibson

William Comrie Gibson

I hereby certify that on 8/29/86 before me, the subscriber, a notary public of the State of Maryland in and for Anne Arundel County, personally appeared William Comrie Gibson 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 Lynn A. Kunzin

My commission expires: July 1990

2851 0339

0000 0469

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 401

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

DOCUMENT CODE 18A BUSINESS CODE _____ COUNTY 52

D0421701 ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66	20	Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

TOTAL FEES _____

50 Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: A

Name Change (New Name) Riggs Marine Appraisals, Ltd.

✓ Change of Name
✓ Change of Principal Office
✓ Change of Resident Agent
✓ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: William Gibson
POBx 25
Annapolis, Md 21401

NOTE:

2851 0340

0000 0470

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

0000 0471

191 PAGE 402

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

ARTICLES OF REVIVAL

OF

RIGG'S MARINE APPRAISALS, LIMITED

Changing its name to

RIGG'S MARINE APPRAISALS, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 10:19 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$	$ 20.00	$ 30.00

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211407

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER FOLIO 2851 0137

AT5-060

0000 0472

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

191 PAGE 403

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-22-86 at 10:39a m.

WARFIELD COMMUNITY ASSOCIATION, INC.
Articles of Revival

FIRST: The name of the corporation at the time the charter was forfeited was Warfield Community Association, Inc.

SECOND: The name which the corporation will use after revival is Warfield Community Association, Inc.

THIRD: The name and address of the Resident Agent is Louis Hyatt, Inc., 1919 West Street, Annapolis, Maryland, 21401.

FOURTH: These Articles of Revival are for the purpose of reviving the charter of the corporation.

FIFTH: At or prior to filing 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 wehter or not barred by limitations.

SIXTH: The address of the principal office in this State is 1894 Arwell Court, Severn, Maryland, 21144.

1987 MAR 11 AM 11:43
H. ERLE SCHAFER
CLERK

62658420

FILED SEP 22 A 10: 39

2850 0131

0000 0473

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

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

Donna C. Redd
DONNA REDD
Last Acting President

Carolyn Wass
CAROLYN WASS
Last Acting Secretary

2850 0132

0000 0474

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

I, DONNA REDD, President of the Warfield Community Association, Inc., hereby declares that the previously mentioned corporation has no real estate tax obligations as it does not own any real estate.

Donna C. Redd
DONNA REDD, President
Warfield Community
Association, Inc.

I HEREBY CERTIFY that on the 11th day of August, 1986 before me, the subscriber, a Notary Public of the State of Maryland, in and for Baltimore City, personally appeared DONNA REDD 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 Notary Seal.

Linda A Clarke Davis
NOTARY PUBLIC

My Commission expires 7/1/90.

2850 0133

0000 0475

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

191 PAGE 406

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

MENT CODE 18 BUSINESS CODE 04 COUNTY 52

D 0739235 ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66	20	Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75	10	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

TOTAL FEES 30

✓ Check ___Cash

___Documents on ___checks

APPROVED BY: gb

Name Change
(New Name) _____

___ Change of Name

✓ Change of Principal Office

✓ Change of Resident Agent

✓ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Louis Hyatt, Inc
1919 West St.
Annapolis Md 21401

NOTE:

2850 0134

0000 0476

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

VOL 191 PAGE 407

ARTICLES OF REVIVAL

OF

WARFIELD COMMUNITY ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 10:39 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$	$ 20.00	$ 10.00

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211411

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

2850 0130

AT5-060

00000477

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

~~SECOND AMENDMENT~~

amended ARTICLES OF INCORPORATION

OF

ATLANTIC TRADE MART, LTD.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-24-86 at 9:52a M.

FIRST: Harry A. Inman, whose post office address is Gibson Island, Maryland 21056, being eighteen (18) years of age or older, acting as incorporator, does hereby make this amended art. of inc. ~~second amendment~~ to the Articles of Incorporation of Atlantic Trade Mart, Ltd., originally formed January 5, 1982, under and by virtue of the general laws of the State of Maryland as follows:

SECOND: The name of the corporation is International Merchandise Mart, Ltd.;

THIRD: The purpose or purposes for which the corporation is oragnized are:

a) To establish an international trade mart or marts which will lease to, contract with, and for, advertise for, promote, facilitate and develop, business activities of foreign and domestic exporters and importers, manufacturers, retailers and wholesales of any product, mineral, service or design.

b) To engage in, establish offices for, any mercantile, manufacturing or trading business of any kind or character whatsoever in the United States and throughout the world and to transact all activity incidental to any such business.

1997 MAR 11 AM 11:43
H. ERLE SCHAFER
CLERK

1986 SEP 24 A 9:52

62678074

2851 0423

0000 0478

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

191 PAGE 409

c) To conduct research, investigations and examinations of businesses and enterprises of every kind and description in the United States and throughout the world with the purpose of securing information and particulars for the investment and employment of capital.

d) To undertake and transact business of all kinds relating to the gathering and distribution of financial and investment information and statistics in the United States and throughout the world.

e) To transact the business of advertising, in promoting and developing the business of other corporations, partnerships, or individuals for hire or upon commission or otherwise, by and through the means of preparing advertising for other corporations, partnerships or individuals, newspapers, books, booklets, prospectuses, magazines, circulars, pamphlets, radio, or television or any other similar advertising media.

f) To provide services including consulting, market research, advertising, marketing, product research and design, insurance (other than acting as principal, agent or broker in the sale of insurance or risks resident or located, or activities performed, in the United States, except for insurance covering the transportation of cargo from any point of origin in the United States to a point of final destination outside the United States), legal assistance, transportation (trade documentation, freight forwarding,

2851 0424

0000 0479

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

191 PAGE 410

communications, processing of foreign orders to and for exporters and foreign purchasers, warehousing, foreign exchange transactions and financing.

g) Leasing, acquiring, taking title to, holding, utilizing, disposing of and otherwise transacting in goods, equipment, commodities and other personal property, tangible and intangible, of every type.

h) In general, to carry on any other business connected with or incidental to the foregoing objects and purposes, and to have and exercise all the powers conferred by the laws of the State of Maryland upon corporations formed under the general laws of the State of Maryland.

The aforegoing enumeration of purposes, objects and business of the corporation is made in furtherance, and not in limitation, of the powers conferred upon the corporation by law and is not intended, by the mention of any particular purpose, object or business, 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 the State of Maryland.

2851 0425

0000 0480

CLERK'S NOTATION
Document submitted for rec
in a condition not permitt
satisfactory photographic rep
duction.

FOURTH: The address of the principal office of the corporation in the State of Maryland is Gibson Island, Maryland 21056. The resident agent of the corporation is Harry A. Inman and the post office address of said resident agent is Gibson Island, Maryland 21056.

FIFTH: The total number of shares of stock which the corporation is authorized to issue is One Thousand (1,000) shares of voting common stock, having a par value of Ten Cents ($.10) per share and an aggregate par value of One Hundred Dollars ($100.00).

SIXTH: The number of directors of the corporation shall be two (2). The number of directors of the corporation may not be increased to more than five (5), or decreased to not less than one (1), pursuant to the By-laws of the corporation. The name of the directors who shall act until the first annual meeting or until their successor or successors are elected and qualified are Harry A. Inman and Michael A. Daniels.

SEVENTH: The shareholders of the corporation shall not have the preemptive right to acquire a pro rata portion of any shares of stock, other than initially authorized stock, issued by the corporation.

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

CLERK'S NOTATION
Document submitted for recor
in a condition not permittin
satisfactory photographic repr
duction.

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 is hereby empowered to make, alter, amend or repeal, from time to time, the By-laws of the corporation.

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 this 22 day of September 1986.

Harry A. Inman

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 10A B BUSINESS CODE 03 COUNTY 52

D1360940 ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	20	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	1 Certified Copy SP
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

TOTAL FEES 31

_____Check _____Cash

_____Documents on _____checks

APPROVED BY: [illegible]

Name Change (New Name) International Merchandise Mart, Ltd

✓ Change of Name

✓ Change of Principal Office

✓ Change of Resident Agent

✓ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Harry Inman
Patton, Boggs
2550 M St, NW
Wash, DC 20037

NOTE: H.I. auth correcting title

2851 0428

0000 0483

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

191 PAGE 414

AMENDED ARTICLES OF INCORPORATION

OF

ATLANTIC TRADE MART, LTD.

Changing its name to

INTERNATIONAL MERCHANDISE MART, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND SEPTEMBER 24, 1986 AT 9:52 O'CLOCK A. M. AS IN CONFORMITY
Effective: 1/5/82, at 8:30 AM

WITH LAW AND ORDERED RECORDED.

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

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211428

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER FOLIO

ATS-060

00000484

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

ARTICLES OF SALE AND TRANSFER
OF
GRAPE JELLI DEL I, INC.

VOL 191 PAGE 415

1986 SEP 19 A 10:54

ARTICLES OF SALE AND TRANSFER entered into this 31st day of July, 1986, by and between GRAPE JELLI DEL I, INC., a Maryland Title 4 Closed Corporation, (the "Transferor"), and DON'S DELI AND CATERING, INC. (the "Transferee").

APPROVED FOR RECORD 9/19/86 at 9:00a.m.

THIS IS TO CERTIFY:

FIRST: Transferor does hereby agree to sell, assign and transfer all those assets listed on the attached Schedule A, and all inventory, goodwill, lease and other assets to Transferee, his successors and assigns, as hereinafter set forth.

SECOND: The name, post office address, and principal place of business of the Transferee is:

7201 Standard Drive
Hanover, Maryland 21076

THIRD: The name and state of organization of the Corporation party to these Articles of Sale and Transfer are as follows:

Transferor: GRAPE JELLI DEL I, INC., a Corporation organized under the laws of the State of Maryland.

Transferee: DON'S DELI AND CATERING, INC., a Corporation organized under the laws of the State of Maryland.

FOURTH: The nature and amount of consideration to be paid by the Transferee for the property herein transferred to it as set forth in Article FIRST herein, is $62,500.00, plus dollar for dollar on the inventory.

FIFTH: The principal office of the Transferor is in Anne Arundel County, State of Maryland. Transferor has no interest in land.

SIXTH: The address of the Transferee in the State of Maryland is in Anne Arundel County, Maryland. Transferee has no interest in land.

SEVENTH: The Corporation has elected to have no board of directors. The Stockholders of Transferor on July 31, 1986, by unanimous informal vote adopted a resolution approving the sale of assets under the terms of said unanimous Stockholders resolution. The Board of Directors of Transferee on July 31, 1986 by unanimous informal vote adopted a resolution approving the sale of assets under the terms of said unanimous Directors resolution, fulfilling all the requirements imposed by Transferee's Articles and By-Laws.

L:S1

1987 MAR 11 AM 11:43

H. ERLE SCHAFER
CLERK

2853 0542

0000 0485

CLERK'S NOTATION
Document submitted for recor
in a condition not permittin
satisfactory photographic repr
duction.

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

IN WITNESS WHEREOF, GRAPE JELLI DEL I, INC. and DON'S DELI AND CATERING, INC., parties to these Articles of Sale and Transfer, have caused these Articles of Sale and Transfer to be signed and acknowledged in the name of and on behalf of each party to these Articles of Sale and Transfer by its President and attested by the Secretary or an Assistant Secretary, as of the day and year first above written.

ATTEST:

SECRETARY.

GRAPE JELLI DEL I, INC.

By: (SEAL)
RICHARD STROM, President

(SEAL)
YVONNE STROM, Vice-President

The undersigned, President and Secretary of GRAPE JELLI DEL I, INC. , on behalf of said Corporation, who executed the foregoing Articles of Sale and Transfer, of which this certificate is made a part, hereby acknowledge, in the name of and on behalf of said Corporation, the foregoing Articles of Sale and Transfer to be the corporate act of said Corporation, and further certify that to the best of their 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.

SECRETARY.

RICHARD STROM, President

2853 0543

0000 0486

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

IN WITNESS WHEREOF, DON'S DELI AND CATERING, INC., Transferee of these Articles of Sale and Transfer have caused these Articles of Sale and Transfer to be signed and acknowledged in the name of and on behalf of Transferee to these Articles of Sale and Transfer by its President and attested by its Secretary, as of the day and year first above written.

ATTEST: DON'S DELI AND CATERING, INC.

JoAnn Srebroski
Secretary

BY: Don Sr
President (SEAL)

The undersigned, President and Secretary of DON'S DELI AND CATERING, INC., on behalf of said Corporation, who executed the foregoing Articles of Sale and Transfer, of which this certificate is made a party hereby acknowledges, in the name of and on behalf of said Corporation, the foregoing Articles of Sale and Transfer to be their corporate act of said Corporation, and further certify that to the best of their knowledge, information, and belief, the matters and facts set forth therein, with respect to the approved thereof, are true in all material respects under the penalties of perjury.

ATTEST: DON'S DELI AND CATERING, INC.

JoAnn Srebroski
Secretary

BY: Don Srebroski
President (SEAL)

Ll:Jelli

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

SCHEDULE A

191 PAGE 418

ITEMS INCLUDED IN SALE OF DELI-

Note- Specific model numbers and exact sizes available on request.

1. Swede Cash Register
2. Manitowac Ice Maker
3. 6 tall stainless shelving units
4. 2 short stainless shelving units
5. 4 drawer filing cabinet
6. Bread rack- stainless
7. 2 Gold-N-Chef sandwich units- refrigerated and double door
8. Cecilware wall mounted double broiler
9. Star double burner hot plate
10. Sharp Carousel Microwave Oven and stand & one (1) other microwave oven
11. 4 stainless steel worktables- 30x72
12. Stainless work table on wheels- 30x48
13. Hobart receiving scale
14. Hobart slicer with service contract
15. Traulsen Double door refrigerator
16. Traulsen Double door freezer
17. Heavy duty plastic utility cart
18. Table mounted commercial can opener
19. Assorted portion control scales, bus pans, frying and broiling pans, scoops, utensils, sandwich units bins and lids, trays, bowls and dishes.
20. Floor mats
21. Signage including magnetic signs for delivery
22. Water heater
23. Heating and air conditioning system
24. 3 counter stools

2853 0545

0000 0488

CLERK'S NOTATION
Document submitted for reco
in a condition not permitti
satisfactory photographic repr
duction.

..ME INCLUDED PAGE 2

25. Stromberg Carlson phone system

26. Food Processor

27. Commercial trash cans

28. Floor safe

29. 3 compartment stainless sink

30 Hand sink

31. Slop sink

32. Bathroom fixtures

33. 2 fire extinguishers

34. Picnic table with benches

35. Half barrel outside door

2853 0546

0000 0489

191 PAGE 420

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 12 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor): Grape Jelli Deli, Inc D1403955

Surviving (Transferee): Don's Deli and Catering, Inc. D2170108

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64	20	Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: James L. Mayer, 8293 Main St, Ellicott City, Md 21043

TOTAL FEES 20

20 Check _____Cash

1 Documents on 1 checks

NOTE:

APPROVED BY: [signature]

2853 0547

0000 0490

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

ARTICLES OF SALE AND TRANSFER

BETWEEN

GRAPE JELLI DELI, INC. (A MD CORP.) TRANSFEROR

AND

DON'S DELI AND CATERING, INC. (A MD CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 19, 1986 AT 9:00 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211433

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER 2853 FOLIO 0541

AT5-060

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

VOL 191 PAGE 422

1986 SEP 26 A 11:07

DONALD BREWSTER, INC.

9-26-86 11:07a

ARTICLES OF AMENDMENT

DONALD BREWSTER, INC., having its principal office in Pasadena, Maryland (hereinafter referred to as the "Corporation"), hereby certifies to the Maryland State Department of Assessments and Taxation that:

FIRST: The Charter of the Corporation be and hereby is amended to elect to be a Close Corporation, pursuant to Maryland Corporations and Associations Article, Title 4.

SECOND: 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, Donald Brewster.

THIRD: That by written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with the Maryland Corporations and Associations Code Annotated, Section 2-408(c), the Board of Directors of the Corporation duly advised the foregoing amendment, and by written informal action the stockholders of the Corporation, and every subscriber of stock, in accordance with the Maryland Corporations and Associations Code Annotated, Sections 2-505 and 2-401(b)(2)(ii), the stockholders of the Corporation duly approved the said amendment.

IN WITNESS WHEREOF, DONALD BREWSTER, INC. has caused these presents to be signed in its name and on its behalf by its President and to be attested by its Secretary on this 18th day of June, 1986, and its President acknowledges that these

1986 JUN 9 AM 11:43

1987 MAR 11 AM 11:43
HERBERT SCHAFER
CLERK

ROBERT S. McNEILL
Attorney and Counselor at Law
Empire Towers-Suite 313
7310 Ritchie Highway
Glen Burnie, Maryland 21061
(301) 761-9442

62698295

2851 2865

[redacted]

0000 0492

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

Articles of Amendment are the act and deed of DONALD BREWSTER, INC., and, under the penalties of perjury, that the matters and facts set forth with respect to authorization and approval are true in all material respects to the best of his knowledge, information, and belief.

ATTEST:

Joanne R. Brewster Secretary

JOANNE R. BREWSTER,
Secretary

Donald Brewster President

DONALD BREWSTER, INC., by
Donald Brewster,
President

ROBERT S. McNEILL
Attorney and Counselor at Law
Empire Towers-Suite 313
7310 Ritchie Highway
Glen Burnie, Maryland 21061
(301) 761-9442

2851 2866

0000 0493

191 PAGE 424

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 09 P BUSINESS CODE 03 COUNTY _____

D0976845 ___P.A ___Religious ✓ Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	20	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other _____
__		Other _____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Robert Mc Neill
7310 Ritchie Hwy
#313
Glen Burnie, Md 21061

TOTAL FEES 20

✓ Check _____ Cash

_____ Documents on _____ checks

NOTE:

APPROVED BY: _____

2851 2867

0000 0494

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

MOR 191 PAGE 425

ARTICLES OF AMENDMENT

OF

DONALD BREWSTER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 26, 1986 AT 11:07 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211451

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER FOLIO

2851 2864

AT5-060

0000 0995

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-23-86 10:55 AM

ARTICLES OF INCORPORATION
OF
GEORGE T. DAWSON ELECTRICAL CONTRACTORS, INC.

FIRST: I, George T. Dawson, whose post office address is 2543 Housely Road, 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 George T. Dawson Electrical Contractors, Inc..

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

(1) To own, operate, run and manage an electrical contracting business;

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

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

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

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

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

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

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

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

1987 SEP 23 A 10:55
1987 MAR 11 AM 11:43
H. ERLE SCHAFER
CLERK
2850 1272

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CLERK'S NOTATION
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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 2543 Housley Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is George T. Dawson, 2543 Housely Road, 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 two, 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 George T. Dawson and Ruthard Basil.

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.

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CLERK'S NOTATION
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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 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

0000 0498

CLERK'S NOTATION
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expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article NINTH.

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

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

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

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

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of Sept., 1986, and I acknowledge the same to be my act.

WITNESS:

Ruthard A. Bosil

George T. Dawson

George T. Dawson

2850 1275

002041WK.ART

0000 0499

191 PAGE 430

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 5 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4P
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: George Dawson
2543 Housely Rd
Annapolis, MD 21401

TOTAL FEES 50

✓ Check ___ Cash

___ Documents on ___ checks

NOTE:

APPROVED BY: [illegible]

CERTIFIED COPY MADE 2850 1276

0000 0500

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

VOL 191 PAGE 431

ARTICLES OF INCORPORATION
OF
GEROGE T. DAWSON ELECTRICAL CONTRACTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 23, 1986 AT 10:55 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID:	SPECIAL FEE PAID
$ 20	$ 20	$

D2205300

TO THE CLERK OF THE 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

A 211487

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

AT5-060

00000501

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

P and S Contractors Inc.
Articles of Incorporation
(A Close Corporation Under Section 4)

191 PAGE 432

9/23/86 10:10

FIRST: The undersigned, Warren J. Cooper, whose post office is 6201 A Liberty Rd. 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 herein after called The Corporation) is :

P and S CONTRACTORS INC.

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

(a) To make and to enter into any and all kinds of contracts, agreements and obligations by or with any person or persons, coporation or corporations, for the leasing or sale of trucks, motor vehichles 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.

(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 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.

(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 Hauling and Excavating work, as Common, Contract, or Private Carrier, with Full power to perform any and all acts connected therewith or incidental thereto, or necessary or desirable for yhe purpose of said business.

(d) To acquire the good-will, right and property and to under-take 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 stocks 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 business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and manage-ment 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 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 affect-ing 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 the powers conferred upon The Corporation by the General Laws of The State of Maryland, now or hereafter in force.

1987 MAR 11 AM 11:43
H. ERLE SCHAFER
CLERK

1986 SEP 19 A 9:17

0000 0502

2850 2127

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

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 busuness,carry on its operations and have offices and exercise the powers granted by this act,within or without the state.

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 the 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 issurance 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 (2) directors whose names are James White and Henson Spencer,Sr.

NINTH: The total number of shares of stock which may be issued by the Corporation is twenty-five hundred (2500) shares without par value,all of one class.

TENTH: The Corporation shall be a close corporation, under and by virtue of Article 23, Section 4, of the Annotated Code of Maryland.

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

2850 2128

0000 0503

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

IN WITNESS WHEREOF, I Have signed these ARTICLES Of INCORPORATION on this 8th day of September, 1986

Witness

Warren J. Cooper

THE UNDERSIGNED, Warren J. Cooper, who executed the Foregoing Articles of Incorporation, of which this certification 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 therein are true in all material aspects, under the penalties of perjury.

Witness

Warren J. Cooper

2850 2129

0000 0504

STATE OF MARYLAND
State Department of Assessments and Taxation

191 PAGE 435

Gene L. Burner, Director

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

DOCUMENT CODE ~~03~~ 02 BUSINESS CODE 03 COUNTY 52

_____ ___PA ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
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66		Rec. Fee (Revival)
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50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Henson Spencer Jr.
313 Marley Neck Rd
Glen Burnie, Md 21061

TOTAL FEES _____

40 Check _____ Cash

1 Documents on 1 checks

NOTE:

APPROVED BY: _____

2850 2130

0000 0505

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

191 PAGE 436

ARTICLES OF INCORPORATION
OF
P AND S CONTRACTORS INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 23,1986 AT 10:10 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

4

ORGANIZATION AND CAPITALIZATION FEE PAID.	RECORDING FEE PAID.	SPECIAL FEE PAID.
$ 20	$ 20	$

D2205326

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211489

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

A75-060

00008506

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

VOL 191 PAGE 437

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD
9/24/86 at 8:28 .m.

A. D. TELECOMMUNICATIONS SERVICES, INC.
(A Closed Corporation)

ARTICLES OF INCORPORATION

FIRST: I, ALLEN J. TUREK, whose post office address is 123 Bon Air Avenue, Baltimore, Maryland, 21225 being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is **A. D. TELECOMMUNICATIONS SERVICES, INC.**

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

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

(a) To engage in the installation, removal, and/or modification of wiring systems for telephones, computers, data transmission terminals, and related equipment, and to perform all necessary and proper related services and activities in connection therewith.

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

1986 SEP 24 A 8:28

2850 0231

1987 MAR 11 AM 11:43
ANDREE SCHAFER
CLERK

62678013

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

(c) To acquire by purchase or lease, or otherwise, lands, and interest in lands, and to own, hold, improve, develop and manage any real estate so aquired; and to mortgage, sell, lease or otherwise dispose of any lands or interests in lands, and in buildings or other structures, and any stores, shops, suites, rooms or parts of any buildings, or other structures at any time owned or held by the Corporation.

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

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

(f) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time; and to engage in any other lawful purpose and/or business.

FIFTH: The post office address of the principal office of the Corporation in this State is 123 Bon Air Avenue, Baltimore, Maryland, 21225. The name and post office address of the Resident Agent of the Corporation in

2850 0232

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CLERK'S NOTATION
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this State is ALLEN J. TUREK, 123 Bon Air Avenue, Baltimore, Maryland 21225. 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 two (2) directors, whose names are ALLEN J. TUREK and DONALD E. MILLER.

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

NINTH: Except as the By-Laws may otherwise provide, the Corporation shall indemnify any stockholder against reasonable expenses in defense of any action, suit or proceeding to which he was made a party by reason of his serving or having served either the Corporation or any other entity at the request of the Corporation, in any capacity, while an Officer or employee of the Corporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23 day of September, 1986, and I

2850 0233

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CLERK'S NOTATION
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acknowledge the same to be my act.

Allen J. Turek
ALLEN J. TUREK

2850 0234

0000 0510

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓ Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

TOTAL FEES _____

40 Check _____Cash

_____Documents on _____checks

APPROVED BY: A

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Allen Tuck
123 Bon Air Ave
Balt. Md 21225

NOTE:

2850 0235

0000 0511

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

VOL 191 PAGE 442

ARTICLES OF INCORPORATION
OF
A. D. TELECOMMUNICATIONS SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 24,1986 AT 08:28 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID.
$ 20

RECORDING FEE PAID.
$ 20

SPECIAL FEE PAID.
$

D2205946

TO THE CLERK OF THE 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.

A 211530

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

0000 0512

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

191 PAGE 443

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/24/86 at 9:52 A.M.

SUNSET CONSTRUCTION CO., ~~INC.~~

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

ARTICLES OF INCORPORATION

FIRST: I, Robert F. Cleckner, Jr., whose post office address is 8435 Kenton Road, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

(1) To engage generally in the home building and home improvement business, including acting as a general contractor or sub-contractor for the construction, repairing, and remodeling of buildings and public works of all kinds, and for the improvement of real estate, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and convenient or necessary to carry out the purposes herein mentioned.

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HARLE SCHAFER
CLERK

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CLERK'S NOTATION
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(2) To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

(3) To promote or aid in any manner, financially or otherwise, any person, firm, association or corporation, and to guarantee contracts and other obligations.

(4) To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association or corporation, or any government or authority or subdivision or agency thereof.

(5) To carry on any business whatsoever that this corporation may deem calculated, directly, or indirectly, to improve the interest of this corporation and to have and to exercise all powers conferred by the laws of the State of Maryland on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms associations, or corporations, and in any part of the world.

(6) It is intended that each of the objects, purposes, and powers hereinabove set out shall be regarded as independent objects, purposes and powers and that together with all the powers conferred by the Laws of the State of Maryland this corporation shall also have the power to carry on any other business which may be usual, necessary or

CLERK'S NOTATION
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convenient in connection with or incidental to any of the business objects and powers of the corporation as above expressed.

FIFTH: The principal office of the corporation in the State of Maryland will be located at 8435 Kenton Road, Pasadena, Anne Arundel County, Maryland 21122.

SIXTH: The name and post office address of the resident agent of the corporation will be Robert F. Cleckner, Jr., 8435 Kenton Road, Pasadena, Anne Arundel County, Maryland 21122. The said agent is a citizen of the State of Maryland and actually resides therein.

SEVENTH: The capital stock of the corporation in One Thousand Shares (1,000) of one class with no par value.

EIGHTH: The existence of this corporation is to be perpetual.

NINTH: 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 Robert F. Cleckner, Jr..

TENTH: (1) As used in the Article TENTH, any word or words that are defined in Section 2-418 of the Corporation and Associations Articles 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

CLERK'S NOTATION
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191 PAGE 447

acknowledge the same to be my act.

Kimberly D Guite
Witness

Robert F Cleckner Jr
Robert F. Cleckner, Jr.

Gary A Wislow
Witness

STATE OF MARYLAND
COUNTY OF ANNE ARUNDEL

I HEREBY CERTIFY that on this 11th day of September, 1986, before me the subscribed, a Notary Public of the State and County aforesaid, personally appeared Robert F. Cleckner, Jr., who acknowledged the foregoing Articles of Incorporation to be his act.

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

Daniel C Conkling
Notary Public

My Commission Expires July 1, 1990

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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 448

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	W	Organ. & Capitalization
61	W	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
__		Other
__		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Robert F Cleckner Jr.
8435 Kenton Rd
Pasadena, Md 21122

TOTAL FEES 40.00

✓ Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: BJC

2850 0283

0000 0517

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

VOL 191 PAGE 449

ARTICLES OF INCORPORATION
OF
SUNSET CONSTRUCTION CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 24,1986 AT 09:52 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID.
$ 20

RECORDING FEE PAID
$ 20

SPECIAL FEE PAID:
$

D2206035

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND 1632

A 211536

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

AT5-080

0000 0518

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

FOREST DRIVE AMOCO, INC.

ARTICLES OF INCORPORATION

9-24-86 10:07 a.m.

FIRST: I, Alan W. Bernstein, whose post office address is 79 West Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is Forest Drive Amoco, Inc.

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

(1) To operate a gasoline station and car wash and all matters related thereto.

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

FOURTH: The address of the principal office of the Corporation in this State is 1824 Forest Drive, Annapolis, Maryland 21401. The name and address of the Resident Agent of the Corporation in this State is Alan W. Bernstein, 79 West Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is One Hundred (100) shares of common stock, without par value.

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

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

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

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

Harold Feinstein

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

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

1987 MAR 11 AM 11:43
H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
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(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 the prices of redemption of, and the conversion right of, such shares.

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

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

NINTH:

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

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

2850 0344

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CLERK'S NOTATION
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IN WITNESS WHEREOF, I have signed these Articles of Incorporation this _____ day of _____, 1986, and I acknowledge the same to be my act.

WITNESS:

_____ _____
ALAN W. BERNSTEIN

2850 0345

0000 0521

191 PAGE 453

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
		_____
__		Other_____
		_____

TOTAL FEES 40

✓ Check _____Cash

_____Documents on _____checks

APPROVED BY: AD

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Alan Bernstein
PO Box 591
Annapolis Md
21404-0591

NOTE:

2050 346

0000 0522

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

191 PAGE 454

ARTICLES OF INCORPORATION
OF
FOREST DRIVE AMOCO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 24,1986 AT 10:07 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2206159

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211546

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

A15-060

00000923

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

191 PAGE 455

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
DATE 9-25-86 9:46a .M.,

RIDGELY AIRPARK, INC.

A MARYLAND CLOSE CORPORATION

ARTICLES OF INCORPORATION

FIRST: The undersigned, Jeffrey A. Weber, whose address is 2101 Defense Highway, Crofton, Maryland 21114, being at least eighteen (18) years of age, does hereby form a corporation under the General Laws of the State of Maryland.

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

RIDGELY AIRPARK, INC.

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

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

(a) To engage in the business of an airport and related services of all types and services connected therewith in such manner as may be appropriate, and such other activities and enterprises, commercial, personal or otherwise, of every kind and nature as may be undertaken by the corporation.

(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.

1987 MAR 11 AM 11:43
H. ERLE SCHAFER
CLERK

1986 SEP 25 A 9:46

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

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, ware and merchandise of every description, to carry on and transact any and all business concerning real estate transactions and business associated thereto.

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

(f) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames,

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CLERK'S NOTATION
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rights, processes, formulas, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock or any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidence of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland, or of any other state, territory, district, colony, or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in repsect 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

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CLERK'S NOTATION
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interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any such other corporation or association.

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

(j) To carry on any of the business hereinbefore enumerated for itself, or for account of others, or through others for its 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

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CLERK'S NOTATION
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or all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries.

(1) To enter into any contractual relationship and to conduct any business in any way so long as this Corporation shall not be acting in a manner contrary to law.

FIFTH: The post office address of the principal office of the Corporation is: 784 Evergreen Road, Crownsville, Maryland 21032.

SIXTH: The name and post office address of the Resident Agent of the Corporation is: Tracy C. Coleman, Jr., 784 Evergreen Road, Crownsville, Maryland 21032.

SEVENTH: The total number of shares of stock which the Corporation has authority to issue is FIVE THOUSAND (5,000) shares of common of no par value, all of one class.

EIGHTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is Tracy C. Coleman, Jr.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 24th day of September, 1986, and I acknowledge the same to be my act.

Jeffrey A. Weber

2850 0530

0000 0528

191 PAGE 460

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓ Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
		_____
__		Other_____
		_____

TOTAL FEES 40

✓ Check _____Cash

_____Documents on _____checks

APPROVED BY: [illegible]

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Jeffrey Weber
2101 Defense Highway
Crofton Md 21114

NOTE:

2850 0531

0000 0529

CLERK'S NOTATION
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VOL 191 PAGE 461

ARTICLES OF INCORPORATION
OF
RIDGELY AIRPARK, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 25, 1986 AT 09:46 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2206464

TO THE CLERK OF THE 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

A 211572

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE 2950 0625
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO

ATS-060

00000530

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

Commercial Trucks of Maryland, Inc. — VOL 191 PAGE 462

Articles of Incorporation

APPROVED FOR RECORD 9/25/86 at 9:50 a.m.

FIRST: I, Clarke Murphy, Jr. whose post office address is 606 Baltimore Avenue, Towson, Maryland 21204 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 hereinafter referred to as the "Corporation") is

Commercial Trucks of Maryland, Inc.

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

(1) To engage in the business of sales and service of all kinds and descriptions; and to purchase, own and hold stock of other corporations; and

(2) To engage in any activity within the lawful business purpose for which Corporations may be organized under the Maryland general corporation law as now or hereafter in force.

FOURTH: The post office address of the principal office of the Corporation in this state is 9728 Pulaski Highway, Baltimore,

1987 MAR 11 AM 11:43
HERBERT SCHAFER
CLERK

1986 SEP 25 AM 9:50

2850 0401

62688165

0000 0531

CLERK'S NOTATION
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Maryland 21220. The name and post office address of the resident agent of the Corporation in this state is Edward L. Birtic, 3132 Murray Road, Finksburg, Maryland 21048. 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 ten thousand (10,000) shares of common stock having a par value of $10.00 per share.

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 director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Clarke Murphy, Jr.

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

2850 0402

0000 0532

CLERK'S NOTATION
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in a condition not permittin
satisfactory photographic repro
duction.

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

2850 0403

0000 0533

CLERK'S NOTATION
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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 24 day of September, 1986 and I acknowledge the same to be my act.

CLARKE MURPHY, JR.

2850 0404

0000 0534

191 PAGE 466

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Clarke Murphy, Jr
606 Bolt Ave
Towson, Md 21204

NOTE:

TOTAL FEES _____

50 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: MEN

CERTIFIED COPY MADE 2850 0405

0000 0535

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

191 PAGE 467

ARTICLES OF INCORPORATION
OF
COMMERCIAL TRUCKS OF MARYLAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 25,1986 AT 09:50 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2206274

TO THE CLERK OF THE 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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211556

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

AT5-060

00000936

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

VOL 191 PAGE 468

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-24-86 at 10:54 a.m.

1986 SEP 24 A 10:54

ARTICLES OF INCORPORATION

KNIGHTS INVESTIGATIONS, INC.

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

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

THIRD: The purposes for which the Corporation is formed are: (1) To perform investigative services for the legal, business and private sectors and related services, including but not limited to, service of process, security functions; 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 519 Oakmont Court, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State are Guy Thomas Winer, 519 Oakmont Court, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this State.

1987 MAR 11 AM 11:43
H. EARLE SCHAFER
CLERK

02678248

2850 0348

0000 0537

CLERK'S NOTATION
Document submitted for rec
in a condition not permit
satisfactory photographic rep
duction.

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

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

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

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

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

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.

CLERK'S NOTATION
Document submitted for rec
in a condition not permit
satisfactory photographic rep
duction.

(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, 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

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 19th day of September, 1986 and I acknowledge the same to be my act.

BRUCE A. KRAIN

191 PAGE 472

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
		_____
__		Other_____
		_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Bruce Krain
60 West St #401
Annapolis Md 21401

TOTAL FEES 40

✓Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: GS

2850 0352

0000 0541

CLERK'S NOTATION
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VOL 191 PAGE 473

ARTICLES OF INCORPORATION
OF
KNIGHTS INVESTIGATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 24, 1986 AT 10:54 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2206167

TO THE CLERK OF THE 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

A 211547

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

ATS 060

00000542

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

VOL 191 PAGE 474

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-23-86 at 11:25 AM .m.

ARTICLES OF INCORPORATION

OF

L.W.D., INC.

THIS IS TO CERTIFY:

FIRST: The undersigned, ROBERT A. HENLEY, whose post office address is 7439 Baltimore-Annapolis Boulevard, Post Office 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:

L.W.D., 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 acquire and develop real property.

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, to limit or restrict any other purpose, object or business, or to limit or restrict any of the powers of the Corporation, and the said Corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations.

FOURTH: The post office address of the principal office of the Corporation in this State is 7796 Moonfall Court, Pasadena, Maryland 21122. The Resident Agent of the Corporation is Howard E. Webb, whose post office address is 7796 Moonfall Court, Pasadena, Maryland 21122.1 Said Resident Agent is a

1987 MAR 11 AM 11:43
ALENE SCHAFER
CLERK

1986 SEP 23 A 11:25

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2850 0707

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

citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have a Board of Directors consisting of one (1) Director, which number may be increased 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 name of the Director who shall act as such until the first annual meeting of the Stockholder or until his successors are duly chosen and qualified is:

Howard E. Webb

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 ocntract 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

2850 0708

0000 0544

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

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 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

2850 0709

0000 0545

CLERK'S NOTATION
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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 22nd day of September, 1986.

Robert A. Henley
ROBERT A. HENLEY

2850 0710

0000 0546

191 PAGE 478

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4p
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Robert Henley
Lechowicz, Loney
PO Box 849
Glen Burnie Md 21061-0849

NOTE:

TOTAL FEES 50

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: gb

2850 0711

0000 0547

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

VOL 191 PAGE 479

ARTICLES OF INCORPORATION
OF
L.W.D., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 23,1986 AT 11:25 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID
$ 20

RECORDING FEE PAID:
$ 20

SPECIAL FEE PAID:
$

D2206613

TO THE CLERK OF THE 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.

A 211586

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

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

M

ANNAPOLIS BUILDING CONSULTANTS, INC. 191 PAGE 480

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, William J. McWilliams, Jr., whose post office address is 146 Charles Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafer called the " Corporation") is Annapolis Building Consultants, 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 construction, inspection, and review of real property and related inspections and review services.

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

FIFTH: The post office address of the principal office of the Corporation in this State is 146 Charles Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State. The resident agent is William J. McWilliams, Jr., 146 Charles Street, Annapolis, Maryland, 21401.

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

SEVENTH: The number of directors shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the director, who shall act until the first annual meeting or until his successor is duly chosen and qualified is: William J. McWilliams, Jr.

62658085

1987 MAR 11 AM 11:43
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION 2850 0749

APPROVED FOR RECORD
9-22-86 at 9:00 A.M.

0000 0549

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

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 of 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) and 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 or 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 17th day of September, 1986, and I acknowledge the same to be my act.

William J. McWilliams, Jr.

2850 0750

0000 0550

STATE OF MARYLAND
State Department of Assessments and Taxation

191 PAGE 482

Gene L. Burner, Director

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

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Nicholas J. Kalbs
150 Green St #200
Annap, Md 21401

TOTAL FEES 40 Check _____Cash

(1) Documents on (1) checks

NOTE:

APPROVED BY: RL

2850 0751

0000 0551

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

191 PAGE 483

ARTICLES OF INCORPORATION
OF
ANNAPOLIS BUILDING CONSULTANTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22,1986 AT 09:00 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID
$ 20

RECORDING FEE PAID
$ 20

SPECIAL FEE PAID
$

D2206688

TO THE CLERK OF THE 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.

A 211593

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION • OF MARYLAND •

RECORDED IN THE RECORDS OF THE 2850 0248
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

0000 0552

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-25-86 at 9:40a .m.

1986 SEP 25 A 9:40

ARTICLES OF INCORPORATION

OF

JET TILE, 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, JOSEPH J. ESPOSITO, whose post office address is 1033 Sun Valley Drive, 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 JET TILE, 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 selling and installing ceramic tile and other floor and wall coverings; general carpentry; building and/or remodeling residential and commercial buildings; home improvement; and to engage in any other lawful purpose and business.

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

FIFTH: That the post office address of the principal office of the Corporation in this State is 1033 Sun Valley Drive, Annapolis, Anne Arundel County, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Joseph J. Esposito, 1033 Sun Valley Drive,

2850 0862
1987 MAR 11 AM 11:43
H. ERLE SCHAFER
CLERK
62688130
0000 0553

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

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.

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, whose names are Joseph J. Esposito and Howard Tilman.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23 day of Sept., 1986 and I acknowledge the same to be my act.

Witness

Joseph J. Esposito
JOSEPH J. ESPOSITO

2850 0863

0000 0554

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

STATE OF MARYLAND
State Department of Assessments and Taxation 181 PAGE 486
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Alan Chep
PO Box 1852
Annapolis, Md 21404-1852

TOTAL FEES 40

✓Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: JO

2850 0864

0000 0555

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

VOL 191 PAGE 488

ARTICLES OF INCORPORATION
OF
JET TILE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 25, 1986 AT 09:40 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2206902

TO THE CLERK OF THE 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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211610

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

AT5-060

0000 0556

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

M.

191 PAGE 489

ARTICLES OF INCORPORATION

OF

J.B.K. BUILDERS, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/23/86 at 11:35 a.m.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, Edwin A. Lechowicz, whose post office address is 7439 Baltimore-Annapolis Boulevard, Post Office 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:

J.B.K. BUILDERS, 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 to carry on, conduct and engage in any business or activity not contrary to the General Corporation Law of Maryland, and to have and exercise all of the powers conferred upon corporations formed thereunder, including the power or powers, for its own account and for or on the account of others:

(a) To carry on, conduct and engage in the business of a general contractor, construction company and builder and to engage and deal in all aspects of the business or businesses of construction, building, contracting, subcontracting, repairing, remodeling, altering, rehabilitating, designing, demolishing, salvaging, developing and improving of buildings, dwellings, structures and realty, of every nature and description, and the accessories, appurtenances and fixtures thereon and thereto;

(b) To carry on, conduct and engage in the business of a land and real estate developer and to engage and deal in all aspects of the business or businesses of buying, selling, renting, leasing, mortgaging, owning, holding, managing, dealing in or with, subdividing, developing and improving real property, buildings and structures of every nature and description, and the accessories, appurtenances and fixtures thereof and thereto;

(c) In general, to carry on any lawful business whatsoever which is calculated, directly or indirectly, to

1987 MAR 11 AM 11:43
HERLE SCHAFER
CLERK

2850 0906
62668242

0000 0557

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

promote the interests of the Corporation or which shall be conducive to or expedient for the protection or benefit of the Corporation, and to engage in any other lawful purpose and/or business.

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 Corporations 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.

FOURTH: The post office address of the principal office of the Corporation in this State is 405 Maple Lane, N.W., Glen Burnie, Maryland 21061. The Resident Agent of the Corporation is Barbara A. Hussey, whose post office address is 405 Maple Lane, N.W., Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have a Board of four (4) Directors, which number may be increased or decreased in accordance with the By-Laws of the Corporation, but shall never be less than four (4); 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 qualified are:

John Grahe
Kenneth Halsey
Barbara A. Hussey
Howard E. Webb

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 Corportion and of the Directors and Stockholders, shall include the following:

3850 0907

0000 0558

CLERK'S NOTATION
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(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 is so interested, such fact shall be disclosed or shall have been known to the Board of Directors or a majority thereof. Any Director of the Corporation who is also a Director or officer 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 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 by 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;

2850 0908

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

(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 22nd day of September, 1986.

EDWIN A. LECHOWICZ

2850 0909

0000 0560

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 13 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

191 PAGE 493

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	30	Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
		_____
__		Other_____
		_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Edwin A. Lechowicz
7439 Balt Annap Blvd
P.O. Box 849
Glen Burnie, Md 21061-0849

TOTAL FEES 40

40 Check _____Cash

1 Documents on 1 checks

NOTE:

APPROVED BY: [illegible]

2850 0910

0000 0561

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

VOL 191 PAGE 495

ARTICLES OF INCORPORATION
OF
J.B.K. BUILDERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 23,1986 AT 11:35 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID:
$ 20

RECORDING FEE PAID:
$ 20

SPECIAL FEE PAID
$

D2206985

TO THE CLERK OF THE 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

A 211618

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION • OF MARYLAND •

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

2850 0905

0582

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
DATE 9-25-86 TIME 10:00 a.m.

ARTICLES OF INCORPORATION

OF

BWI AIRPORT INDEPENDENT CAB ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Eliot Siskind, whose post office address is 95 Aquahart Road, Suite 215, Post Office Box 128, Glen Burnie, Maryland, 21061-0128, being at least 21 years of age, am forming a corporation under the General Laws of the State of Maryland by the execution and filing of these Articles.

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

BWI AIRPORT INDEPENDENT CAB ASSOCIATION, INC.

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

(1) BWI Airport Independent Cab Association, Inc. exists to promote, protect and further the mutual interests of members; to use all legal means to improve their conditions of work; elevate their standard of their service to the public and to advance the general welfare of its members; to root out disruptive and abusive practices; to devise means of securing, classifying, and distribution among its members information vitally important to the conduct of the members' taxicab business; to foster exchange of ideas among its members; to hold meetings and provide thereat discussion panels on various phases of the members' taxicab business; and have its members cooperate with each other in every way possible for the general welfare of one another.

(2) To unite its members for the purpose of maintaining a compact representative and centralized agency to

1987 MAR 11 AM 11:43
HAROLD SCHAFER
CLERK

62688412

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0000 0563

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

consider, agree, and act in unison upon all matters affecting the activities of its members.

(3) To cooperate for the improvement of all conditions relating to such activities.

(4) To consult with and advise executive and legislative branches of government with respect to regulations, laws, practices affecting the taxicab business of the members.

(5) The Corporation shall have the right to acquire by lease, purchase, gift, devise or legacy any real or personal property, or to rent same, and to hold, own, use, sell, lease or dispose of the same, or to mortgage, pledge or encumber the whole or any part of such property to any extent that the Corporation may desire for the furtherance of its objects and purposes as hereinabove set forth, and, generally, to do all and singular such matters and things as may be necessary to carry out the purposes and objects of the Corporation, and to have and enjoy all of the powers and to do anything permitted by the Corporations and Associations Article of the Annotated Code of Maryland as amended from time to time.

(6) To carry on all or any part of the aforesaid purposes in any or all states, territories, districts, colonies, and dependencies of the Untited States of America and in foreign countries.

FOURTH: The post office address of the principal office of the Corporation in this State is 95 Aquahart Road, Suite 215, Glen Burnie, Maryland, 21061. The name and post office address of the Resident Agent of the Corporation in this State is Eliot Siskind, 95 Aquahart Road, Suite 215, Post Office Box 128,

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

Glen Burnie, Maryland, 21061-0128. Said Resident Agent is a citizen of this State and actually resides therein.

FIFTH: The Corporation shall have no capital stock and shall not engage in business for profit, but shall consist of such persons as shall, pursuant to the terms and provisions of the By-Laws enacted pursuant to Law, be entitled to membership, and the rights, provisions and obligations of such members shall be determined by said By-Laws and by the Board of Directors of this Corporation under and by virtue of said By-Laws.

SIXTH: The number of the 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. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: George Heisterhagen, Leonid Mostovoy, and Mikhail Klyotsin.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 23RD day of SEPT, 1986.

Linda M. White
Witness

Eliot Siskind (SEAL)
ELIOT SISKIND

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

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

THIS IS TO CERTIFY, that on this 23rd day of September, 1986, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared ELIOT SISKIND, and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Linda M. White
Notary Public

My Commission Expires:

July 1, 1990

SPHINX
ERASABLE
BOND CONTENT

2850 1881

0000 0566

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 500

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

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Eliot Siskind
PO Box 128
Glen Burnie Md
21061

TOTAL FEES 40

✓ Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: AS

2850 1882

0000 0567

VOL 191 PAGE 502

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

ARTICLES OF INCORPORATION
OF
BWI AIRPORT INDEPENDENT CAB ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 25, 1986 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2207090

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211625

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

ATS-060

0000 0568

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

9-25-86 at 11:22a m.

VOL 191 PAGE 503

1986 SEP 25 A 11:22

SDS INVESTMENTS, 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: WE, EDWARD F. SNEDIKER, whose post office address is 7916 Royal Mint Place, Pasadena, Maryland 21122, JAMES R. SMITH, whose post office address is 3814 Fairhaven Avenue, Baltimore, Maryland 21226, and MICHAEL J. McCLINTON, whose post office address is 301 Viewing Avenue, Linthicum, Maryland 21090, each being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is SDS INVESTMENTS, 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 acquire by purchase, lease, gift, devise, or otherwise, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, divide, and otherwise handle, deal in, and dispose of real estate, real property, and any interest or right therein, whether as principal, agent, broker, or otherwise, and to manage, operate, service, equip, furnish, alter, and keep in repair dwellings, apartment houses,

1987 MAR 11 AM 11:43
H. FRIESCHAFER
CLERK

FRAME, HALL & DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

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CLERK'S NOTATION
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hotels, office buildings, and real and personal property of every kind, nature, and description, whether as principal, agent, broker, or otherwise, and generally to do anything and everything necessary and proper and to the extent permitted by law in connection with the owning, managing, leasing, and operating real and personal property of any and all kinds.

(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.

The aforegoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation of the powers conferred upon the corporation by law, and is not intended by the mention of any particular purposes, object or business, in any manner to limit or restrict the generality of any purpose, object or business mentioned, or to limit or restrict any powers of the corporations.

FIFTH: The post office address of the principal office of the Corporation in this State is 7916 Royal Mint Place, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is EDWARD F. SNEDIKER, 7916 Royal Mint Place, Pasadena, Maryland 21122. Said Resident Agent is an individual actually residing in this State.

SIXTH: The corporation shall exist as a close corporation until such time as the stockholders, by unanimous consent, shall file Articles of Amendment to change such status all in accordance with Title 4, Corporations and Associations Article, Annotated Code of Maryland.

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. The names of the directors who shall act until the first meeting or until their

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ATTORNEYS AT LAW
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PASADENA, MD 21122

2850 1888

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CLERK'S NOTATION
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successors are duly chosen and qualified are Edward F. Snediker, James R. Smith and Michael J. McClinton.

EIGHTH: The total amount of authorized stock of the corporation is one thousand (1,000) shares of stock of no par value.

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

NINTH: The corporation, upon unanimous approval of the stockholders reserves the right to make from time to time any amendments of this charter which may now or hereafter be authorized by law.

TENTH: 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, pleading, 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

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ATTORNEYS AT LAW
PASADENA PROF. BLDG.
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PASADENA, MD 21122

2850 1889

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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 is reasonably believed to be in or not opposed to the best interests of the corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

(2) The corporation shall indemnify any director or officer of the corporation who was or is a part or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was such a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he 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 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

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ATTORNEYS AT LAW
PASADENA PROF. BLDG.
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PASADENA, MD 21122

2850 1890

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CLERK'S NOTATION
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paragraphs (1) and (2) of this Article TENTH 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 determiniation as to the standard of conduct as provided in paragraph (4) of this Aticle TENTH.

(4) Any indemnification under paragraph (1) and (2) of this Article TENTH (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 TENTH. Such determination shall be made: (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties in such action, suit, or proceedings, or (b) if such a quorum 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 TENTH shall not be deemed exclusive of any rights to which those indemnified may be entitled and shall continue as to a person who

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ATTORNEYS AT LAW
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PASADENA, MD 21122

2850 1891

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CLERK'S NOTATION
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has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representatives of such a person.

ELEVENTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 23 day of September, 1986, and we acknowledge the same to be our act.

Edward F. Snediker
EDWARD F. SNEDIKER

James R. Smith
JAMES R. SMITH

Michael J. McClinton
MICHAEL J. McCLINTON

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

I HEREBY CERTIFY that on this 23 day of September 1986, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared EDWARD F. SNEDIKER, JAMES R. SMITH and MICHAEL McCLINTON and they acknowledged the aforegoing Articles of Incorporation to be their act and deed.

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

Nancy L. Gregory
Notary Public

My Commission Expires:
July 1, 1990

NANCY L. GREGORY
NOTARY PUBLIC
ANNE ARUNDEL CO., MD.
SEAL

FRAME, HALL & DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2850 1892

0000 0574

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

VOL 191 PAGE 509

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	22	Organ. & Capitalization
61	22	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other _____
		Other _____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Vernon Frame
3111 Mountain Rd
Pasadena, Md 21122

TOTAL FEES 44

✓Check _____Cash

2 Documents on 1 checks

NOTE:

APPROVED BY: JS

2850 1893

0000 0575

CLERK'S NOTATION
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LIBER 191 PAGE 510

SDS INVESTMENTS, INC.

(A Maryland Close Corporation)

FRAME, HALL & DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROFESSIONAL BLDG.
3111 MOUNTAIN ROAD
PASADENA, MARYLAND 21122

00005578

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191 PAGE 511

ARTICLES OF INCORPORATION
OF
SDS INVESTMENTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 25, 1986 AT 11:22 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 22	$ 22	$

D2207116

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211627

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

2850 1986

AT5-060

0000 0577

CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

9-25-86 at 11:22 a.m.

SDS GENERAL CONTRACTING & DEVELOPMENT CORPORATION

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

ARTICLES OF INCORPORATION

FIRST: WE, EDWARD F. SNEDIKER, whose post office address is 7916 Royal Mint Place, Pasadena, Maryland 21122, JAMES R. SMITH, whose post office address is 3814 Fairhaven Avenue, Baltimore, Maryland 21226, and MICHAEL J. McCLINTON, whose post office address is 301 Viewing Avenue, Linthicum, Maryland 21090, each being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

SDS GENERAL CONTRACTING & DEVELOPMENT CORPORATION

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

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

(1) To make estimates for itself and for others, and to bid upon, enter into, and carry out contracts for the grading and making of roads, walks, paths, railroads; the construction of bridges, buildings, piers, wharves, fortifications, power plants, and developments, transmission lines, tunnels, subways, drainage, and irrigation systems. To do

1987 MAR 11 AM 11:44
H. ERLE SCHAFER
CLERK

FRAME, HALL & DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2850 1895

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CLERK'S NOTATION
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building, structural, construction, erection, surveying, dredging, shoring, wrecking, salvage, and electrical work of every kind in every part of the world. To manufacture or otherwise produce, buy, sell, and deal in building materials, and all kinds of materials, supplies, and equipment for masons, carpenters,builders, electricians, engineers, and contractors. To acquire, use, employ, sell, and deal in all suitable means, apparatus, machinery, contrivances, equipment, and facilities for prosecuting its 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.

The aforegoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation of the powers conferred upon the corporation by law, and is not intended by the mention of any particular purposes, object or business, in any manner to limit or restrict the generality of any purpose, object or business mentioned, or to limit or restrict any powers of the corporations.

FIFTH: The post office address of the principal office of the Corporation in this State is 7916 Royal Mint Place, Pasadena, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is EDWARD F. SNEDIKER, 7916 Royal Mint Place, Pasadena, Maryladn 21122. Said Resident Agent is an individual actually residing in this State.

SIXTH: The corporation shall exist as a close corporation until such time as the stockholders, by unanimous consent, shall file Articles of Amendment to change such status all in accordance with Title 4, Corporations and Associations Article, Annotated Code of Maryland.

SEVENTH: The number of directors of the Corporation

FRAME, HALL & DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

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CLERK'S NOTATION
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shall be 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 meeting or until their successors are duly chosen and qualified are Edward F. Snediker, James R. Smith, and Michael J. McClinton.

EIGHTH: The total amount of authorized stock of the corporation is one thousand (1,000) shares of stock of no par value.

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

NINTH: The corporation, upon unanimous approval of the stockholders reserves the right to make from time to time any amendments of this charter which may now or hereafter be authorized by law.

TENTH: 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, pleading, 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

FRAME, HALL & DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2850 1997

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CLERK'S NOTATION
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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 is reasonably believed to be in or not opposed to the best interests of the corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

(2) The corporation shall indemnify any director or officer of the corporation who was or is a part or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was such a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he 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 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.

FRAME, HALL & DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2850 1898

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CLERK'S NOTATION
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(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 TENTH 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 determiniation as to the standard of conduct as provided in paragraph (4) of this Aticle TENTH.

(4) Any indemnification under paragraph (1) and (2) of this Article TENTH (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 TENTH. Such determination shall be made: (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties in such action, suit, or proceedings, or (b) if such a quorum 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.

FRAME, HALL & DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2850 1899

0000 0582

CLERK'S NOTATION
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(7) Any indemnification pursuant to this Article TENTH shall not be deemed exclusive of any 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.

ELEVENTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 23 day of September, 1986, and we acknowledge the same to be our act.

Edward F. Snediker
EDWARD F. SNEDIKER

James R. Smith
JAMES R. SMITH

MICHAEL J. McCLINTON

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

I HEREBY CERTIFY that on this 23 day of September 1986, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared EDWARD F. SNEDIKER, JAMES R. SMITH and MICHAEL J. McCLINTON acknowledged the aforegoing Articles of Incorporation to be their act and deed.

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

Nancy L. Gregory
Notary Public

My Commission Expires:
July 1, 1990

NANCY L. GREGORY
NOTARY PUBLIC
ANNE ARUNDEL CO., MD.
SEAL

FRAME, HALL & DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2850 1900

0000 0583

STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

191 PAGE 518

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

____ ___P/A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
20	22	Organ. & Capitalization
61	22	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy ____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other ____
		Other ____

TOTAL FEES 44

✓Check ____Cash

3 Documents on 1 checks

APPROVED BY: gro

Name Change
(New Name) ____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code ____

ATTENTION: ____

MAIL TO ADDRESS: ____

Vernon Frame
3111 Mountain Rd
Pasadena, Md 21122

NOTE:

2850 1901

0000 0584

CLERK'S NOTATION
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SDS GENERAL CONTRACTING &
DEVELOPMENT CORPORATION

(A Maryland Close Corporation)

FRAME, HALL & DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROFESSIONAL BLDG.
3111 MOUNTAIN ROAD
PASADENA, MARYLAND 21122

191 PAGE 519

585 0000

191 PAGE 520

CLERK'S NOTATION
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ARTICLES OF INCORPORATION
OF
SDS GENERAL CONTRACTING & DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 25,1986 AT 11:22 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

1

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 22	$ 22	$

D2207124

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211628

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2850 1394

AT5-060

0000 0586

CLERK'S NOTATION
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M

ARTICLES OF INCORPORATION

OF

H.G.H. CONTRACTORS, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/23/86 at 11:28 a.m.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, Edwin A. Lechowicz, whose post office address is 7439 Baltimore-Annapolis Boulevard, Post Office 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:

H.G.H. CONTRACTORS, 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 to carry on, conduct and engage in any business or activity not contrary to the General Corporation Law of Maryland, and to have and exercise all of the powers conferred upon corporations formed thereunder, including the power or powers, for its own account and for or on the account of others:

(a) To carry on, conduct and engage in the business of a general contractor, construction company and builder and to engage and deal in all aspects of the business or businesses of construction, building, contracting, subcontracting, repairing, remodeling, altering, rehabilitating, designing, demolishing, salvaging, developing and improving of buildings, dwellings, structures and realty, of every nature and description, and the accessories, appurtenances and fixtures thereon and thereto;

(b) To carry on, conduct and engage in the business of a land and real estate developer and to engage and deal in all aspects of the business or businesses of buying, selling, renting, leasing, mortgaging, owning, holding, managing, dealing in or with, subdividing, developing and improving real property, buildings and structures of every nature and description, and the accessories, appurtenances and fixtures thereof and thereto;

(c) In general, to carry on any lawful business whatsoever which is calculated, directly or indirectly, to

1987 MAR 11 PM 11:44
HERMAN SCHAEFER
CLERK

SEP 23 A 11:28

2850 2030

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CLERK'S NOTATION
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promote the interests of the Corporation or which shall be conducive to or expedient for the protection or benefit of the Corporation, and to engage in any other lawful purpose and/or business.

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 Corporations 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.

FOURTH: The post office address of the principal office of the Corporation in this State is 405 Maple Lane, N.W., Glen Burnie, Maryland 21061. The Resident Agent of the Corporation is Barbara A. Hussey, whose post office address is 405 Maple Lane, N.W., Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have a Board of four (4) Directors, which number may be increased or decreased in accordance with the By-Laws of the Corporation, but shall never be less than four (4); 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 qualified are:

John Grahe
Kenneth Halsey
Barbara A. Hussey
Howard E. Webb

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 Corportion and of the Directors and Stockholders, shall include the following:

2850 2031

0000 0588

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

(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 is so interested, such fact shall be disclosed or shall have been known to the Board of Directors or a majority thereof. Any Director of the Corporation who is also a Director or officer 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 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 by 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;

2850 2032

0000 0589

CLERK'S NOTATION
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(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 22nd day of September, 1986.

EDWIN A. LECHOWICZ

0000 0590

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

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

DOCUMENT CODE 02 15 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

191 PAGE 525

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
		_____
__		Other_____
		_____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Edwin A. Lechowicz
7439 Balt-Annap Blvd
Glen Burnie Md 21061-0549

TOTAL FEES 40

40 Check _____Cash

1 Documents on 1 checks

NOTE:

APPROVED BY: _____

2850 2034

0000 0591

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

ARTICLES OF INCORPORATION

OF

H.C.H CONTRACTORS, INC.

LAW OFFICES
LECHOWICZ, LONEY & DAVIS
7439 BALTIMORE-ANNAPOLIS BLVD.
POST OFFICE BOX 849
GLEN BURNIE, MARYLAND 21061-0849

191 PAGE 526

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

191 PAGE 527

ARTICLES OF INCORPORATION
OF
H.G.H. CONTRACTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 23, 1986 AT 11:28 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2207330

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211643

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

2850 2029

ATS-060

00000593

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

COCOA BAY, LTD.

ARTICLES OF INCORPORATION

APPROVED FOR RECORD
9-22-86 at 9:56 a .m.

THIS IS TO CERTIFY: 191 PAGE 528

FIRST: I, the subscriber, Robert E. Bills, whose post office address is 3745-A Amboy Road, #A-2, Staten Island, New York 10308; 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 COCOA BAY, LTD.

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

A. To provide health physics consulting services at nuclear power plants, and any such other activities as the corporation from time to time deems appropriate and in the best interest of the 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.

1986 SEP 22 A 9:56

1987 MAR 11 AM 11:44 [redacted]

ERLE SCHAFER
CLERK

62658023

2850 2067

0000 0594

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

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 Law 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.

2850 2068

0000 0595

CLERK'S NOTATION
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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 purpose 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.

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 wise 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 at 1600 Winchester Road, Annapolis, Maryland 21401.

0000 0596

CLERK'S NOTATION
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The name and post office address of the resident agent of the Corporation in this State is Bobby E. Leonard, 1600 Winchester Road, Annapolis, Maryland 21401. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one 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 Robert E. Rice & Warren L. Autrey.

2850 2070

0000 0597

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

The term 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 17 day of JUNE, 1986, 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 the statement is made under the penalties of perjury.

Robert E. Bell

WITNESS:

Thurbedyk Worsley
Name

300 Arundel Beach Rd
Address

Severna Pk Md 21146
City, State Zip

2850 2071

0000 0598

STATE OF MARYLAND
State Department of Assessments and Taxation

191 PAGE 533

Gene L. Burner, Director

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

DOCUMENT CODE 02 BUSINESS CODE _____ COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	1 Certified Copy 5
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS:
Institute for Resource Mgt
P.O. Box 869
Annapolis, Md 21012

NOTE:

TOTAL FEES 51

51 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: [illegible]

2850 2072

0000 0599

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

VOL 191 PAGE 534

ARTICLES OF INCORPORATION
OF
COCOA BAY, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 09:56 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID
$ 20	$ 20	$

D2207397

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND 1632

A 211649

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

AT5-060

0000 0800

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

VOL 191 PAGE 535 STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD

Page 1 of 2

July 14, 1986

Articles of Dissolution 9/24/86 at 9:22 a.m.

J & H Management Services, Inc.

The name of this corporation is: J & H Management Services, Inc.

The address of the principal office of the corporation is 649 Kensington Ave. Severna Park, Maryland 21146.

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 are: Thomas J. Chapman 649 Kensington Ave. Severna Park, MD 21146.

The name and address of each of the directors is as follows;

Thomas J. Chapman
649 Kensington Ave.
Severna Park, MD 21146

Helen T. Chapman
649 Kensington Ave.
Severna Park, MD 21146

The name, title, and address of each of the officers:

Thomas J. Chapman President, Treasurer and Secretary
649 Kensington Ave.
Severna Park, MD 21146

Helen T. Chapman Vice President
649 Kensington Ave.
Severna Park, MD 21146

A meeting was called in accordance to the bylaws to be held on July 14 1986. The meeting had been announced at the year end officer and shareholders meeting in April 31, 1986. It was voted on that the corporation should be disolved in accordance with the laws of Maryland. The vote was unanimous.

Since the corporation never was active, there were no creditors.

Thomas J. Chapman
Secratary
President

Helen T. Chapman
Vice President

1986 SEP 24 A 9:22

1987 MAR 11 AM 11:44

H. ERLE SCHAFER
CLERK

3852 0913

0000 0601

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

July 14, 1986

191 PAGE 536

The undersigned certify under the penalties of perjury that to the best of my knowledge, information and belief, the matters and facts set forth in these Articles of Dissolution with respect to the approval thereof are true in all material respects.

Attest:

Thomas J. Chapman
Thomas J. Chapman
Secratary

Thomas J. Chapman
Thomas J. Chapman
President

2852 0914

0000 0602

CLERK'S NOTATION
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191 PAGE 537

July 14, 1986

Let it be known that from this day on the J & H Management Services Corp. is dissolved.

Thomas J. Chapman
President
Treasurer
Secretary

Helen T. Chapman
Vice President

2852 0915

0000 0603

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

July 14, 1986

The two stockholders of the corporation agree that the company should be dissolved and creditors, if any, paid. Any assests remaining should be divided equally between the two shareholders each owning 100 shares.

Thomas J. Chapman
Shareholder

Helen T. Chapman
Shareholder

2852 0916

0000 0604

CLERK'S NOTATION
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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

191 PAGE 539

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

J & H MANAGEMENT SERVICES, INC.

have been paid.

WITNESS my hand and official seal this

31st day of July A.D. 1986.

Patricia A. Mebal
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

2852 0917

PS-409

0000 0605

191 PAGE 540

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 19 B BUSINESS CODE 03 COUNTY _____

D2075869 ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65	20	Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
__		Other _____
		_____
__		Other _____
		_____

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Helen Chapman
649 Kensington Ave
Severna Park Md
21146

NOTE:

TOTAL FEES 50

___Check ___Cash

1 Documents on 1 checks

APPROVED BY: MEL

2852 0918

0000 0606

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

191 PAGE 541

ARTICLES OF DISSOLUTION

OF

J & H MANAGEMENT SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 24, 1986 AT 9:22 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$	$ 20.00	$ 30.00

TO THE CLERK OF THE 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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211704

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER FOLIO 285 2 911

ATS-060

0000 0607

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

VOL 191 PAGE 542

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

ARTICLES OF AMENDMENT

OF

APPROVED FOR RECORD
10-1-86 at 8:59 a.m.

ALL TUNE, INC.

ALL TUNE, INC., a Maryland Corporation having its principal office at 7100 N. Ritchie Highway, Glen Burnie, Maryland 21061 (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 Corporation and prior Articles of Amendment are hereby amended by striking in there entirety article SECOND and by substituting in lieu thereof the following:

"SECOND: The name of the corporation (hereinafter called the "Corporation") is: TUNE ALL, INC..

SECOND: By written informal action unanimously taken by the stockholders of the corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the stockholders of the corporation duly approve said amendments. The Board approved the articles. (FBB).

IN WITNESS WHEREOF, ALL TUNE, INC. has caused these presents to be signed in its name and on its behalf by its President and Vice-President on this 26th day of September, 1986, and its President and Vice-President acknowledge that these Articles of Amendment are the act and deed of ALL TUNE, INC. and, under the penalties of pergury, that the matters and facts set forth herein with respect to authorization and approval are true and all material respects to the best of their knowledge, information

62748050

1987 MAR 11 AM 11:44

2853 0586

H. ERLE SCHAFER
CLERK

0000 0608

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 544

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

DOCUMENT CODE 9A BUSINESS CODE 03 COUNTY _____

D2147106 ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	20	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
		Other _____
		_____
		Other _____
		_____

TOTAL FEES 20

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JO

Name Change (New Name) Tune All, Inc.

✓ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Terrance Maternick
Rollins Smalkin
401 N. Charles St
Balt Md 21201

NOTE:

2853 0588

0000 0609

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

0000 0610

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

191 PAGE 545

ARTICLES OF AMENDMENT

OF

ALL TUNE, INC.

Changing its name to

TUNE ALL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 1, 1986 AT 8:59 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

TO THE CLERK OF THE 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.

A 211722

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER 2853 FOLIO 0585.

AT5-060

00000611

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
VOL 191 PAGE 546 9-25-86 at 10:02 a.m.

AMERICAN ASSOCIATION OF PROFESSIONAL GERONTOLOGISTS, INC.

ARTICLES OF INCORPORATION
(Nonstock Corporation)

FIRST: The undersigned NANCY R. PEPPARD, whose post office address is 864 Azalea Drive, Rockville, Maryland 20850; CYNTHIA S. FORREST, 553 Wayland Court, Claremont, California 91711; ANNE ABERNATHY O'ROURKE, 3342 Ainslie Street, Philadelphia, Pennsylvania 19129; LEONARD CHANIN, 2755 Macomb Street, Washington, D.C. 20008; BARBARA GOLDNER, 245 East 24th Street, New York, New York 10010; being at least eighteen years of age, do hereby form a Non-Profit Corporation under the general laws of the State of Maryland.

SECOND: The name of the Corporation (hereafter referred to as the Corporation) is The American Association of Professional Gerontologists, Inc.

THIRD: The purposes for which the Corporation is formed are exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of contributions and dissemination of information to organizations that qualify as tax exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954.

In furtherance of these purposes the objectives of the Corporation are:

a. To establish and maintain standards of excellence in the practice of gerontology.

b. To establish and maintain standards for credentialling and to confer certification to qualified professional gerontologists.

c. To promote and encourage contributions to the social, psychological, medical and business literature pertaining to gerontology.

d. To establish a professional referral clearinghouse of gerontologists whereby contacts between those interested in gerontological services may seek advice and assistance on technical, interpretative and economic aspects from certified member gerontologists.

e. To encourage personal and professional contacts between gerontologists and members of other related social, psychological, medical and business specialties.

f. To establish periodic public meetings for the present-

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ation of established or new practices in the field of gerontology and related areas.

g. To establish a training institute where professionals and lay persons can improve and increase their expertise in gerontology.

FOURTH: The corporation shall have members who shall be elected in such manner as provided in the Corporate By-Laws (hereinafter referred to as the By-Laws). The membership shall be made up of the following classes:

a. Fellows shall be elected from among Active Members who are working in the field of gerontology, whether in practice, teaching or research. Fellows shall be elected subject to conditions provided in the By-Laws, shall pay annual membership dues as may be established and shall have the privilege of voting and holding elective office. Each Fellow shall receive a certificate signifying membership as a Fellow.

b. Active Members shall be elected from among those persons with an advanced degree in gerontology or who have a certificate in gerontology in addition to an advanced degree in another field or discipline and fully engaged in the practice of geronotology for a minimum of five (5) consecutive years prior to application for membership. Active Members shall be elected subject to the conditions provided in the By-Laws, shall pay annual membership dues as may be established and shall have the privilege of voting and holding elective office. Each Active Member shall receive a certificate signifying membership as an Active Member.

c. Associate Members shall be elected from among persons who have an undergraduate degree in gerontology from an accredited university and who are actively engaged in the practice of gerontology and otherwise eligible for membership in the Association but who are not yet certified in gerontology by the Examining Board of the American Association of Professional Gerontologists. Associate Members may be appointed to committees of the Association. They shall pay annual membership dues as may be established and shall have the privilege of voting and holding elective office. Associate Members will receive a certificate signifying membership as an Associate Member.

d. Associate Member in a Related Field (AMRF) are individuals who possess an advanced degree from an accredited university and who have demonstrated

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training and competence in the performance of gerontological studies. Each AMRF shall have a recognized professional standing in their field or discipline and must be a contributor of recognized advances within their given field relevant to gerontology. Each AMRF shall pay annual membership dues as may be established and shall receive a certificate signifying their class of membership. Each AMRF shall have the privilege of voting and may be appointed to committees of the Association, but may not hold elective office.

e. Honorary Members shall be elected from among distinguished workers in gerontology or related fields in the United States and abroad. Each Honorary Member shall receive a certificate signifying their class of membership. Honorary Members shall be exempt from annual membership dues, shall have no voting privileges, and may not hold elective office.

f. Emeritus Members shall be elected from Fellows, Active Members, Associate Members or Associate Members in Related Fields who have retired from active participation in gerontology and the affairs of the Association. These persons may petition the Association for change in status. If such petition is granted, beginning with the year in which the petition is made, Emeritus Members shall be exempt from the payment of dues. Emeritus Members shall have the privelege of voting and engage in all other privileges of membership other than holding elective office or serving on the Executive Council.

g. Sustaining Members are those corporations, individuals, or others who are contributing to or who wish to contribute to the science of gerontology. Sustaining Members are entitled to receive copies of all bulletins, newletters and publications which are circulated to the membership of the Association, if those sustaining members make an annual financial contribution as may be established.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 961 Dogwood Tree Drive, Annapolis, Arundel County, Maryland 21401. The name and post office address of the resident agent of the Corporation in Maryland is Nancy R. Peppard, 864 Azalea Drive, Rockville, Montgomery County, Maryland 20850.

SIXTH: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

SEVENTH: The number of directors of the Corporation shall be five

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to (5) which number may be increased or decreased pursuant the By-Laws of the Corporation. The names of the directors who shall act until their successors are duly chosen and qualified are: Nancy R. Peppard, Cynthia S. Forrest, Anne Abernathy O'Rourke, Leonard Chanin, Barbara Goldner.

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

a. The initial Board of Directors shall consist of five (5) persons whose names and addresses are:

Nancy R. Peppard, MSG, MPA
864 Azalea Drive
Rockville, Maryland 20850

Cynthia S. Forrest, MSG, MPA
553 Wayland Court
Claremont, California 91711

Anne Abernathy O'Rourke, MUS, LNHA
3342 Ainslie Street
Philadelphia, Pennsylvania 19129

Leonard Chanin, J.D.
2755 Macomb Street # 501
Washington, D.C. 20008

Barbara Goldner
245 East 24th Street
New York, New York 10010

b. The initial Board of Directors shall hold office until the annual membership meeting. Thereafter the successor directors shall be those persons elected or appointed to the Executive Council in accordance with procedures provided for in the By-Laws.

c. Members of the Corporation shall be elected in such manner and shall be admitted to such classes of membership as may be provided in the By-laws. Members shall have voting rights as provided for in Article Section VII(f) of these Articles of Incorporation.

d. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members, trustees, directors, officers, or other persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribu-

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tions in furtherance of the purposes set forth in Article VII(e) hereof. No substantial part of the activities of the Corporation shall be dedicated to the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office, notwithstanding any other provisions of these articles. The Corporation shall not carry on any other activities not permitted to be carried on 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 (2) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

e. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as a tax exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of 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 is then located exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for charitable, educational, or scientific purposes.

f. Amendments to these Articles of Incorporation must be proposed in writing, signed by five (5), or more members having voting rights and submitted to the Secretary-Treasurer at least three (3) months before the annual membership meeting. The Executive Council shall adopt a resolution setting forth the proposed amendments which shall be submitted to a vote of the members. Two thirds of members present and eligible to vote shall be necessary for passage.

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NINETH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these articles of Incorporation on July 31, 1986 and severally acknowledge the same as our act.

NANCY R. PEPPARD

CYNTHIA S. FORREST

ANNE ABERNATHY O'ROURKE

LEONARD CHANIN

BARBARA GOLDNER

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BY-LAWS

OF THE

AMERICAN ASSOCIATION OF PROFESSIONAL GERONTOLOGIST, INC.

ARTICLE 1

SECTION 1

OFFICERS AND STANDING COMMITTEES

The Officers of the Association are the President, Vice-President and the Secretary-Treasurer.

SECTION 2

EXECUTIVE COUNCIL

The Executive Council consists of the President, Vice-President, Secretary-Treasurer, the Chairpersons of all of the Standing Committees, two active members or fellows of the Association, the immediate Past-President, and the Executive Director ex officio.

SECTION 3

EXECUTIVE DIRECTOR

The Executive Council shall appoint an Executive Director and shall determine the conditions of employment. The Executive Director shall be the chief administrative officer and shall perform such duties as may be agreed upon by the President and the Executive Council. The Executive Director is directly responsible to the President in carrying out the basic functions of this office.

SECTION 4

STANDING COMMITTEES

The following standing committees are appointed by the President and are subject to the approval of the Executive Council:

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a. Finance and Budget Committee
b. Program and Exhibits Committee
c. Membership Committee
d. Quality Control and Qualifications Committee
e. Ethics Committee
f. Research Committee
g. Business Committee

ARTICLE II

DUTIES OF OFFICERS AND STANDING COMMITTEE

SECTION 1

PRESIDENT

The President presides at all meetings of the Association and has the power to preserve order and regulate the proceedings according to the recognized rules. The President, subject to the approval of the Executive Committee appoints the members of the Standing Committees and the members of any necessary special committees with the exception of the Nominating Committee. S/He fills vacancies in such offices and committees which may occur in the interim between regular meetings or as otherwise ordered by the Association. S/He is a member of the Executive Council, and an ex officio member of all committees. S/He assumes office July 1 following general elections and serves a term of two years. In recognition of the fact that gerontology is a science that crosses and encompasses multiple discipline and specialties, the office of the President shall be filled by a gerontologist with a Master's degree or higher in gerontology and who has actively practiced the discipline for at least five consecutive years prior to assumption of office.

SECTION 2

VICE-PRESIDENT

The Vice-President presides in the absence of the President and is a member of the Executive Council and shall serve for a period of one year, assuming office July 1 following the general election. The Vice-President must meet all qualifications required of the President elect. If the office of the President is vacated, the Vice-President shall take office and serve out the remainder of the term.

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SECTION 3

SECRETARY-TREASURER

The Secretary-Treasurer serves a term of one year. The Secretary-Treasurer shall be responsible for ensuring that a permanent and correct form of all the transactions of the Association are maintained. S/He is custodian of all papers of the Association. S/He sends due notice of all meetings to each member, notifies all Committee members of their appointments and the duties assigned to them; keeps a correct alphabetical list of all classes of members and their addresses; collects and is accountable for all dues and assessments, and receives and is accountable for all other funds that may accrue to the Association. S/He disburses from the treasury such funds as may be necessary to meet appro-riations and expenses of the Association, subject to the provisions of the officially approved budget that is in force at the time of such disbursements. All checks of the Association are signed by the Secretary-Treasurer who keeps a complete and permanent record of the financial transactions of the Association which are turned over intact to his/her successor of the Finance and Budget Committee upon its request. S/He shall invest the surplus funds of the Association as directed in writing by the Finance and Budget Committee subject to the approval of the Executive Council.

The Annual Report of the Secretary-Treasurer and the annual audit of the Association's accounts will be performed by the Finance and Budget Committee, which shall employ for this purpose a Certified Public Accountant.

SECTION 4

EXECUTIVE DIRECTOR

The Executive Director, while sharing some of the responsibilities for administration with the Secretary-Treasurer, at their mutual agreement, is responsible for particular functions as follows:

a. To provide liaison among the officers, between the Executive Council and the membership, and among the Association and other professional and medical associations and organizations.

b. To attend committee meetings as an ex officio member and to assist Committee Chairperson in organizing and conducting meetings which advance the good of the Association.

c. To recruit new members under the guidelines of the aforementioned qualifications for membership, and to notify applicants of such action taken by the Association on their

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applications within 60 days after such action.

d. To issue special bulletins under the direction of the President.

e. To provide aid to the Editor of the Association's publications and to contribute to those publications.

SECTION 5

EXECUTIVE COUNCIL

a. The immediate past-President shall be the chairperson of the Executive Council.

b. All decisions of the Executive Council are by majority rule.

c. Two active members or fellows shall be elected to terms of two years on the Executive Council.

d. The Executive Council selects the place, fixes the time, and makes arrangements for the annual meeting, passes on all applicants for membership, has general supervision of the affairs of the Association not otherwise provided for and reports its actions to the Association.

e. The Executive Council will hold a regular annual meeting preceeding the annual scientific meeting of the Association.

f. At its regular annual meeting the Executive Council will appoint a Nominating Committee of three, at least one of whom shall be from the general voting membership. The Committee will present its slate; at least three (3) months prior to the next annual meeting.

g. The chairman of the Executive Council and the Chairman of the Finance and Budget committee shall approve all bills authorizing disbursements unless such disbursements are provided for in the officially adopted and currently operative budget.

SECTION 6

FINANCE AND BUDGET COMMITTEE

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The Finance and Budget Committee shall have general supervision of the finances of the Association, subject to the approval of the Executive Council. The Executive Director will submit a budget for that office to the Secretary-Treasurer. An annual itemized budget of income and expenses for the approaching fiscal year, July 1 to June 30, will be prepared by the Secretary-Treasurer and submitted for approval by the Executive Council at the Annual meeting. The Finance and Budget Committee audits the accounts of the Secretary-Treasurer at least once each year and employs for this purpose a Certified Public Accountant who audits the accounts and certifies the annual report of the Secretary-Treasurer.

SECTION 7

PROGRAM AND EXHIBITS COMMITTEE

The Program and Exhibits Committee shall plan and prepare the program of the Annual Meeting of the Association. It has the power to accept or reject papers and/or exhibits submitted for presentation at the Annual Meeting, and to schedule presentations of such papers, discussions and other activities related to the annual meeting.

SECTION 8

MEMBERSHIP COMMITTEE

The Membership Committee shall receive applications for membership submitted in writing on the application form adopted by the Association and provided by the Executive Director. The Chairperson of the Membership Committee shall submit recommendations for all membership categories to the Executive Council for approval. The Committee shall keep a record of all members, including those members no longer in good standing.

SECTION 9

QUALITY CONTROL, QUALIFICATIONS AND CERTIFICATION COMMITTEE

This Committee shall determine qualifications for membership and shall establish an Examining Board which will conduct examinations of candidates for Active Membership.

This Committee shall recommend acceptable standards for the practice of gerontology, establish acceptable levels of professional quality and formulate interpretative criteria for the evaluation of professional standards. The Committee shall peri-

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odically review and amend these recommendations in the light of professional developments.

This Committee shall act as an advisory body to members who request advice and consultation with reference to quality control and professional gerontologist interpretation.

This Committee is responsible for the establishment of regional training seminars in gerontology.

SECTION 10

RESEARCH COMMITTEE

The Research Committee provides advice and assistance to members who are engaged in research, and performs such other related functions as may be approved by the Executive Council.

SECTION 11

ETHICS COMMITTEE

The Ethics Committee shall undertake reviews of matters referred to it by the Executive Council.

A complaint that a member of the Association has violated the principles of professional ethics may be filed with the President or the Chairperson of the Executive Council. Any action taken against a member by a state board or professional society will be reported to the Chairperson of the Ethics Committee for review. The Executive Council will determine whether Association action is in order, and/or whether the matter should be referred to designated authorities on the local or state level. If the Executive Council determines that the complaint warrants further consideration by the Association, the matter will be referred to the Chairperson of the Ethics Committee for review.

The member will be notified by registered mail at least thirty (30) days prior to a scheduled hearing date. The letter will give all relevant details of the complaint and will state the date, time and place of the hearing. The member may appear in person, he may be represented by his designated agent, or he may submit such evidence as he deems appropriate. After the hearing the Ethics Committee shall submit a written report to the Executive Council, presenting all relevant details and the conclusions and recommendations of the Committee. If the findings are adverse, the Executive Council shall determine whether additional action is appropriate.

SECTION 12

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BOARD OF CENSORS

A Board of Censors may be appointed by the President to meet any need regarding conduct and ethics. The Board of Censors has the power to censure a member subject to the approval of the Executive Council.

ARTICLE III

Applications for Membership
Section 1

Application Procedures
Application for membership is made in writing on the application form adopted by the Association and provided by the Executive Director. Each applicant shall supply in detail all information requested on such application form, and submit it to the Executive Director who shall, in turn, forward the application for appropriate action by the Chairperson of the Membership Committee in Article IV of these By-Laws.

During the period from the Corporation's first operating year until the close of it's third operating year, a special, time limited waiver will be in effect whereby applicants for membership may make application directly to the Executive Director without the standard referral by a Fellow or Active Member. Moreover, during this same time period, applicant's will be considered for membership who do not meet academic criteria as stated under each membership category, but who have an established record of significant contributions to the field of gerontology through research, teaching or direct application. All applications made during this period will be reviewed and decided upon by the Executive Council.

Section 2

Fellows
Fellows are elected by the Executive Council on the basis of one or more of the following criteria:

a. Performance of outstanding service in the practice of gerontology.

b. Significant accomplishments in the area of clinical, scientific, or applied research in the field of gerontology.

c. Outstanding reputation as a gerontologist amongst colleagues in the gerontological community.

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An Active Member shall be eligible for election to Fellowship status after s/he has been a member of the American Association of Professional Gerontologists for a total of five (5) years.

A nomination for Fellowship shall be made by a Fellow of the American Association of Professional Gerontologists, seconded by two additional Fellows, and submitted to the Executive Council for election.

Section 3

Active Members

An applicant may qualify for election to Active Membership by meeting the following criteria:

a. The gerontologist is a graduate of an accredited school of gerontology in the United States or Canada or, if a graduate of a foreign school of gerontology, s/he is able to show evidence of having a degree and a minimum of five (5) years active experience in the field of gerontology.

b. The gerontologist is trained in a specific discipline within the field of gerontology, and has met the requirements of the Examining Board of the American Association of Professional Gerontologists.

c. Application for Active Membership shall be made on an application form authorized by the Executive Council and signed by the applicant. Applicants shall be recommended by at least two Fellows or Active Members of the American Association of Professional Gerontologists.

Section 4

Associate Members

A applicant may qualify for election to Associate Membership in one of the following ways:

a. The applicant is a undergraduate of an accredited school of gerontology in the United States or Canada or, if a graduate of a foreign school of gerontology, s/he is able to show evidence of having a degree and a minimum of three (3) years active experience in the field of gerontology.

b. The applicant is trained in a specific discipline within the field of gerontology, and has met the requirements of the Examining Board of the American Association of Professional Gerontologists.

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a. Applicant possesses a Master's degree or comparable degree in a relevant field of study from an accredited University.

b. Applicant has recognized professional standing in his/her professional discipline.

c. Applicant is a contributor of recognized advances to the field of gerontology.

d. Application for Associate Membership in Related Field shall be made on an application form authorized by the Executive Council and signed by the applicant. The applicant shall be recommened by at least two Fellows or Active Members of the American Association of Professional Gerontologists.

Section 6

Affiliate Members

An applicant may qualify for election to Affiliate Membership by meeting the following criteria:

a. Applicant is working on a regular basis in the field of aging under the direct supervision of a acredited gerontologist.

b. Applicant demonstrates training and competence in performance of gerontological studies.

c. Application for Affiliate Membership shall be made on an application form authorized by the Executive Council and signed by the applicant. Applicant shall be recommended by one Fellow, Active Member or Associate Member.

Section 7

Sustaining Membership

Applications for Sustaining Membership should state the reasons for the company's interest in the application of gerontology. The application forms when properly completed should carry a recommendation by one voting member in good standing in the American Association of Professional Gerontologists.

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Applications for Sustaining Membership should state the reasons for the company's interest in the application of gerontology. The application forms when properly completed should carry a recommendation by one voting member in good standing in the American Association of Professional Gerontologists.

ARTICLE IV

Election to Membership

Section 1

The Membership Committee evaluates all applications as to the applicants' credentials and references. The Chairperson of the Membership Committee forwards to the Executive Director the names of all approved applicants. The Executive Director submits such names to the Executive Council. The Executive Council has the power of rejection. Names of approved members shall be published in the next issue of the quarterly newsletter.

ARTICLE V

Nomination and Election of Officers

Section 1

The Nominating Committee of three, appointed by the Executive Council in accordance with Article II, Section 5, paragraph (f) of these By-Laws, presents its nominations to the Association at the Annual Meeting on alternate years for President and Vice President and one member of the Executive Council. The Association elects a Secretary-Treasurer every second year.

Section 2

Newly elected officers and members of committees assume their duties at the close of the day of the meeting at which they were elected and shall hold office until their successors are elected.

Section 3

Fellows, Active Members and Associate Members are entitled to vote and hold office. Associate Members in Related Fields and Emeritus Members are entitled to vote but shall not hold elective

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office.

ARTICLE VI

Meetings

The Association will meet annually at a time and place designated by the Executive Council.

Alternately, for the good and welfare of the Associate, there may be conducted special mail membership meetings for the purpose of voting on any matter except amending the Articles of Incorporation.

a. Special mail meetings of the membership may be called at any time upon the written request of voting members of the Association representing thirty votes, or upon written request of the President or by majority vote of the Executive Council at its meetings.

b. The Secretary-Treasurer, upon being given notice of such a meeting will submit a description of any matters to be presented for decision, and will do so in such form that matters can be placed to a "yes" or "no" vote.

c. Any member, within 30 days of receipt of such notice, may send comments to the Secretary-Treasurer relative to the matters presented for decision.

d. The Secretary-Treasurer will consolidate and transmit such comments to the membership within 60 days of the original meeting notification and, at that time, will provide each voting member with a mail ballot.

e. The Secretary-Treasurer will collect and preserve the returned ballots and transmit the results to the Executive Director together with true copies of ballots should such be requested. The voting will be closed three (3) weeks after transmission of the mail ballots to the voting members. Results will be reported to the Executive Council prior to the publication to the membership.

f. Decision made during the Special Mail Meeting of the membership will be binding on the membership, exactly as if they had been made a the Annual Meeting.

ARTICLE VII

Quorum

Fifty-one percent (51%) of the members constitute a quorum for the transaction of any executive business at any session of the annual meeting and at any special meeting other than special mail meetings provided for in Article VI of these By-Laws.

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ARTICLE VIII

Dues

Annual dues for each class of membership are set by the Executive Council subject to approval by the majority of voting members present and voting at the annual Association meeting. Any member whose dues are unpaid at the close of any current year may be dropped from the roll of membership by the Secretary-Treasurer. Any member no longer in good standing may be automatically reinstated if arrears and dues are paid in full before the opening of the Executive Session of the Annual Meeting of the current year. An applicant for reinstatement can be voted upon at the next meeting of the Executive Council. The Council has the authority and power to reject or approve said application.

ARTICLE IX

Each member of the Association shall receive a certificate indicating his membership in the Association.

ARTICLE X

Indemnification

Each officer of the Association, whether or not then in office, shall be indemnified by the Association against all costs and expenses reasonably incurred by or imposed upon him in connection with or arising out of any legal action, suit or legal proceedings in which the officer may be involved by reason of being or having been an officer of the Association. Such expenses to include the cost of reasonable settlements (other than amounts paid to the Association itself) made with a view to curtailment of costs of litigation. The Association shall not, however, indemnify any officer with respect to matters as to which the officer shall be finally adjudged in any such legal action, suit or legal proceedings to have been derelict in the performance of his duties as said officer, nor in respect of any matter on which settlement or compromise is reached if the total expenses, including the cost of such settlement, shall substantially exceed expenses which might reasonably be incurred by such officer in conducting such litigation to final conclusion. The foregoing right of indemnification shall not be exclusive of any other to which a Director or Officer may now or in the future as a matter of law be entitled to.

ARTICLE XI

Fiscal Year

The fiscal year of the Association shall end on the 30th day of June of each year.

ARTICLE XII

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Seal

The corporate seal shall be a flat-faced circular die (of which there may be any number of counterparts) with the word "Seal" and the name of the Academy engraved thereon.

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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 9 BUSINESS CODE 04 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	48	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
		Other _____
		Other _____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Nancy Peppard
961 Dogwood Tree Drive
Annapolis, Md 21401

TOTAL FEES 68

✓ Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: RO

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ARTICLES OF INCORPORATION
OF
THE AMERICAN ASSOCIATION OF PROFESSIONAL GERONTOLOGISTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 25,1986 AT 10:03 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

20

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 48	$

D2207553

TO THE CLERK OF THE 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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211748

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

AT5-060

00000692

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-26-86 at 10:25a .m.

VOL 191 PAGE 567

1986 SEP 26 A 10:25

LIEBOLD & ASSOCIATES, INC.

ARTICLES OF INCORPORATION

FIRST: I, Linda K. Liebold, whose post office address is 5 Southgate Avenue, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

THIRD: The Corporation is formed for the following purposes:

(1) To engage in the business of performing and rendering management, marketing and other consulting services for governmental bodies, agencies, commissions or departments, individuals, partnerships, corporations and any other type of entity; to buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use, and operate real estate of all kinds, improved and unimproved, and any right or interest therein; 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 112 Main Street, Suite 301, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Linda K. Liebold, 5 Southgate Avenue, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital which the Corporation has authority to issue is three thousand 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 Bylaws of the Corporation, but shall never be less than three (3), provided that:

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

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

1987 MAR 11 PM 11:44
HAROLD SCHAFFER
CLERK

Kalb & Kneeland
Chartered
Attorneys and
Counselors at Law
Parole Station
2301 Ketcel Ave.
Annapolis, MD 21401
(301) 266-6161

626392220

2351 1817

0000 0633.

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

The name of the Director who shall act until the first Annual Meeting or until her successor is duly chosen and qualified is: Linda K. Liebold

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

Kalb & Kaufman
Chartered
Attorneys and
Counselors at Law
Parole Station
2301 Katcef Ave.
Annapolis, MD 21401
(301) 266-6161

0000 0634

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

The Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to a present or former Director or Officer of the Corporation in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

The Corporation shall not indemnify or advance expenses to an employee, agent or corporate representative of the Corporation, other than a present or former Director or Officer, in connection with a proceeding unless and until such indemnification shall have been determined and authorized in the specific case by an affirmative vote, at a duly constituted meeting of a majority of the votes entitled to be cast thereon by Stockholders who were not parties to the proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 25th day of September, 1986, and I acknowledge the same to be my act.

WITNESS:

Gary Kolb

Linda K. Liebold
Linda K. Liebold

Kolb & Kaufman
Chartered
Attorneys and
Counselors at Law
Parole Station
2301 Kaiser Ave.
Annapolis, MD 21401
(301) 266-6161

2051 1819

0000 0635

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

PAGE 570

CLERK'S NOTATION
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DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

TOTAL FEES 40

✓ Check _____Cash

_____Documents on _____checks

APPROVED BY: RS

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Gary Kolb
2301 Katesf Ave
Annapolis Md 21401

NOTE:

2851 1820

0000 0636

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

191 PAGE 571

ARTICLES OF INCORPORATION
OF
LIEBOLD & ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 26,1986 AT 10:25 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2207777

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211766

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

ATS-060

0000 0637

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-29-86 8:52a .m.

CHEERS N' LOWBUCKS COMPANY

VOL 191 PAGE 572 ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: I, Van Eric Summers, whose post office address is 770 Ritchie Highway, Suite W-8, Severna Park, Maryland 21146, being at least twenty-one (21) 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:

CHEERS N' LOWBUCKS COMPANY

THIRD: The purpose for which the Corporation is formed is:

1. Manufacture, supply, imprint, distribute, process, purchase, sell and generally trade in and deal with in every way any product, trade mark, name, logo or reproduction of any of the same or products and merchandise bearing the imprint, name, designation, picture or any facsimile thereof of Dr. Seltzer's hangover helper or any other product, name, logo or designation which the Corporation might hereafter acquire.

2. To engage in and carry out any other lawful purposes or businesses and to do any such acts or things permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as the same may be amended from time to time.

The aforegoing enumeration of purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred under the Corporation by law and it is expressly provided that the said enumeration of specific powers shall not be held to limit or restrict in any manner the objects, purposes and powers of the Corporation.

FOURTH: The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is 770 Ritchie Highway, Suite W-8, Severna Park, Maryland 21146 and the name of the Resident Agent of the Corporation is James Smith, who is a citizen of Maryland, actually resident therein and whose post office address is 770 Ritchie Highway, Suite W-8, Severna Park, Maryland 21146.

1987 MAR 11 AM 11:44
H. ERLE SCHAFER
CLERK

62728039

1986 SEP 29 A 8:52

2851 53
1986 SEP 29

0000 0638

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

FIFTH: The number of Directors of the Corporation shall be three (3). The number of Directors, however, may from time to time by a majority vote of the shares of stock represented at any meeting called for that purpose be increased to not exceed ten (10) and the said stockholders by a majority vote of the shares of stock represented at such meeting shall fill the vacancy arising from such increase. The stockholders, by a majority vote may remove at any time, with or without cause, any one or more of the Directors. The majority vote of all of the shares of stock represented at any regular or special meeting of the stockholders shall be required to elect or pass any measure.

Provided, however, that if there is no stock outstanding the number of Directors may be one (1); and further provided if there is stock outstanding, the number of Directors may be less than three (3), but not less than the number of shareholders. Until stock is issued, there shall be one (1) Director and he shall be Van Eric Summers.

Vacancies arising at any time through the death or resignation of Directors shall be filled by the majority vote of shares of stock represented at a meeting of stockholders called for such purpose; and the stockholders by the majority vote of the shares of stock represented at such meeting shall fill the vacancies arising from such death or resignation.

SIXTH: The total amount of shares of stock of each class which the corporation has the authority to issue is one thousand (1,000) shares of stock without par value.

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

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, 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

2851 1854
0000 0639

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

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

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 warranties or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

IN WITNESS WHEREOF, I have signed the Articles of Incorporation, this 26th day of SEPTEMBER 1986 and I acknowledge the same to be my act.

WITNESS:

THEODORE C. DENICK

VAN ERIC SUMMERS (SEAL)

2851 1855

0000 0640

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

VOL 191 PAGE 575

CLERK'S NOTATION
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DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 30
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other
__		Other

TOTAL FEES 49

✓ Check ____ Cash

____ Documents on ____ checks

APPROVED BY: [illegible]

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Buss & Merrick PA
916 Munsey Bldg
Balt, Md 21202

NOTE:

CERTIFIED COPY MADE

2851 1856

0000 0641

CLERK'S NOTATION
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191 PAGE 577

ARTICLES OF INCORPORATION
OF
CHEERS N' LOWBUCKS COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 29,1986 AT 08:52 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2207843

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211772

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

ATS-000

00000642

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

Res
M

ARTICLES OF INCORPORATION

OF

MEARS CORPORATION

191 PAGE 578

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/29/86 at 10:54 a.m.

FIRST: I, Walter R. Stone, whose post office address is Seven St. Paul Street, Suite 1400, Baltimore, Maryland 21202-1626, of the age of majority, 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:

MEARS CORPORATION

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

(1) To buy, sell, exchange, invest, lease, let, grant, or take licenses in respect of, improve, develop, repair, manage, maintain, and operate real property of every kind, corporeal and incorporeal, and every kind of estate, right, or interest therein or pertaining thereto, to construct, improve, repair, raze and wreck buildings, structures and works of all kinds, for itself or for others. Generally, to do everything suitable, proper, and conducive to the successful conduct of a real estate development business.

(2) To do anything permitted in Section 2-103, Corporations and Associations Article, Annotated Code of Maryland, as amended from time to time, and any and all other lawful acts.

1986 SEP 29 A 9:50

1987 MAR 11 AM 11:45
H. ERLE SCHAFER
CLERK

2851 1875

0000 0643

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

FOURTH: The post office address of the principal office of the Corporation in this State is 4 Eastern Avenue, Horn Point, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is RESAGENT, INC., Seven St. Paul Street, Suite 1400, Baltimore, Maryland 21202-1626; said Resident Agent is a Maryland corporation.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares, with a par value of One Dollar ($1.00) per share.

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 the lesser of (a) three or (b) the number of shareholders. The names of the directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

John H. Mears, Jr.

SEVENTH: The Corporation shall indemnify its directors, officers, employees and agents to the maximum extent possible in accordance with the provisions of Section 2-418, Corporations and Associations Article, Annotated Code of Maryland; and the Corporation may, in its By-Laws, extend or restrict the power of its directors and/or stockholders to indemnify such directors, officers, employees and agents provided nothing in said By-Laws is inconsistent with the terms of Section 2-418, Corporations and Associations Article, Annotated Code of Maryland.

2851 1876

0000 0644

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

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 29th day of September, 1986.

WITNESS:

Alison A. Robinson

Walter R. Stone
"INCORPORATOR"

2851 1877

0000 0645

191 PAGE 581

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other
__		Other

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION: A.A. Robinson

MAIL TO ADDRESS: Whiteford, Taylor + Preston
Ste 1400
7 St Paul St
Balt, Md 21202-1626

NOTE:

TOTAL FEES 40 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: [signature]

2851 1878

0000 0646

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

ARTICLES OF INCORPORATION
FOR
MEARS CORPORATION

Sept. 29, 1986

Return to:
Alison A. Robinson
LAW OFFICES Hirschfeld
WHITEFORD, TAYLOR & PRESTON
SUITE 1400
SEVEN SAINT PAUL STREET
BALTIMORE, MARYLAND 21202
(WK Drive)

MIC 191 PAGE 582

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

191 PAGE 583

ARTICLES OF INCORPORATION
OF
MEARS CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 29, 1986 AT 10:54 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2207884

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211776

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

3851 1874

ATS 080

00000648

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

191 PAGE 584

1986 SEP 26 A 10: 10

ARTICLES OF INCORPORATION

OF 9-26-86 10:10a

SNOW ENTERPRISES, INC.

FIRST: I, PHILIP E. L. DIETZ, JR., whose post office address is 16 South Washington Street, P. O. Box 1146, Easton, Maryland 21601, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

(1) To engage in the design, fabrication and sale of sails, awnings and related boat equipment; 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 1610 Whitehall Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Philip E. L. Dietz, Jr., 16 South Washington Street, Easton, Maryland 21601. 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 ten thousand (10,000) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be six (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than one (1), nor more than six (6). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: CHRISTOPHER SNOW and GILBERT H. SNOW.

1987 MAR 11 AM 11:45

SEVENTH: In addition to, and not in limitation of, any power granted to the Board of Directors by any Article of the Charter or By-Laws of the Corporation and/or any powers granted to Boards of Directors by the provisions of the General Laws of the State of Maryland now or hereafter in effect, the following provisions are hereby adopted:

62698143

2851 1935

0000 0649

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

(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) 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 fact 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 25th day of September, 1986, and under the penalties of perjury I acknowledge the same to be my act and that to the best of my knowledge, information and belief, the matters and facts contained therein are true in all material respects.

Philip E. L. Dietz Jr. (SEAL)
PHILIP E. L. DIETZ, JR.

2851 1936

0000 0650

STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

191 PAGE 586

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	40	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

TOTAL FEES 60

✓ Check _____Cash

_____Documents on _____checks

APPROVED BY: [illegible]

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Philip Dietz
PO Box 1146
Easton Md 21601-1146

NOTE:

2851 1937

0000 0651

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

VOL 191 PAGE 587

ARTICLES OF INCORPORATION
OF
SNOW ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 26,1986 AT 10:10 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 40	$ 20	$

D2207991

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211787

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

ATS-060

00000852

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-26-86 at 10:00 a.m.

HANSA YACHT SALES, INC.
ARTICLES OF INCORPORATION

ARTICLE ONE. **Incorporator.** The undersigned, THEODORE K. PETERSEN, whose post office address is 959 Melvin Road, Annapolis, Maryland 21403, being at least 18 years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE TWO. **Name.** The name of the corporation is HANSA YACHT SALES, INC. (hereinafter called the "Corporation").

ARTICLE THREE. **Purposes.** The purposes for which the Corporation is formed are:

3.1. To engage, as principal, importer, exporter, manufacturer's agent or representative, commission merchant, purchasing or selling agent, factor, broker and/or commission agent, in the wholesale and/or retail business of importing, purchasing, owning, leasing, holding, possessing on consignment or otherwise, and otherwise acquiring, and exporting, selling, transferring, encumbrancing, distributing and otherwise disposing of all kinds and types of boats, yachts, marine vessels and carriers, whether new or used, and all kinds and types of machinery, equipment, parts, fittings, furnishings and finishes, accessories, materials, goods and supplies, including food and clothing, used in connection with boats, yachts, marine vessels and carriers;

3.2. To acquire, by purchase, lease or otherwise, equip, maintain and operate a general facility for the commissioning, fitting out, equipping, furnishing, finishing, supply and provisioning of all kinds and types of boats, yachts, marine vessels and carriers, and for repair, maintenance, service, alteration, adaptation and modification of all kinds and types of boats, yachts, marine vessels and carriers, their hulls, cabins, superstructures, spars, rigging, motors, electrical systems, water and waste systems, equipment, furnishings, fixtures and accessories;

3.3. To acquire, by purchase, lease or otherwise, obtain license for, commission, fit out, equip, furnish, finish, maintain, supply and provision, man and operate all kinds and types of boats, yachts, marine vessels and carriers for charter or hire, on a bareboat basis or otherwise; and,

3.4. To engage in any other lawful business or to pursue any other lawful purpose.

ARTICLE FOUR. **Principal Office.** The address of the principal office of the Corporation is P.O. Box 480, Selby

1987 MAR 11 AM 11:45
HERBERT SCHAFER
CLERK

626[illegible] 2351 1976

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CLERK'S NOTATION
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Blvd., Edgewater, Maryland 21037.

ARTICLE FIVE. **Resident Agent.** The name of the resident agent of the Corporation is REINER JAHN, whose address is P.O. Box 480, Selby Blvd., Edgewater, Maryland 21037.

ARTICLE SIX. **Authorized Shares.** The Corporation is authorized to issue only one class of stock which shall be common stock. The total number of shares of common stock which the Corporation has authority to issue is Five Thousand (5,000) shares at a par value of One Dollar and No Cents ($1.00) each. The aggregate par value of all the shares of the one class of common stock of the Corporation is Five Thousand Dollars and No Cents ($5,000.00).

ARTICLE SEVEN. **Directors.** The initial number of Directors of the Corporation shall be two for so long as no stock of the Corporation is issued and outstanding. In the event stock of the Corporation is issued and outstanding and the number of stockholders is three or more, the number of Directors of the Corporation shall be three, or such greater number exceeding three as may be established from time to time pursuant to the By-Laws of the Corporation. In the event stock of the Corporation is issued and outstanding and the number of stockholders is less than three, and at least one, the number of Directors of the Corporation shall be the number of stockholders, or such greater number exceeding the number of stockholders as may be established from time to time pursuant to the By-Laws of the Corporation.

The names of the initial Directors of the Corporation who will serve as directors until the first annual meeting and until their successors are elected and qualify are: THEODORE K. PETERSEN and REINER JAHN.

ARTICLE EIGHT. **Qualification for Subchapter S Treatment.** At all times the Corporation shall remain qualified to elect to be taxed under Subchapter S of the Federal Internal Revenue Code as amended from time to time; accordingly:

8.1. The Corporation shall have only one class of stock; however, different voting rights may be provided.

8.2. Only individuals, decedents' estates, estates of individuals in bankruptcy and certain trusts deemed qualified to be stockholders of S corporations under the Federal Internal Revenue Code shall be stockholders of the Corporation. Partnerships, corporations and those trusts deemed unqualified to be stockholders of S corporations under the Federal Internal Revenue Code shall not be stockholders of the Corporation.

CLERK'S NOTATION
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8.3. No stockholder of the Corporation shall be an alien who is nonresident in the United States of America.

8.4. At no time shall the number of stockholders of the Corporation exceed thirty-five as the number of shareholders in an S corporation is determined in accordance with the Federal Internal Revenue Code.

ARTICLE NINE. **Stockholders' Preemptive Rights.** Unless otherwise determined by the Board of Directors of the Corporation, any authorized increase in or issuance of the common stock of the Corporation shall be offered for purchase or subscription to the common stockholders pro rata, in relation to their then present holdings.

ARTICLE TEN. **Powers of the Corporation, Directors and Stockholders.** The following provisions are hereby set forth for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and stockholders:

10.1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of the common stock of the Corporation, whether now or hereafter authorized.

10.2. The Board of Directors of the Corporation is hereby prohibited from authorizing an issuance of any class of stock in the Corporation other than the common stock authorized by Article Six hereof, or the issuance of any debt instrument of the Corporation which is deemed under the Federal Internal Revenue Code to be the equivalent of a class of stock in the Corporation other than the common stock authorized by Article Six hereof.

10.3. The Board of Directors of the Corporation may, from time to time before issuance of shares of the common stock of the Corporation, classify or reclassify any unissued shares by fixing or altering in any one or more respects the voting rights of such shares.

10.4. The Board of Directors of the Corporation is hereby prohibited, at any time, from classifying or reclassifying any unissued shares of the common stock of the Corporation by fixing or altering in any respect, the preferences, rights other than voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares; at all times, shares of the common stock of the Corporation shall be identical as to the rights of stockholders in and to the profits

CLERK'S NOTATION
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and assets of the Corporation.

Except only as expressly provided to the contrary in these Articles of Incorporation, or as limited or restricted by the Federal Internal Revenue Code where direct reference thereto is made by these Articles of Incorporation, the Corporation, its Board of Directors and the stockholders of the Corporation shall have and enjoy any and all such powers conferred upon them under the General Laws of the State of Maryland now or hereafter in force.

ARTICLE ELEVEN. Indemnification of Officers, Directors and Representatives.

11.1. As used in this Article Eleven, 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.

11.2. 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.

11.3. 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, 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.

0851 1379

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CLERK'S NOTATION
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IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 23 of September 1986.

WITNESS:

THEODORE K. PETERSEN

25aa

191 PAGE 593

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
		_____
__		Other_____
		_____

Name Change
(New Name) _____
_____
_____

____ Change of Name
____ Change of Principal Office
____ Change of Resident Agent
____ Change of Resident Agent Address

Code_____

ATTENTION:_____
_____
_____

MAIL TO ADDRESS: Ronald Jarashow
PO Box 827
Annapolis Md 21404

TOTAL FEES 40

✓ Check _____ Cash

_____ Documents on _____ checks

NOTE:

APPROVED BY: RO

3851 1981

0000 0658

CLERK'S NOTATION
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VOL. 191 PAGE 534

ARTICLES OF INCORPORATION
OF
HANSA YACHT SALES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 26, 1986 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2208072

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211794

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

8851 1975

ATS-060

0000 0659

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

191 PAGE 595

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/24/86 at 1:51 p.m.

FLIGHT ASSURANCE CORPORATION
(A Close Corporation)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Philip H. Bolger, whose post office address is 810 Holly Drive, Annapolis, MD 21401, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

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

(1) The rendering of consulting services to individuals, industry or government agencies.

(2) The investing of funds in real and personal property as is necessary for the rendering of these services.

(3) The investment of funds in real estate, mortgages, stocks, bonds or any other type of investments.

(4) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(5) To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of business.

(6) The redemption, purchase, retention, sale and transfer of its own capital stock.

(7) The creation of employee benefit plans and trusts incidental thereto.

(8) To do any or all acts permitted in Section 9 of Article 28 of the Maryland Annotated Code as now existing or as hereinafter amended.

FORTH: The post office address of the Corporation is 810 Holly Drive, Annapolis, MD 21401.

FIFTH: The name of the initial registered agent is Philip H. Bolger, who is a resident of the State of Maryland and whose business address is 810 Holly Drive, Annapolis, MD 21401.

SIXTH: The aggregate number of shares which the Corporation shall have authority to issue is Three Thousand (3000) shares as follows:

CLASS	NUMBER OF SHARES	PAR VALUE OF SHARE
COMMON STOCK	3,000	WITHOUT PAR VALUE

1987 MAR 11 AM 11:45
ALBERT SCHAFER
CLERK

1986 SEP 24 P 1:51

62698349

2851 2003

0000 0660

CLERK'S NOTATION
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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. The names and addresses of the directors who shall act upon the first annual meeting or until a successor or successors is/are duly chosen and qualified are:

NAME	ADDRESS
Philip H. Bolger	810 Holly Drive, Annapolis, MD 21401
William B. Mc Ginty	110 Riverside Drive, Cambridge, MD 20686
Ruben P. Pritchard	1013 Shipman Lane, Mc Lean, VA 22101

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) No contract or any other transaction as occuring between the Corporation and any other corporation and no other act shall in any way be altered or invalidated by the fact that any of the directors of this Corporation have a pecuniary or other interest in or are directors, agents or officers of such other corporation; any director individually, or any firm for which any director may be a member, may be a party to, or may have a pecuniary or other interest in any contract or other transasction of this Corporation, provided that the fact that he or the firm involved which is so interested is either fully disclosed or already known to the Board of Directors of a majority thereof, and any director of this Corporation, who is so interested, may be counted in the determination of the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any contract or transaction which in any way involves the interested director and may vote thereat to authorize any such contract or transaction with full force and effect as though such director were not interested.

(2) These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by sixty-five percent (65%) of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

(3) No stockholder shall sell or transer his stock in the Corporation without the approval, at a stockholder's meeting specifically called for such purpose of at least Sixty percent (60%) of the stockholders of the Corporation; providing for the purchase or redemption by the Corporation of its shares.

(4) The Corporation shall indemnify its directors, officers, employees and agents in accordance with the provisions of Article 23, Section 64 of the Maryland Annotated Code as amended ,and the Corporation , through its by-laws may extend or restrict the powers of its directors and/or its stockholders to indemnify such directors, officers, employees and agents provided nothing in said by-laws is inconsistent with Article 23, Section 64 of the Maryland Annotated Code as amended.

NINTH: The Corporation hereby elects to be a close corporation in accordance with Title 4 of the Corporations and Associations Article of the Annotated Code of the State of Maryland, now existing or as hereaftelr amended.

2851 2004

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CLERK'S NOTATION
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TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and severally acknowledged the same to by my act on 01 September 1986.

Witness:

Philip H. Golger

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 598

CLERK'S NOTATION
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DOCUMENT CODE 02 Ø BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Flight Assurance Corporation
c/o Holly Dry
Annapolis, MD 21401

TOTAL FEES 40.00

✓ Check _____Cash

_____Documents on _____checks

NOTE:

APPROVED BY: DMC

2851 3006

0000 0663

191 PAGE 599

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

ARTICLES OF INCORPORATION
OF
FLIGHT ASSURANCE CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 26,1986 AT 01:51 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

4

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2208148

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211798

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

ATS-060

00000664

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-23-86 at 10:04 a

ARTICLES OF INCORPORATION
OF
WHITTINGTON BUILDERS, INC.

FIRST: I, WAYNE T. KOSMERL, 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:

WHITTINGTON BUILDERS, INC.

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

(1) To engage in the business of buying, selling, developing, restoring, repairing, rehabilitating, and renovating any and all types of structures and/or buildings, both residential and commercial;

(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; and

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

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

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

(8) To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of

1987 MAR 11 AM 11:46
H. ERLE SCHAFER
CLERK
1986 SEP 23 A 10 07
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0000 0665

CLERK'S NOTATION
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Maryland upon corporations formed under the Acts above mentioned 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 613 Deale Road, Deale, Maryland 20751. The name and post office address of the Resident Agent of the Corporation in this state is Terry Dale Whittington, 613 Deale Road, Deale, Maryland 20751. 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, all of one class.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than three (3), provided that 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: Terry Dale Whittington and Deborah Ames Whittington.

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

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

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

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

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

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

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

(1) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director or officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees),

2881 2045

0000 0667

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

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

(4) Any indemnification under paragraph (1) or (2) of this Article NINTH (unless ordered by a court) shall be made by

2851 2046

0000 0668

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

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

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

(7) Any indemnification pursuant to this Article NINTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled, and shall continue as to a person who has ceased to be a 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 19th day of September 1986, and I acknowledge the same to be my act.

WITNESS:

Patricia Lettenmann

Wayne T. Kosmerl
WAYNE T. KOSMERL

6969D-18

2851 2047

0000 0669

STATE OF MARYLAND
State Department of Assessments and Taxation

191 PAGE 605

Gene L. Burner, Director

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	1 Certified Copy 5
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Wayne Kosmerl
PO Box 3323
Annapolis Md 21403-0323

TOTAL FEES 51

✓ Check _____ Cash

_____ Documents on _____ checks

NOTE:

APPROVED BY: RO

2851 2046

0000 0670

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

ARTICLES OF INCORPORATION

OF

WHITTINGTON BUILDERS, INC.

RETURN TO:

Wayne T. Kosmerl
COUNCIL, BARADEL, KOSMERL
& NOLAN, P.A.
ATTORNEYS AT LAW
222 SEVERN AVENUE
P.O. BOX 3323
ANNAPOLIS, MARYLAND
21403-0323
2622.02

191 PAGE 606

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

191 PAGE 607

ARTICLES OF INCORPORATION
OF
WHITTINGTON BUILDERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 23, 1986 AT 10:04 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2208247

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211805

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

A15-060

0000 0672

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

191 PAGE 608

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
1986 SEP 25 A 11:27

1986 SEP 10 A 9:43

APPROVED FOR RECORD
9/25/86 at 11:27 A.M.

ARTICLES OF INCORPORATION

OF

AM-A-CAR RENTALS, INC.

A MARYLAND CLOSE CORPORATION,

ORGANIZED PURSUANT TO TITLE 4 OF THE

CORPORATION AND ASSOCIATIONS ARTICLE OF THE

ANNOTATED CODE OF MARYLAND

FIRST: I, Joseph R. Santacroce, whose post office address is 1128 Cedarcliff Drive, Glen Burnie, Maryland,21061 being at least eighteen years of age, am hereby forming a corporation under and by virtue of the State of Maryland.

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

AM-A-CAR RENTALS, INC.

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

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

(1) Purchase, lease, rental and sale of automobiles, and all activities related thereto;

(2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;

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

(4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipments;

(5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation;

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

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

(8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust

1987 MAR 11 AM 11:46
R. ERLE SCHAFER
CLERK

HILLMAN BROWN & DARROW
Attorneys at Law
Post Office Box 668
Annapolis, Maryland 21404-0668
(301) 263-3131
(301) 269-5555
(301) 858-5500

SEP 15 1986
9666
86-0879

[redacted]

2851 2091

62688417

0000 0673

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

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

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

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

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

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

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

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

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

FIFTH: The post office address of the principal office of the corporation in this State is 1128 Cedarcliff Drive, Glen Burnie, Maryland,21061. The name and post office address of the Resident Agent is Joseph R. Santacroce,

2851 2092

0000 0674

CLERK'S NOTATION
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1128 Cedarcliff Drive, Glen Burnie, Maryland, 21061. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand shares of capital 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(s), whose name(s) is:

Joseph R. Santacroce

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

NINTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 5th day of September, 1986, and I acknowledge the same to be my act.

WITNESS:

Joseph R. Santacroce
JOSEPH R. SANTACROCE

2851 2093
0000 0675

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 611

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	W	Organ. & Capitalization
61	W	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	W	___Certified Copy 4p.
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION: _____

MAIL TO ADDRESS: _____
Hillman, Brown & Darrow
P.O. Box 668
Annapolis,

NOTE:

TOTAL FEES 50

✓ Check _____Cash

_____Documents on _____checks

APPROVED BY: DC

0851 2094

0000 0676

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

191 PAGE 612

ARTICLES OF INCORPORATION
OF
AM-A-CAR RENTALS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 25,1986 AT 11:27 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2208304

TO THE CLERK OF THE 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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211811

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

AT5-060

0000 0677

CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

9-26-86
9:47a

1986 SEP 26 A 9:47

ARTICLES OF INCORPORATION

OF

DUNCAN & ASSOCIATES, INC.

THIS IS TO CERTIFY:

FIRST: The undersigned, ROBERT A. HENLEY, whose post office address is 7439 Baltimore-Annapolis Boulevard, Post Office 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:

DUNCAN & ASSOCIATES, INC.

1987 MAR 11 AM 11:46
M. ERLE SCHAFER
CLERK

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 sell medical supplies and equipment.

(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

0000 0678

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

office of the Corporation in this State is 7989 Nolcrest Road, Glen Burnie, Maryland 21061. The Resident Agent of the Corporation is Gerald T. Duncan, whose post office address is 7989 Nolcrest Road, Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have a Board of Directors consisting of one (1) Director, which number may be increased 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 name of the Director who shall act as such until the first annual meeting of the Stockholder or until his successors are duly chosen and qualified is:

Gerald T. Duncan

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 ocntract 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

2851 2149

0000 0679

CLERK'S NOTATION
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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 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,

2851 2150
0000 0680

CLERK'S NOTATION
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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 24th day of September, 1986.

Robert A. Henley
ROBERT A. HENLEY

2851 2151

0000 0681

STATE OF MARYLAND
State Department of Assessments and Taxation

191 PAGE 617

Gene L. Burner, Director

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4p
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

TOTAL FEES 50

✓ Check ___Cash

___Documents on ___checks

APPROVED BY: AO

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Robert Henley
PO Box 849
Glen Burnie, Md
21061-0849

NOTE:

2851 2152

0000 0682

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

VOL 191 PAGE 618

ARTICLES OF INCORPORATION
OF
DUNCAN & ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 26, 1986 AT 09:47 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2208403

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND 1632

A 211821

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

AT5-060

0000 0683

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

VOL 191 PAGE 619

APPROVED FOR RECORD
9/22/86 at 9:06 a.m.

ARTICLES OF INCORPORATION

OF

TOWN & COUNTRY TRIM, INC.

A CLOSE CORPORATION

This is to certify that:

FIRST: George V. Frederick, Jr., whose address is 8592 Main Avenue, Pasadena, Anne Arundel County, Maryland 21122, being at least eighteen years of age, does under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, intend to form a corporation by the execution and filing of these Articles.

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

TOWN & COUNTRY TRIM, INC.

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

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

(a) To engage in the business of operating a repair and upholstering shop for furniture, boats and automobiles.

(b) To acquire by purchase or in any other manner and take, receive, own, hold, use, employ, improve and otherwise deal with any interest in real or personal property;

(c) To sell, lease, exchange, transfer, convey, mortgage, pledge and otherwise dispose of any or all of its assets;

(d) To make contracts and guarantees, to incur liabilities and borrow money; but the corporation will not act as a surety;

1987 MAR 11 AM 11:46
H. ERLE SCHAFER
CLERK

1986 SEP 22 A 9:06

2851 2219

0000 0684

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

(e) To engage in any other lawful business or activity and to exercise any power now or from time to time hereafter permitted by the General Laws of the State of Maryland relating to corporations, without regard to whether such business, activity or power is appropriate to promote and/or attain the other purposes set forth in this Article.

FIFTH: The address of the principal office of the Corporation in this State is: 2511 Mountain Road, Pasadena, Maryland 21122. The resident agent of the Corporation is: Joseph A. Besche, whose address is: 3828 New Section Road, Baltimore, Maryland 21220. The resident agent is a citizen of the State of Maryland who resides here.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5000) shares without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The Corporation elects to retain a Board of Directors. There shall be two (2) initial directors who shall act until the first annual meeting or until successors are duly chosen and qualified. The number of directors may be increased or decreased pursuant to the Bylaws of the Corporation. The names of the directors are (1) Joseph A. Besche, and (2) Collen M. Besche.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 15th day of September 1986, and I certify those Articles to by my act.

George V. Frederick, Jr.

George V. Frederick, Jr.

2851 2220

0000 0685

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 621

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

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓ Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	8	1 Certified Copy 2
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

TOTAL FEES _____

48 Check _____ Cash

2 Documents on 1 checks

APPROVED BY: MSC

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: George V. Frederick Jr
8592 Main Ave
Pasadena, Md 21122

NOTE:

CERTIFIED COPY MADE

0000 0686 2221

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

191 PAGE 622

ARTICLES OF INCORPORATION
OF
TOWN & COUNTRY TRIM, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 22, 1986 AT 09:06 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2208486

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND 1632

A 211826

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

ATS 060

00000687

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

191 PAGE 623

1986 SEP 26 A 10: 35

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/26/86 at 10:35 a.m.

ARTICLES OF INCORPORATION

OF

JOTRA ENTERPRISES, INC.
(A Close Corporation)

FIRST: The undersigned, Raymond O. Blummer, III, whose post office address is 221 Fifth Avenue, S.E., Glen Burnie, Maryland 21061, being at least twenty-one years of age, does hereby form a Corporation under the General Laws of the State of Maryland.

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

a. To engage in the business of purchasing, acquiring, owning and servicing automobiles.

b. To deal in repairing, renovating, painting and servicing all types of new and used automobiles, trucks and other vehicles and any parts or accessories used in connection therewith.

c. To engage in the business of purchasing, acquiring, owning, selling and generally dealing in all types of supplies used by all types of motor vehicles.

1987 MAR 11 AM 11:46
H. GALE SCHAFER
CLERK

2851 2275

62698192

0000 0688

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

d. To acquire by purchase, lease or otherwise, real and/or personal property of every kind, tangible, including business rights, and assets of any corporation, pertnership, association or individual or any part thereof, and to pay for such property, business, rights, by the issuance of stock or other securities of the corporation or otherwise in the manner provided by law, and to lawfully conduct the business so acquired and to exercise powers necessary to carry on such business.

e. 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 estate and personal property.

f. 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.

g. To hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage, pledge or otherwise dispose of stocks and securities, created by any other corporations or corporation and while the holder thereof, to exercise all the privileges of ownership, including the right to vote therein.

h. To carry on any other business or businesses which may be determined directly or indirectly to affectuate the aforesaid objects or any of them, and to facilitate the transaction by the corporation of the aforesaid business or businesses, or

2851 2276
0000 0689

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

any thereof, or the transaction of any other business which may be connected, either directly or indirectly to embrace the value of its assets and 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.

FIFTH: 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.

SIXTH: The post office address of the principal office of the Corporation in Maryland is 221 - Fifth Avenue, S.E., Glen Burnie, Maryland 21061. The name and post office address of the resident agent of the Corporation in Maryland is:

Raymond O. Blummer, III
221 - Fifth Avenue, S.E.
Glen Burnie, Maryland 21061

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

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

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CLERK'S NOTATION
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EIGHTH: After the completion of the organizational meeting of the Directors, and the issuance of one (1) or more shares of stock in the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one Director whose name is Raymond O. Blummer, III.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 9th day of September, 1986, and I acknowledge the same to be my act.

(SEAL)
Raymond O. Blummer, III

STATE OF MARYLAND
COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY that on this 9th day of September, 1986, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Raymond O. Blummer, III, the aforesaid incorporator and did make oath in due form of law that the foregoing Articles of Incorporation is his deed and respective act, in my presence, signed and sealed by him.

Helen M. Pallard
Notary Public

My Commission expires July 1, 1990

NOTARY PUBLIC HELEN M. PALLARD ANNE ARUNDEL CO., MD.
2851-0279

191 PAGE 627

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓ Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Raymond O. Blumer
221 5th Ave SE
Glen Burnie, Md. 21061

NOTE:

TOTAL FEES 40

40 Check _____Cash

1 Documents on 1 checks

APPROVED BY: MEL

2851 2279

0000 0692

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

VOL 191 PAGE 628

ARTICLES OF INCORPORATION
OF
JOTRA ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 26,1986 AT 10:35 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2208577

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211835

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

ATS-060

00000693

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/15/86 at 10:21 a.m.

VOL 191 PAGE 629

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

ARTICLES OF INCORPORATION

FIRST: I, Allen Mitchell, whose post office address is 1321 Mercedes Drive, Hanover, Maryland, 21076, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

EXECUTIVE TELECOM 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.

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

(1) To engage in all aspects of the sales, service, maintenance and distribution of communication equipment nd 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.

1987 MAR 11 AM 11:46
H. ERLE SCHAFER
CLERK

625888336

2851 2378

0000 0694

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

FIFTH: The post office address of the principal office of the Corporation in this State is 1321 Mercedes Drive, Hanover, Maryland 21076. The name and post office address of the resident agent of the Corporation in this State is Allen Mitchell, 1321 Mercedes Drive, Hanover, Maryland 21076. Said Resident Agent is an individual actually residing in this State.

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

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

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.

2851 2379

2851 2380

0000 0695

191 PAGE 632

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY _____

#_____ ___P.A ___Religious ✓ Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other _____
__		Other _____

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Barry Cohen
4143 Patterson Ave
Balt, Md. 21215

NOTE:

TOTAL FEES 40

____Check ____Cash

1 Documents on 1 checks

APPROVED BY: MGR

2851 2381

0000 0696

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

VOL 191 PAGE 633

ARTICLES OF INCORPORATION
OF
EXECUTIVE TELECOM CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 15,1986 AT 10:21 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2208767

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211845

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

A15-060

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

191 PAGE 634

ARTICLES OF INCORPORATION

OF

KTM CORPORATION

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-30-86 at 9:26a .m.

(a close corporation permitted by the laws of the State of Maryland as found in Corporations and Associations, Title 4, Sec. 4-201, Et Seq.)

The undersigned, Tariq S. Niazi, 241 St. Anton's Way, Arnold, Maryland 21012, being at least eighteen (18) years of age, does hereby form a corporation under the General Laws of the State of Maryland.

ARTICLE I

The name of the corporation (which is hereinafter called the Corporation) is KTM Corporation.

ARTICLE II

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

To carry on the business of Service Stations selling gasoline, diesel fuel, oil, anti-freeze and related items along with cigarettes, candy and other similar items; and to do all things generally necessary or incident to or related to the above stated purpose; and to do any acts allowable by law.

1987 MAR 11 AM 11:46
HELENE SCHAFER
CLERK

LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7709 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061

62738021

2851 2442

0000 0698

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

ARTICLE III

The post office address of the principal office of the Corporation in Maryland is 241 St. Anton's Way, Arnold, Maryland 21012.

ARTICLE IV

The name and post office address of the resident agent of the Corporation in Maryland is Tariq S. Niazi, 241 St. Anton's Way, Arnold, Maryland 21012. Said resident agent is a citizen of Maryland and actually resides therein.

ARTICLE V

The total number of shares of stock which the Corporation has authorization to issue is 1,000 shares of the par value of $1.00 each, all of one class, having aggregate par value of $1,000.00.

ARTICLE VI

The Corporation elects to have no board of Directors. Until the election to have no Board of Directors becomes effective there shall be one (1) Director, whose name is: Tariq S. Niazi, being eighteen (18) years of age or older.

ARTICLE VII

The duration of the Corporation shall be perpetual.

LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7709 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061

2651 2443
0000 0699

CLERK'S NOTATION
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191 PAGE 636

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 6th day of SEPTEMBER 1986, 1986, and acknowledged same to be my act and deed.

WITNESS

TARIQ S. NIAZI

LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7709 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061

2951 2444

0000 0700

191 PAGE 637

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 3.00
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

TOTAL FEES 49

✓Check ___Cash

___Documents on ___checks

APPROVED BY: JP

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Forman + Steinhardt
7709 Quarterfield Rd
Glen Burnie, Md 21061

NOTE:

2851 2445

0000 0701

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

VOL 191 PAGE 638

ARTICLES OF INCORPORATION
OF
KTM CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 30,1986 AT 09:26 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

4

ORGANIZATION AND CAPITALIZATION FEE PAID:
$ 20

RECORDING FEE PAID:
$ 20

SPECIAL FEE PAID:
$

D2208866

TO THE CLERK OF THE 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.

A 211854

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION • OF MARYLAND •

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

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/26/86 at 12:25 M.

191 PAGE 639

1986 SEP 26 P 12:25

ARTICLES OF INCORPORATION

OF

GROUNDS IRRIGATION TECHNOLOGY, INC.

A Close Corporation

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, George Thornberry, whose address is 1654 Crofton Boulevard, Suite 14, Crofton, Maryland 21114, do under and by virtue of the General Laws of Maryland authorizing the formation of corporation, 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:

GROUNDS IRRIGATION TECHNOLOGY, INC.

Which is and shall be a close corporation.

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

(a) To install and service undergound sprinkler systems and other methods of irrigation.

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

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property, wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and

1987 MAR 11 AM 11:46
H. ERLE SCHAFER
CLERK

CLERK'S NOTATION
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sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

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

(f) 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.

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

(h) to guarantee the payment of dividends upon any shares of

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

stock of or the performance of any contract by, any other corporation or association in which the Corporation has an interest, or which has an interest in the Corporation, 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.

(i) To lend 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 purchases, or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon, by motgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount, or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

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

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made 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,

2951 2669

0000 0705

CLERK'S NOTATION
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object or business, in any manner to limit or restrict the generality or any other purpose, object or business mentioned or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 1654 Crofton Boulevard, Suite 14, Crofton, Maryland 21114. The Resident Agent of the Corporation is George Thornberry, whose post office address is 1654 Crofton Boulevard, Suite 14, Crofton, Maryland 21114. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is 100,000 repeat shares of Common Stock of the par value of $1.00 repeat per share each, having an aggregate par value of $100,000 repeat.

SIXTH: The Corporation shall have one Director and George Thornberry shall act as such until the first annual meeting or until his successors are duly chosen and qualify.

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

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

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 our 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 directors may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm, is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or officer of such other corporation, or who is 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

2851 2671

0000 0707

CLERK'S NOTATION
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interested.

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

(d) The Corporation reserves the right to make from time to time any amendments of these articles which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two-thirds (2/3rds) of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) Notwithstanding any provision of the law requiring any action to be taken or authorized by the affirmative

2881 2672
0000 0708

CLERK'S NOTATION
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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 re-classify 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 time 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 franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of

0000 0709

CLERK'S NOTATION
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191 PAGE 646

Incorporation on this 24TH day of SEPTEMBER, 1986.

WITNESS:

George Thornberry (SEAL)
George Thornberry

STATE OF MARYLAND, COUNTY OF , TO WIT:

I HEREBY CERTIFY that on this 24th day of September, 1986 befoe me, the subscriber, a Notary Public of the State of the State of Maryland and the County of Prince George's personally appeared before me ~~Sandra E. Wilson~~ sew George Thornberry and acknowledged the foregoing Articles of Incorporation to be his respective act.

AS WITNESS my hand and Notarial Seal.

Sandra E. Wilson
Notary Public
My commission expires:

2851 2674

0000 0710

191 PAGE 647

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	26	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	14	1 Certified Copy 8
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Grounds Irrigation Technology
1654 Crofton Blvd #14
Crofton, Md 21114

TOTAL FEES _____

60 Check _____ Cash

_____ Documents on _____ checks

NOTE:

APPROVED BY: A

2851 2675

0000 0711

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

VOL 191 PAGE 648

ARTICLES OF INCORPORATION
OF
GROUNDS IRRIGATION TECHNOLOGY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 26,1986 AT 12:25 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

9

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 26	$

D2209088

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211874

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

AT5-080

00000772

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

ANNE ARUNDEL ABSTRACTORS ASSOCIATION, INC.
(A Non-Stock Corporation Organized Pursuant to Title 5, Subtitle 2, of the Corporations and Associations Article of the Annotated Code of Maryland)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

RECORDED FOR RECORD 9/30/86 at 10:34 a.m.

ARTICLES OF INCORPORATION

VOL 191 PAGE 649

FIRST: That we, Adele W. Greil, whose Post Office address is 380 Dewey Drive, Annapolis, Maryland 21401, Carmine J. Granese, whose Post Office address is 810 Aylesbury Garth, Arnold, Maryland 21012, and Deborah A. Shipley, whose Post Office address is 3 Church Circle, Apartment #125, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is Anne Arundel Abstractors Association, Inc.

THIRD: The Corporation shall be a non-stock corporation as authorized by Title 5, Subtitle 2, of the Corporations and Associations Article of the Annotated Code of Maryland.

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

(1) To form a voluntary association or organization of those persons who earn their livelihood by assembling abstracts of information as to the status and merchantability of titles to land from the various records of Anne Arundel County and its courts, and for the joint and several benefit of the Association's members, to exchange among and between them items of information, education and methods of work.

(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 380 Dewey Drive, Annapolis, Maryland 21401. The name and Post Office address of the Resident Agent of the Corporation in this State is Adele W. Greil, 380 Dewey Drive, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

SIXTH: The Corporation shall have no authority to issue capital stock.

SEVENTH: The Corporation shall have five directors, and Adele W. Greil, Carmine J. Granese and Deborah A. Shipley, shall serve as such until their successors are elected and qualified.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and members; the directors and members shall have all the powers and authority which may be conferred upon them from time to time, under the general laws of the State of Maryland.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 29th day of September, 1986.

WITNESS as to all:

Joan M. Foy

Joan M. Foy

Adele W. Greil (SEAL)
Adele W. Greil

Carmine J. Granese (SEAL)
Carmine J. Granese

Deborah A. Shipley (SEAL)
Deborah A. Shipley

1986 SEP 30 A 10:34

62738214 1987 MAR 11 AM 11:46 2851 2715

H. ERLE SCHAFER
CLERK

0000 0713

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

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, That on this 29th day of September, 1986, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared Adele W. Greil, Carmine J. Granese and Deborah A. Shipley, and they severally acknowledged the foregoing Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

JOAN M. FOY NOTARY PUBLIC ANNE ARUNDEL CO., MD.

Joan M. Foy, Notary Public
My commission expires July 1, 1990

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

181 651

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

DOCUMENT CODE 020 BUSINESS CODE 04 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	8	1 Certified Copy 2
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

Name Change (New Name) _____

____ Change of Name
____ Change of Principal Office
____ Change of Resident Agent
____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Adele Greil
380 Dewey Dr.
Annapolis, Md
21401

TOTAL FEES 48 Check _____ Cash

_____ Documents on _____ checks

NOTE:

APPROVED BY: PCM

2851 2717

0000 0715

191 PAGE 652

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

ARTICLES OF INCORPORATION
OF
ANNE ARUNDEL ABSTRACTORS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 30, 1986 AT 10:34 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2209179

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211882

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

ATS-060

0000 0716

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

VOL 191 PAGE 653

APPROVED FOR RECORD
10-1-86 at 10:00a.m.

HIGH-TECH APPLIANCE SERVICE, INC.

Certificate of Correction

HIGH-TECH APPLIANCE SERVICE, INC., a Maryland Corporation, having its principal office in Severn, Maryland (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: This Certificate of Correction corrects the Articles of Incorporation of the Corporation (hereinafter referred to as the "Articles").

SECOND: The name of the sole party to the Articles is Joseph S. Matricciani for and on behalf of HIGH-TECH APPLIANCE SERVICE, INC.

THIRD: The Articles were filed for record with the State Department of Assessments and Taxation of Maryland on July 29, 1986.

FOURTH: As previously filed, the Articles of Incorporation spelled the corporate name as HIGH-TECH APPLIANCE SERVICE, INC.

FIFTH: The Articles of Incorporation are hereby corrected to spell the corporate name as HI-TECH APPLIANCE SERVICE, INC.

SIXTH: This Certificate of Correction does not:

(1) Alter the wording of any resolution which was adopted by the Board of Directors or the stockholders of any party to the Articles; or

(2) Make any other change or amendment which would not have complied in all respects with the requirements of the Corporations and associations Article of the Annotated Code of Maryland at the time the Articles were filed; or

(3) Change the effective date of the Articles, or

(4) Affect any right or liability accrued prior to the filing hereof, except that any right or liability

1987 MAR 11 AM 11:46
HERB SCHAFER
CLERK

2853 1084

62748081

0000 0717

CLERK'S NOTATION
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accrued or incurred by reason of the error or defect being corrected shall be extinguished by the filing of this Certificate of Correction if the person having the right has not detrimentally relied on the Articles before said correction.

IN WITNESS WHEREOF, I, the incorporator of **HI-TECH APPLIANCE SERVICE, INC.**, have signed this Certificate of Correction this 22nd day of September, 1986, and I acknowledge the same to be my act.

Joseph S. Matricciani (SEAL)
JOSEPH S. MATRICCIANI, INCORPORATOR

2853 1085

0000 0718

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 655

CLERK'S NOTATION
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DOCUMENT CODE 17A D BUSINESS CODE _____ COUNTY _____

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	6	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75	5	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

TOTAL FEES 11

✓ Check _____Cash

_____Documents on _____checks

APPROVED BY: gb

Name Change (New Name) Hi-Tech Appliance Service, Inc.

✓ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Wilson McManus
321 Fallsway #307
Balt, Md 21202

NOTE:

2853 1086

0000 0719

CLERK'S NOTATION

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

0000 0720

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

191 PAGE 656

CERTIFICATE OF CORRECTION OF ARTICLES OF INCORPORATION

OF

HIGH TECH APPLIANCE SERVICE, INC.

Changing its name to

HI-TECH APPLIANCE SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 1, 1986 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$	$ 6.00	$ 5.00

TO THE CLERK OF THE 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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211917

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER FOLIO 2853 1083

ATS-060

0000 0721

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

VOL 191 PAGE 657

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-30-86 at 10:48 a.m.

ARTICLES OF MERGER

MERGING

SCOTT'S CORPORATION,
a corporation of the State of Maryland

AND

SPL, INC.,
a corporation of the Commonwealth of Massachusetts

INTO

GH ACQUISITION CORP.,
a corporation of the State of Delaware

1987 MAR 11 AM 11:46
H. LEE SCHAFER
CLERK

1986 SEP 30 A 10:48

Drafted and filed by:

Honigman Miller Schwartz and Cohn
2290 First National Building
Detroit, Michigan 48226
Attn: Donald J. Kunz, Esq.

Telephone: (313) 256-7800

62738175

2853 1202

0000 0722

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

ARTICLES OF MERGER

MERGING

SCOTT'S CORPORATION,
a corporation of the State of Maryland

AND

SPL, INC.,
a corporation of the Commonwealth of Massachusetts

INTO

GH ACQUISITION CORP.,
a corporation of the State of Delaware

FIRST: GH Acquisition Corp., a corporation organized and existing under the laws of the State of Delaware (hereinafter referred to as the parent corporation), and SPL, Inc., a corporation organized and existing under the laws of the Commonwealth of Massachusetts (hereinafter referred to as SPL), and Scott's Corporation, a corporation organized and existing under the laws of the State of Maryland (hereinafter referred to as Scott's), agree that said Scott's and SPL shall be merged into said parent corporation. The terms and conditions of the merger and the mode of carrying the same into effect are as herein set forth in these Articles of Merger.

SECOND: GH Acquisition Corp., a corporation organized and existing under the laws of the State of Delaware, shall survive the merger and shall continue under the name, GH Acquisition Corp.

THIRD: The parties to the Articles of Merger are GH Acquisition Corp., a corporation organized on the 29th day of May, 1985, under the General Corporation Law of the State of Delaware, which corporation is not qualified to do business in the State of Maryland; SPL, Inc., a corporation organized on the 19th day of October, 1972, under the Business Corporation Law of the Commonwealth of Massachusetts, which corporation is not qualified to do business in the State of Maryland; and Scott's

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

Corporation, a corporation organized on the 29th day of September, 1964, and existing under the laws of the State of Maryland.

FOURTH: No amendment is made to the charter of the surviving corporation as part of the merger.

FIFTH: The total number of shares of stock of all classes which the parent corporation has authority to issue is 1,000 shares, all of which are of a single class of Common Stock, $1.00 par value per share. The total number of shares of stock of all classes which SPL has authority to issue is 250,000 shares, all of which are of a single class of Common Stock, $1.00 par value per share. The total number of shares of stock of all classes which Scott's has authority to issue is 5,000 shares, all of which are of a single class of Common Stock, no par value per share.

SIXTH: The number of outstanding shares of each class of SPL and Scott's and the number of shares of each class owned by GH Acquisition, Inc., the parent corporation, is as follows:

Corporation	Class	Total Number of Shares Outstanding	Total Number of Shares Owned by Parent Corporation
Scott's Corporation	Common Stock	20	20
SPL, Inc.	Common Stock	100	100

SEVENTH: The manner and basis of converting or exchanging issued stock of Scott's and SPL into different stock or other consideration and of dealing with any issued stock of the Scott's and SPL not to be so converted or exchanged are as follows:

All of the issued and outstanding shares of Scott's and SPL, the subsidiary corporations, are owned by GH Acquisition Corp., the surviving corporation, and no shares of the surviving corporation are to be issued or any other consideration given for shares of Scott's and SPL, but upon the effective date of the Articles of Merger, the shares of stock of Scott's and SPl shall be surrendered for cancellation to GH Acquisition Corp., the parent corporation surviving the merger.

2853 1204

0000 0724

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

The resident agent of the successor corporation, in Maryland, is THE CORPORATION TRUST INCORPORATED, 32 South Street, Baltimore, maryland, 21202.

EIGHTH: The principal office of Scott's organized under the laws of the State of Maryland is located in Anne Arundel County, Maryland. Scott's does not own property in any county of the State of Maryland, the title to which could be affected by the recording of an instrument among the land records.

NINTH: The merger was duly approved by resolution adopted by a majority of the board of directors of Scott's on September 10th , 1986.

TENTH: The merger to be effected by these Articles of Merger was duly advised and authorized and approved by GH Acquisition Corp. in the manner and by the vote required by the laws of the State of Delaware and by the charter of said corporation, and by SPL, Inc. in the manner and by the vote required by the laws of the Commonwealth of Massachusetts and by the charter of said corporation.

IN WITNESS WHEREOF, the parent corporation, Scott's and SPL have caused these presents to be signed in their respective names and on their respective behalves by their respective presidents or vice presidents and witnessed by their respective secretaries or assistant secretaries on September 25 , 1986.

WITNESS:

GH ACQUISITION CORP.,
a Delaware corporation

Robert Kuhbach, Secretary

By James C. Hull, Vice President

SCOTT'S CORPORATION,
a Maryland corporation

Robert G. Kuhbach, Secretary

By James C. Hull, Vice President

SPL, INC.,
a Massachusetts corporation

Robert G. Kuhbach, Secretary

By James C. Hull, Vice President

0000 0725

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

THE UNDERSIGNED, (Vice) President of GH ACQUISITION CORP., who executed on behalf of the Corporation the foregoing Articles of Merger of which this certificate is made a part, hereby acknowledges in the name and on behalf of the Corporation the foregoing Articles of Merger to be the corporate act of said Corporation and hereby certifies that to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.

James C. Hull, Vice President

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

James C. Hull, Vice President

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

James C. Hull, Vice President

2853 1206

0000 0726

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 10 BUSINESS CODE _____ COUNTY _____

_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (~~Transferor~~) D 193250 Scott's Corporation and SP & Inc (Mass) (not R/Q)

Surviving (~~Transferee~~) GT Acquisition Corp (Del.) (not R/Q)

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63	20	Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
		Other _____
		Other _____

Name Change
(New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Jeanette Sermo
Honigman Miller
2290 First National Bldg
Detroit, Mich 48226

TOTAL FEES 20

✓ Check _____ Cash

_____ Documents on _____ checks

NOTE:

APPROVED BY: JL

2853 1207

0000 0727

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

VOL 191 PAGE 663

ARTICLES OF MERGER

MERGING

SCOTT'S CORPORATION (A MD CORP.)

AND

SPL, INC. (A MA CORP.)

INTO

GH ACQUISITION CORP. (A DE CORP.) SURVIVOR

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 30, 1986 AT 10:48 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211953

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS 2853 1201

AND TAXATION OF MARYLAND IN LIBER, FOLIO

ATS-060

0000 0728

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/2/86 at 4:16 PM

MAY 1, 1986

191 PAGE 664

United Council of Civic Associations of Anne Arundel Co. Inc.
Articles of Revival

1. The name of the corporation at the time the charter was forfeited was United Council of Civic Associations of Anne Arundel Co. Inc.
2. The name which the corporation will use after rivival is United Council of Civic Associations of Anne Arundel Co. Inc.
3. The name and address of the resident agent are
FRANK COURTNEY 216 MONTROSE RD PASA. MD 21122
4. These Articles of Revival are for the purpose of reviving the charter of the corporation.
5. At or prior to the filing of these Articles of Revival, the corporation has:
   (a) Paid all fees required by law;
   (b) Filed all annual reports which should have been filed by the corporation if its charter had not been forfeited;
   (c) Paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

(1) 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.

F. J. Courtney
Last Acting President
(or V.President)

C. Vitek
Last Acting Secretary (Corres).
(or Treasurer)

1997 MAR 11 AM 11:46
M. ERLE SCHAFER
CLERK

62726620

[redacted]

2853 1226

0000 0729

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

VOL 191 PAGE 865

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Carol Vitek Acting Corresponding Sec. of United Council of Civic Associations of Anne Arundel 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.

Carol M. Vitek
CAROL M. VITEK
(PRINT NAME BENEATH SIGNATURE)

I hereby certify that on JUNE 4 1986 (insert date) before me, the subscriber, a notary public of the State of Maryland, in and for ANNE ARUNDEL COUNTY (insert name or county for which notary is appointed) personally appeared CAROL M. VITEK (insert name of person swearing) 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

Donald S. Hubbard
(Signature of notary public)

My Commission expires 7-1-86.

0000 0730

191 PAGE 666

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 18 10 BUSINESS CODE _____ COUNTY _____

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65.		Rec. Fee (Dissolution)
66	20	Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75	10	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
		_____
__		Other_____
		_____

TOTAL FEES 30.00

✓ Check _____Cash

_____Documents on _____checks

APPROVED BY: DK

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

✓ Change of Resident Agent

✓ Change of Resident Agent Address

Code_____

ATTENTION: _____

MAIL TO ADDRESS: _____
Frank Courtney
216 Montrose Rd
Rockville, Md 20852

NOTE:
Carol Shriver requests that original name of corp be inserted in Article 1 & 2 of the Articles

2853 1228

0000 0731

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

VOL 191 PAGE 667

ARTICLES OF REVIVAL

OF

THE UNITED COUNCIL OF CIVIC ASSOCIATIONS OF
ANNE ARUNDEL COUNTY, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 2, 1986 AT 4:00 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$	$ 20.00	$ 10.00

TO THE CLERK OF THE 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.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 211957

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

2853 1225

AT5-060

0008 0732

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

1986 OCT -1 A 9:51

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/1/86 at 9:51 a.m.

BOB'S NORTH INN, INC.

ARTICLES OF AMENDMENT

BOB'S NORTH INN, INC., A Maryland Corporation, having its principal office at 7703 Baltimore-Annapolis Boulevard, Glen Burnie, Maryland 21061 (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 IV and substituting in lieu thereof, the following new Article:

FOURTH: The post office address of the principal office of the Corporation in this State is 7703 Baltimore-Annapolis Boulevard, Glen Burnie, Maryland 21061. The name and post office address of the resident agent of the Corporation in this State is JOHN C. FREDRICKSON, ESQUIRE, 605 Court Square Building, Baltimore, Maryland 21202. Said resident agent is an individual actually residing in this State.

SECOND: By written and formal action, unanimously taken by an affirmative vote of every stockholder of the Corporation, pursuant to and in accordance with Section 4-201 of the Corporations and Associations Article of the Annotated

1987 MAR 11 AM 11:46
H. EARLE SCHAFER
CLERK

2853 2568

0000 0733

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

Code of Maryland, the Board of Directors of the Corporation duly advised the foregoing Amendments and by written and formal action unanimously taken by the stockholders of the Corporation, the stockholders of the Corporation duly approved said Amendments.

IN WITNESS WHEREOF, BOB'S NORTH INN, INC. has caused these presence to be signed in its name and on its behalf by its President and attested by its Secretary on this 12th day of August, 1986, and its President acknowledges that these Articles of Amendment are the act and deed of BOB'S NORTH INN, INC. and, under the penalties of perjury, that the matters and facts set forth herein and with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

R. Celeste Michael
R. CELESTE MICHAEL, Secretary

X Joseph G. Michael R.C. M.
BOB'S NORTH INN, INC.
By: JOSEPH G. MICHAEL, President

R. Celeste Michael

191 PAGE 670

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 09 BUSINESS CODE 03 COUNTY

D0256578 ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	20	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other
__		Other

Name Change (New Name) _____

___ Change of Name

✓ Change of Principal Office

✓ Change of Resident Agent

✓ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Alperstein & Duner
605-610 Court Sq Bldg
Balt, Md 21202

NOTE:

TOTAL FEES 20

20 Check ___Cash

1 Documents on 1 checks

APPROVED BY: [signature]

2853 2570

0000 0735

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

VOL 191 PAGE 671

ARTICLES OF AMENDMENT

OF

BOB'S NORTH INN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 1, 1986 AT 9:51 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

TO THE CLERK OF THE 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.

A 211974

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO 2853 2567

ATS-060

0000 0736

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

M

191 PAGE 672

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/1/86 at 9:00 a.m.

MONICA STEPHENS, INC.

ARTICLES OF SALE AND TRANSFER

ARTICLES OF SALE AND TRANSFER entered into this 29 day of September, 1986, by and between MONICA STEPHENS, INC., a Maryland corporation (hereinafter sometimes referred to as the "Transferor"), and HAIRPORT OF ANNAPOLIS, LTD. (hereinafter sometimes referred to as the "Transferee").

THIS IS TO CERTIFY:

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

SECOND: The name, post office address and principal place of business of Transferee is: Hairport of Annapolis, Ltd., 2510 Riva Road, Annapolis, Maryland 21401.

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

Transferor is Monica Stephens, Inc., a corporation organized under the laws of the State of Maryland.

Transferee is Hairport of Annapolis, Ltd., a corporation organized under the laws of the State of Maryland.

FOURTH: The nature and amount of the consideration to be paid by Transferee for the property and assets hereby transferred to it as set forth in Article EIGHTH herein, is Twenty Thousand Dollars ($20,000.00) in cash.

FIFTH: The principal office of Transferor is in the County of Anne Arundel, State of Maryland. The transferor corporation does not own an interest in land, the title to which could be affected by the recording of an instrument among the land records of any county.

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

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

1987 MAR 11 PM 11:46
ALBERT E. SCHAFER
CLERK

62748135

2853 2572

0000 0737

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

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

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

EIGHTH: In consideration of the payment to Transferor of Twenty Thousand Dollars ($20,000.00) 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:

All assets including goodwill, inventory, furniture, fixtures and equipment.

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

IN WITNESS WHEREOF, the parties to these Articles of Sale and Transfer, have caused these Articles of Sale and Transfer to be signed and acknowledged and on behalf of each corporate party to these Articles of Sale and Transfer by its president or vice president and attested by the secretary or an assistant secretary, as of this 29th day of September, 1986.

ATTEST:

C. Gary Stephens, Secretary

MONICA STEPHENS, INC.

By: Monica V. Stephens
Monica V. Stephens, President
Seller

Adam P. Zagami, Secretary

HAIRPORT OF ANNAPOLIS, LTD.

By: Josephine E. Ratherdale
Josephine E. Ratherdale
President
Purchaser

002111KS.ART

191 PAGE 675

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 12 BUSINESS CODE 03 COUNTY _____

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

~~Merging~~ (Transferor)
Monica Stephens, Inc.
D1178383

~~Surviving~~ (Transferee)
Hairport of Annapolis, Ltd.
D2191872

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64	20	Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

TOTAL FEES _____

20 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: [illegible]

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION: S. K. Scott

MAIL TO ADDRESS: Hartman & Crain
2661 Riva Rd Ste 810
Annapolis, Md 21401

NOTE:

2853 2575

0000 0739

CLERK'S NOTATION

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

0000 0740

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

191 PAGE 676

ARTICLES OF SALE AND TRANSFER

BETWEEN

MONICA STEPHENS, INC. (A MD CORP.) TRANSFEROR

AND

HAIRPORT OF ANNAPOLIS, LTD. (A MD CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 1, 1986 AT 9:00 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

drb

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

A 211975

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER 2853 FOLIO 2571

0000 0791

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/7/86 at 3.15 .m.

VOL 191 PAGE 677 ARTICLES OF REVIVAL

FOR

Newlove Enterprises, Inc.
a closed corporation
[Insert exact name of corporation as it appears on records of the State Department of Assessments and Taxation]

FIRST: The name of the corporation at the time the charter was forfeited was
Newlove Enterprises, Inc.

SECOND: The name which the corporation will use after revival is
Newlove Enterprises, Inc.

THIRD: The address of the principal office in this state is
524 Seaward Drive
Severna Park, MD 21146

FOURTH: The name and address of the resident agent is
Ann L. Newlove
524 Seaward Drive
Severna Park, MD 21146

FIFTH: These Articles of Revival are for the purpose of reviving the charter of the corporation.

SIXTH: At or prior to the filing of these Articles of Revival, the corporation has (a) Paid all fees required by law; (b) Filed all annual reports which should have been filed by the corporation if its charter had not been forfeited; (c) Paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

1987 MAR 11 AM 9:46
PEARLE SCHAFER
CLERK

62808301

(1)

2853 0715

0000 0742

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

[Use A for signatures. If that procedure is unavailable, use B. If A & B are not available, use C. Only sign under one section.]

A. The undersigned who were respectively the last acting president (or vice president) and secretary (or treasurer) of the corporation severally acknowledge the Articles to be their act.

Ann L. Newlove VP
Last Acting President/Vice President

Ann L. Newlove Sec
Last Acting Secretary/Treasurer

[Use if A cannot be signed/acknowledged]

B. The last acting president, vice president, secretary, and treasurer are unwilling or unable to sign and acknowledge these Articles; therefore, the undersigned who represent the lessor of a majority or 3 of the last acting directors of the corporation severally acknowledge the Articles to be their act.

Last Acting Director

Last Acting Director

Last Acting Director

[Use if A and B cannot be signed/acknowledged]

C. The last acting president, vice president, secretary, and treasurer of the corporation are unable or unwilling to sign the Articles. There are less than the required number of directors able and willing to sign the Articles, therefore, the undersigned who were elected as directors for the purpose of reviving the charter of the corporation severally acknowledge the Articles to be their act.

Director

Director

Director

2853 0716

0000 0743

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

191 PAGE 679

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, GRANT NEWLOVE, PRESIDENT of NEWLOVE ENTERPRISES, 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.

Grant Newlove, Pres.

Grant Newlove, President

(PRINT NAME BENEATH SIGNATURE)

I hereby certify that on October 7, 1986 before me, the
(insert date)

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

Anne Arundel County personally appeared
(insert name or county for which notary is appointed)

Grant Newlove 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

Patricia L. Bais
(Signature of notary public)

My Commission expires 1990.

2853 0717

0000 0744

191 PAGE 680

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

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 18 VS BUSINESS CODE _____ COUNTY _____

D1350537 ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66	20	Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31	6	1 Corp. Good Standing
NA		Foreign Corporation Registration
		Other _____
		Other _____

TOTAL FEES _____

56 Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: PCM

Name Change (New Name) _____

___ Change of Name

✓ Change of Principal Office

✓ Change of Resident Agent

✓ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS:
Ann Newlove
524 Seaward Dr
Severna Park, Md
21146

NOTE:

2853 0718

0000 0745

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

191 PAGE 681

ARTICLES OF REVIVAL

OF

NEWLOVE ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND October 7, 1986 AT 3:15 O'CLOCK p. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$	$ 20	$ 30

TO THE CLERK OF THE COURT OF Anne Arundel County

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 212015

ZHJ

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO 2853 0714

ATS-060

0008 8746

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-6-86 at 10:56a m.

191 PAGE 682

1986 OCT -6 A 10: 50

ITSA BLAST, INC.

Amended Articles of Incorporation

FIRST: I, **MARSHALL Z BOGGS**, whose post office address is 700 Winton Avenue, Glen Burnie, Maryland, being at least eighteen years (18) of age, hereby forms a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "**CLOSE CORPORATION**") is **ITSA BLAST, INC.**

THIRD: The purposes for which the **CLOSE CORPORATION** is formed are:

1. To own and operate a sand blasting and water blasting service orientated business; and to engage in any and all activites incidental to said 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 **CLOSE CORPORATION** in this State is 700 Winton Avenue, Glen Burnie, Maryland 21060. The name and post office address of the Resident Agent of the **CLOSE CORPORATION** in this State is **MARSHALL BOGGS**, 700 Winton Avenue, Glen Burnie,

1987 MAR 11 AM 11:47
ELERIE SCHAFER
CLERK

HARRY L. CHASE
ATTORNEY AT LAW
100 N. CALVERT STREET
BALTIMORE, MD 21202
685-5010

1986 SEP 29 A 10: 08

02798469

2853 0761

0000 0747

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

Maryland 21060. Said Resident Agent is an individual actually residing in this State.

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

SIXTH: The number of Directors of the **CLOSE CORPORATION** shall be three (3), which numbers may be increased and decreased pursuant to the by-laws of the **CLOSE 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: **MARSHALL BOGGS, DARLENE BOGGS,** and **SAMUEL WHITE.**

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

1. The Board of Directors of the **CLOSE**

HARRY L. CHASE
ATTORNEY AT LAW
1001 N. CALVERT STREET
BALTIMORE, MD 21202
685-5010

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

CORPORATION are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into share of its stock of any class or classes, whether now or hereafter authorized.

2. The Board of Directors of the **CLOSE 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 **CLOSE 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 **CLOSE CORPORATION**, no holder of any shares of the stock of the **CLOSE CORPORATION** shall have any pre-emptive right to purchase, subscribe for, or otherwise

HARRY L. CHASE
ATTORNEY AT LAW
1001 N. CALVERT STREET
BALTIMORE, MD 21202
685-5010

2853 0763

0000 0749

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

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

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

2. The **CLOSE CORPORATION** shall indemnify a present or former director or officer of the **CLOSE 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 **CLOSE 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

HARRY L. CHASE
ATTORNEY AT LAW
1001 N. CALVERT STREET
BALTIMORE, MD 21202
685-5010

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claim, issue or matter raised in such proceeding, the **CLOSED 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 by 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 constitued 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 **Amended Articles of Incorporation** this day of , 1986, and I acknowledge the same to be my act.

WITNESS

9-19-86

Marshall Boggs
MARSHALL BOGGS
Incorporator

HARRY L. CHASE
ATTORNEY AT LAW
1001 N. CALVERT STREET
BALTIMORE, MD 21202
685-5010

2853 0765

CLERK'S NOTATION
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191 PAGE 687

VERIFICATION:

I do solemnly declare and affirm under the penalties of perjury that the contents of the aforegoing **Amended Articles of Incorporation** are true and correct to the best of my knowledge, information and belief.

Date: 9-19-86

Marshall Boggs
MARSHALL BOGGS
Incorporator

HARRY L. CHASE
ATTORNEY AT LAW
1001 N. CALVERT STREET
BALTIMORE, MD 21202
685-5010

2853 0766

0000 0752

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

101 PAGE 688

CLERK'S NOTATION
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DOCUMENT CODE 10 BUSINESS CODE 03 COUNTY 52

A 2124634 ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	22	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
		_____
		_____
		_____
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other _____
		_____
__		Other _____
		_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Harry Chase
1001 N. Calvert St.
Balt, Md 21202

NOTE:

TOTAL FEES 22

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: _____

2853 0767

0000 0753

VOL 191 PAGE 689

CLERK'S NOTATION
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AMENDED

ARTICLES OF INCORPORATION

OF

ITSA BLAST, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND October 6, 1986 AT 10:56 O'CLOCK a.M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED

ORGANIZATION AND CAPITALIZATION FEE PAID
$

RECORDING FEE PAID
$ 22

SPECIAL FEE PAID
$

TO THE CLERK OF THE COURT OF Anne Arundel County

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 212027

ZHJ

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

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CLERK'S NOTATION
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VOL 191 PAGE 690

ARTICLES OF INCORPORATION

OF

EVANS MEADOW, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

9/30/86 at 3:00 .m.

THIS IS TO CERTIFY:

FIRST: I, Stanley S. Fine, whose post office address is 20 South Charles Street, Sun Life Building, Tenth Floor, Baltimore, Maryland 21201, being at least eighteen (18) years of age do hereby form a coporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is Evans Meadow, Inc.

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

(1) To develop, purchase, build, lease and otherwise acquire, hold, own, manage, mortgage, pledge, encumber and dispose of all kinds of property, real, personal, tangible and intangible and mixed, both in this State and in any part of the world; to perform all necessary and proper related services and activities in connection therewith; and to engage in any lawful purposes and/or business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 514 N. Crain Highway, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is W. Dennis Gilligan, 514 N. Crain Highway, Glen Burnie, Maryland 21061. Said Resident Agent is a Maryland citizen, actually residing in this State.

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

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation. The number of directors may be less than three (3) provided that:

(1) If there is not stock outstanding, the number of directors may be less than three but not less than one; and

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

The names of the directors who shall act until the first annual

1987 JAN 11 AM 11:47
MARLE SCHAFER
CLERK

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The names of the directors who shall act until the first annual meeting or until their successors are duly elected and qualified are W. Dennis Gilligan, Peggy Gilligan and Maria Rothstein.

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

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

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director of 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 of 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 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 30th day of September, 1986, and I acknowledge the same to be my act.

WITNESS:

Beth M. Hall

Stanley S. Fine
STANLEY S. FINE

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 692

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
__		Other_____
__		Other_____

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code_____

ATTENTION:_____

MAIL TO ADDRESS: Kaplan, Heyman et al
20 S. Charles St
Balt. Md 21201

TOTAL FEES 40 Check _____Cash

_____Documents on ___ Obecks

NOTE:

APPROVED BY: A

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CLERK'S NOTATION
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191 PAGE 693

ARTICLES OF INCORPORATION
OF
EVANS MEADOW, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 30, 1986 AT 03:00 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2209377

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 212087

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER NO. 2526

ATS-080

00000758

CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9-29-86 at 10:26a .m.

VOL. 191 PAGE 694

ARTICLES OF INCORPORATION

OF

MONSTRO CONSTRUCTION & DEVELOPMENT CO., INC.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, ROBERT A. HENLEY, whose post office address is 7439 Baltimore-Annapolis Boulevard, Post Office 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:

MONSTRO CONSTRUCTION & DEVELOPMENT CO., 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 acquire and develop real property and to engage in the construction of homes and other structures.

(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 1404 Crain Highway, South, Glen Burnie, Maryland 21061. The Resident Agent of the Corporation is Robert A. Henley, whose post office address is

1986 SEP 23 A 11:34

[redacted]

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CLERK'S NOTATION
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7439 Baltimore-Annapolis Boulevard, Post Office Box 849, Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have a Board of Directors consisting of one (1) Director, which number may be increased 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 name of the Director who shall act as such until the first annual meeting of the Stockholder or until his successors are duly chosen and qualified is:

Frank J. Miano, Jr.

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 ocntract 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

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CLERK'S NOTATION
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of the Board of Directors of the Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or 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

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CLERK'S NOTATION
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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 22nd day of September, 1986.

Robert A. Henley
ROBERT A. HENLEY

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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

191 PAGE 698

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DOCUMENT CODE 02 0

#

BUSINESS CODE 03

COUNTY 52

Merging (Transferor)

___P.A ___Religious ___Close ✓Stock ___Nonstock

Surviving (Transferee)

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	✓Certified Copy 40
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		
80		Special Fee
83		For. Limited Partnership
84		Cert. Limited Partnership
85		Amendment to Limited Partnership
21		Terminaton of Limited Partnership
22		Recordation Tax
23		State Transfer Tax
31		Local Transfer Tax
NA		___Corp. Good Standing
		Foreign Corporation Registration
		Other
		Other

Name Change (New Name)

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

Code

ATTENTION:

MAIL TO ADDRESS:
Robert Henley
PO Box 849
Glen Burnie Md
21061-0849

TOTAL FEES 50

✓Check

___Documents on ___checks

___Cash

APPROVED BY: RS

NOTE:

2852 2553

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CLERK'S NOTATION
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191 PAGE 699

ARTICLES OF INCORPORATION
OF
MONSTRO CONSTRUCTION & DEVELOPMENT CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 29, 1986 AT 10:26 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2209419

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

A 212089

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2852 2548

A15-060

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CLERK'S NOTATION
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VOL 191 PAGE 700

1986 SEP 29 A 10: 1?

MEADOW HILLS ASSOCIATES, INC.

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/29/86 at 10:13 .m.

FIRST: I, JOSEPH BOHM, whose post office address is 1320 Defense Highway, Gambrills, Maryland 21054, 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 MEADOW HILLS ASSOCIATES, INC.

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

(1) To engage in the business of land acquisition and development and related endeavors; to enter into partnerships, joint ventures, syndicates, contracts, and other business associations for any lawful purpose; to purchase, lease and otherwise acquire, hold, own, mortgage, pledge, encumber, improve and dispose of all kinds of property, real, personal, tangible and intangible, and mixed both in this state and elsewhere; 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 1320 Defense Highway, Gambrills, Maryland 21054. The name and post office address of the Resident Agent of the Corporation in

62768010

62728235

1987 MAR 11 AM 11:47

HERLE SCHAFER
CLERK

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CLERK'S NOTATION
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this State are JOSEPH BOHM, whose post office address is 1320 Defense Highway, Gambrills, Maryland 21054. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares, all of one class and having no par value.

SIXTH: The Corporation shall have three Directors, being: JOSEPH BOHM, GEORGE F. FRITZ and RALPH J. BASILE who shall serve until the first issuance of stock and the first election of officers of the Corporation and thereafter, the Corporation shall have no Board of Directors, the business and affairs of the Corporation being managed by the Stockholders.

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 first issuance of shares of its stock and, until such first issuance, to manage the business and affairs of the Corporation. Upon the first issuance of stock of the Corporation, the Board of Directors shall cease to exist, the business and affairs of the Corporation being managed by the Stockholders.

(b) The Stockholders of the Corporation are 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 stockholders may deem

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CLERK'S NOTATION
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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.

(c) No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected by or invalidated by the fact that any of the stockholders of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other Corporation; any stockholder individually, or any firm of which any stockholder 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 stockholders; and any stockholder 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 stockholders of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such Director or Officer of such other Corporation or not so interested.

(d) The stockholders shall have power from time to time to fix and determine and to vary the amount of working capital of the Corporation; and 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 Stockholders may in their discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares

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CLERK'S NOTATION
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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 stockholders shall deem expedient.

(e) The Corporation reserves the right to make from time to time any amendments in 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 affirmative vote of the holders of all outstanding stock of the Corporation by vote at a meeting or in writing with or without a meeting.

(f) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Stockholders in their discretion may determine, and at such prices as the Stockholders in their discretion may fix; and any shares which the Stockholders may determine to offer for subscription to holders of stock may, as said stockholders shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(g) The Stockholders shall have power, subject to any limitations or restrictions herein set forth or imposed by Law, to classify or re-classify 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

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CLERK'S NOTATION
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of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Stockholders 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, all powers of the Corporation, whether conferred by Law or by these Articles, to purchase, lease, or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF I have signed these Articles of Incorporation this 25 day of September, 1986, and I acknowledge the same to be my act.

Joseph Bohm
JOSEPH BOHM

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

I HEREBY CERTIFY that on this 25 day of September, 1986, before me a Notary Public, in and for the State and County aforesaid, personally appeared JOSEPH BOHM known to me to be the person whose name is subscribed to the within Articles of Incorporation of MEADOW HILLS ASSOCIATES, INC., and he acknowledged that he executed the same for the purposes therein contained.

AS WITNESS my hand and notarial seal.

My commission expires:

7-1-90

Walter S. B. Childs
Notary Public

WALTER S. B. CHILDS NOTARY PUBLIC Anne Arundel Co. Md.

2852 2624

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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

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CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	17	2 Certified Copy 10
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
		Other
		Other

TOTAL FEES _____

46 Check 11 Cash

_____Documents on _____checks

APPROVED BY: A

Name Change
(New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS:
Cromwell, Childs & Flood
77 West St #310
Annapolis, Md 21401

NOTE:

2852 2625

0000 0770

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

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ARTICLES OF INCORPORATION
OF
MEADOW HILLS ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 29,1986 AT 10:13 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
$ 20	$ 20	$

D2209526

TO THE CLERK OF THE 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.

A 212099

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 3652 2619