

CLERK'S NOTATION
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ANNE ARUNDEL COUNTY, MARYLAND

ARTICLES OF INCORPORATION AND LIMITED PARTNERSHIPS

H. ERLE SCHAFER
CLERK OF THE CIRCUIT COURT

Book 196

0000 1808

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of file

VICTIMS SUPPORT INSTITUTE, INC.
ARTICLES OF INCORPORATION

FIRST: I, Gary J. Kolb, whose post office address is 503 Augusta Drive, Arnold, Maryland 21012, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is "VICTIMS SUPPORT INSTITUTE, 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:

(1) 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;

(2) To sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expand 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;

(3) 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 and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to

28/82/11
9:15 AM

1987 MAY -7 PM 1:56

H. ERIC SCHAFER
CLERK

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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 Bylaws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or of the United States.

NINTH: In these Articles of Incorporation,

(a) References to "charitable organizations" or "charitable organization" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting, to influence legislation and which do not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article NINTH shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended.

(b) The term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific testing for public safety, literary, or educational purposes within the meaning of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1954 but only such purposes as also constitute public charitable purposes under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, including, but not limited to, the granting of scholarships to young men and women to enable them to attend educational institutions.

TENTH: (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

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 Article 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;

(4) 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,

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

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

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- (1) To improve the quality of justice in the United States;
- (2) To provide a state and national advisory organization for victims of criminal and/or civil law violations who do not now have full access to legal services, and to ascertain the needs of such victims in order to make such services available to them;
- (3) To improve the delivery of legal services to victims of criminal and/or civil law violations, with emphasis on better systems, new technologies, paraprofessionals, and quality review, in order to improve quality and reduce costs;
- (4) To act as a clearing house and a public information center for matters affecting victims of criminal and/or civil law violations;
- (5) To assist in the establishment and operation of legal services for victims of criminal and/or civil law violations and in the recruitment of personnel, both professional and non-professional;
- (6) To engage in and to assist in negotiations, litigation and other proceedings involving or affecting the rights of potential or actual victims of criminal and/or civil law violations;
- (7) To conduct and sponsor research and to provide legal services to victims of criminal and/or civil law violations;
- (8) To maintain close contact and cooperation with consumer labor, civil rights, defender, legal services, student and academic groups, public interest groups, bar associations, and national organizations active in the victims legal support field and to work with such groups to establish victims legal support services;
- (9) To develop programs to make legal services available to those victims in need of legal support services;
- (10) To coordinate statewide and nationally the activities of victims legal support services;

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(11) To work with law schools, universities, colleges, and junior or community colleges and other organizations or institutions to develop and present seminars, lectures and courses to educate people and institutions about the legal plight of victims of criminal and/or civil law violations and the availability of victim legal support services;

(12) To promote programs of preventive law, to educate in the use of victims legal support services, and to encourage the expression of legal rights by individuals and groups with and without the assistance of an attorney;

(13) To encourage developments and innovations in public interest law as they affect victims of criminal and/or civil law violations; and

(14) To engage in any other lawful activities for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for educational and charitable purposes, all for the public welfare in attempting to support victims of criminal and/or civil law violations, is permitted to engage in, but only to the extent that such activities are in furtherance of exempt purposes.

FOURTH: The post office address of the principal office of the Corporation in this State is 2301 Katcef Avenue, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are Gary J. Kolb, 2301 Katcef Avenue, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

FIFTH: The Corporation is not organized for profit. It shall have no capital stock and shall not be authorized to issue capital stock. The number and qualifications for membership and other matters relating to its members shall be set forth in the Bylaws of the Corporation.

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). The names of the Directors, who shall act until the first Annual Meeting or until their successors are duly chosen and qualified, are: Gary J. Kolb, Roy A. Hoagland and Joyce D. Kolb.

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

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196 PAGE 6

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue code of 1954, or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 26th day of November, 1986, and I acknowledge same to be my act.

WITNESS:

JAMES BROWN

Gary J. Kolb
Gary J. Kolb



STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

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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	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>22</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	_____	Certified Copy _____	Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
Other	_____	Other _____	<u>GARY J. KOLB</u>
Other	_____	Other _____	<u>503 AUGUSTA DRIVE</u>
			<u>ARNOLD, MARYLAND 21012</u>

TOTAL FEES 42
 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: MR.

NOTE:

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duction.

Vol 196 PAGE 8

ARTICLES OF INCORPORATION
OF
VICTIMS SUPPORT INSTITUTE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 28, 1986 AT 9:15 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 22

SPECIAL
FEE PAID

\$

D2241206

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:
GARY J. KOLB
503 AUGUSTA DRIVE
ARNOLD MD 21012

104C3000007

A 216833



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

2867 2154

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duction.

at
Mee

196 PAGE 9 STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION APPROVED FOR RECORD

OF 11/24/80 at 12:24 p.m.
Dorsey's/Johnson's Artillery Company, Incorporated

(A NON-STOCK CORPORATION)

NOV 24 P 12:21

FIRST: I, the Undersigned, ERIK L. RUSSELL, of 825 Holly Drive East, Annapolis, Maryland 21401, being at least eighteen (18) years of age, do hereby make myself an incorporator under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter referred to as the Corporation) is Dorsey's/Johnson's Artillery Company, Incorporated, said Corporation electing to be formed as a "non-stock corporation" under the laws of the State of Maryland.

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

A. Dorsey's/Johnson's Artillery Company, Incorporated is a non-profit American Revolutionary War reenaction unit representing both an actual American and a British outfit existing at that time period. The Corporation shall display uniforms, costumes, weaponry, equipment, camps and other items of the period lifestyle as well as demonstrations of military engagements of the American Revolutionary War. The Corporation is operated exclusively for educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 and the Regulations thereunder as the same now exist or as they may be hereafter amended from time to time.

B. To purchase, own, hold, lease, convey, mortgage, pledge, transfer or otherwise acquire or dispose of land, tenements, hereditaments, buildings, structures and all other property, real or personal, of every character and description or any interest therein.

C. To sell, lease, convey, transfer, lend, encumber or otherwise dispose of any and all of its assets in the manner permitted by law, and to accept in return therefor property, cash, bonds, stocks or other things of

63288120

1

2868 0834

1987 MAY -7 PM 1:56
H. ERLE SCHAFER
CLERK

BELL AND RAGLAND, P.A.
ATTORNEYS AT LAW
P. O. BOX 4665
ANNAPOLIS, MARYLAND 21403
267-6400
—
WASHINGTON DIRECT
261-2518
—
BALTIMORE DIRECT
269-6676

0000 1817

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value.

D. To borrow or raise money for any of the purposes of the Corporation and to issue notes, bonds, debentures or other obligations of any nature, and in any manner permitted by law, for moneys so borrowed in payment for property purchased or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon by mortgage, pledge, conveyance or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including but not limited to any contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such note, bond, debentures or other obligations of the Corporation for its corporate purposes.

E. To apply for, purchase or otherwise acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the United States and of any foreign country and any and all patent rights, licenses, copy rights, privileges, inventions, improvements, formula, processes, trademarks, and trade names relating to or useful in connection with any activities carried on by the Corporation. In addition to the foregoing, the Corporation shall have the power to expend funds for or to contract with others to invent or to adapt or improve any item, process or other invention which the Corporation may find necessary or beneficial in the conduct of any activity it may carry on.

F. To purchase, sell, lease or otherwise acquire or dispose of all or any part of the property, rights, business, contracts, good will, franchise and assets of every kind of any corporation, copartnership, individual or other legal entity carrying on in whole or in part of any of the aforesaid purposes or any other activity 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, purposes, contracts, good will, franchises or assets by the issuance, in accordance with the laws of the State of Maryland, of bonds or other securities of this Corporation or otherwise.

BELL AND RAGLAND, P.A.
ATTORNEYS AT LAW
P. O. BOX 4665
ANNAPOLIS, MARYLAND 21403
267-6400
—
WASHINGTON DIRECT
261-2518
—
BALTIMORE DIRECT
269-6676

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G. To subscribe or otherwise contract for the purchase or otherwise acquire, hold, sell, own or otherwise dispose of any stocks, bonds, notes or other securities, or other obligations of any corporation or corporations of the State of Maryland or any other state, territory, district or country, and to exercise all rights to vote and to make contract, (including to guarantee payments of any debts or securities or performance of any obligations or contracts, engagements, advances or expenditures) to aid and promote the interests of any corporation in any of whose stock or securities the Corporation shall have an interest.

H. To carry on any other purposes which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects or any of them or to facilitate the transaction of any other activity that may be calculated, directly or indirectly, to enhance the value of the Corporation's property or investments, purposes or rights.

I. To perform all or any part of the aforesaid purposes and objects as principal, agent, contractor or otherwise, either alone or through or in connection with any person, firm, association, partnership or corporation.

J. The foregoing objects and purposes shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these Articles of Incorporation, or any amendments thereto, and shall each be regarded as independent and construed as powers as well as objects and purposes.

K. It is intended that the above powers, objects and purposes granted to the Corporation are in furtherance, and not in limitation, of the general powers conferred by law upon corporations and it is not intended by the mention of any particular purpose, object or power in any manner, to limit or restrict the generality of any other purposes, objects or powers of the Corporation. The Corporation shall be entitled to engage in any activity that any corporation of the State of Maryland could lawfully do or perform.

FOURTH: The post office address of the principal office of the

BELL AND RAGLAND, P.A.
ATTORNEYS AT LAW
P. O. BOX 4665
ANNAPOLIS, MARYLAND 21403
267-6400
—
WASHINGTON DIRECT
261-2518
—
BALTIMORE DIRECT
269-6676

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duction.

Corporation in this State is 825 Holly Drive East, Annapolis, Anne Arundel County, Maryland 21401. The name and address of the resident agent for the Corporation is ERIK L. RUSSELL, 825 Holly Drive East, Annapolis, Maryland 21401, said resident agent being an individual actually residing in this State.

FIFTH: The Corporation shall have no power or authority to issue capital stock.

SIXTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, its Directors, Officers and Members:

A. The Corporation is hereby empowered to issue, voting and non-voting, non-stock memberships in one or more classes for such consideration as said Corporation may deem advisable, subject to such limitations and restrictions, if any, as may be set forth herein, or in the By-Laws of the Corporation, and Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland.

B. The Corporation shall have a Board of Directors consisting of at least three (3) Directors. The Total number of Directors shall be specified in the By-Laws of the Corporation and shall always be an odd number. The President, Vice-President, Secretary and Treasurer shall be members of the Board of Directors. Any additional Directors needed to make the number of Directors set forth in the By-Laws shall be selected from the members of the Corporation, who are otherwise qualified under the By-Laws.

C. Each membership shall be entitled to one vote, regardless of the number of persons who own an interest in said membership.

D. No contract or other transaction with this Corporation shall be invalidated or in any way affected by the fact that any director, officer or member may be a contracting party or have any pecuniary interest or other interest in the transaction. Said transactions shall be fully valid and enforceable as long as the individual interest of any director, officer or member is clearly disclosed to all members of the Board of Directors, so that they might judge for themselves if there are any conflicting

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269-6676

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interests.

E. The By-Laws of the Corporation may provide for the types and classes of memberships and the rights, privileges and qualifications for each class of membership.

F. These Articles of Incorporation may not be amended without the affirmative vote of at least two-thirds (2/3's) of the members present and entitled to vote at a meeting called for that purpose.

SEVENTH: The duration of the Corporation shall be perpetual.

EIGHTH: Until such time as the first meeting of the membership, and their successors are duly chosen and qualified, the corporate officers and directors shall be as follows:

President: ERIK L. RUSSELL
Vice-President: CLEVELAND R. DUVALL
Secretary: WENDY A. BREYER
Treasurer: WENDY A. BREYER

IN WITNESS WHEREOF, I have hereunto set my hand and seal, and do hereby acknowledge the foregoing Articles of Incorporation to be my act, this 19 day of ^{November} ~~October~~, 1986.

WITNESS:

Patricia M. Russell Erik L. Russell (SEAL)
ERIK L. RUSSELL

BELL AND RAGLAND, P.A.
ATTORNEYS AT LAW
P. O. BOX 4665
ANNAPOLIS, MARYLAND 21403
267-6400
—
WASHINGTON DIRECT
261-2518
—
BALTIMORE DIRECT
269-6676



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

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____
51	_____	Foreign Name Registration	_____
13	<u>11</u>	Certified Copy <u>5</u>	_____
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	_____
_____	_____	Other _____	_____

TOTAL FEES 51 Check _____ Cash _____

Documents on 1 checks

MAIL TO ADDRESS:
Michael J. Ragland
P.O. Box 4665
Annap, Md 21403

APPROVED BY: [Signature]

2868 0839

0000 1822

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ARTICLES OF INCORPORATION
OF
DORSEY'S/JOHNSON'S ARTILLERY COMPANY, IN
CORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 24, 1986 AT 12:21 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:
\$

D2240687

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

RETURN TO:
MICHAEL J. RAGLAND
P. O. BOX 4665
ANNAPOLIS MD 21403

103C3001258
A 216780



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2968 0833

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CAPITAL CITY CARPET, INC.

A Maryland Close Corporation

ARTICLES OF INCORPORATION

FIRST: Dennis E. Clark, Route 2, Box 2021A, La Plata, Maryland 20646; Christina Weaver, Rt. 2, Box 2021A, La Plata, Maryland 20646; and William B. Ellinger, Esquire, P. O. Box 966, La Plata, Maryland 20646, being at least eighteen years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is Capital City Carpet, Inc.

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

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

(1) To operate a sales establishment for the sale of floor coverings and other merchandise.

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

FIFTH: The post office address of the principal office of the Corporation in this State is 1450 Gov. Richie Highway, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State is Dennis E. Clark, 1450 Gov. Richie Highway, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1000) shares of common stock, without par value.

SEVENTH: The 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: Dennis E. Clark.

1987 MAY -7 PM 1:56
H. ERLE SCHAFER
CLERK

LAW OFFICES
MITCHELL & ELLINGER P.A.
115 LA GRANGE AVENUE
P.O. BOX 966
LA PLATA, MARYLAND
20646
934-4292
870-3219

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD

11/24/86 at 10:41 a.m.

2868 0767

63288084

0000 1824

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

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 19th day of November, 1986, and I
acknowledge the same to be my act.

WITNESS:

Dennis E. Clark

DEAR

DENNIS E. CLARK

Christina Weaver

CHRISTINA WEAVER

William B. Ellinger
WILLIAM B. ELLINGER, Esquire

LAW OFFICES
MITCHELL & ELLINGER P.A.
115 LA GRANGE AVENUE
P.O. BOX 986
LA PLATA, MARYLAND
20646
934 4292
870-3219

2868 0768

0000 1825



STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 18

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

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	<u>8</u>	<input checked="" type="checkbox"/> Certified Copy <input checked="" type="checkbox"/>	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>Wm B. Ellinger</u> <u>115 La Grange Ave P.O. Box 966</u> <u>La Plata, Md 20646</u>

TOTAL FEES _____
 Check _____ Cash _____

Documents on 1 checks

APPROVED BY: [Signature]

NOTE:

2868 0769

0000 1826

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

196 PAGE 19

ARTICLES OF INCORPORATION
OF
CAPITAL CITY CARPET, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 24, 1986 AT 10:41 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.

\$

D2240570

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 B. ELLINGER
115 LA GRANGE AVENUE
P. O. BOX 966
LA PLATA

MD 20646

10303001247

A 216769



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

2868 0766

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

217:10/21/86:OK10

196 PAGE 20

STATE DEPARTMENT
AND TAXATION

ARTICLES OF INCORPORATION
OF 11/25/86 at 10:08 a. m.
ROUTE 198, INC.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, Jonathan M. Genn, whose address is 100 South Charles Street, Sixteenth Floor, Baltimore, Maryland 21201, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

ROUTE 198, INC.

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

(a) To invest in, own, develop, manage, operate, mortgage, encumber, convey, exchange or otherwise dispose of real property or personal property, whether tangible, intangible or mixed, either in its own name or as a general or limited partner in any general or limited partnership, as a stockholder in any corporation or as a member of any joint venture or other form of business enterprise.

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is not intended by the reference to any particular purpose, object or business to exclude any other purpose, object or business authorized or permitted by law.

FOURTH: The address of the principal office of the Corporation in this State of Maryland is 7223 Parkway Drive, Dorsey, Maryland 21076.

FIFTH: The Resident Agent of the Corporation is Douglas H. Legum, whose address is 7223 Parkway Drive, Dorsey, Maryland 21076. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

2868 0752

63298159

0000 1828

1987 MAY -7 PM 1:56

H. EPSTEIN
CLERK

FEB 25 A 10:08

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

217:10/21/86:OK10

196 PAGE 21

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares, no par value, all of one class.

SEVENTH: The Corporation shall have a Board of One (1) Director. The number of Directors may be increased or decreased in accordance with the Bylaws of the Corporation but shall never be less than the minimum number required by the provisions of the Maryland General Corporation Law. The name of the Director who shall serve as such until the first annual meeting of the Stockholders and until his successor is duly elected and qualify is:

Douglas H. Legum

EIGHTH: In carrying on its business or for the purpose of attaining or furthering any of its objects the Corporation shall have all of the rights, powers and privileges granted to corporations by the laws of the State of Maryland and the power to do any and all acts and things which a natural person or partnership could do and which may now or hereafter be authorized by law, either alone or in partnership or conjunction with others. In furtherance and not in limitation of the powers conferred by law, the powers of the Corporation and of the Directors and Stockholders shall include the following:

(a) The Corporation reserves the right from time to time to make any amendment of its Charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its Charter, of any outstanding stock.

(b) Except as otherwise provided in this Charter or by the Bylaws of the Corporation, as from time to time amended, the business of the Corporation shall be managed under the direction of its Board of Directors, which shall have and may exercise all the powers of the Corporation except such as are by law or this Charter or the Bylaws conferred upon or reserved to the Stockholders. Additionally, the Board of Directors of the Corporation is hereby specifically authorized and empowered from time to time in its discretion:

(1) To authorize the issuance or sale from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the Bylaws of the Corporation;

2868 0753

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

217:10/21/86:OK10

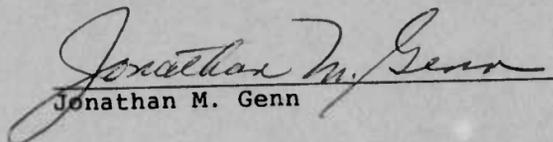
196 PAGE 22

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

NINTH: No holder of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

TENTH: The Corporation shall indemnify any person against reasonable expenses to the extent that he has been successful, on the merits or otherwise, in defense of any action, suit or proceeding to which he was made a party by reason of his serving or having served either the Corporation or any other entity at the request of the Corporation, in any capacity, while an officer or Director of the Corporation. Except as the Bylaws may otherwise provide, no other indemnification shall be provided for any officer or Director or for any employee or agent of the Corporation or of any predecessor of the Corporation or any other entity.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act on this 24th day of November, 1986.


Jonathan M. Genn

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

196 PAGE 23

I, Jonathan M. Genn, as attorney for Route 198 Associates Limited Partnership, do hereby consent to the use of the name Route 198, Inc. for the formation of a corporation.

Jonathan M. Genn
Jonathan M. Genn

11/24/86
Date

0000 1831



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

196 PAGE 24

DOCUMENT CODE 0217 BUSINESS CODE _____ COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>75</u>	<u>2</u> Certified Copy <u>8</u>	_____
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	<u>Jonathan Genn</u>
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>65</u>

TOTAL FEES _____
55 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: [Signature]

NOTE:

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

2868 0756

0000 1832

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

196 PAGE 25

ARTICLES OF INCORPORATION
OF
ROUTE 198, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 25, 1986 AT 10:08 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.

\$

02240547

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
WEINBERG & GREEN
100 SOUTH CHARLES STREET
BALTIMORE MD 21201

103C3001244

A 216766



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2868 0751

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

*M
Warrant*

ARTICLES OF INCORPORATION
OF
WHITE ROCKS ANNAPOLIS, INC.

FIRST: The undersigned, SETH T. STARK, whose address is Ste. 200, 8701 Georgia Avenue, Silver Spring, Md. 20910 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 is WHITE ROCKS ANNAPOLIS, INC.

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

To acquire, own, develop, manage, and rent marine or other properties of residential and commercial nature. To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise, use and operate its properties, improved or unimproved, and any right or interest therein.

To deal in real and personal property of every description, to enter into contracts, of every nature and description which may be necessary or convenient for the business of the corporation, to lend and borrow money and in general to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the business corporation law of the State of Maryland.

FOURTH: The post office address of the principal office of the corporation is 510 Severn Avenue, Annapolis, Maryland 21403, and the name of the initial registered agent is RICHARD D. LONDON. Said resident agent is a resident and citizen of the State of Maryland. The address of the resident agent is 8701 Georgia Avenue, Suite 200, Silver Spring, Maryland 20910.

1987 MAY - 7 PM 1:56
HERBIE SCHAFER
CLERK

63298165

1986 NOV 24 10:45 AM
1986 NOV 21 10:40 AM
11/21/86 10:04 0246

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

196 PAGE 27

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is 1,000 shares of common stock, all of one class, with \$1.00 par value.

SIXTH: The number of directors of the corporation shall be one (1), which number may be increased and thereafter decreased pursuant to the by-laws of the corporation, but shall never be less than the number required by law. The name of the director who shall act until the first annual meeting or until his successors are duly chosen and qualify is:

Dennis Blaeuer

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the corporation and of the directors and stockholders: The Board of Directors of the corporation is empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized. The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter proscribed by the statutes of the State of Maryland, and all rights conferred on officers, directors and stockholders are granted subject to this reservation.

EIGHTH: Notwithstanding anything in these Articles of Incorporation to the contrary, the holders of common shares shall have preemptive rights to purchase any shares of the Corporation hereafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

NINTH: The duration of the corporation shall be perpetual.

ARTICLES OF INCORPORATION
OF WHITE ROCKS ANNAPOLIS, INC.

2868 0747

0000 1835

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

196 PAGE 28

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation, this 19th day of November, 1986, and acknowledge
the same to be my act.

Samuel B. ...

Seth T. Stark
Incorporator
SETH T. STARK

ARTICLES OF INCORPORATION
OF WHITE ROCKS ANNAPOLIS, INC.

2860 0748
CORPXIII:ARTINRCI
11/19/86

0000 1836

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

196 PAGE 29

LAW OFFICES
MAX & LONDON, P. A.
SUITE 200
8701 GEORGIA AVENUE
SILVER SPRING, MARYLAND 20910
(301) 588-4900

SUITE 550
1819 H STREET, N. W.
WASHINGTON, D. C. 20006

FOURTH FLOOR
805 KING STREET
ALEXANDRIA, VIRGINIA 22314
(703) 549-6364

OF COUNSEL
BARRY S. SHANOFF*

KENNETH A. MAX*
RICHARD D. LONDON*
LAWRENCE C. LERMAN*
ANDREW H. WORTZEL*
B. IRENE KOERNER*
DEBRA ARONSON*
SETH T. STARK
LINDA H. FREIMARK**

* ADMITTED IN MARYLAND AND D. C.
** ADMITTED IN VIRGINIA AND D. C.

November 21, 1986

State Department of Assessments
and Taxation
301 West Preston Street
Baltimore, Maryland 21201

Attn: Corporate Charter

Re: Corporate Name Authorization

Dear Sir or Madam:

White Rocks Limited Partnership hereby authorizes the
use of the name White Rocks Annapolis, Inc. by the corporation
being created by the filing of Articles of Incorporation enclosed
herewith.

Very truly yours,

Seth T. Stark

SETH T. STARK
Attorney for White Rocks
Limited Partnership

STS:gbk
Enclosure

letter enclosed.

2868 0749

0000 1837



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	<u>20</u>	Organ. & Capitalization
61	<u>20</u>	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger or Consolidation)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	Certified Copy _____
56	_____	Foreign Penalty
54	_____	For. Supplemental Cert.
73	_____	Cert. of Conveyance

Name Change (New Name) _____

_____ Change of Name

_____ Change of Principal Office

_____ Change of Resident Agent

_____ Change of Resident Agent Address

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	<u>6</u>	<u>1</u> Corp. Good Standing <u>46634</u>
NA	_____	Foreign Corporation Registration
_____	_____	Other _____
_____	_____	Other _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Seth Stark

Ste 200

8701 Georgia Ave

Silver Spring Md

TOTAL FEES

46 Check _____ Cash

1 Documents on 1 checks

NOTE:

20910

APPROVED BY: MS

Good standing

46634

11-25-86

2868 0750

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

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

196 PAGE 31

ARTICLES OF INCORPORATION
OF
WHITE ROCKS ANNAPOLIS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 21, 1986 AT 10:04 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	\$ _____
	02240539	

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:
SETH T. STARK
8701 GEORGIA AVENUE, SUITE 200
SILVER SPRING MD 20910

103C3001243
A 216765



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2868 0745

0000 1839

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

ARTICLES OF INCORPORATION
OF
BEL CARE, INC.

APPROVED FOR RECORD

11-25-86 at 9:51a m.

RE

FIRST: The undersigned, E. Michael Flanagan, whose post office address is 1050 Connecticut Avenue, N.W., Washington, D.C. 20036, being at least eighteen (18) years of age, does hereby form a corporation under the General Corporation Law of the State of Maryland.

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

Bel Care, Inc.

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

1. To provide home health services.
2. The Corporation is further authorized to have and exercise any and all powers or privileges now or hereafter conferred by the General Corporation Law of the State of Maryland or under any Act amendatory thereof or supplemental thereto or in substitution therefor.

FOURTH: The post office address of the principal office of the Corporation in Maryland is:

410 Mac Piel Road
Bel Air, Maryland 21014

FIFTH: The name and post office address of the resident agent of the Corporation in Maryland is:

Sylvia Francus
3143 Chester Building
8600 LaSalle Road
Towson, Maryland 21204

Said resident agent is an individual actually residing in the State of Maryland.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Million (1,000,000) shares of one class of common stock with a par value of Ten Cents (\$.10) per share. The aggregate par value of all shares of stock which the Corporation has authority to issue is One Hundred Thousand Dollars (\$100,000.00).

NOV 25 A 9:51

1987 NOV -7 PM 1:57
HEALE SCHAFER
CLERK

63298161

2868 0615

0000 1840

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

196 PAGE 33

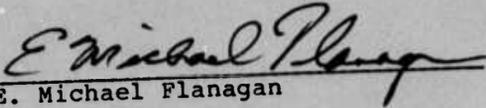
SEVENTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation and the General Corporation Law of the State of Maryland; and the names of the directors who shall act until the first annual meeting of the stockholders or until their successors are elected and qualified are:

Sylvia Francus
Selma Rynd
Richard Rynd

EIGHTH: Provisions limiting or denying to stockholders the preemptive right to acquire additional shares of capital stock of the Corporation are as follows: No holder of capital stock shall be entitled as a matter of right to subscribe for or purchase any part of any new or additional issue of capital stock of any class, whether now or hereafter authorized or whether issued for money, for a consideration other than money, or by way of dividend.

NINTH: The provisions for the regulation of the internal affairs of the Corporation are to be stated in the Bylaws of the Corporation, as the same may be amended from time to time.

I have signed these Articles of Incorporation on November 21, 1986, acknowledging them to be my act and that the matters and facts set forth herein are true in all material respects.


E. Michael Flanagan



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 repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code <u>02</u>
85	_____	Termination of Limited Partnership	ATTENTION: <u>Martha England</u>
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES 40
 Check _____ Cash _____

3 Documents on 1 checks

APPROVED BY: gls

2868 0617

0000 1842

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

196 PAGE 35

ARTICLES OF INCORPORATION
OF
BEL CARE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 25, 1986 AT 9:51 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

\$

D2240299

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:
ARENT, FOX, KINTNER, PLOTKIN
& KAHN
1050 CONNECTICUT AVENUE, N.W.
WASHINGTON DC 20036 5339

103C3001219

A 216741



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

2868 0614

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

g
bb

ARTICLES OF INCORPORATION
OF
ANNAPOLIS CARE, INC.
DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11-25-86 at 9:52a

FIRST: The undersigned, E. Michael Flanagan, whose post office address is 1050 Connecticut Avenue, N.W., Washington, D.C. 20036, being at least eighteen (18) years of age, does hereby form a corporation under the General Corporation Law of the State of Maryland.

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

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

1. To provide home health services.
2. The Corporation is further authorized to have and exercise any and all powers or privileges now or hereafter conferred by the General Corporation Law of the State of Maryland or under any Act amendatory thereof or supplemental thereto or in substitution therefor.

FOURTH: The post office address of the principal office of the Corporation in Maryland is:

Bay Ridge and Van Buren Avenues
Annapolis, Maryland 21403

FIFTH: The name and post office address of the resident agent of the Corporation in Maryland is:

Sylvia Francus
3143 Chester Building
8699 LaSalle Road
Towson, Maryland 21204

Said resident agent is an individual actually residing in the State of Maryland.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Million (1,000,000) shares of one class of common stock with a par value of Ten Cents (\$.10) per share. The aggregate par value of all shares of stock which the Corporation has authority to issue is One Hundred Thousand Dollars (\$100,000.00).

1987 NOV 25 A 9 52

1987 MAY -7 PM 1:57
HERBIE SCHAFER
CLERK

2868 0611

0000 1844

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

196 PAGE 37

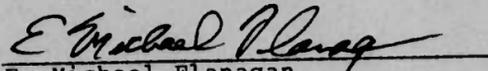
SEVENTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation and the General Corporation Law of the State of Maryland; and the names of the directors who shall act until the first annual meeting of the stockholders or until their successors are elected and qualified are:

Sylvia Francus
Selma Rynd
Richard Rynd

EIGHTH: Provisions limiting or denying to stockholders the preemptive right to acquire additional shares of capital stock of the Corporation are as follows: No holder of capital stock shall be entitled as a matter of right to subscribe for or purchase any part of any new or additional issue of capital stock of any class, whether now or hereafter authorized or whether issued for money, for a consideration other than money, or by way of dividend.

NINTH: The provisions for the regulation of the internal affairs of the Corporation are to be stated in the Bylaws of the Corporation, as the same may be amended from time to time.

I have signed these Articles of Incorporation on November 21, 1986, acknowledging them to be my act and that the matters and facts set forth herein are true in all material respects.


E. Michael Flanagan



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 repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	_____	Certified Copy _____	_____ Change of Resident Agent
56	_____	Foreign Penalty	_____
54	_____	For. Supplemental Cert.	_____ Change of Resident Agent
73	_____	Cert. of Conveyance	Address _____
75	_____	Special Fee	
80	_____	For. Limited Partnership	
83	_____	Cert. Limited Partnership	
84	_____	Amendment to Limited Partnership	Code <u>02</u>
85	_____	Termination of Limited Partnership	ATTENTION: <u>Martha England</u>
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	_____

TOTAL FEES 40
 Check _____ Cash _____

3 Documents on 1 checks

APPROVED BY: [Signature]

NOTE: _____

2868 0613

0000 1846

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

196 PAGE 39

ARTICLES OF INCORPORATION
OF
ANNAPOLIS CARE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 25, 1986 AT 9:52 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:

\$

02240281

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:
ARENT, FOX, KINTNER, PLOTKIN
& KAHN
1050 CONNECTICUT AVENUE, N.W.
WASHINGTON DC 20036 5339

103C3001218

A 216740



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

2868 0610

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

CS
Res

196 PAGE 40

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
ARTICLES OF INCORPORATION
OF
ARUNDEL CARE, INC. APPROVED FOR RECORD

11-25-86 at 9:51 a.m.

FIRST: The undersigned, E. Michael Flanagan, whose post office address is 1050 Connecticut Avenue, N.W., Washington, D.C. 20036, being at least eighteen (18) years of age, does hereby form a corporation under the General Corporation Law of the State of Maryland.

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

Arundel Care, Inc.

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

- 1. To provide home health services.
- 2. The Corporation is further authorized to have and exercise any and all powers or privileges now or hereafter conferred by the General Corporation Law of the State of Maryland or under any Act amendatory thereof or supplemental thereto or in substitution therefor.

FOURTH: The post office address of the principal office of the Corporation in Maryland is:

313 Hospital Drive
Glen Burnie, Maryland 21061

FIFTH: The name and post office address of the resident agent of the Corporation in Maryland is:

Sylvia Francus
314 Chester Building
8600 LaSalle Road
Towson, Maryland 21204

Said resident agent is an individual actually residing in the State of Maryland.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Million (1,000,000) shares of one class of common stock with a par value of Ten Cents (\$.10) per share. The aggregate par value of all shares of stock which the Corporation has authority to issue is One Hundred Thousand Dollars (\$100,000.00).

NOV 25 A 9:51

1987 MAR -7 PM 1:57
SCHAFER
CLERK

2868 0607

0000 1848

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

196 PAGE 41

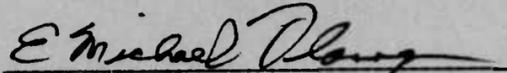
SEVENTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation and the General Corporation Law of the State of Maryland; and the names of the directors who shall act until the first annual meeting of the stockholders or until their successors are elected and qualified are:

Sylvia Francus
Selma Rynd
Richard Rynd

EIGHTH: Provisions limiting or denying to stockholders the preemptive right to acquire additional shares of capital stock of the Corporation are as follows: No holder of capital stock shall be entitled as a matter of right to subscribe for or purchase any part of any new or additional issue of capital stock of any class, whether now or hereafter authorized or whether issued for money, for a consideration other than money, or by way of dividend.

NINTH: The provisions for the regulation of the internal affairs of the Corporation are to be stated in the Bylaws of the Corporation, as the same may be amended from time to time.

I have signed these Articles of Incorporation on November 21, 1986, acknowledging them to be my act and that the matters and facts set forth herein are true in all material respects.


E. Michael Flanagan



STATE OF MARYLAND

196 PAGE 42

State Department of Assessments and Taxation

Gene L. Burner, Director

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

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change (New Name). Rows include codes 20-73 and 75-85 with descriptions like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), etc.

TOTAL FEES 40 Check Cash

3 Documents on 1 checks

Code 02 ATTENTION: Martha England

MAIL TO ADDRESS:

APPROVED BY: [Signature]

2868 0609

0000 1850

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

196 PAGE 43

ARTICLES OF INCORPORATION
OF
ARUNDEL CARE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 25, 1986 AT 9:51 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:

\$

D2240273

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:
ARENT, FOX, KINTNER, PLOTKIN
& KAHN
1050 CONNECTICUT AVENUE, N.W.
WASHINGTON DC 20036 5339

10303001217

A 216739



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2868 0606

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 44

APPROVED FOR RECORD

11/25/86 at 9:25 a.m.

O'LEARY'S SEAFOOD MARKET, INC.

A Maryland Close Corporation
Organized Pursuant To Title 4 Of The
Corporations And Associations Article Of The
Annotated Code Of Maryland

ARTICLES OF INCORPORATION

FIRST: I, LOUIS J. CAPUANO, whose post office address is
P. O. Box 57, Mayo, Maryland 21106, 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 refer-
red to as "Corporation") is O'LEARY'S SEAFOOD MARKET, INC.

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

- (1) To engage in the wholesale and retail seafood
business.
- (2) To do anything permitted by Section 2-103 of the
Corporation And Associations Article of the Annotated code
of Maryland, as amended from time to time.

FOURTH: The 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.

FIFTH: The post office address of the principal office
of the Corporation in this State is 310 Third Street,
Annapolis Maryland 21403. The name and post office
address of the Resident Agent of the corporation are
LOUIS J. CAPUANO, 3854 Twin Oaks Road, Edgewater, Md. 21037.
Said Resident agent is an individual actually residing
in this State.

1987 MAY -7 PM 1:57
HERLE SCHAFER
CLERK

2868 0580

0000 1852

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

196 PAGE 45

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is three thousand (3,000) shares of common stock, without par value.

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 LOUIS J. CAPUANO.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20 day of November, 1986, and I acknowledge the same to be my act.

Louis J. Capuano
LOUIS J. CAPUANO

2868 0581

-2-

0000 1853



STATE OF MARYLAND

196 PAGE 46

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)

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change (New Name). Rows include codes 20-73 and 75-85 with descriptions like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), etc.

TOTAL FEES 40 Check Cash

2 Documents on 1 checks

APPROVED BY: [Signature]

Code ATTENTION:

MAIL TO ADDRESS: Charles M. Carlson P.O. Box 285 Annapolis Md 21401

NOTE: added RAA per call 11-26-86 null

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

2868 0582

0000 1854

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

196 PAGE 47

ARTICLES OF INCORPORATION
OF
D'LEARY'S SEAFOOD MARKET, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 25, 1986 AT 9:25 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.

\$

D2240224

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
CHARLES M. CARLSON
P. O. BOX 285
ANNAPOLIS MD 21401

103C3001212

A 216734



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

2868 0579

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

1985 NOV 25 A 9:25

APPROVED FOR RECORD
11/25/86 at 9:25 a.m.

CRAB CORNER, INC.

A Maryland Close Corporation
Organized Pursuant To Title 4 Of The
Corporations And Associations Article Of The
Annotated Code Of Maryland

ARTICLES OF INCORPORATION

FIRST: I, LOUIS J. CAPUANO, whose post office address is
P. O. Box 57, Mayo, Maryland 21106, 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 "Corporation") is CRAB CORNER, INC.

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

(1) To engage in the wholesale and retail seafood
business.

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

FOURTH: The 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.

FIFTH: The post office address of the principal office
of the Corporation in this State is 62 West Central
Avenue, Edgewater, Maryland, 21037. The name and post
office address of the Resident Agent of the Corporation
are LOUIS J. CAPUANO, 3854 Twin Oaks Road, Edgewater, Md. 21037.
Said Resident Agent is an individual actually residing
in this State.

1987 MAY -7 PM 1:57
CLERK
SCHAFER

63298028

2868 0576

0000 1856

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

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is three thousand (3,000) shares of common stock, without par value.

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 LOUIS J. CAPUANO.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20 day of NOVEMBER, 1986, and I acknowledge the same to be my act.

Louis J. Capuano
LOUIS J. CAPUANO



STATE OF MARYLAND

196 PAGE 50

State Department of Assessments and Taxation

Gene L. Burner, Director

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

DOCUMENT CODE

026

BUSINESS CODE

03

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

Name Change (New Name)

Change of Name

Change of Principal Office

Change of Resident Agent

Change of Resident Agent Address

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

Code

ATTENTION:

MAIL TO ADDRESS:

Charles M. Carlson
P.O. Box 285
Annap, Md 21401

TOTAL FEES

40 Check Cash

Documents on checks

APPROVED BY

MSL

NOTE:

added RAA per call
11-26-86 mel.

2868 0578

0000 1858

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

196 PAGE 51

ARTICLES OF INCORPORATION
OF
CRAB CORNER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 25, 1986 AT 9:25 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	\$ _____
D2240216		

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

RETURN TO:
CHARLES M. CARLSON
P. O. BOX 285
ANNAPOLIS MD 21401

103C3001211
A 216733



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2868 0575

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

196 PAGE 52

ARTICLES OF INCORPORATION
OF
NETTLES/SHURE INCORPORATED

FIRST: I, James S. Jacobs, whose post office address is 300 East Lombard Street, Baltimore, Maryland 21202, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

NETTLES/SHURE INCORPORATED

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

(a) To repair inflatable boats and similar products for manufacturers, wholesalers, retailers and consumers.

(b) To carry on the aforesaid business and any related or unrelated business and activity in the State of Maryland, in any state, territory, district or dependency of the United States, or in any foreign country.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 1821-B Margaret Avenue, Annapolis, Maryland 21401. The name and post office address of the resident agent of the Corporation in this State are James S. Jacobs, 300 East Lombard Street, Baltimore, Maryland 21202. Said agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares, 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, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders. The names of the directors, who shall act until the first annual meeting or

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11/25/86 at 4:20 p.m.
2868 0572

63308208

63308209

1987 MAY -7 PM 1:58
HENRI SCHAFER
CLERK

0000 1860

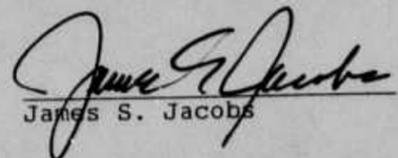
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

until their successors are duly chosen and qualified are:
Douglas M. Nettles and Howard L. Shure.

SEVENTH: No Stockholder of the Corporation shall have any preferential or pre-emptive right to acquire additional shares of stock of the Corporation except to the extent that, and on such terms as, the Board of Directors from time to time may determine.

EIGHTH: The Corporation shall have the power to indemnify, by express provision in its By-Laws, by Agreement or by majority vote of either its stockholders or disinterested directors, any one or more of the following classes of individuals: (1) present or former directors and/or officers of the Corporation, (2) present or former agents and/or employees of the Corporation, (3) present or former administrators, trustees or other fiduciaries under pension, profit-sharing, deferred compensation, or any other employee benefit plan maintained by the Corporation, and (4) persons serving or who have served at the request of the Corporation in any of the aforementioned capacities for any other corporation, partnership, joint venture, trust, or other enterprises; provided, that the Corporation shall not have the power to indemnify any person if such indemnification would be contrary to Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, or any statute, rule or regulation of similar import.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 25th day of November, 1986.

 (SEAL)
James S. Jacobs

29421

0000 1861



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 repro-
duction.

DOCUMENT CODE 021 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>11</u>	<u>2</u> Certified Copy <u>4</u>	_____
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	<u>Susan M. Jones</u>
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
_____	_____	Other _____	_____
_____	_____	Other _____	_____

TOTAL FEES 51 Check _____ Cash _____

1 Documents on 2 checks

ATTENTION: Susan M. Jones

MAIL TO ADDRESS: _____
24

NOTE: _____

APPROVED BY: MSIL

CERTIFIED COPY MADE

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

196 PAGE 55

ARTICLES OF INCORPORATION
OF
NETTLES/SHURE INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 25, 1986 AT 4:20 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	\$ _____
D2240208		

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
FRANK, BERNSTEIN, CONAWAY
& GOLDMAN
300 E LOMBARD STREET
BALTIMORE MD 21202

103C3001210

A 216732



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

2868 0571

ms

ARTICLES OF INCORPORATION

JEFFREY'S TRASH REMOVAL, INC.

APPROVED FOR RECORD

11-19-86 at 9:21a .m.

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

FIRST: I, John E. Haislip, Jr., whose post office address is 221 Fifth Avenue, Glen Burnie, Maryland 21061-3592, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

JEFFREY'S TRASH REMOVAL, INC.

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

(A) To engage in the business of refuse collection and to engage in any other lawful purpose and/or business.

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

FOURTH: The post office address of the principal office of the corporation in this State is:

10 VERNON AVE.

GLEN BURNIE, MD 21061

Said Resident Agent is an individual actually residing in this State. *Bernard E. Jeffrey at the principal office address*

FIFTH: The total number of shares which the Corporation has has authority to issue is One Thousand (1000) shares of common stock, without par value.

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

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

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

The name or names of the Director(s) who shall act until the first annual meeting of the Corporation, or until his or their successors are duly chosen and qualified are:

BERNARD E. JEFFREY

GRACE V. JEFFREY

12 3 A 61 NOV 20 1986

SCHAFER
1987 MAR -7 PM 1:58

63238283

2866 0335

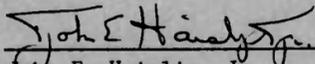
0000 1864

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

196 PAGE 57

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 18 day of NOVEMBER, 1986, and I acknowledge the same to be my act.


John E. Haislip, Jr.

2868 0336

0000 1865



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 repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>8</u>	<u>1</u> Certified Copy <u>2P</u>	_____
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>Hyatt + Chap, PA</u>
_____	_____	Other	<u>PO BOX 1852</u>
_____	_____	Other	<u>Annapolis, Md</u>
_____	_____	Other	<u>21404</u>

TOTAL FEES 48 Check _____ Cash _____

Documents on _____ checks _____

APPROVED BY: [Signature]

NOTE: JEH auth
adding Rn, RHA

3PP

2968 0337

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

VOL 196 PAGE 59

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LAW OFFICES
HYATT & CHER, P.A.
1919 WEST STREET
P. O. BOX 1852
ANNAPOLIS, MARYLAND 21404

0000 1867

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

196 PAGE 60

ARTICLES OF INCORPORATION
OF
JEFFREY'S TRASH REMOVAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 19, 1986 AT 9:21 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

\$

D2239929

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
HYATT & CHEP, PA.
P.O. BOX 1852
ANNAPOLIS

MD 21404

10303001182

A 216713



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

888 0334

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

at the

MEDICAL IMAGING SERVICE, INCORPORATED

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

1986 NOV 25 A 33

ARTICLES OF INCORPORATION

FIRST: I, JERRY J. DITZEL, whose post office address is No. 38 Sunset Drive, 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 (which is hereafter called the "Corporation") is

MEDICAL IMAGING SERVICE, INCORPORATED

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 servicing, maintenance and repair of medical imaging equipment of all kinds and descriptions and such other and further objects as may be necessary and incidental to the carrying on of such business, including the buying and owning of the necessary tools and equipment in connection with 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.

FIFTH: The post office address of the principal office of the Corporation in this State is No. 2605 Cabover Drive, Suite 10, Hanover, Maryland 21076. The name and post office address of the Resident Agent of the Corporation in this State is Jerry J. Ditzel, 38 Sunset Drive, Severna Park, Maryland 21146. Said Resident Agent is an individual actually residing in this State.

1987 MAY -7 PM 1:58
HELEN SCHAFER
CLERK

ARTHUR L. RHOADS, JR.
ATTORNEY AT LAW
BALTIMORE, MARYLAND

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

- 1 -

63298052

11/25/86 at 9:33 a.m.
2858 0255

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 shall be four (4), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The names of the directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Jerry J. Ditzel, Lawrence W. Passano, Patrick Veil and Ralph Hursey.

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

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

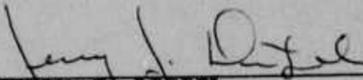
(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that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

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

196 PAGE 63

(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.

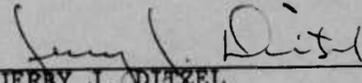
IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 27th day of October, 1986, and I acknowledge the same to be my act.



JERRY J. DITZEL

V E R I F I C A T I O N

I do solemnly swear and affirm under the penalties of perjury that the matters and facts set forth in the foregoing Articles of Incorporation are true to the best of my knowledge, information and belief.



JERRY J. DITZEL

ARTHUR L. RHOADS, JR.
ATTORNEY AT LAW
BALTIMORE, MARYLAND

2868 0267

0000 1871



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

VOL 196 PAGE 64

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	_____	Certified Copy	_____ Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>Arthur L. Rhoads Jr.</u>
_____	_____	_____	<u>1024 Ingleside Ave</u>
_____	_____	_____	<u>Belt, Md 21228</u>

TOTAL FEES 40 Check _____ Cash _____

1 Documents on 1 checks

APPROVED BY: ren

NOTE: _____

2868 0268

0000 1872

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

196 PAGE 65

MEDICAL IMAGING SERVICE, INCORPORATED	ARTICLES OF INCORPORATION	ARTHUR L. RHOADS, JR. ATTORNEY AT LAW BALTIMORE, MD 21208 PHONE 798 5700 1029 Ingleside Ave.
--	---------------------------	--

0000 1873

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

196 PAGE 66

ARTICLES OF INCORPORATION
OF
MEDICAL IMAGING SERVICE, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 25, 1986 AT 9:33 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

\$

D2239796

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:
ARTHUR L. RHOADS, JR.
1029 INGLESIDE AVE.
BALTIMORE

MD 21228

103C3001169

A 216701



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO

2868 0264

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

196 PAGE 67

ARTICLES OF INCORPORATION
GUNTHER POOL PLASTERING, INC.

FIRST: I, John E. Haislip, Jr., whose post office address is 221 Fifth Avenue, Glen Burnie, Maryland 21061-3592, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

"GUNTHER POOL PLASTERING, INC."

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

(A) To engage in the business of real estate brokerage; and to market real estate for sale and purchase and for any other lawful purpose and/or business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is:

19 Cedar Drive
Glen Burnie, Maryland 21061

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

Arnold E. Gunther
19 Cedar Drive
Glen Burnie, Maryland 21061

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

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

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

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

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
10/17 P.M.

REC-5 A-1

1997 NOV 17 7 PM 1:59
H. ENLE SCHAFER
CLERK

63398308

2870 2186

0000 1875

CLERK'S NOTATION

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

196 PAGE 68

The name or names of the Director(s) who shall act until the first annual meeting of the Corporation, or until his or their successors are duly chosen and qualified are:

ARNOLD E. GUNTHER

SEVENTH:

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

(B) That the Board of Directors of the Corporation may classify or reclassify any unissued shares of its stock by setting or changing, from time to time before issuance of such shares of stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of such shares.

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

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

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

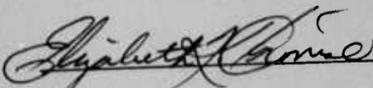
196 PAGE 69

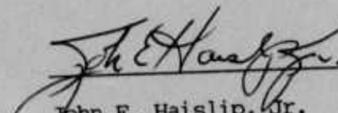
NINTH:

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

(B) The Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to a director, officer, employee or agent in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 27th day of NOVEMBER, 1986, and I acknowledge the same to be my act.


Witness


John E. Haislip, Jr.



STATE OF MARYLAND

196 PAGE 70

State Department of Assessments and Taxation

Gene L. Burner, Director

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

DOCUMENT CODE

00A

BUSINESS CODE

03

COUNTY

82

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 Cert. of Qual. or Reg.
50 Foreign Name Registration
51 8 1 Certified Copy 23
13 Foreign Penalty
56 For. Supplemental Cert.
54 Cert. of Conveyance
73

Name Change (New Name)

Change of Name
Change of Principal Office
Change of Resident Agent
Change of Resident Agent Address

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

Code

ATTENTION:

MAIL TO ADDRESS:

ARNOLD E. GUNTHER
19 CEDAR DRIVE
GLENN BURNIE, MD 21061

TOTAL FEES

48

Check Cash

1 Documents on 1 checks

NOTE:

APPROVED BY: M.R.

2870 2189

0000 1878

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

196 PAGE 71

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LAW OFFICES
HYATT & CHER, P.A.
1919 WEST STREET
P. O. BOX 1852
ANNAPOLIS, MARYLAND 21404

0000 1879

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

196 PAGE 72

ARTICLES OF INCORPORATION
OF
GUNTHER POOL PLASTERING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 5, 1986 AT 10 17 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.

\$

02246544

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
ARNOLD E. GUNTHER
19 CEDAR DRIVE
GLEN BURNIE

MD 21061

110C30C5541

A 217343



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

2870 2185

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

APPROVED FOR RECORD
12/5/86 at 3:16 P.M.

ARTICLES OF INCORPORATION
OF

MIDSIZE CLEANING SYSTEMS, INC.
[A CLOSE CORPORATION]

FIRST: The undersigned, Kim Jones and Norman Johnson, residing at 922 Central Street, and 911 Central Street, Annapolis, Anne Arundel County, Maryland 21401, each being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is MIDSIZE CLEANING SYSTEMS, INC.

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

- (1) To provide residential and commercial cleaning service(s).
- (2) 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.
- (3) To hire and employ agents, servants and employees, and to enter into agreements of employment, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.
- (4) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to do all things specified in Title 2, Subtitles 102-611 and Title 4, Subtitles 101-603,

1987 MAY -7 PM 1:59
H. ERLE SCHAFER
CLERK

(W)

63428002

2870 2078

0000 1881

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

and to have and to exercise all powers conferred by the laws of the State of Maryland on corporations formed under the laws to which and under which this corporation is formed, as such laws are now in effect or may 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 stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

FOURTH: The office address of the principal office of the Corporation in Maryland is 922 Central Street, Anne Arundel County, Annapolis, Maryland 21401. The name and address of the resident agent of the Corporation in Maryland are Kim Jones, 922 Central Street, Anne Arundel County, Annapolis, Maryland 21401. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is two thousand (2000) shares of the par value of one dollar (\$1.00) a share, all of one class, and having an aggregate par value of two thousand dollars (\$2000.00).

SIXTH: The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the by-laws of the Corporation, and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Kim Jones and Norman Johnson.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation and (severally) acknowledged the same to be our act on _____ 198_____.

2870 2079

0000 1882

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

196 PAGE 75

Kim H Jones

KIM JONES

Norman Johnson

NORMAN JOHNSON

2870 2080

0000 1883



STATE OF MARYLAND

196 PAGE 76

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02D BUSINESS CODE 03 COUNTY 52

P.A. Religious [X] Close [X] 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

Name Change (New Name)
Change of Name
Change of Principal Office
Change of Resident Agent
Change of Resident Agent Address

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

Code
ATTENTION:

MAIL TO ADDRESS:
Jesse Ingram
5172 7th Street NE
Columbia, Md 21044

TOTAL FEES 49 Check Cash

Documents on checks

NOTE:

APPROVED BY: A

2870 2081

0000 1884

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

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

196 PAGE 77

ARTICLES OF INCORPORATION
OF
MIDSIZE CLEANING SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 5, 1986 AT 3 16 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	\$
	D2246353	

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
JESSE INGRAM
5172 FLOWERTUFT CIRCLE
COLUMBIA MD 21044



110C30C5522
A 217328

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2870 2077

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 78 APPROVED FOR RECORD
12/8/86 at 12:16 PM

ARTICLES OF INCORPORATION
OF
CHAMPION REALTY, INC.

FIRST: The undersigned, Newton B. Fowler, III, whose post office address is 1800 Mercantile Bank and Trust Building, 2 Hopkins Plaza, Baltimore, Maryland 21201, being over eighteen years of age and acting as incorporator, hereby forms a Corporation under the Maryland General Corporation Law.

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

CHAMPION REALTY, INC.

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

(a) To conduct a real estate brokerage business and to buy, sell, invest, mortgage, encumber and own real estate; to borrow and loan money in connection with the Corporation's business; to act as the agent for others in the purchase, sale, renting and management of real estate and leasehold interests therein; and to engage in such other business as may further the interest of the Corporation.

(b) to carry on any and all business, transactions and activities permitted by the Maryland General Corporation Law which may be deemed desirable by the Board of Directors of the Corporation, whether or not identified with or related to the business described in the foregoing paragraph of

1987 MAY -7 PM 1:59
H. ERLE SCHAFER
CLERK

PM REC-8 PM 1:16

63428645

2870 2071

0000 1885

2272W

196 PAGE 79

this Article, as well as all activities and things necessary and incidental thereto, to the full extent empowered by such laws.

FOURTH: The post office address of the principal office of the Corporation in this State is 57 Boone Trail, Severna Park, Maryland 21146. The resident agent of the Corporation in this State is George Savani, whose post office address is 57 Boone Trail, Severna Park, Maryland 21146. Said resident agent is a citizen of the State of Maryland, and actually resides therein. ✓

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is One Hundred Thousand (100,000) shares of the par value of One Dollar (\$1.00) each, all of which shares are of one class and are designated Common Stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00). ✓

SIXTH: The Corporation shall have One (1) Director (which number may be increased or decreased, but to not less than the lesser of three (3) or the number of stockholders, pursuant to the By-Laws of the Corporation), and Chris Coile, shall act as such until the first annual meeting or until his successor is duly chosen and qualified.

SEVENTH: The following provisions are hereby adopted

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

196 PAGE 80

2272W

for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock, of any class or classes, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable.

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

2272W

196 PAGE 81

any other manner permitted by the Maryland General Corporation Law.

(c) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments which alter the contract rights of any class of outstanding stock as expressly set forth in the charter.

(d) The Board of Directors shall have the power to classify or reclassify any unissued stock, whether now or hereafter authorized, by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of such stock.

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

(f) Unless otherwise provided by the Board of Directors, no holder of stock of any class shall be entitled to preemptive rights to subscribe for or purchase or receive any

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

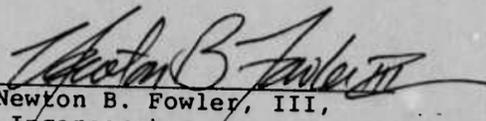
2272W

196 PAGE 82

part of any new or additional issue of stock of any class of the Corporation or securities convertible into stock of any class of the Corporation.

(g) To the maximum extent permitted by the Maryland General Corporation Law as from time to time amended, the Corporation shall indemnify its currently acting and its former directors, officers, agents, and employees and those persons who, at the request of the Corporation, serve or have served another corporation, partnership, joint venture, trust or other enterprise in one or more of such capacities against any and all liabilities incurred in connection with their services in such capacities.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 4th day of December, 1986, and have acknowledged such Articles to be my act.


Newton B. Fowler, III,
Incorporator



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

196 PAGE 83

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

DOCUMENT CODE 024 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	<u>20</u>	Organ. & Capitalization
61	<u>20</u>	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		Certified Copy <u>5</u>
56	<u>11</u>	Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance

Name Change (New Name) _____

- _____ Change of Name
- _____ Change of Principal Office
- _____ Change of Resident Agent
- _____ Change of Resident Agent Address

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 _____

Code 63

ATTENTION: _____

MAIL TO ADDRESS: _____

TOTAL FEES

51 Check _____ Cash

Documents on _____ checks

APPROVED BY: A

NOTE: revised

2870 2076

0000 1841

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

196 PAGE 84

ARTICLES OF INCORPORATION
OF
CHAMPION REALTY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 8, 1986 AT 12 16 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:
\$ _____

D2246346

ANNE ARUNDEL COUNTY

TO THE CLERK OF THE COURT OF

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

RETURN TO
VENABLE, BAETJER & HOWARD
2 HOPKINS PLAZA
1800 MERCANTILE BANK & TRUST BLDG
BALTIMORE MD 21201

110C30C5521

A 217327



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2870 2070

0000 1842

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

196 PAGE 85

J & L FUNDRAISING, INC.

A CLOSE CORPORATION UNDER TITLE 4
ARTICLES OF INCORPORATION

APPROVED FOR RECORD

12-8-84 at 10:39 a.m.

REC'D - 8 A.M. 39

I. The undersigned:

Jay A. Cleaver
Larry A. Davis

whose post office addresses are:

Jay A. Cleaver
8312 Sunnyview Drive
Millersville, MD 21108

Larry A. Davis
4818 Carmella Drive
Baltimore, MD 21227

being at least eighteen years of age, do hereby form a
corporation under the general laws of the State of Maryland.

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

J & L FUNDRAISING, INC.

III. The corporation shall be a close corporation as authorized by Title 4.

IV. The purpose for which the Corporation is formed is as follows:

Fundraising for non-profit organizations

V. The post office address of the principal office of the Corporation
in Maryland is:

J & L Fundraising, Inc.
8312 Sunnyview Drive
Millersville, MD 21108

The name and post office address of the resident agent of the
Corporation in Maryland are:

1987 MAY - 7 PM 1:59
H. ERLE SCHAFER
CLERK

63428491

2870 2037

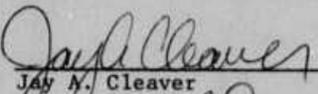
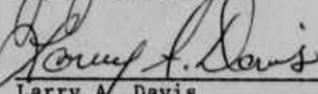
0000 1893

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

Mr. Larry A. Davis
J & L Fundraising, Inc.
4818 Carmella Drive
Baltimore, MD 21227

- VI. The total number of shares of stock which the Corporation has authority to issue is 10,000 shares of the par value of \$1.00 a share, all of one class, and having an aggregate par value of \$10,000.
- VII. 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 two (2) directors, whose names are Jay A. Cleaver and Larry A. Davis.
- VIII. The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on December 5, 1986, and severally acknowledge the same to be our act.


Jay A. Cleaver

Larry A. Davis

2

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

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

DOCUMENT CODE 02

BUSINESS CODE 03

COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		
61	<u>20</u>	Organ. & Capitalization
62	<u>20</u>	Rec. Fee (Arts. of Inc.)
63		Rec. Fee (Amendment)
64		Rec. Fee (Merger or Consolidation)
65		Rec. Fee (Transfer)
66		Rec. Fee (Dissolution)
52		Rec. Fee (Revival)
50		Foreign Qualification
51		Cert. of Qual. or Reg.
13		Foreign Name Registration
56		Certified Copy
54		Foreign Penalty
73		For. Supplemental 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: Larry Davis
4818 Carmella Dr
Belt, Md 21227

TOTAL FEES 40
_____ Check _____ Cash
_____ Documents on _____ checks

APPROVED BY: [Signature]

NOTE: _____

0000 10 12

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

196 PAGE 88

ARTICLES OF INCORPORATION
OF
J. E. L. FUNDRAISING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 8, 1986 AT 10 39 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:

\$

D2246270

ANNE ARUNDEL COUNTY

TO THE CLERK OF THE COURT OF

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

RETURN TO
MR. LARRY A. DAVIS
4818 CARMELLA DRIVE
BALTIMORE

MD 21227

110C3005514

A 217324



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

2870 2036

0000 1896

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

P
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
12/8/86 at 10:16 a.m.

196 PAGE 89

ARTICLES OF INCORPORATION
OF
E.V.B. TRUCKING, INC.

FIRST: The undersigned Janice J. Krenzer, whose post office address is 8443 Garden Road, Rivera Beach, Maryland 21122, a resident of the State of Maryland, over eighteen (18) years of age, does hereby constitute herself 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 hereinafter called the "Corporation") is E.V.B. Trucking, Inc.

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

To own, operate, manage and conduct a trucking, transportation and contract hauling business and any and all business related or incident thereto.

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

To carry on any other type of business or trade allowable by law.

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

FOURTH: The address of the principal office of the Corporation is 8443 Garden Road, Rivera Beach, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is Janice Krenzer, 8443 Garden Road, Rivera Beach, Maryland 21122, an individual actually residing in this State.

FIFTH: The total number of shares of stocks of all classes which the Corporation has authority to issue is 10,000 shares of Common Stock with one-cent (\$.01) par value per share, for an aggregate par value of \$100.00.

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

05120180

2870 2025

1987 MAY - 7 PM 1:59
H. ERLE SCHAFER
CLERK

LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7709 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061

0000 1897

1701 196 PAGE 90

(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:

Janice J. Krenzer
Edward V. Brumwell, III

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

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

(b) No contract or other transaction between the Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the Directors and/or Officers of this Corporation is or are interested in, or is a director or officer, or are directors or officers, of any such other corporation, and any director or directors, officer or officers, individually or jointly, may be a part or parties to, or may be interested in, any contract or transaction of this Corporation or in which this Corporation is interested.

(c) The Corporation may enter into Agreements with any stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings or 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; and transferable only upon proof of compliance therewith; provided, however, such agreement be filed with the Corporation, and reference thereto be placed upon the Certificates of Stock.

(d) The Board of Directors shall have the power from time to time, to fix, 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

CLERK'S NOTATION

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

VNI 196 PAGE 91

dividends and paid in cash, in kind or in any combination thereof, to the Stockholders.

(e) No holder of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any 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.

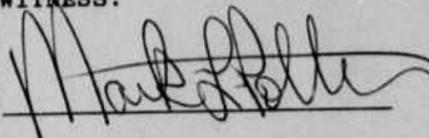
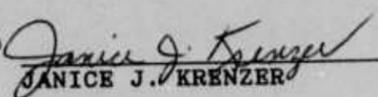
(f) Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the Corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon.

(g) 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.

EIGHT: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of December, 1986, and I acknowledge the same to be my act.

WITNESS:



JANICE J. KRENZER

LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7700 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061



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

196 PAGE 92

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

DOCUMENT CODE 024 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>Mark Pitter</u>
_____	_____	Other	<u>7709 Quarterfield Rd</u>
_____	_____	Other	<u>Glen Burnie, Md</u>
_____	_____	Other	<u>21061</u>

TOTAL FEES 40
 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: PCM

NOTE:

2870 2028

0000 1900

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

196 PAGE 93

ARTICLES OF INCORPORATION
OF
E.V.B. TRUCKING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 8, 1986 AT 10 16 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

\$

02246254

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO
MARK L. POTTER
7709 QUARTERFIELD ROAD
GLEN BURNIE MD 21061

110C3005512

A 217322



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2870 2024

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

196 PAGE 94

ARTICLES OF INCORPORATION

OF

REDSTEAD, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, DON E. RIDDLE, JR., whose postoffice address is 86 Tarragon Lane, Edgewater, Anne Arundel County, Maryland, JAMES O. STEINBERG, whose postoffice address is 2673 Solomons Island Road, Edgewater, Anne Arundel County, Maryland and DOROTHY A. KARR, whose postoffice address is 2679 Solomons Island Road, Edgewater, Anne Arundel County, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of Corporations, associate ourselves with the intention of forming a Corporation by the execution and filing of these articles.

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

REDSTEAD, INC.

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

(a) Hauling of exempt materials in and out of the State of Maryland for the principals of the company and to enter into contracts for grading and landscaping.

(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

63398313

2870 1946

- 1 -

0000 1902

1987 MAY - 7 PM 1:59
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENT AND TAXATION
NOTARIAL AND TAXATION
SERVICES

APPROVED FOR RECORD

10/5/86 at 5:00 A.M.

CLERK'S NOTATION
Document submitted for record
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duction.

196 PAGE 95

manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself, or for the account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

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

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

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust

2870 1947

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196 PAGE 96

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

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, and for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by

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duction.

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

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

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

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

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duction.

196 PAGE 98

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.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 2679 Solomons Island Road, Edgewater, Maryland 21037. The resident agent of the Corporation is DOROTHY A. KARR, whose postoffice address is 2679 Solomons Island Road, Edgewater, Maryland 21037. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ONE THOUSAND (1,000) shares of the par value of ONE HUNDRED (\$100.00) DOLLARS each, all of which shares are on one class and are designated common stock. The aggregate par value of all shares having par value is ONE HUNDRED THOUSAND (\$100,000.00) DOLLARS.

SIXTH: The Corporation shall have three directors and DON E. RIDDLE, JR., JAMES O. STEINBERG and DOROTHY A. KARR, shall act as such until the first annual meeting, or until their 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 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

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of Directors may deem advisbale, irrespective of the value or amount of such consideration, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

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

(c) The Corporation reserves the right to make from time to time any amendments of its charter which may now or, hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but so such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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196 PAGE 100

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

(e) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote or 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 limitation 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.



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 102

DOCUMENT CODE out BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
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	_____

- _____ Change of Name
- _____ Change of Principal Office
- _____ Change of Resident Agent
- _____ Change of Resident Agent Address

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 _____

Code _____ ATTENTION: _____

TOTAL FEES 186
 Check _____ Cash _____
Documents on 1 checks

MAIL TO ADDRESS: PAUL H. GRAF, ESQ.
2402 SP. PAUL STREET
BALTIMORE, MARYLAND 21218

APPROVED BY: MR

NOTE:

2870 1954

CLERK'S NOTATION
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CLERK'S NOTATION
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196 PAGE 103
ARTICLES OF INCORPORATION
OF
REDSTEAD, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 5, 1986 AT 10 28 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 26

SPECIAL
FEE PAID

\$

02246122

ANNE ARUNDEL COUNTY

TO THE CLERK OF THE COURT OF

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

RETURN TO
PAUL H. GRAF
2102 ST. PAUL STREET
BALTIMORE MD 21218

110C3005499

A 217309



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2870 1945

0000 1911

CLERK'S NOTATION
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196 PAGE 104

LAW OFFICES

FRANK, BERNSTEIN, CONAWAY & GOLDMAN

8300 GREENSBORO DRIVE
MCLEAN, VIRGINIA 22102
(703) 893-4670

300 EAST LOMBARD STREET
BALTIMORE, MARYLAND 21202

(301) 625-3500
(703) 556-9676

TELECOPIER: (301) 625-3702
CABLE: FRASKOP
TELEX 87939

AMERICAN CITY BUILDING
COLUMBIA, MARYLAND 21044
(301) 730-9477

WRITER'S DIRECT NUMBER
(301) 625-3653

December 17, 1986

HAND DELIVERY

Mr. Robert W. Cierkes
State Department of Assessments
and Taxation
301 West Preston Street
Baltimore, Maryland 21201

Re: Bay Mortgage Corporation

Dear Bob:

I am enclosing a Certificate of Change of Resident Agent and Principal Office of Bay Mortgage Corporation, together with this firm's check in the amount of \$8.00 to cover the cost of filing.

I have been told that the Certificate is an original signature, signed in black ink.

If you should have any questions or problems with the foregoing, please give me a call.

As always, thank you for your help.

Cordially,

Cloie

(Mrs.) Cloie Dufour
Senior Legal Assistant

CD:klo
Enclosures

1987 MAY - 7 PM 1:59
H. ERLE SCHAFER
CLERK

DEC 17 4 10:35

63528125

2871 1249
2571 1249

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CLERK'S NOTATION
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duction.

196 PAGE 105

CERTIFICATE OF CHANGE OF RESIDENT AGENT
AND PRINCIPAL OFFICE
OF
BAY MORTGAGE CORPORATION

RESOLUTION OF DIRECTORS

RESOLVED: The post office address of
the principal office of this Corporation in
the State of Maryland is changed to 401
Headquarters Drive, Suite 208, Millersville,
Maryland 21108.

RESOLVED: The Resident Agent of the
Corporation is changed to David R. Neubauer
401 Headquarters Drive, Suite 208,
Millersville, Maryland 21108. The Resident
Agent is an individual actually residing in
this State.

CERTIFICATION

I HEREBY CERTIFY that the foregoing resolutions were
duly adopted by the Board of Directors of Bay Mortgage Corpora-
tion on December 16, 1986.

Rita E. Neubauer
Rita E. Neubauer, Secretary

Dated:

12-16-86

3331i

28297 11250

0000 1913

CLERK'S NOTATION
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duction.

NOTICE OF CHANGE OF PRINCIPAL OFFICE, RESIDENT AGENT
AND AGENT'S ADDRESS

OF

BAY MORTGAGE CORPORATION

received for record December 17, 1986 , at 10:35 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 N^o 25346

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: FRANK, BERNSTEIN, CONAWAY & GOLDMAN
Attn: Cloie Dufour
300 E. Lombard St.
Baltimore, Maryland 21202

rc

2871 1248

~~2571 1248~~

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

196 PAGE 107

December 10, 1986

Department of Assessments and Taxation
301 W. Preston Street
Baltimore, Maryland 21201

RE: Charles-James, Inc.

Dear Sir/Madam:

I hereby resign as resident agent of the above named corporation.
I am enclosing my check for Eight (88.00) Dollars.

James G. Stromberg
James G. Stromberg

Subscribed and Sworn to before me on this 10th day of December, 1986.

Laura J. Dausch
NOTARY PUBLIC

MY COMMISSION EXPIRES: 7/1/90

1987 MAY - 7 PM 1:59
H. ERLE SCHAFER
CLERK

63498500

DEC 15 AM 11:31

~~28542118134~~

0000 1915

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

196 PAGE 108

NOTICE OF RESIGNATION OF RESIDENT AGENT
OF
CHARLES JAMES, INC.

received for record December 15, 1986 , at 11:31 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 N^o 25304

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: James G. Stromberg
711 Old Stage Road
Glen Burnie, Maryland 21061

rc

2871 1132
~~2571 1133~~

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1/01 196 PAGE 109

LAW OFFICES
BLADES & ROSENFELD, P.A.
A PROFESSIONAL CORPORATION
1200 SUN LIFE BUILDING
20 SOUTH CHARLES STREET
BALTIMORE, MARYLAND 21201
(301) 539-5900

December 1, 1986

State of Maryland
State Department of Assessments and Taxation
301 W. Preston Street
Baltimore, Maryland 21201

RE: Change of Resident Agent
and Principal Office

Dear Sir or Madam:

Either I or attorneys in my office on whose behalf I am
authorized to act are the resident agents for the following
corporations, all of which have their principal office in Anne
Arundel County:

BELL SHEET METAL, INC.
ADMIRAL PONTIAC, INC.
DYNAMIC CONSULTING, INC.
LETTERSPACE STUDIOS, INC.
VENTURA CONSTRUCTION COMPANY, INC.

Please change the address of the resident agent of each
corporation to the following:

Blades & Rosenfeld, P.A.
1200 Sun Life Building
20 S. Charles Street
Baltimore, Maryland 21201

Enclosed is a check for \$28.00 to cover your costs.

Sincerely,

Sanford D. Schreiber
Sanford D. Schreiber

SDS/bls

cc: Eugene H. Schreiber, Esquire
Charles M. Cahn, Esquire
Andrew Radding, Esquire
Jerome G. Geraghty, Esquire
57:2 Charles M. Palmer, Esquire

63388099

2870 0932

1987 MAY -7 PM 2:00
H. ERLE SCHAFER
CLERK

0000 1917

CLERK'S NOTATION
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196 PAGE 110

NOTICE OF CHANGE OF RESIDENT AGENT'S ADDRESS
OF
BELL SHEET METAL, INC., etal
(SEE ATTACHED)

received for record December 4, 1986 , at 10:02 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 N^o 25294

Special Fee Paid	\$25.00
Recording Fee Paid	\$ 3.00
Total	<u>\$28.00</u>

Return to: Blades and Rosenfeld, P.A.
1200 Sun Life Building
20 S. Charles Street
Baltimore, Md. 21201

rc

2870 0931

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duction.

196 PAGE 111



E. C. Decker Service, Inc.
SYSTEMS SPECIALISTS

512 CRAIN HWY. N.W.
GLEN BURNIE, MD. 21061
PHONE 760-8860

December 3, 1986

Dept. of Assessments and Taxation
301 West Preston Street
Baltimore, Maryland 21201

Gentlemen:

On the second day of December, 1986, the board of directors of E. C. Decker Service, Inc. met to discuss the dismissal of our current resident agent.

This letter serves as notification that we, E. C. Decker Service, Inc., hereby dismiss James E. Crawford as our resident agent. We ask that his name be removed from any necessary documents you have on file.

Our new resident agent is Edward C. Decker and any correspondence should be sent to 512 Crain Highway, N.W., Building 27, Glen Burnie, Maryland, 21061.

Edward C. Decker, President

63458147

Glenn B. McClure, Vice-president

Michael D. Decker, Sec., Treasurer

1987 MAY - 7 PM 2:00
MERLE SCHAFER
CLERK

1986 DEC 11 A 9:55

2870 0902

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CLERK'S NOTATION
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duction.

196 PAGE 112

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

E. C. DECKER CORPORATION

received for record December 11, 1986 , at 9:59 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 N^o 25283

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: E. C. DECKER CORPORATION
512 Crain Highway, N.W., Bldg. 27
Glen Burnie, Md. 21061

rc

2870 0901

0000 1920

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

1701 196 PAGE 113

LAW OFFICES
FRANK, BERNSTEIN, CONAWAY & GOLDMAN

8300 GREENSBORO DRIVE
MCLEAN, VIRGINIA 22102
(703) 893-4670

300 EAST LOMBARD STREET
BALTIMORE, MARYLAND 21202

(301) 625-3500
(703) 556-9676

TELECOPIER: (301) 625-3702
CABLE: FRASKOP
TELEX: 67939

AMERICAN CITY BUILDING
COLUMBIA, MARYLAND 21044
(301) 730-9477

WRITER'S DIRECT NUMBER
(301) 625-3669

December 10, 1986

Mr. Dean W. Kitchen
Mr. Paul B. Anderson
State Department of Assessments
and Taxation
301 West Preston Street
Baltimore, Maryland 21201

Re: Berry Laminated Products, Inc.

Gentlemen:

I am enclosing a Certificate of Change of Resident Agent of the above-captioned corporation together with this firm's check in the amount of \$15.00 to cover the cost of filing and having one(1) certified copy returned to us.

If there are any problems with the foregoing, I would appreciate it if you would telephone me.

As always, thank you for your help.

Cordially,

Susan M. Gauss
Susan M. Gauss
Legal Assistant

SMG/cjm
Enclosures

1987 MAY - 7 PM 2:00
H. ERLE SCHAFER
CLERK

0000 1921

CLERK'S NOTATION
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duction.

196 PAGE 114

CERTIFICATE OF CHANGE OF RESIDENT AGENT

OF

BERRY LAMINATED PRODUCTS, INC.

RESOLUTION OF DIRECTORS

RESOLVED: That the Resident Agent of the Corporaton in this State is hereby changed to Melinda B. Antalek, 300 East Lombard Street - 18th Floor, Baltimore, Maryland 21202. Said Resident Agent is an individual actually residing in this State.

CERTIFICATION

I HEREBY CERTIFY, that the foregoing resolution was duly adopted by the Board of Directors of Berry Laminated Products, Inc. on November 3, 1986.

Mary E. Berry
Mary E. Berry, Secretary

Dated:

Nov. 5, 1986

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NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

BERRY LAMINATED PRODUCTS, INC.

received for record December 10, 1986, at 10:39 A.M.
and recorded on Film No. 2869 Frame No. 1610 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 25270

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: Frank, Bernstein, Conaway & Goldman
300 East Lombard St.
Baltimore, Maryland 21202

rc

2869 1610

0000 1923

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

RELIABLE CONTRACTING COMPANY, INC.

INFORMAL ACTION OF BOARD OF DIRECTORS

RESOLVED, that the Resident Agent Reliable Contracting Company, Inc., in the State of Maryland, be and is hereby changed from Belle Baldwin, whose post office address is Churchview Road, Millersville, Maryland, 21108 to Robert C. Baldwin, whose post office address is 1 Churchview Road, Millersville, Maryland, 21108, 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 the 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 proper acts thereto.

ATTEST:

Robert C. Baldwin
Robert C. Baldwin, Secretary

RELIABLE CONTRACTING COMPANY, INC.
William E. Baldwin, Jr.
William E. Baldwin, Jr., President
Thomas I. Baldwin
Thomas I. Baldwin, Vice President
Dorothy M. Baldwin
Dorothy M. Baldwin, Treasurer
John T. Baldwin
John T. Baldwin, Director
C. Meade Baldwin
C. Meade Baldwin, Director

1987 MAY - 7 PM 2:00
H. ERLE SCHAFER
CLERK

63428463

2869 1561

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 117

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

RELIABLE CONTRACTING COMPANY, INC.

received for record December 8, 1986

, at 8:30 A.M.

and recorded on Film No. 2869

Frame No. 1022 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 25250

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: Hillman, Brown & Darrow
P. O. Box 668
Annapolis, Maryland 21404-0668

rc

2869 1560

0000 1925

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

196 PAGE 118

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

November 21, 1986

State Department of Assessments
and Taxation
301 West Preston Street
Baltimore, Maryland 21201

RE: H. C. Goudy, Inc.

Gentlemen:

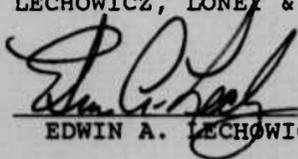
Notice is hereby given on behalf of H. Chester Goudy, III,
Resident Agent of the above Maryland Corporation, of the change
of his post office address from 886 Doris Drive, Arnold (Anne
Arundel County), Maryland 21012, to 429 Benfield Road, Severna
Park (Anne Arundel County), Maryland 21146, effective
immediately.

In addition, we are herewith enclosing a certified copy of
a resolution of the sole Stockholder of the said Corporation (a
Close Corporation having no Board of Directors), changing the
principal office thereof from 886 Doris Drive, Arnold (Anne
Arundel County), Maryland 21012, to 429 Benfield Road, Severna
Park (Anne Arundel County), Maryland 21146.

Finally, our check in the sum of \$11.00 in payment of the
filing fee with respect to the above is also enclosed.

Very truly yours,

LECHOWICZ, LONEY & DAVIS


EDWIN A. LECHOWICZ

EAL/bkh
Enclosures

63233376

2967 0920

1987 MAY - 7 PM 2:00
H. ERLE SCHAFER
CLERK

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

H. C. GOUDY, INC.
Informal Action of Stockholders

November 19, 1986

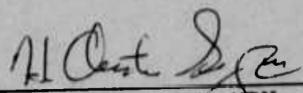
The undersigned, constituting the sole stockholder of H. C. GOUDY, INC., a Maryland Close Corporation (the "Corporation"), having no Board of Directors, in accordance with Maryland law, hereby takes the actions below set forth, and to evidence his waiver of any right to dissent from such actions, does hereby consent as follows:

RESOLVED: That the principal office of the Corporation be and it is hereby changed from 886 Doris Avenue, Arnold (Anne Arundel County), Maryland 21012, to 429 Benfield Road, Severna Park (Anne Arundel County), Maryland 21146.

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.

WITNESS the execution hereof the day and year first above written.



H. CHESTER GOUDY, III

1986 NOV 24 P 12:10

2887 0921

0000 1927

CLERK'S NOTATION
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duction.

196 PAGE 120

I HEREBY CERTIFY, That the foregoing 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 19th day of November, 1986.

Leslie G. Goudy
LESLIE G. GOUDY
Secretary

2867 0922

0000 1928

CLERK'S NOTATION
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duction.

196 PAGE 121

NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF
H. C. GOULDY, INC.

received for record November 24, 1986 , at 12:10 P.M.
and recorded on Film No. 2167 Frame No. 0919 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 25205

Special Fee Paid	\$5.00
Recording Fee Paid	\$6.00
Total	<u>\$11.00</u>

Return to: LECHOWICZ, LONEY & DAVIS
7439 Baltimore* Annapolis Boulevard
Glen Burnie, Maryland 21061

rc

2867 0919

0000 1929

CLERK'S NOTATION
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196 PAGE 122

HENRY & SMITH, P. A.
ATTORNEYS AT LAW
1205 WEST STREET
ANNAPOLIS, MARYLAND 21401

DARRELL L. HENRY
METTIE M. SMITH

AREA CODE 301
203-0444
269-7628

November 20, 1986

State Department of Assessments
and Taxation
301 West Preston St.
Baltimore, MD 21202
Attn: Charter

Re: Faust Health Studio and Body
Building Equipment, Inc.
My file no. 1743

Gentlepersons:

Enclosed please find a certificate of corporate resolutions
changing the resident agent of the above referenced corporation
and a check in the amount of \$8.00 for the cost of filing same.

I appreciate your time and attention in this matter.

Very truly yours,

HENRY & SMITH, P.A.

Mettie M. Smith
Mettie M. Smith

MMS/mms

cc: Reginald O. Faust

1987 MAY -7 PM 2:00
H. ERIC SCHAFER
CLERK

1986 NOV 24 P 12:15

2867 0917

0000 1930

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

196 PAGE 123

CERTIFICATE OF CORPORATE RESOLUTIONS

I, Reginald O. Faust the undersigned, the secretary of Faust Health Studio and Body Building Equipment, Inc., a Maryland Closed Corporation, do hereby certify to the State Department of Assessments and Taxation that (a) at an informal action of the stockholders of said corporation duly was taken on the 11th day of November, 1986, a quorum being at all times present, the following resolutions were unanimously adopted and recorded in the minutes of said corporation; (b) such resolutions are in accord with and pursuant to the Acticles of Incorporation, Charter and By-Laws of said corporation, and (c) such resolutions are now in full force and effect and have not been ~~revoked~~ or amended in any manner:

RESOLVED: That the resident agent of the Corporation in the State of Maryland be and he is hereby changed from Mary Elizabeth Faust whose post office address was 41 Oak Court, Annapolis, MD 21401 to Reginald O. Faust, whose address is 41 Oak Court, Annapolis, Maryland 21401.

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.

IN WITNESS WHEREOF, I have hereunto subscribed my name and seal of the Corporation this 19th day of November, 1986,

Faust Health Studio and Body
Building Equipment, Inc.

Reginald O Faust (SEAL)
BY: Reginald O. Faust
Secretary

63288377

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

196 PAGE 124

NOTICE OF CHANGE OF RESIDENT AGENT
OF
FAUST HEALTH STUDIO AND BODY BUILDING EQUIPMENT, INC.

received for record November 24, 1986

, at 12:15 P.M.

and recorded on Film No. 2867

Frame No. 0916 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 25204

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: Henry & Smith
1205 West Street
Annapolis, Maryland 21401

rc

2867 0916

0000. 1932

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

196 PAGE 125

State Department of
Assessments and Taxation
301 West Preston Street
Baltimore, Maryland 21201

RE: Harundale Liquors, Inc.

Gentlemen:

Please be advised that I am the President of the above captioned Corporation. Also be advised that the Resident Agent of the above Corporation has been changed from Morris Shenker, 1027 West Way, Harundale Shopping Project, Glen Burnie Post Office, Anne Arundel County, Maryland, unto Allan Shenker, 186 Revell Highway, Annapolis, Maryland 21401. Also be advised that the principal place of business of the Corporation has been changed from 1027 West Way, Harundale Shopping Project, Glen Burnie Post Office, Anne Arundel County, Maryland, unto 186 Revell Highway, Annapolis, Maryland 21401. I would appreciate your marking your records effective the 25 day of oct, 1984.

This is to certify that a Special Meeting of the Stockholders and Directors was held on the 25th day of October, 1984, and that a copy of this letter according to the Minutes has been filed by me with the corporate records.

Very truly yours,

Allan Shenker

Allan Shenker, President

1987 MAY -7 PM 2:00
H. ERLE SCHAFER
CLERK

2 A 10:03

63258032

2967 0885

0000 1933

196 PAGE 126
NOTICE OF CHANGE OF PRINCIPAL OFFICE, RESIDENT AGENT
AND AGENT'S ADDRESS
OF
HARUNDALE LIQUORS, INC.

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

received for record November 12, 1986
and recorded on Film No. 2867
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

, at 10:03 A.M.
Frame No. 0884 one of

AA No 25193

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	\$8.00

Return to: Harundale Liquors, Inc.
186 Revell Highway
Annapolis, Maryland 21401

rc

2867 0044

0000 1934

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

196 PAGE 127

THE LUTHERAN CHURCH OF OUR REDEEMER

Telephones: (301) 766-8778 / 761-0148

7606 Quarterfield Road

Glen Burnie, Maryland 21061

October 24, 1986

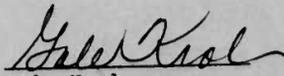
State Department of Assessment and Taxation
301 West Preston Street
Baltimore, Maryland 21201

Attention: Mr. Robert M. Cierkes

The Board of Directors, as constituted by the Church Council, of THE LUTHERAN CHURCH OF OUR REDEEMER OF GLEN BURNIE, MARYLAND, a corporation organized in the State of Maryland on the TWENTY THIRD day of APRIL in the year of 1957, AD., duly approved a resolution as follows, on October 24th, 1986:

"RESOLVED, That the Resident Agent of the Corporation is changed to The Reverend Dr. Howard R. Thime, who resides at 103 Foxwell Bend Road, Glen Burnie, Maryland 21061. All official mail to The Lutheran Church of Our Redeemer of Glen Burnie, Maryland is to be addressed to the Corporation and its officers via: 7606 Quarterfield Road, Glen Burnie, Maryland 21061."

I, Gale Krol, Secretary, 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.


Gale Krol
Secretary

63258294

Encl: Check No.)\$8.00)

2866 1353

0000 1935

H. ERLE SCHAFER
CLERK

287 MAY - 7 PM 2:00

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

196 PAGE 128

NOTICE OF DESIGNATION OF RESIDENT AGENT, AGENT'S ADDRESS
AND PRINCIPAL OFFICE

OF

THE LUTHERAN CHURCH OF OUR REDEEMER OF GLEN BURNIE,
MARYLAND

received for record November 21, 1986 , at 8:30 A.M.
and recorded on Film No. 2866 Frame No. 1352 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 25101

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: THE LUTHERAN CHURCH OF OUR REDEEMER OF GLEN BURNIE, MARYLAND
7606 Quarterfield Road
Glen Burnie, Maryland 21061

rc

2866 1352

0000 1936

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

APPROVED FOR RECORD
12-24-81 at 8:57A

TIFF'S FOREIGN CAR CARE, INC.
A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, THEODORE DAVIS, whose address is 31 Lee Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is TIFF'S FOREIGN CAR CARE, INC.

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

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

(a) To repair, purchase, exhibit, demonstrate, sell, let and deal in automobile, motor trucks, trailers, motor cycles, and all kind of vehicles, machines, and contrivances for the transfer, carriage, or transportation of goods, passengers, or mails, whether propelled by gas, electricity, steam, or other power; motors, engines, chassis, bodies, tires, lighting and starting systems, and all parts, accessories, and supplies for motor vehicles of all kinds and to engage in any other lawful purpose and/or business.

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

(c) 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;

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

(e) To improve, manage, develop, sell, assign, transfer,

1987 DEC 24 A 8:57

1987 MAY -7 PH 2:01
HERLE SCHAFER
CLERK

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 821
ANNAPOLIS, MD 21404
(301) 263-8555

63588042 1

2876 2103

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 130

lease, mortgage, pledge or otherwise dispose of or turn to account,
or deal with all or any part of the property of the Corporation;

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

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

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

(i) 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

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GOLDSBOROUGH
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ANNAPOLIS, MD 21404
(301) 263-8255

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

may be useful to accomplish any and all of the purposes or carrying on any of the business of the character hereinbefore referred to;

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

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

(l) 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;

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

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

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

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 821
ANNAPOLIS, MD 21404
(301) 263-8255

FIFTH: The address of the principal office of the Corporation in this State is 31 Lee Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Martin J. Snider, 145 Main/Gorman Streets, Annapolis, Maryland 21404. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 5,000 shares of common stock, with \$1.00 per share 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 THEODORE DAVIS.

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

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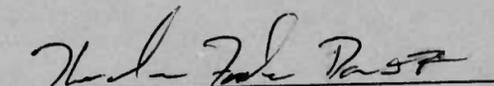
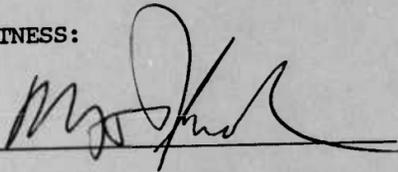
196 PAGE 133

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

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 22 day of December, 1986, and I acknowledged the same to be my act.

WITNESS:


THEODORE DAVIS

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 821
ANNAPOLIS, MD 21404
(301) 263-8855



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

CLERK'S NOTATION
Document submitted for record
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duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____
51	_____	Foreign Name Registration	_____
13	<u>11</u>	<u>1</u> Certified Copy <u>SP</u>	_____
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>Manis, Wilkerson</u>
_____	_____	_____	<u>PO Box 921</u>
_____	_____	_____	<u>Annapolis Md</u>
_____	_____	_____	<u>21404</u>

TOTAL FEES 51
 Check _____ Cash _____

Documents on _____ checks _____

APPROVED BY: [Signature]

NOTE: _____

CLERK'S NOTATION
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duction.

196 PAGE 135

<p>LAW OFFICES MANIS, WILKINSON, SNIDER & GOLDSBOROUGH CHARTERED 145 MAIN/COHMAN STREETS P.O. BOX 921 ANNAPOLIS, MARYLAND 21404</p>	<p>ARTICLES OF INCORPORATION OF TIFF'S FOREIGN CAR CARE, INC.</p>		
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0000 1943

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

196 PAGE 136

ARTICLES OF INCORPORATION
OF
TIFF'S FOREIGN CAR CARE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 24, 1986 AT 8:57 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 \$ _____

D2257178

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
MANIS, WILKINSON, ETAL
P. O. BOX 921
ANNAPOLIS MD 21404

122C3006555
A 218500



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2876 2102

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

ARTICLES OF INCORPORATION
OF
ANNAPOLIS VIDEO DESIGNS, INC.

P

FIRST: I, CHRISTOPHER D. BENTLEY, whose post office address is P.O. Box 232, 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:

ANNAPOLIS VIDEO DESIGNS, INC.

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

- (1) To engage in the business of video production, video duplication, video sales and marketing, and any and all video related 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; 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 MAY -7 PM 2:01
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

63588030

APPROVED FOR RECORD
12/23/86 at 10:42 a.m.

2876 2049

196 PAGE 138

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

The name and post office address of the Resident Agent of the Corporation in this state is Christopher D. Bentley, 249 Freehaven Way, Arnold, Md. 21012. Said Resident Agent is an individual actually residing in this state.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 5,000 shares of common stock, without par value, 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 name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is: Christopher D. Bentley.

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

196 PAGE 139

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

196 PAGE 140

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 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.

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

(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 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 23rd day of December, 1986, and I acknowledge the same to be my act.

WITNESS:

Randall E. Goff

Christopher D. Bentley
CHRISTOPHER D. BENTLEY

7712D-459



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 142

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 53

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>23</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	<u>11</u>	<u>1</u> Certified Copy <u>5</u>	_____ Change of Resident Agent
56	_____	Foreign Penalty	_____
54	_____	For. Supplemental Cert.	_____ Change of Resident Agent
73	_____	Cert. of Conveyance	_____ Address
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	_____
84	_____	Amendment to Limited Partnership	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>Ronald Council</u>
_____	_____	Other _____	<u>P.O. Box 3323</u>
_____	_____	Other _____	<u>Annapolis Md</u>
_____	_____	Other _____	<u>21403-0323</u>

TOTAL FEES 54 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: PCM

MAIL TO ADDRESS: Ronald Council
P.O. Box 3323
Annapolis Md
21403-0323

NOTE: _____

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

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0000 1950

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satisfactory photographic repro-
duction.

196 PAGE 143

ARTICLES OF INCORPORATION
OF
ANNAPOLIS VIDEO DESIGNS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 23, 1986 AT 10:42 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 23

RECORDING
FEE PAID

\$ 20

SPECIAL
FEE PAID

\$ _____

D2257137

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:
RONALD COUNCIL
P. O. BOX 3323
ANNAPOLIS

MD 21403 0323

12203006591

A 218496



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO

2876 2048

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duction.

196 PAGE 144

PRIMEDICAL MANAGEMENT SERVICES, INC.

ARTICLES OF INCORPORATION

FIRST: THE UNDERSIGNED, Daniel H. Luciano, whose address is 777 Post Oak Boulevard, Suite 702, Houston, Texas 77056, 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:

Primedical Management Services, 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 engage in the business of owning, leasing, operating, and managing facilities to be used as medical clinics in which a variety of health care services may be provided in various states and jurisdictions.

(2) 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 corporation under the General Laws of the State of Maryland.

FOURTH: The present address of the principal office of the Corporation in this State is 2661 Riva Road, Annapolis, Maryland 21401.

FIFTH: The name and address of the resident agent of the Corporation in this State are Randolph B. Old, 2661 Riva Road, Annapolis, Maryland 21401. Said resident agent is a citizen of the State of Maryland who resides there.

SIXTH: The total number of shares of stock of all classes which the Corporation has authority to issue is 1,000,000 shares.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

63578579

1

APPROVED FOR RECORD 2018

12-24-86 at 12:15 .m.

0000 1952

H. ERLE SCHAFER
CLERK

1987 MAY -7 PM 2:01

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vni 196 PAGE 145

of Common Stock of the par value of \$.01 per share, amounting in aggregate par value to \$10,000.

SEVENTH: The following is a description of the rights, voting powers, restrictions, limitations as to dividends, qualifications and terms and conditions of redemption of the Common Stock of the Corporation.

(1) The Common Stock shall not be subject to classification or reclassification by the Board of Directors, and shall have the rights and terms hereinafter specified, subject to the terms of any other stock provided in the charter pursuant to classification or reclassification by the Board of Directors or otherwise in accordance with Law.

(2) Each share of Common Stock shall have one vote, and the exclusive voting power for all purposes shall be vested in the holders of the Common Stock.

(3) Subject to the provisions of laws, dividends may be paid on the Common Stock of the Corporation at such time and in such amounts as the Board of Directors may deem advisable.

(4) In the event of any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the holders of the Common Stock shall be entitled, after payment or provision for payment of the debts and other liabilities of the Corporation, to share ratably in the remaining net assets of the Corporation.

EIGHTH: The number of directors of the Corporation shall be six, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the minimum number permitted by the General Laws of the State of Maryland now or hereafter in force. The names of the directors who will serve until the first annual meeting and until their successors are elected and qualify are as follows:

Randolph B. Old
Stanford G. Ellsworth
Woodrow S. Hancock

William F. Krone, Jr., M.D.
John M. Loud
Donald P. Buntz

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

(1) The Board of Directors is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, for such consideration as may be deemed advisable by the Board of Directors and without any action by the stockholders.

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duction.

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(2) No holder of any stock or any other securities of the Corporation, whether now or hereafter authorized, shall have any preemptive right to subscribe for or purchase any stock or any other securities of the Corporation other than such, if any, as the Board of Directors, in its sole discretion, may determine and at such price or prices and upon such other terms as the Board of Directors, in its sole discretion, may fix; and any stock or other securities which the Board of Directors may determine to offer for subscription may, as the Board of Directors in its sole discretion shall determine, be offered to the holders of any class, series or type of stock or other securities at the time outstanding to the exclusion of the holders of any or all other classes, series or types of stock or other securities at the time outstanding.

(3) The Board of Directors shall have power from time to time and in its sole discretion to determine in accordance with sound accounting practice, what constitutes annual or other net profits, earnings, surplus, or net assets in excess of capital; to fix and vary from time to time the amount to be reserved as working capital, or determine that retained earnings or surplus shall remain in the hands of the Corporation; to set apart out of any funds of the Corporation such reserve or reserves in such amount or amounts and for such proper purpose or purposes as it shall determine and to abolish any such reserve or any part thereof; to distribute and pay distributions or dividends in stock, cash or other securities or property, out of surplus or any other funds or amounts legally available therefor, at such times and to the stockholders of record on such dates as it may, from time to time, determine; and to determine whether and to what extent and at what times and places and under what conditions and regulations the books, accounts and documents of the Corporation, or any of them, shall be open to the inspection of stockholders, except as otherwise provided by statute or by the By-Laws, and, except as so provided, no stockholder shall have any right to inspect any book, account or document of the Corporation unless authorized so to do by resolution of the Board of Directors.

(4) A contract or other transaction between the Corporation and any of its directors or between the Corporation and any other Corporation, firm or other entity in which any of its directors is a director or has a material financial interest is not void or voidable solely because of any one or more of the following: the common directorship or interest; the presence of the director at the meeting of the Board of Directors which authorizes, approves, or ratifies the contract or transaction; or the counting of the vote of the director for the authorization, approval, or ratification of the contract or transaction. This Section applies if:

(a) the fact of the common directorship or interest is disclosed or known to: the Board of Directors and the Board authorizes, approves, or ratifies the contract or

196 PAGE 147

transaction by the affirmative vote of a majority of disinterested directors, even if the disinterested directors constitute less than a quorum; or the stockholders entitled to vote, and the contract or transaction is authorized, approved, or ratified by a majority of the votes cast by the stockholders entitled to vote other than the votes of shares owned of record or beneficially by the interested director or Corporation, firm, or other entity; or

(b) the contract or transaction is fair and reasonable to the Corporation.

Common or interested directors or the stock owned by them or by an interested Corporation, firm, or other entity may be counted in determining the presence of a quorum at a meeting of the Board of Directors or at a meeting of the stockholders, as the case may be, at which the contract or transaction is authorized, approved, or ratified. If a contract or transaction is not authorized, approved, or ratified in one of the ways provided for in clause (a) of the second sentence of this Section, the person asserting the validity of the contract or transaction bears the burden of proving that the contract or transaction was fair and reasonable to the Corporation at the time it was authorized, approved, or ratified. The procedures in this Section do not apply to the fixing by the Board of Directors of reasonable compensation for a director, whether as a director or in any other capacity.

(5) Notwithstanding any provision of law requiring the authorization of any action by a greater proportion than a majority of the total number of shares of all classes of capital stock or of the total number of shares of any class of capital stock, such action shall be valid and effective if authorized by the affirmative vote of the holders of a majority of the total number of shares of all classes outstanding and entitled to vote thereon, except as otherwise provided in the charter.

(6) The Corporation shall indemnify (a) its directors to the full extent provided by the General Laws of the State of Maryland now or hereafter in force, including the advance of expenses under the procedures provided by such laws; (b) its officers to the same extent it shall indemnify its directors; and (c) its officers who are not directors to such further extent as shall be authorized by the Board of Directors and be consistent with law. The foregoing shall not limit the authority of the Corporation to indemnify other employees and agents consistent with law.

(7) The Corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms or contract rights, as expressly set forth in its charter, of any of its outstanding stock by classification,

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196 PAGE 148

reclassification or otherwise; but no such amendment which changes such terms or contract rights of any of its outstanding stock shall be valid unless such amendment shall have been authorized by not less than a majority of the aggregate number of the votes entitled to be cast thereon, by a vote at a meeting or in writing with or without a meeting.

The enumeration and definition of particular powers of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to 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: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, acknowledging the same to be my act, on the 22nd day of Dec., 1986.

Daniel H. Luciano
Daniel H. Luciano

THE STATE OF TEXAS §

COUNTY OF HARRIS §

SUBSCRIBED AND SWORN TO before me, by the said Daniel H. Luciano this the 22nd day of Dec, 1986, to certify which, witness my hand and seal of office.

Sara S. Baker
Notary Public State of Texas
My Commission Expires: 6/30/88



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

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satisfactory photographic repro-
duction.

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>0</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	_____	Certified Copy _____	Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>DANIEL H. LUCIANO, ESQ.</u>
_____	_____	Other _____	<u>777 POST OAK BLVD</u>
_____	_____	Other _____	<u>SUITE 202</u>
_____	_____	Other _____	<u>HOUSTON, TEXAS 77056</u>

TOTAL FEES 40 Check Cash _____

Documents on 1 checks

APPROVED BY: MR

2876 2023

CLERK'S NOTATION
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duction.

196 PAGE 150

ARTICLES OF INCORPORATION
OF
PRIMEDICAL MANAGEMENT SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 24, 1986 AT 12:15 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ <u>20</u>	\$ <u>20</u>	\$ _____
<u>D2257087</u>		

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DANIEL H. LUCIANO
777 POST OAK BLVD., SUITE 202
HOUSTON TX 77056

122C3006586

A 218492



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2876 2017

90

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

APPROVED FOR RECORD

12-2386 at 9:46a M.

ARTICLES OF INCORPORATION
A Close Corporation
of
PACE YACHT CORPORATION

THIS IS TO CERTIFY:

That I, the undersigned, Louis N. Phipps, Jr., whose Post Office address is 826 Bywater Road, Annapolis, Maryland 21401, being at least 18 years of age, do hereby form a corporation under the general laws of the State of Maryland.

ARTICLE I - NAME

The name of the Corporation, which is hereinafter referred to as "the Corporation" is: PACE YACHT CORPORATION.

ARTICLE II - STATUS OF CORPORATION

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

ARTICLE III - PURPOSE

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

- (1) To own, manage, maintain, lease, sell and repair boats.
- (2) To purchase, lease, and otherwise acquire, hold, mortgage, rent and otherwise dispose of all kinds of property, real, personal, and mixed, both in Maryland and in any part of the world.
- (3) To invest and manage corporate funds in any lawful manner.
- (4) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Maryland Code, as amended from time to time.

1987 MAY -7 PM 2:01
H. ERLE SCHAFER
CLERK

63578126

DEC 23 1986

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CLERK'S NOTATION
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satisfactory photographic repro-
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ARTICLE IV - ADDRESS OF PRINCIPAL OFFICE

The Post Office address of the principal office of the Corporation in Maryland is 1797 West Street, Annapolis, Maryland 21401.

ARTICLE V - RESIDENT AGENT

The resident agent of the Corporation is Warren K. Rich, Esquire, whose Post Office address is 93 Main Street, Annapolis, Maryland 21401. Said resident agent is a citizen of Maryland and actually resides therein.

ARTICLE VI - CAPITAL STOCK

The total number of shares of stock which the Corporation has authority to issue is 5,000 without par value, all of one class. The Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, without par value, for such consideration as said Corporation may deem advisable, irrespective of the value or amount of such consideration, after first obtaining the unanimous approval of the stockholders of the Corporation.

ARTICLE VII - DIRECTORS

After the completion of the organizational 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 three Directors, whose names are Louis N. Phipps, Jr., R. Edwin Disharoon and Peter Chi-Wen Tsou.

ARTICLE VIII - AMENDMENT

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

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satisfactory photographic repro-
duction.

ARTICLE IX - DURATION

The duration of the Corporation shall be perpetual.

ARTICLE X

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

2. The Corporation shall indemnify a present or former stockholder 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 stockholder 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 stockholder 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 stockholder or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by an unanimous vote of the stockholders of the Corporation that indemnification of such corporate representative other than a present or former stockholder or officer is proper under the circumstances.

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

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 11th day of November, 1986, and acknowledged the
same to be my act.

WITNESS

[Signature]

Louis N. Phipps, Jr.
LOUIS N. PHIPPS, JR.

STATE OF MARYLAND :

COUNTY OF ANNE ARUNDEL :

I HEREBY CERTIFY that on the 11th day of November, 1986,
before me, the subscriber, a notary public of the State of
Maryland, in and for the County of Anne Arundel, personally
appeared Louis N. Phipps, Jr. and acknowledged the foregoing
Articles of Incorporation to be his act.

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

[Signature]
Notary Public

My Commission Expires: July 1990



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

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 in a condition not permitting
 satisfactory photographic repro-
 duction.

DOCUMENT CODE 02 *John* BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	<u>10</u>	<u>1</u> Certified Copy <u>4p</u>	_____ Change of Resident Agent
56	_____	Foreign Penalty	_____
54	_____	For. Supplemental Cert.	_____ Change of Resident Agent
73	_____	Cert. of Conveyance	_____ Address
75	_____	Special Fee	
80	_____	For. Limited Partnership	
83	_____	Cert. Limited Partnership	
84	_____	Amendment to Limited Partnership	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	
22	_____	State Transfer Tax	
23	_____	Local Transfer Tax	
31	_____	Corp. Good Standing	
NA	_____	Foreign Corporation Registration	
---	_____	Other _____	MAIL TO ADDRESS: _____
---	_____	Other _____	<u>Richard Rice</u>
			<u>Niles Barton</u>
			<u>PO BOX 589</u>
			<u>Annapolis Md 21404</u>

TOTAL FEES 50
 Check _____ Cash _____
 _____ Documents on _____ checks

APPROVED BY: *[Signature]*

2875 1191

0000 1963

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

196 PAGE 156

ARTICLES OF INCORPORATION
OF
PACE YACHT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 23, 1986 AT 9:46 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

\$

D2256568

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
RICHARD RICE
NILES, BARTON
P.O. BOX 589
ANNAPOLIS

MD 21404

12203006534

A 218444



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER FOLIO.

2875 1186

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

196 PAGE 157

ARTICLES OF INCORPORATION

OF

MF & D COMPUTER SERVICES, INC.

APPROVED FOR RECORD

12/24/80 at 10:54A

011

The undersigned incorporators each being over 18 years of age, desiring to form a corporation pursuant to the corporation laws of Maryland, do hereby execute the following articles of incorporation:

Article I

The name of the corporation is MF & D Computer Services, Incorporated.

Article II

The purposes for which the corporation is formed are:

1. To engage in the business of computers and data processing services, to act as computer consultant specialists, to engage in computer lease/rental services providing software engineering, computer hardware and software training, software verification/validation and computer sales and services.
2. To maintain an inventory for the sale and/or servicing of any and all supplies, tools, appliances and machinery used in connection with the computer business, and to engage in all allied and incidental lines of business.
3. To have the capacity to act as if it were a natural person and, to that extent, have the power to sue and be sued, and generally to have the authority to perform any and all acts necessary to accomplish the purposes for which it is formed.
4. To engage in any other business activity which is not in violation of the Laws of Maryland or the United States of America. Subject to any restrictions or limitations imposed by law, or by these articles of incorporation, the corporation shall have the authority to exercise all the general rights, privileges and powers as are specified in the general laws of the state of Maryland.

h5 0 V h2 30 801

1987 MAY - 7 PM 2:01
H. ERLE SCHAFER
CLERK

63588322

2875 0807

0000 1985

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

196 PAGE 158

Article III

The period of duration of this corporation shall be perpetual.

Article IV

The mailing address of the principle office of the corporation is 308 Scotts Manor Drive, Glen Burnie, Maryland 21061, and the name and mailing address of its resident agent in charge of such office is Cecelia M. McLeod, 308 Scotts Manor Drive, Glen Burnie, Maryland, phone number: (301) 766-4361.

Article V

The terms and consideration for capital stock are as follows:

1. One hundred (100) shares of capital stock of the corporation shall be issued with no par value.
2. The aggregate net amount of the consideration received by the corporation from the sale of its capital stock shall, from time to time, be the capital of the corporation.
3. The holders of the corporation's capital stock shall have the preemptive right (i.e. right of first refusal) to purchase, at such respective equitable prices, terms and conditions as shall be set by the board of directors, such of the shares of the capital stock as may be hereafter issued.
4. The amount of dividends to be issued on the various issues of capital stock shall be determined by the board of directors (after due consideration is given to the needs of the corporation for adequate reserves and working capital) and may be declared and paid upon the capital stock from time to time out of the surplus earnings or net profits of the corporation.

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

196 PAGE 159

Article VI

Every owner of the capital stock of the corporation shall have the right, at every shareholders' meeting, to one vote for each share of stock standing in his name on the books of the corporation.

Article VII

The number of directors of the corporation is two (2). The directors are shareholders of the corporation and are citizens of the United States.

Article VIII

The names and mailing address of the first board of directors of the corporation are as follows:

Cecelia M. McLeod
308 Scotts Manor Drive
Glen Burnie, MD 21061

Robert S. Franks
4806 Greencrest Road
Baltimore, MD 21206

Article IX

The names and mailing addresses of the incorporators of the corporation are the same as those listed in Article VIII, above.

Article X

The undersigned incorporators hereby certify that the person or persons intending to form the corporation first caused lists for subscriptions to the shares of the capital stock of the corporation to be opened at such time and place as he or they determined; when such subscriptions had been obtained in an amount not less than \$1,000.00, such person or persons, or a majority of them, calls a meeting of such subscriber for the purpose of designating the incorporators and of electing the first board of directors; the incorporators so designated are those named in Article VIII; and the directors so elected are those named in Article VIII.

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

196 PAGE 160

Article XI

Provisions for Regulation of Business and Conduct
of Affairs of Corporation

1. Meetings of the shareholders of the corporation shall be held at such place, within or without the State of Maryland, as may be specified in the respective notices, or waivers of notice, thereof.

2. Meetings of the directors of the corporation shall be held at such place, within or without the State of Maryland, as may be specified in the respective notices, or waivers of notice, thereof.

3. The board of directors of the corporation shall have power, without the consent of vote of the shareholders, to make, alter, amend or repeal the code of by-laws of the corporation but the affirmative vote of a majority of the members of the board of directors, for the time being, shall be necessary to make such code or effect any alteration, amendment or repeal thereof.

4. Any contract or other transaction between the corporation and one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or which they are interested, or between the corporation and any corporation or association of which one or more of its directors are stockholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the board of directors which acts upon, or in reference to, such contract or transaction and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the board of directors and the board of directors shall authorize, approve and ratify such contract or transaction by a vote of a majority of the directors present, such interested director or directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority of such quorum necessary to

2875 0810



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	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	
62	_____	Rec. Fee (Amendment)	
63	_____	Rec. Fee (Merger or Consolidation)	
64	_____	Rec. Fee (Transfer)	_____ Change of Name
65	_____	Rec. Fee (Dissolution)	_____ Change of Principal Office
66	_____	Rec. Fee (Revival)	_____ Change of Resident Agent
52	_____	Foreign Qualification	_____ Change of Resident Agent Address
50	_____	Cert. of Qual. or Reg.	
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	
22	_____	State Transfer Tax	
23	_____	Local Transfer Tax	
31	_____	Corp. Good Standing	
NA	_____	Foreign Corporation Registration	
	_____	Other _____	
	_____	Other _____	

TOTAL FEES 40.00 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: DK

MAIL TO ADDRESS:
Cordia M. McLeod
308 South Main St
Blairsville, Md 21014

NOTE:

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

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

196 PAGE 163

ARTICLES OF INCORPORATION
OF
MF & D COMPUTER SERVICES, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 24, 1986 AT 10:54 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID.	SPECIAL FEE PAID
\$ <u>20</u>	\$ <u>20</u>	\$ _____
<u>D2256261</u>		

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:
CECELIA M. MCLEOD
308 SCOTTS MANOR DRIVE
GLEN BURNIE MD 21061

122C3006504
A 218415



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2875 0806

APPROVED

7/24/86

10:56 A.M.

ARTICLES OF INCORPORATION

OF

ANNAPOLIS SUITES, INC.

DL

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

FIRST: The undersigned, RICHARD D. LONDON, whose post office address is 8701 Georgia Avenue, Silver Spring, Maryland, 20910, 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 is ANNAPOLIS SUITES, INC.

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

To lease, own, operate, let, grant, improve, develop, repair, manage, and maintain real property of every kind and in particular to lease, operate and manage executive office space.

To deal in real and personal property of every description, to enter into contracts, of every nature and description which may be necessary or convenient for the business of the corporation, to lend and borrow money and in general to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the business corporation law of the State of Maryland.

FOURTH: The post office address of the principal office of the corporation is 319 6TH Street, Annapolis, Maryland 21404. The name of the initial registered agent is RICHARD D. LONDON. Said resident agent is a resident and citizen of the State of Maryland. The address of the resident agent is 8701 Georgia Avenue, Silver Spring, Maryland 20910.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is 1,000 shares of common stock, all of one class, with \$1.00 par value.

SIXTH: The number of directors of the corporation shall be two (2), which number may be increased and thereafter decreased pursuant to the by-laws of the corporation, but shall never be less than 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 qualify are:

Dennis Blaeuer
Carla Bollo

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the corporation and of the directors and stockholders: The Board of Directors of the corporation is empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized. The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter proscribed by the statutes of the State of Maryland, and all rights conferred on officers, directors and stockholders are granted subject to this reservation.

95-01 V 112-511 104

1987 MAY - 7 PM 2:01
MERLE SCHAFER
CLERK

2875 0778

63588329

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

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 22 day of December 1986, and acknowledge the same to be my act.

Debra Andien Bond

Richard D. London
Incorporator
RICHARD D. LONDON

ARTICLES OF INCORPORATION OF
ANNAPOLIS SUITES, INC.

2875 0779

0000 1973



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 repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change (New Name). Rows include fees for Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Rec. Fee (Amendment), Rec. Fee (Merger or Consolidation), Rec. Fee (Transfer), Rec. Fee (Dissolution), Rec. Fee (Revival), Foreign Qualification, Cert. of Qual. or Reg., Foreign Name Registration, Certified Copy, Foreign Penalty, For. Supplemental Cert., Cert. of Conveyance, Special Fee, For. Limited Partnership, Cert. Limited Partnership, Amendment to Limited Partnership, Termination of Limited Partnership, Recordation Tax, State Transfer Tax, Local Transfer Tax, Corp. Good Standing, Foreign Corporation Registration, and Other.

TOTAL FEES 40.00 Check Cash

Documents on checks

APPROVED BY: [Signature]

MAIL TO ADDRESS:
Mux & London P.A.
8704 Columbia Ave
Silver Spring, Md 20910

NOTE:

2875 0780

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

196 PAGE 167

ARTICLES OF INCORPORATION
OF
ANNAPOLIS SUITES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 24, 1986 AT 10:56 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

\$ _____

D2256238

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:
MAX E LONDON, P.A.
8701 GEORGIA AVE.
SUITE 200
SILVER SPRING MD 20910

122C3006501

A 218412



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2875 0777

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

196 PAGE 168

ARTICLES OF INCORPORATION
NORMAN'S CREEK, INC.

1936 DEC 22 A 11: 19

MR

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 NORMAN'S CREEK, INC.

THIRD: The purposes for which the Corporation is formed are: (1) To Buy, Sell and hold 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 60 West Street, Suite 401, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are Bruce A. Krain, 60 West Street, Suite 401, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

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

63568354

2875 0759

STATE OF MARYLAND
CLERK OF ASSEMBLY

RECORDED FOR REC

at 11:19 AM
28/2/71

1937 MAY -7 PM 2:01
HELEN SCHAFER
CLERK

0000 1976

20

196 PAGE 169

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 her successor is duly chosen and qualified is: Rosemary Grape.

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, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

2875 0760

0000 1977

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

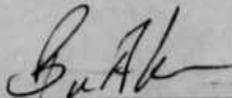
1986 196 PAGE 170

(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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 19th day of December, 1986 and I acknowledge the same to be my act.


BRUCE A. KRAIN 2875 0761

0000 1978



STATE OF MARYLAND

196 PAGE 171

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE

030

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

Name Change (New Name)

Change of Name

Change of Principal Office

Change of Resident Agent

Change of Resident Agent Address

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

Code

ATTENTION:

MAIL TO ADDRESS:

BRUCE A. KRAM, ESQ.
SUITE 401
60 WEST STREET
ANNAPOLIS, MD 21401

TOTAL FEES

40

Check

Cash

(Documents on 1 checks)

NOTE:

APPROVED BY:

MR

2875 0762

0000 1979

CLERK'S NOTATION

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

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

196 PAGE 172

ARTICLES OF INCORPORATION
OF
NORMAN'S CREEK, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 22, 1986 AT 11:19 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED

ORGANIZATION AND
CAPITALIZATION FEE PAID:
\$ _____ 20

10
RECORDING
FEE PAID:
\$ _____ 20

SPECIAL
FEE PAID:
\$ _____

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

ANNE ARUNDEL COUNTY

RETURN TO:
BRUCE A. KRAIN, ESQ.
60 WEST STREET
SUITE 401
ANNAPOLIS

MD 21401

122C3006497
A 218409



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2875 0750

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 173

APPROVED FOR RECORD

12/19/86 at 9:50 .m.

ARTICLES OF INCORPORATION
OF
ELM GROUP, INC.

FIRST: The undersigned, Thomas D. Washburne, Jr., whose post office address is 1800 Mercantile Bank and Trust Building, 2 Hopkins Plaza, Baltimore, Maryland 21201, being over eighteen years of age and acting as incorporator, hereby forms a Corporation under the Maryland General Corporation Law.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: ELM Group, Inc.

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

(a) To acquire, own and hold stock and other securities of all types of entities, including corporations engaged in the business of making estimating systems, computer software and other computer-related activities.

(b) To carry on any and all business, transactions and activities permitted by the Maryland General Corporation Law which may be deemed desirable by the Board of Directors of the Corporation, whether or not identical with or related to the business described in the foregoing paragraphs of this Article, as well as all activities and things necessary and incidental thereto, to the full extent empowered by such laws.

H. ERLE SCHAFER
CLERK

1987 MAY -7 PM 2:02

63538349

2875 0085

0000 1981

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

7347J

196 PAGE 174

FOURTH: The post office address of the principal office of the Corporation in this State is 805-L Barkwood Court, Linthicum Heights, Maryland 21090. The resident agent of the Corporation in this State is George M. Llewellyn whose post office address is 805-L Barkwood Court, Linthicum Heights, Maryland 21090. 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 One Hundred Thousand (100,000) shares of the par value Ten Cents (\$0.10) per share, all of which shares are of one class and are designated Common Stock. The aggregate par value of all shares having par value is Ten Thousand Dollars (\$10,000).

SIXTH: The Corporation shall have Three (3) Directors (which number may be increased or decreased, but to not less than the lesser of Three (3) or the number of stockholders, pursuant to the By-Laws of the Corporation), and George M. Llewellyn, William Elder and Bernard Van Zutphen shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of

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

7347J

196 PAGE 175

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

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

(c) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments

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

7347J

196 PAGE 176

which alter the contract rights of any class of outstanding stock as expressly set forth in the charter.

(d) The Board of Directors shall have the power to classify or reclassify any unissued stock, whether now or hereafter authorized, by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of such stock.

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

(f) Unless otherwise provided by the Board of Directors, no holder of stock of any class shall be entitled to preemptive rights to subscribe for or purchase or receive any part of any new or additional issue of stock of any class of the Corporation or securities convertible into stock of any class of the Corporation.

(g) To the maximum extent permitted by the Maryland General Corporation Law as from time to time amended, the Corporation shall indemnify its currently acting and its former directors and officers and those persons who, at the

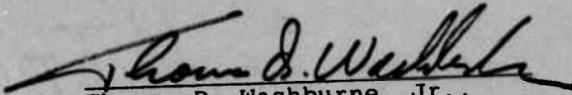
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

7347J

196 PAGE 177

request of the Corporation, serve or have served another corporation, partnership, joint venture, trust or other enterprise in one or more of such capacities against any and all liabilities incurred in connection with their services in such capacities.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 17th day of December, 1986, and have acknowledged such Articles to be my act.


Thomas D. Washburne, Jr.,
Incorporator

7347J



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 178

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Rows include codes 20-73 with descriptions like 'Organ. & Capitalization', 'Rec. Fee (Arts. of Inc.)', etc.

Name Change (New Name)
Change of Name
Change of Principal Office
Change of Resident Agent
Change of Resident Agent Address

Code 63
ATTENTION: Thomas Washburne

MAIL TO ADDRESS:

TOTAL FEES 57 Check Cash

Documents on checks

APPROVED BY: A

2875 0090

0000 1986

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

Vol 196 PAGE 179

ARTICLES OF INCORPORATION
OF
ELM GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 19, 1986 AT 9:50 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:

\$

D2255909

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:
VENABLE, BAETJER & HOWARD
ATTN: THOMAS WASHBURNE, JR.
2 HOPKINS PLAZA
1800 MERCANTILE BANK & TRUST BLDG
BALTIMORE MD 21201

120C3006468

A 218380



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

2875 0084

APPROVED FOR RECORD

ARTICLES OF INCORPORATION

12/22/86 at 11:04 .m.

CLOSE CORPORATION

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

FIRST: I, THE UNDERSIGNED, CHARLES G. ARNOLD, JR. of 328 South Carolina Ave., Pasadena, Maryland 21122, being at least twenty-one (21) years of age, do hereby intend to form a close corporation, under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Close Corporation (hereinafter called the Corporation) is HYDRO CLEAN, INC.

THIRD: The purpose of the Corporation is to own or lease and operate a cleaning business. All types of cleaning and janitorial services will be offered to both commercial and residential customers but it will be the intent to specialize in the cleaning of furniture, rugs and carpeting.

To sell, lease or rent cleaning equipment and supplies, to purchase, to receive by way of gift, subscribe for, invest in, and in all other ways acquire, import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invest, 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 and/or mixed, tangible or intangible, wherever situate and however held, including, but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm, or corporation, foreign or domestic or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property

63568343

2874 2683

1987 MAY -7 PM 2:02
H. ERLE SCHAFER
CLERK

(improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including but not limited to mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing and to exercise in respect thereof all of the rights, powers, privileges and immunities of individual owners or holders thereof.

To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

To promote or aid in any and all manner, financially or otherwise any person, firm, association or corporation and to guarantee contracts and other obligations.

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 persons, firms, associations or corporations or any of the government agencies or authority or subdivision thereof.

To carry on any business whatsoever that this Corporation may deem proper and convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this Corporation, and to do all things specified in "Corporations and Associations" of the Annotated Code of Maryland 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.

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

2874 2684

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

purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 328 South Carolina Ave., Pasadena, Maryland 21122. The Resident Agent, Jeanne N. Arnold, is a citizen of Maryland actually residing therein at 328 South Carolina Ave., Pasadena, Maryland 21122.

FIFTH: The total number of shares of stock which the Corporation has the authority to issue, with the preference, voting powers, restrictions, limitations and qualifications are as designated: One Thousand (1,000) shares of Common, no par value stock with the right of full participation in dividends of the Corporation and with full absolute voting privileges. Said stock shall be construed under Sec. 1244 of the I.R.S. Code.

SIXTH: The name of the director who shall act until the first meeting is Charles G. Arnold, Jr.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16 day of Dec, 1986.

D.M. Hickey
Witness

Charles G. Arnold, Jr.
Charles G. Arnold, Jr.

STATE OF MARYLAND)
COUNTY OF BALTIMORE)

I HEREBY CERTIFY on this 16 day of Dec, 1986 that before me, the subscriber, a Notary Public in and for the aforementioned State and County, personally appeared CHARLES G. ARNOLD, JR. and acknowledged the foregoing Articles of Incorporation to be his own free act and deed.

AS WITNESS my hand and Notarial Seal.

Daniel M. Hickey
Notary Public 2874 2685

My Commission expires 7/1/90



STATE OF MARYLAND

196 PAGE 183

State Department of Assessments and Taxation

Gene L. Burner, Director

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

DOCUMENT CODE 02b BUSINESS CODE 03 COUNTY 52

P.A. Religious [X] Close [X] Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change. Rows include codes 20-73 and 75-85 with descriptions like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), etc.

TOTAL FEES 40 Check Cash
Documents on checks

Code
ATTENTION:
MAIL TO ADDRESS:
Charles Donald
328 South Carolina Ave
Baltimore, Md 21122

APPROVED BY: A

2874 2686

0000 1991

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

196 PAGE 184

ARTICLES OF INCORPORATION
OF
HYDRO CLEAN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 22, 1986 AT 11:04 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.

\$ _____

D225529

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
CHARLES ARNOLD
328 SOUTH CAROLINA AVE.
PASADENA MD 21122

120C30C6430

A 218344



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2874 2682

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

196 PAGE 185

ARTICLES OF INCORPORATION
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
SISAS INDUSTRIES, INC.

A CLOSE CORPORATION

APPROVED FOR RECORD

12/22/86 at 10:58 .m

FIRST: The undersigned, Richard T. Sisas, of 235 West Bayfront Road, Lothian, Maryland 20711, 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 herein-after called the Corporation) is: SISAS INDUSTRIES, INC.

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

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

Purchase, Sale and Distribution, Wholesale and Retail, of Food Services Supplies and Equipment.

The enumeration of the purposes, subjects 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, subject, or business, in any manner to limit or restrict the generality of any of the powers of the corporation. The Corporation is formed upon the articles, conditions, and provision expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of Maryland.

1987 MAY -7 PM 2:02
HEIDI SCHAFER
CLERK

REC 22 A 9 58

63561325

2874 2643

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

FIFTH: The post office address of the principal office of the Corporation in Maryland is 235 West Bayfront Road, Lothian, Maryland 20711. The name and post office address of the resident agent of the Corporation in Maryland is Richard T. Sisas, 235 West Bayfront Road, Lothian, Maryland 20711.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Two Hundred (200) shares without par value, all of one class.

SEVENTH: Until such time as their successors are chosen, the Corporation shall have one (1) member of the Board of Directors, whose name is Richard T. Sisas.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and severally acknowledge the same to be my act on this 22 day of DECEMBER, 1986.

[Signature] [Signature]
Witness Richard T. Sisas



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 repro-
duction.

DOCUMENT CODE 021 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	_____	Certified Copy _____	_____ Change of Resident Agent
56	_____	Foreign Penalty	_____
54	_____	For. Supplemental Cert.	_____ Change of Resident Agent
73	_____	Cert. of Conveyance	Address _____
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	_____
84	_____	Amendment to Limited Partnership	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	MAIL TO ADDRESS:
_____	_____	Other _____	<u>Callahan & Callahan</u>
			<u>2133 Defense Hwy</u>
			<u>Crofton, Md 21114</u>

TOTAL FEES 40 Check _____ Cash _____
_____ Documents on _____ checks

APPROVED BY: A

MAIL TO ADDRESS:
Callahan & Callahan
2133 Defense Hwy
Crofton, Md 21114
NOTE: _____

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

196 PAGE 188

ARTICLES OF INCORPORATION
OF
SISAS INDUSTRIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 22, 1986 AT 10:58 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: \$ _____

3

D2255453

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:
CALLAHAN & CALLAHAN
2133 DEFENSE HIGHWAY
CROFTON MD 21114

120C3006423

A 218340



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO
2874 2642

9500 1778

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

196 PAGE 189

STATE OF THE ARTS, INC.
ARTICLES OF INCORPORATION

FIRST: I, Steven D. Deines, whose post office address is 4 Holly Road, Pasedena, 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 (hereinafter referred to as the "Corporation") is STATE OF THE ARTS, INC.

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

(1) To market and distribute, wholesale and retail, works of art, custom art framing, prints and related items; 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 4 Holly Road, Pasedena, Maryland 2122. The name and post office address of the Resident Agent of the Corporation in this State are Steven D. Deines, 4 Holly Road, Pasedena, Maryland 2122. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total numbers of shares of capital stock which the Corporation has authority to issue is one thousand (1000) shares of common stock, without par value.

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

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

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

The name of the director who shall act until the first annual meeting or until his successors are duly chosen and qualified is: Steven D. Deines.

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

63538243

1

2874 2583

STATE DEPARTMENT OF ASSESSMENTS
RECORDS AND TAXATION

ADDED FOR RECORD

10:01

93/6/72

1987 MAY -7 PM 2:02

H. ERLE SCHAFER
CLERK

0000 1997

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16 of December, 1986, and I acknowledge the same to be my act.

WITNESS:
Karen L. Aldrick Steven D. Deines
Steven D. Deines

2874 2501

0000 1998

196 PAGE 191

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

NINTH:

(1) As used in this Article NINTH, any word or words that are defined in Section 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



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 192

DOCUMENT CODE 02-1 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	_____	Certified Copy _____	_____ Change of Resident Agent
56	_____	Foreign Penalty	_____
54	_____	For. Supplemental Cert.	_____ Change of Resident Agent
73	_____	Cert. of Conveyance	Address _____
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	_____
84	_____	Amendment to Limited Partnership	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>V. CHARLES DONNELLY, ESQ</u>
_____	_____	_____	<u>5303 BALTIMORE AVENUE</u>
_____	_____	_____	<u>HYATTSVILLE, MARYLAND 20781</u>

TOTAL FEES 40 Check _____ Cash _____

1 Documents on 1 checks

APPROVED BY: MA

NOTE:

2874 2586

0000 2000

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

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

196 PAGE 193

ARTICLES OF INCORPORATION
OF
STATE OF THE ARTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 19, 1986 AT 10:07 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

\$ _____

D2255354

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:
V. CHARLES DONNELLY, ESC.
5303 BALTIMORE AVE.
HYATTSVILLE MD 20781

120C3006413

A 218332



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2874 2582

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

196 PAGE 194

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

at 11:18 A.M.

JKR
JK

SHADOW POINT ASSOCIATION, INC.
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

That I, Kathryn J. Dahl, whose post office address is 80 West Street, P.O. Box 868, Annapolis, Maryland 21404, being at least eighteen (18) years of age, do hereby declare myself as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland, and for such purpose do hereby make, execute and adopt the following Articles of Incorporation:

ARTICLE I. The name of this Corporation shall be:
SHADOW POINT ASSOCIATION, INC.

ARTICLE II. The period of extension and duration of the life of this Corporation shall be perpetual.

ARTICLE III. The principal office for the transaction of business of this Corporation shall initially be located in the County of Anne Arundel, State of Maryland, at:
36 Shadow Point Court
Edgewater, Maryland 21037

The following named person shall be designated as the statutory resident agent of this Corporation, said resident agent being a citizen and an adult resident of the State of Maryland:

Kathryn J. Dahl
80 West Street
Annapolis, Maryland 21404

ARTICLE IV. The general purposes for which this Corporation is formed, and the business or objects to be carried on and promoted by it, are as follows:

- (a) to organize and operate a corporation, no part of the net earnings of which is to inure to the benefit of any member of this Corporation or to any other individual; and
- (b) pursuant to and in a manner consistent with a certain Declaration relating thereto and heretofore or hereafter recorded among the Land Records for Anne Arundel County, Maryland to acquire and to own and to provide for the maintenance, operation and management of certain open spaces and other common areas and community facilities located within a certain residential community in Anne Arundel County, Maryland, known as

[REDACTED]

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

at 11:19 A.M.

-1-

63528164

287 2430

1967 MAY -7 PM 2:02
HELEN E. SCHAFER
CLERK

0000 2002

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

"Shadow Point" (hereinafter sometimes referred to as the "project") and to perform certain other functions with respect to the residential and other property located therein; and

(c) to engage in, conduct and carry on any other lawful purposes or business and to do any other thing that, in the judgment of the Board of Directors of this Corporation, may be deemed to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the non-profit purposes or business of this Corporation, or any of them, or any part thereof, or to enhance the value of its property, business or rights; and

(d) to conduct any business and to do anything permitted by the provisions of Section 2-103 of the Corporations and Associations Article, Annotated Code of Maryland (1975 Repl. Vol.), as amended from time to time.

For the general purposes aforesaid, and limited to those purposes, this Corporation shall have the following powers:

(a) to construct, improve and maintain, operate and to buy, own, sell, convey, assign, mortgage or lease any real estate and any personal property necessary or incident to the furtherance of the business of this Corporation; and

(b) to borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of the business of this Corporation, to secure the same by mortgage, deed of trust, pledge, or other lien; and

(c) to enter into any kind of activity, and to perform and carry out contracts of any kind necessary to, or in conjunction with, or incidental to the accomplishment of the non-profit purposes of this Corporation; and

(d) to make patronage refunds to members as provided for in the By-Laws of this Corporation; and

(e) insofar as permitted by law, to do any other thing that in the judgment of the Board of Directors, will promote the business of this Corporation or the common benefit of its members; and to exercise the powers set out in the Declaration and to do every other act not inconsistent with law which may be appropriate to promote and attain the purposes set forth in the Declaration hereinabove referred to and the By-Laws of this Corporation; and, in general, to do everything necessary, proper, advisable or convenient for the accomplishment of the foregoing purposes, and to do all other things incidental to them or connected with them that are not forbidden by law or by these Articles of Incorporation.

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

The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of this Corporation, and the enjoyment of the exercise thereof, as conferred by the General Laws of the State of Maryland. The provisions of subparagraphs (a) through (e), both inclusive, of this Article shall not be construed as purposes, but shall be construed as independent powers and the matters expressed in each such provision shall not, unless otherwise expressly provided, be limited by reference to, or inference from any other provision of this Article. The enumeration of specific powers shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of such provisions or the scope of the general powers of the Corporation; nor shall the expression of one thing in any of those provisions be deemed to exclude another not specifically expressed, although it be of like nature.

This Corporation may carry out its purposes and exercise its powers in any State, territory, district or possession of the United States, or in any foreign country, to the extent that these purposes and powers are not forbidden by the law of such State, territory, district or possession of the United States, or by such foreign country; and this Corporation may limit the purpose or purposes that it proposes to carry out or the powers it proposes to exercise in any application to do business in any such State, territory, district or possession of the United States, or any such foreign country.

ARTICLE V. This Corporation shall be without capital stock and will not be operated for profit. This Corporation does not contemplate the distribution of gains, profits or dividends to any of its members. The members of this Corporation shall not be personally liable for the debts, liabilities or obligations of this Corporation.

ARTICLE VI. This Corporation shall have 18 voting memberships. Every person, group of persons, corporation, partnership, trust or other legal entity, or any combination thereof, who is a record owner of a fee interest in any lot which is part of the premises described in the Declaration, or which otherwise becomes subject by the covenants set forth in the Declaration to assessment by this Corporation, shall be a voting member of this Corporation; provided, however, that any such person, group of persons, corporation, partnership, trust or other legal entity who holds such interest solely as security for the performance of an obligation shall not be a voting member solely on account of such

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interest. Each member shall be entitled to one (1) vote for each lot in which such member holds the interest required for membership.

The members of this Corporation shall have no preemptive rights, as such members, to acquire any memberships of this Corporation that may at any time be issued by this Corporation except as may be specifically provided in this Article.

The property, voting and other rights and privileges of membership, the liability of each member for assessment by this Corporation, and the method of collection thereof, shall be as set forth in the Declaration hereinabove referred to and in the By-Laws of this Corporation.

ARTICLE VII. To the extent permitted by law, this Corporation shall have a lien on the outstanding memberships in order to secure payment of any sums which shall be due or become due to this Corporation from the holder thereof for any reason whatsoever.

ARTICLE VIII. In the event any member of this Corporation sells, assigns or otherwise transfers of record the fee interest in any lot in which he holds the interest required for membership, such member shall, at the same time, assign the membership in this Corporation appurtenant to such lot to the transferee of the lot and deliver it to him for transfer on the books of this Corporation. The foregoing requirement shall not obtain in the event a lot is transferred as aforesaid solely as security for the performance of an obligation. Except as provided in this Article, memberships shall not be transferable.

ARTICLE IX. The number of Directors of this Corporation shall be an uneven number of not less than three (3) or more than five (5), and the names and post office addresses of the Directors who shall act as such until the first annual meeting, or until such time as their successors are duly chosen and qualified are:

<u>Name</u>	
Paul R. Golkin	P.O. Box 6339, Legion Ave. Station Annapolis, Maryland 21401
Penelope J. Golkin	P.O. Box 6339, Legion Ave. Station Annapolis, Maryland 21401
Michael D. Golkin	990 Spa Road Annapolis, Maryland 21403

The qualifications, powers, duties and tenure of the office of Director and the manner by which Directors are to be chosen shall be as prescribed and set forth in the By-Laws of this Corporation. Officers of this Corporation shall be elected and shall serve as provided for in the By-Laws.

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duction.

ARTICLE X. This Corporation shall indemnify every person who is or was an officer or Director of this Corporation and who was, is or is threatened to be made a named defendant or respondent in any threatened, pending or completed action, suit or proceeding by reason of service in that capacity, whether civil, criminal, administrative or investigative, if that person (i) acted in good faith; and (ii) reasonably believed (a) in the case of conduct in that person's official capacity, that the conduct was in the best interests of this Corporation; and (b) in all other cases that the conduct was at least not opposed to the best interests of this Corporation; and (iii) in the case of any criminal proceeding, had no reasonable cause to believe that the conduct was unlawful.

The indemnification provided for in this Article is against judgments, penalties, fines, settlements and reasonable expenses actually incurred in connection with any such threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative; provided, however, that if any such action, suit or proceeding was one by or in the right of this Corporation, indemnification shall be made only against reasonable expenses and shall not be made in respect of any proceeding in which the person otherwise entitled to indemnity pursuant to the provisions of this Article shall have been adjudged to be liable to this Corporation. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent, creates a rebuttable presumption that the person otherwise entitled to indemnify did not meet the requisite standard of conduct set forth in this Article.

A person who is or was an officer or Director of this Corporation is not indemnified under the provisions of this Article in respect of any threatened, pending or completed action, suit or proceeding charging improper personal benefit to this person, whether or not involving action in that person's official capacity, in which the person was adjudged to be liable on the basis that personal benefit was improperly received.

The provisions of this Article are intended to provide every person who is or was an officer or Director of this Corporation and who was, is or is threatened to be made a named defendant or respondent in any threatened, pending or completed action, suit or proceeding by reason of service in that capacity, with indemnification to the extent permitted in Section 2-418(b) of Title 2, Corporations and Associations Article, Annotated Code of Maryland, (1975 Repl. Vol.) as from time to time amended or superceded.

Indemnification under this Article may not be made by this Corporation unless authorized in the specific case after a determination has been made that indemnification is permissible because the person who is or was an officer or Director of this Corporation has met the standard of conduct set forth in this Article. Such determination shall be made in the manner provided in Section 2-418(e) of Title 2, Corporations and Associations Article, Annotated Code of Maryland (1975 Repl. Vol.) as from time to time amended or superceded.

Reasonable expenses incurred by any person who is or was an officer or Director of this Corporation and who is a party to any threatened, pending or completed action, suit or proceeding by reason of service in that capacity, may be paid or reimbursed by this Corporation in advance of the final disposition of that proceeding, after a determination that the fact then known to those making the determination would not preclude indemnification under this Article, upon receipt by this Corporation of:

(a) a written affirmation by that person of that person's good faith belief that the standard of conduct necessary for indemnification by this Corporation as authorized in this Article has been met; and

(b) a written undertaking by or on behalf of that person to repay the amount if it shall ultimately be determined that the standard of conduct necessary for indemnification by this Corporation as authorized in this Article has not been met. The undertaking required by this subparagraph (b) shall be an unlimited general obligation of the person making it but need not be secured and may be accepted without reference to financial ability to make the repayment.

Determination and authorization of payments under this Article shall be in the manner specified in Section 2-418(e) of Title 2, Corporations and Associations Article, Annotated Code of Maryland (1975 Repl. Vol.) as from time to time amended or superceded.

The officers and Directors of this Corporation shall not be liable to this Corporation for any mistake of judgment, negligence, or otherwise, except for their own individual willful misconduct or bad faith. The officers and Directors of this Corporation shall have no personal liability with respect to any contract or other commitment made by them, in good faith, on behalf of this Corporation, and this Corporation shall indemnify and forever hold each such officer and Director free and harmless against any and all liability to others on account of any such contract or commitment, except as aforesaid.

The provisions of this Article do not limit the power of this Corporation to pay or reimburse expenses incurred by any person who is an officer or Director of this Corporation in connection with an appearance as a witness in any proceeding by reason of service in that capacity, or otherwise involving this Corporation, when that person has not been made a named defendant or respondent in the proceeding. Any right to indemnification provided for in this Article shall be in addition to, and not exclusive of, any other rights to which any person who is or was an officer or Director of this Corporation may be entitled by law, or otherwise.

This Corporation may purchase and maintain insurance on behalf of any person who is or was an officer or Director of this Corporation against any liability asserted against and incurred by such person in any such capacity or arising out of such person's position, whether or not this Corporation would have the power to indemnify against such liability pursuant to the provisions of this Article, or otherwise.

Any indemnification of, or advance of expenses to, any person in accordance with the provisions of this Article, if arising out of a proceeding by or in the right of this Corporation, shall be reported in writing to the members of this Corporation with notice of the next annual meeting of members of this Corporation or prior to the next annual meeting of members.

ARTICLE XI. The Directors shall exercise their powers and duties in good faith and with a view to the interests of this Corporation and the community. A contract or other transaction between this Corporation and any of its Directors, or between this Corporation and any corporation, firm or other entity in which any of its Directors is a director or has a material financial interest is not void or voidable solely because of the common directorship or interest, or because the Director is present at the meeting of the Board of Directors which authorizes, approves or ratifies the contract or transaction, or because the vote of the Director was counted for the authorization, approval or ratification of the contract or transaction, if any of the following conditions exist:

(a) the fact of the common directorship or interest is disclosed or known to the Board of Directors and the Board of Directors 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

(b) the fact of the common directorship or interest is disclosed or known to the members of this Corporation entitled to vote, 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 votes appurtenant to memberships owned by the interested Director or corporation, firm or other entity; or

(c) the contract or transaction is fair and reasonable to this Corporation at the time it was authorized, approved or ratified.

Common or interested Directors or the votes which they are entitled to cast or which are entitled to be cast by an interested corporation, firm or other entity, may be counted in determining the presence of a quorum at a meeting of the Board of Directors or at a meeting of the unit owners, as the circumstances may require, at which the contract or transaction is authorized, approved or ratified.

If a contract or transaction is not authorized, approved or ratified in the manner provided for in subparagraphs (a) or (b) of this Article, 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 this Corporation at the time it was authorized, approved or ratified.

This Article does 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.

ARTICLE XII. Subject to the limitations set forth in the Declaration hereinabove referred to and in the By-Laws of this Corporation, this Corporation reserves the right to amend, alter or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute for the amendment of Articles of Incorporation.

ARTICLE XIII. As used in this Articles of Incorporation, the expression "Declarant" shall mean and refer to the Declarant, and its successors and assigns to the extent that any of the rights, reservations, easements, interests, exemptions, privileges or powers of the Declarant are specifically assigned or transferred to any such successor or assign by instrument in writing. As used in these Articles of Incorporation, the expression "Declaration" shall mean and refer to the Declaration hereinabove in these Articles identified, as from time to time amended and supplemented. Unless it is plainly evident

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from the context that a different meaning is intended, all other terms used herein shall have the same meaning as they are defined to have in the Declaration.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17 day of December, 1986.

WITNESS:

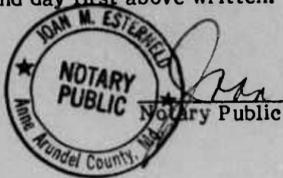
Anne J. Ludder

Kathryn J. Dahl (SEAL)
Kathryn J. Dahl

STATE OF MARYLAND)
COUNTY OF ANNE ARUNDEL) ss:

BE IT REMEMBERED, that on this 17 day of December, 1986, personally appeared before me, a Notary Public in and for the State and County aforesaid, KATHRYN J. DAHL, party to the foregoing Articles of Incorporation, known personally to me as such, and I have first made known to her the contents of said Articles of Incorporation, she did acknowledge that she signed, sealed and delivered the same as her voluntary act and deed, and she acknowledged the facts therein stated to be true as set forth.

GIVEN under my hand the year and day first above written.



My Commission expires: July 1, 1990

HCB--1

DOCUMENT #
Merging (Transf

CODE
20
61
62
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73

75
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83
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31
NA

TOTAL FEES



STATE OF MARYLAND

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State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02D

BUSINESS CODE 04

COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

20	<u>20</u>	Organ. & Capitalization
61	<u>25</u>	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	<u>15</u>	Certified Copy <u>9</u>
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance

Name Change (New Name) _____

Change of Name

Change of Principal Office

Change of Resident Agent

Change of Resident Agent Address

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 _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

KATHRYN J. DAHL, ESQ.
PO Box 868
ANNAPOLIS, MARYLAND 21404-
0868

TOTAL FEES 63

Check _____ Cash

1 Documents on 1 checks

NOTE:

APPROVED BY: MR

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ARTICLES OF INCORPORATION
OF
SHADOW POINT ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 18, 1986 AT 11:00 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:

\$ _____

D2255156

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:
KATHRYN J. DAHL, ESQ.
P.O. BOX 868
ANNAPOLIS

MD 21404 0868

120C3006393

A 218312



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 874 2429

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STATE DEPARTMENT OF ASSESSMENTS -UTIL- 196 PAGE 205
AND TAXATION PARKTON FLOOR COMPANY INC
A CLOSE CORPORATION

APPROVED FOR RECORD

12-19-86 at 2:05 p.m.

ARTICLES OF INCORPORATION

1985 DEC 19 P 2:05

THIS IS TO CERTIFY:

FIRST: That the undersigned, David C. Hayes whose
post office address is 215 St. James Dr., Glen Burnie, Md 21061
being at least twenty-one (21) years of age, acting as incor-
porator, does hereby form a corporation under and by virtue of
the General Laws of the State of Maryland authorizing the
formation of corporations.

SECOND: The name of the Corporation (which is hereafter
called the "Corporation") is: PARKTON FLOOR 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 carry on and conduct a general contracting
business, including the designing, constructing, en-
larging, repairing, remodeling, demolishing, or otherwise
engaging in any work upon buildings, road, sidewalks, high-
ways, bridges, or manufacturing plants; to engage in iron,
steel, wood, brick, concrete, stone, cement, masonry, earth
plumbing and electrical construction; to execute contracts
or to receive assignments of contracts therefore, or re-
lating thereto; to manufacture and furnish the building
materials and supplies connected herewith; also to manu-
facture, furnish, sell, and rent tools and equipment of
all types.

Farther to purchase, sell, lease, mortgage real
estate and improvements for its account or for the
account of others, and to act as agents, brokers,
advisors, consultants or appraisers for others in
construction and marketing real estate and improvements.

(2) To engage in any one or more businesses or
transactions, or to acquire all or any portion of the
securities of any entity engaged in any one or more
businesses or transaction which the Board of Directors
of the Corporation may from time to time authorize or
approve, whether related to or unrelated to the business
described elsewhere in this Article or to any other
business at the time or theretofore engaged in by the
Corporation.

1987 MAY -7 PM 2:02
M. ERLE SCHAFER
CLERK

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(3) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage, operate and in any manner dispose of, and to aid and subscribe toward the acquisition, construction or improvement of, buildings, machinery, equipment and facilities, and any other property or appliances which may ascertain to or be useful in the conduct of any of the businesses of the Corporation, its subsidiaries, affiliates or any other entity in which the Corporation may have an interest; and to contract for, for terms of years or otherwise, procure or make use of, personal services of officers, employees, agents or contractors, and of services of any firm, association or corporation.

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(4) 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 person, firm, association, copartnership, corporation (including the estate of a decedent), heretofore or hereafter engaged in carrying on or having carried on, in whole or in part, any of the aforesaid businesses or any other purposes that the corporation has the power to conduct; to hold, utilize, enjoy, mortgage, sell, and in any manner dispose of the whole or any part of the property, rights, business, contracts, good will, franchises and assets acquired; and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any or all part of such property, rights, business, contracts, good will, franchises or assets so acquired in cash, stocks, bonds or other securities of the Corporation.

(5) To apply for, obtain, register, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulas, and the like, which may 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.

(6) To loan or advance money, with or without surety without limitation as to amount; 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 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.

(7) To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign,

exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of capital stock, or any voting trust certificates in respect of the shares of capital stock, script, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidences of indebtedness or interests issued or created by, any corporation, joint stock company, syndicate, association, firm, trust, or person, public or private, or by the government of the United States of America, or by any foreign government, or by any State territory, province, municipality or other political subdivision or by any governmental agency, agency, or by any other entity, and to issue in exchange therefore or in payment thereof its own capital stock, bonds or other obligations or securities, or otherwise pay therefore in money or other property; to possess and exercise as owner thereof all the rights, powers and privileges of ownership including the right to execute consents and vote thereon and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

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(8) To cause to be organized, under the laws of any state or other political entity, a corporation or corporations for the purpose of accomplishing any or all of the objects and purposes of the Corporation and to dissolve, wind up, liquidate, merge, or consolidate any such corporation or corporations or cause the same to be dissolved, wound up, liquidated, merged or consolidated.

(9) To purchase or otherwise acquire, and to hold, sell or otherwise dispose of, and to retire and reissue, shares of its own stock of any class and any other securities issued by it in any manner now or hereafter authorized or permitted by law.

(10) To guarantee the payment of dividends or distributions upon any share of stock, shares in or other securities of, or the performance of any contract by, any other person, firm, partnership, joint venture, trust association, corporation or syndicate in which, or in the welfare of which, this Corporation has any interest, direct or indirect; and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any of the same.

(11) To carry on any of the business hereinbefore enumerated for itself or for account of others, or through others for its own account, or as principal, factor, agent, contractor or otherwise, either alone or through or in conjunction with any person, firm, association or corporation; and to carry on any other business and to make and perform any contracts and to do any acts and things which may be deemed by it to be calculated, directly or indirectly, to effectuate

or facilitate the transaction of the aforesaid objects or purposes of any of them, or of any part thereof, or to enhance the value of the property, business or rights of the Corporation.

(12) To carry out all or any part of the aforesaid purposes and to conduct its business in any or all of its branches in any or all states, territories, districts, colonies, 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, dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objectives, powers, and businesses of the Corporation shall not constitute, be considered or be construed as in anywise limitations, restrictions upon or waivers of any of the powers, rights and privileges conferred upon the Corporation by law; and the aforesaid clauses shall not, unless otherwise specified therein, be in anywise limited or restricted by reference to or inference from the terms of any other article or clause in this charter, but the objects, purposes and powers specified in each of the clauses of this charter shall be regarded as independent objects, purposes and powers. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relating to Corporations which are contained in the General Laws of the State of Maryland.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 8211 Cloverleaf Dr., Millersville, Md, 21108

The Resident Agent of the Corporation is David C. Hayes whose address is 215 St. James Dr., Glen Burnie, Md 21061 Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of the authorized Capital Stock of the Corporation is 5,000 shares of common stock with no par value.

SIXTH: The restrictions imposed upon transferability of the shares of all the stock of any class of the Corporation, whether authorized and issued now or hereafter authorized and issued, are as follows:

Shares of stock in the Corporation shall be transferable

only on the books of the Corporation and, except as herein provided or as required by law, the transfer of title to any certificates representing shares of stock in the corporation shall confer upon upon the transferee thereof no right in the Corporation without the transfer of such shares upon the books of the Corporation.

SEVENTH: The number of directors of the Corporation shall be one , which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one and the names of the Director who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

David C. Hayes

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

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

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

(3) No holders of stock of the Corporation of whatever class, shall have any preferential rights of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors, in its discretion, may determine, and at such price as the Board of Directors,

VIII
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in its discretion, may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(4) Any contract, transaction or act of the Corporation or of the Board of Directors which shall be ratified by a majority of a quorum of the Stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the Corporation.

(5) The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agent, 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 actions, 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 he reasonably believed to be in the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent creates a rebuttable presumption that the corporate representative did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, has 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 director or officer or any 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

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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 opposes 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 expenses which such court shall deem proper.

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(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 paragraphs (a) or (b) of this Article 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 sub-paragraph (d).

(d) Any indemnification under subsection (a) or (b) (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 subsection (a) or (b). Such determination shall be made (i) by the Stockholders by a majority vote of a quorum consisting of Stockholders who were not also parties to such action, suit or proceeding, or (ii) 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.

(e) Expenses incurred in defending a civil or criminal action, suit or proceeding, may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized in the particular case, 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.

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

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PAGE 212

(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.

(g) Any indemnification pursuant to this paragraph 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.

(6) The right is specifically reserved to amend the Charter of the Corporation from time to time as now or hereafter authorized by law, including amendments to change the terms of any outstanding stock by classification, reclassification, or otherwise.

(7) 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 any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

NINTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, acknowledging the same to be my act, on this 15th day of December 1986

WITNESS:

Roy E. Rupp, Jr. David C. Hayes (SEAL)
STATE OF MARYLAND, ANNE ARUNDEL COUNTY, ss:

I HEREBY CERTIFY, that on this 15th day of December 1986, before me, the subscriber, a Notary Public of the State of Maryland, in and for Anne Arundel County, personally appeared David C. Hayes and acknowledged the foregoing Articles of Incorporation to be his act.

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

Roy E. Rupp, Jr.
Roy E. Rupp, Jr. Notary Public
My commission expires July 1, 1990
2875 2271



STATE OF MARYLAND

196 PAGE 213

State Department of Assessments and Taxation

Gen L. Burner, Director

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and various fee categories like Organ. & Capitalization, Name Change, etc.

TOTAL FEES 46 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:
David Hager
215 St. James Dr.
Glen Burnie Md
21061

NOTE:

APPROVED BY: [Signature]

2875 2272

0000 2021

CLERK'S NOTATION

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

0000 2022

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
ARTICLES OF INCORPORATION

APPROVED FOR RECORD

12/18/86 at 10:58 a.m.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, MURRAY I. RESNICK, whose post office address is 2800 Smith Avenue, Baltimore, Maryland 21209, being of full legal age, does, under and by virtue of the General Laws of Maryland, authorizing the formation of corporation, associate myself with the intention of forming a corporation.

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

MEDICAL CREDIT SERVICES, INC

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

1. To conduct a collection business, collecting accounts receivable and delinquent accounts and to buy, sell, and generally deal with accounts receivable and delinquent accounts.
2. To conduct and carry on, in all of its departments and branches, the business of rendering service for collection of accounts receivable and to enter into contracts with attorneys and any and all other persons or corporations for the handling of collection of accounts receivable and delinquent accounts of every kind, description and nature.
3. To enter into contracts for the creation of a cooperative group of credit grantors for the purpose of collect-

2875 2121

LAW OFFICES OF RESNICK & ABRAHAM BALTIMORE MARYLAND 21202

1987 MAY -7 PM 2:02
H. ERLE SCHAFER
CLERK

63518166

0000 2023

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

196 PAGE 216

ing their accounts receivable and their delinquent accounts.

4. To acquire, purchase, own, hold, operate, develop, lease, mortgage, pledge, exchange, sell, transfer or otherwise invest, trade or deal in, in any manner permitted by law, in real and personal property of every kind and description or any interest therein.

5. To acquire, by purchase or lease, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired and to erect or cause to be erected on any lands owned, held or occupied by the Corporation, buildings, or other structures with their appurtenances, and to rebuild, enlarge, alter or improve any buildings or other structures now or hereafter erected on any lands so owned, held or occupied, and to mortgage, sell, lease, or otherwise dispose of any lands or interest in lands and in buildings or other structures, and any stores, shops, suites rooms or parts of any buildings or other structures at any time owned by or held by the Corporation.

6. To buy, sell, hold and deal generally in notes, mortgages, bonds, securities and other evidence of indebtedness.

7. To buy, sell, produce, manufacture and dispose of all goods, wares, merchandise, supplies and products and generally to engage in and conduct any form of mercantile enterprise not contrary to law; and to lease, buy, sell, use, mortgage, improve, and otherwise handle, deal in, and dispose of all such property, real and personal, as may be necessary or convenient in connection with any of the aforesaid businesses of the Corporation.

2875 2122

0000 2024

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 217

8. To lend money to others, with or without security, and to accept security of all kinds, such as collateral, personal property, mortgages, assignments, and any other type of security.

9. To borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount and to secure the same by mortgage, pledge and/or otherwise, without limit as to amount; and generally to make and perform agreements and contracts of every kind and description.

10. The business or purpose of the Corporation is from time to time to do any one or more of the acts and things hereinabove set forth, and it shall have power to conduct and carry on its business, or any part thereof, and to have one or more offices, and to exercise any or all of its corporate powers and rights, in the State of Maryland, and in the various states, territories, colonies and dependencies of the United States, in the District of Columbia and in any or all foreign countries.

11. The enumeration herein of the objects and purposes of this Corporation shall be construed as powers as well as objects and purposes and shall not be deemed to exclude by inference any powers, objects or purposes which this Corporation is empowered to exercise, whether expressly by force of the laws of the State of Maryland now or hereafter in effect or implied by the reasonable construction of said laws.

FOURTH: The post office address of the place at which

2875 2123

0000 2025

CLERK'S NOTATION
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duction.

the principal office of the Corporation in this State will be located is 700 Evelyn Avenue, Linthicum, Maryland 21090. The Resident Agent of the Corporation is Murray I. Resnick, whose post office address is One East Franklin Street, Baltimore, Maryland 21202. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than three (3) Directors, and Chris Wunder, Richard Tamburello, and Francis Fidati shall act as such until their successors are duly qualified.

SIXTH: 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.

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

2. No contract or other transaction between the Corporation and any other corporation shall be affected or in-

LAW OFFICES OF RESNICK & ABRAHAM BALTIMORE, MARYLAND 21202

0000 2026

CLERK'S NOTATION
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196 PAGE 219

validated by the fact that any one or more of the Directors of this 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 this Corporation or in which the Corporation is interested; and no contract, act or transaction of this Corporation with any person or persons, firms or corporations, shall be affected or invalidated by the fact that any Director or Directors of this Corporation is a party, or are parties to, or interested in, such contract, act or transaction or any way connected with such person or persons, firm or association, and each and every person who may become a Director of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm or corporation in which he may be in anywise interested.

LAW OFFICES OF RESNICK & ABRAHAM BALTIMORE, MARYLAND 21202

EIGHTH: The duration of the Corporation shall be perpetual.

IT WITNESS WHEREOF, we have signed this Certificate of Incorporation this 16th day of December, 1986.

WITNESS:

Karleen P. Gato

MURRAY I. RESNICK (SEAL)

STATE OF MARYLAND, COUNTY OF BALTIMORE, to wit:

2875 2125

0000 2027

CLERK'S NOTATION
Document submitted for record
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duction.

196 PAGE 220

I HEREBY CERTIFY, That on this 16th day of
December, 1986, before me, the subscriber, a Notary
Public in and for the County and State aforesaid, personally
appeared Murray I. Resnick and he acknowledged the foregoing
Articles of Incorporation to be his act.

AS WITNESS, my hand and Notarial Seal.

My Commission Expires:
7/1/90

Kathleen D. Gato
Notary Public

LAW OFFICES OF RESNICK & ABRAHAM BALTIMORE, MARYLAND 21202

2875 2126

0000 2028



STATE OF MARYLAND

196 PAGE 221

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	40	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		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:

MURRAY I. RESNICK, RESQ

ONE EAST FRANKLIN ST

BALTIMORE, MARYLAND 21202

TOTAL FEES

60

Check

Cash

Documents on checks

APPROVED BY:

MAH

NOTE:

2875 2127

0000 2029

CLERK'S NOTATION

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CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

850 V LI 28 903

... 196 PAGE 222

		ARTICLES OF INCORPORATION OF MEDICAL CREDIT SERVICES, INC.	Resnick and Abraham ATTORNEYS AT LAW ONE EAST PENNSYLVANIA STREET SUITE 200 BALTIMORE, MARYLAND 21202
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0000 2030

CLERK'S NOTATION
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duction.

196 PAGE 223

ARTICLES OF INCORPORATION
OF
MEDICAL CREDIT SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 17, 1986 AT 10:58 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 40

RECORDING
FEE PAID:

\$ 22

SPECIAL
FEE PAID:

\$ _____

D2254860

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:
MURRAY I. RESNICK, ESQ.
ONE EAST FRANKLIN STREET
BALTIMORE MD 21202

119C3006364

A 218281



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO 2875 2120

CLERK'S NOTATION
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duction.

196 PAGE 224

CHESAPEAKE-POTOMAC REGIONAL 1986 DEC 18 A 10:19
CONVENTION OF NARCOTIC ANONYMOUS, INC.

ARTICLES OF INCORPORATION

MY
MI
FIRST: I, Gary J. Kolb, whose post office address is 2301 Katcef Avenue, Annapolis, Maryland 21401, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is CHESAPEAKE-POTOMAC REGIONAL CONVENTION OF NARCOTIC ANONYMOUS, 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:

(1) 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;

(2) To sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expand 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;

(3) 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 and accepted if it be conditioned or limited

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

H. ERLE SCHAFER
CLERK

1987 MAY - 7 PM 2:03

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2875 2114

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0000 2032

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

in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article NINTH of these Article 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;

(4) 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,

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

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

196 PAGE 226

(1) To provide the framework within which those individuals who declare themselves as members of the fellowship of Narcotic Anonymous may promote the Narcotics Anonymous program; and

(2) To promote the objectives of individual and group recovery from drug addiction and such ancillary purposes as may from time to time encourage and promote recovery from drug addiction, including, but not limited to, the holding of conventions and the conducting of meetings for drug addicts and the general public, and the distribution of literature about recovery from drug addiction.

FOURTH: The post office address of the principal office of the Corporation in this State is 724 Sharpsburg Drive, Davidsonville, Maryland 21035. The name and post office address of the Resident Agent of the Corporation in this State are Gary J. Kolb, Esq., 2301 Katcef Avenue, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

FIFTH: The Corporation is not organized for profit. It shall have no capital stock and shall not be authorized to issue capital stock. The number and qualifications for membership and other matters relating to its members shall be set forth in the Bylaws of the Corporation.

SIXTH: The number of Directors of the Corporation shall be nine (9), which number may be increased or decreased pursuant to the Bylaws 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: Tim Holt, Paul Anderson and Linda Cooley.

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 Bylaws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or of the United States.

NINTH: In these Articles of Incorporation,

(a) References to "charitable organizations" or "charitable organization" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting, to influence legislation and which do not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article NINTH shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended.

(b) The term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific testing for public safety, literary, or educational purposes within the meaning of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1954 but only such purposes as also constitute public charitable purposes under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, including, but not limited to, the granting of scholarships to young men and women to enable them to attend educational institutions.

TENTH: (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

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

(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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16th day of DECEMBER, 1986, and I acknowledge same to be my act.

WITNESS:

James Beard

Gary J. Kolb
Gary J. Kolb

James Beard
25% COTTON FIBER



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

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

DOCUMENT CODE 02 B BUSINESS CODE 04 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
	_____	Other	MAIL TO ADDRESS: _____
	_____	Other	<u>GARY J. KOLB, PSE</u>
	_____	Other	<u>PAROLE STATION</u>
	_____	Other	<u>2301 KATCBE AVENUE</u>
	_____	Other	<u>ANNAPOLIS, MARYLAND 21401</u>

TOTAL FEES 40
 Check _____ Cash _____

Documents on 1 checks

APPROVED BY: MR.

NOTE:

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

.... 196 PAGE 230

ARTICLES OF INCORPORATION
OF
CHESAPEAKE-POTOMAC REGIONAL CONVENTION O
F NARCOTIC ANONYMOUS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 18, 1986 AT 10:19 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:

\$ _____

D2254852

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:
GARY J. KOLB, ESQ.
2301 KATCEF AVE.
PAROLE STATEION
ANNAPOLIS

MD 21401

119C3006363

A 218280



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2875 2113

CLERK'S NOTATION
Document submitted for record
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duction.

196 PAGE 231

ARTICLES OF INCORPORATION
OF
BMT TECHNOLOGIES, INC.

(A Close Corporation Under Title 4 of the
Corporations and Associations Article of
the Annotated Code of Maryland)

myc
M

I, the undersigned, James L. Dameron III, whose post office address is Six Montgomery Village Avenue, Suite 402, Gaithersburg, Maryland 20879, being of full legal age, do hereby form a corporation under and by virtue of the General Laws of Maryland authorizing the formation of corporations.

FIRST: The name of this corporation (which is hereinafter called "the Corporation") is BMT TECHNOLOGIES, INC.

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

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

(a) To conduct the business of a general consultant to corporations, partnerships, individuals and government agencies, and specifically to carry on the business of analytical, engineering and consulting work in the areas of design and quality control assurance for inert gas systems; to make, analyze, inspect, formulate and conduct research work in the development of inert gas systems; to design inert gas systems and apply for and receive patents for such designs; to develop and design quality assurance control standards for inert gas systems under contracts; to tender bids and execute contracts as

H. ERLE SCHAFER
CLERK

1987 MAY - 7 PM 2:03

63528348

2875 2106

0000 2039

STATE DEPARTMENT OF AGRICULTURE
APPROVED FOR RECORD
1986 OCT 18/86 at 10 21 A.M.

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

196 PAGE 232

necessary for the above activities; to carry on all other activities and business necessary and incidental to such research, engineering, consulting and development work.

(b) To make such investments in real or personal property and to deal in every respect with same as is allowed, permitted, or specifically not prohibited by any applicable law or regulation.

(c) 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, and from time to time to vary any investments or employment of capital of the Corporation.

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

(e) To borrow or raise money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stock, notes, or other obligations of any nature, and to secure the same by pledge or mortgage of the whole or any part of the property of the Corporation, whether real or personal, and at the time owned or thereafter acquired, or to issue bonds, debentures, stock or notes, without any such security.

(f) To purchase, lease or otherwise acquire the property of every kind, including the business, goodwill rights, and franchises of any corporation, co-partnership, proprietorship, or association; and to undertake, guarantee, assume to pay the liability thereof, and to pay

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196 PAGE 233

for such property, business, goodwill rights, and franchises by the issue of stock or other securities of the Corporation, or otherwise in the manner provided by law, and to conduct in any lawful manner the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct, management, and carrying on of such business.

(g) To carry out all or any part of the foregoing objects as principal, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association, or corporation, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient, or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

(h) To conduct its business, carry on its operation, have offices and exercise the powers granted to it in any state, territory, district or possession of the United States or in any foreign country.

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

(j) To have, exercise and enjoy all the powers, privileges and rights conferred upon a domestic corporation or permitted to it under the laws of the State of Maryland or any other state necessary or

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convenient to effect any or all of the purposes for which a similar corporation may be formed.

(k) The foregoing enumerations shall not be considered to exclude limit or restrict in any manner any power, right or privilege given to the corporation by law, or to limit or restrict the meaning of the general terms of the general powers of the Corporation.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is: 908 Windwhisper Lane, Annapolis, Maryland 21403.

The resident agent of the Corporation will be Mitchell C. Witt, 908 Windwhisper Lane, Annapolis, Maryland 21403; said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is One Thousand (1,000) shares of the par value of One Dollar (\$1.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares is One Thousand Dollars (\$1,000.00).

SIXTH: Until the organizational meeting of the director and the issuance of one or more shares of stock of the Corporation, the Corporation shall have one (1) director, whose name is Mitchell C. Witt and whose post office address is: 908 Windwhisper Lane, Annapolis, Maryland 21403.

SEVENTH: The duration of the Corporation shall be perpetual.

EIGHTH: No contract or other transaction between this Corporation and any other corporation shall be affected in any way, or invalidated by the fact that any of the stockholders of this Corporation is pecuniarily or otherwise interested in, or a

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satisfactory photographic repro-
duction.

196 PAGE 235

stockholder, director or officer 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, or a majority thereof; and any stockholder of this Corporation who is also a stockholder, 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 stockholder, director or officer of such other corporation or not so interested.

NINTH: There shall be no cumulative voting.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 11th day of December 1986.

WITNESS:

Jodi Karlin

James L. Dameron III
JAMES L. DAMERON III

STATE OF MARYLAND :
COUNTY OF MONTGOMERY :

I HEREBY CERTIFY THAT on this 11th day of ^{December} ~~November~~, 19 86, before me, a Notary Public in and for the State and County aforesaid, personally appeared James L. Dameron III, known to me or satisfactorily proven to be the person whose name is signed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

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satisfactory photographic repro-
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IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Donna H. McMillan
Notary Public (SEAL)

My Commission Expires: 7/1/90



STATE OF MARYLAND

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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	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>22</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>DONNA M. McMILLAN, ESQ.</u>
_____	_____	Other	<u>SIX MONTGOMERY VILLAGE AVE</u>
_____	_____	Other	<u>SUITE 402</u>
_____	_____	Other	<u>GAITHERSBORO, MD. 20879</u>

TOTAL FEES 42 Check _____ Cash _____

Documents on 1 checks

APPROVED BY: MR.

NOTE:

2875 2112

0000 2045

CLERK'S NOTATION
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CLERK'S NOTATION
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ARTICLES OF INCORPORATION
OF
BMT TECHNOLOGIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 18, 1986 AT 10:21 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 22

SPECIAL
FEE PAID

\$ _____

D2254845

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:
DONNA M. MCMILLAN, ESQ.
SIX MONTGOMERY VILLAGE
SUITE 402
GAITHERSBURG MD 20879

119C3006362

A 218279



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2875 2105

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

MP

ADDICTIONS INTERVENTION AND TREATMENT, INC.

MP

FIRST: I, Paula J. Peters, whose post office address is 182 Duke of Gloucester Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, 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 ADDICTIONS INTERVENTION AND TREATMENT, INC.

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

(1) To render services to aid in the diagnosis and treatment of chemical addictions to individuals, organizations and corporations including but not limited to interventions, assessments, diagnosis, counseling, referrals to residential treatment and any and all other activities deemed appropriate by the Board of Directors.

(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 182 Duke of Gloucester Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are Paula J. Peters, 182 Duke of Gloucester 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 Five (5).

STATE DEPARTMENT OF ASSESSMENTS
NOTARY AND TAXATION
APPROVED FOR RECORD
9/22/07
3/8/72
1987 MAY -7 PM 2:03
M. ERLE SCHAFER
CLERK

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196 PAGE 240

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 Board of Directors, who shall act until the first annual meeting of stockholders are:

Paula J. Peters

Arthur Harris

Laurie Poss

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

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may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the face value of his stock.

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 15 day of December, 1986, and I acknowledge the same to be my act.

Paula J. Peters

2875 2103

0000 2049



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

CLERK'S NOTATION
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DOCUMENT CODE ord BUSINESS CODE 03 COUNTY J2

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>16</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>10</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____ Change of Name
65	_____	Rec. Fee (Dissolution)	_____ Change of Principal Office
66	_____	Rec. Fee (Revival)	_____ Change of Resident Agent
52	_____	Foreign Qualification	_____ Change of Resident Agent Address
50	_____	Cert. of Qual. or Reg.	
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	
22	_____	State Transfer Tax	
23	_____	Local Transfer Tax	
31	_____	Corp. Good Standing	
NA	_____	Foreign Corporation Registration	
	_____	Other	MAIL TO ADDRESS: _____
	_____	Other	<u>PAULA J. PETERS, ESQ.</u>
	_____	Other	<u>182 DUKE OF GLOUCESTER ST.</u>
	_____	Other	<u>ANNAPOLIS, MD. 21401</u>

TOTAL FEES 40
 Check _____ Cash _____
Documents on 1 checks

APPROVED BY: MP

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

196 PAGE 243

ARTICLES OF INCORPORATION
OF
ADDICTIONS INTERVENTION AND TREATMENT, I
NC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 18, 1986 AT 10:29 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

\$ _____

D2254837

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:
PAULA J. PETERS
182 DUKE OF GLOUCESTER STREET
ANNAPOLIS MD 21401

119C3006361

A 218278



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2875 2100

CLERK'S NOTATION
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duction.

1986 DEC 17 A 9:40

196 PAGE 244

GENTRY CONSTRUCTION CO., INC.
ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
12/17/86 at 9:40

FIRST: I, the undersigned, Frank Yozsa III, whose post office address is 53 FoxRun Way, Arnold, Maryland 21012, being at least twenty-one years of age, do hereby declare myself as an incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

GENTRY CONSTRUCTION CO., INC.

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

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

(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, 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.

2874 1299

63518063

1987 MAY - 7 PM 2:03
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CLERK

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

(e) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or 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 or stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(f) 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.

(g) To loan or advance money with or without security without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes 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 or the Corporation for its corporate purposes.

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

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

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duction.

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the United States of America and in foreign countries.

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

Fourth: The post office address of the principal office of the Corporation in this State is 53 FOX RUN WAY ✓
ARNOLD MD. 21012. The name and post office address of the resident agent of the Corporation in this state is FRANK YOZSA III, 53 FoxRun Way, Arnold, Maryland 21012. 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 5,000 shares without par value.

SIXTH: The number of directors of the Corporation shall be three, which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three, and the names of the directors who shall act until the first annual meeting or until their

2874 1301

CLERK'S NOTATION

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duction.

196 PAGE 247

successors are duly chosen and qualify are G. Brain Brandon, Frank Yozsa III,
& Peter Downs.

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

(a) The Board of Directors of the Corporation is hereby empowered
to authorize the issuance from time to time of shares of stock of 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 consi-
deration as said Board of Directors may deem advisable, subject to such limi-
tations and restrictions, if any, as may be set forth in the By-Laws of the
Corporation.

(b) No contract or other transaction between this Corporation and
any other corporation and no act of the Corporation shall in any way be
affected or invalidated by the fact that any of the directors of this Cor-
poration are pecuniarily or otherwise interested in or are directors or
officers of such other corporation; any director, individually, or any firm
of which any director may be a member, may be a party to, or may be pecuni-
arily or otherwise interested in, any contract or transaction of this Cor-
poration, 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, 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 cor-
poration or not so interested.

2874 1302

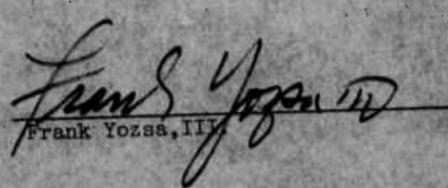
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

196 PAGE 248

(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 amendments 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, I have signed these Articles of Incorporation and acknowledge same to be my act this 9 day of Dec., 1986.


Frank Yozsa, III

2874 1303

0000 2056



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

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CLERK'S NOTATION
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 satisfactory photographic repro-
 duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>FRANK YOZSA, III</u>
_____	_____	Other	<u>53 FOX HUN WAY</u>
_____	_____	Other	<u>ARNOLO, MARYLAND 21012</u>

TOTAL FEES 40
 Check _____ Cash _____

(Documents on 1 checks)

APPROVED BY: MR

NOTE: _____

2874 1304

0000 2057

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

196 PAGE 250

ARTICLES OF INCORPORATION
OF
GENTRY CONSTRUCTION CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 17, 1986 AT 9 40 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

\$

02254548

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 YOZSA, III
53 FOX RUN WAY
ARNOLD

MD 21012

118C3006332

A 218245



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO
2874 1298

AT5-060

0000 2058

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

196 PAGE 251

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

THE HERBERT C. FIELDING FOUNDATION, INC.

ARTICLES OF INCORPORATION
APPROVED FOR RECORD

12-18-86 at 10:31a .m.

FIRST: The undersigned, Estelita J. Salwen,
whose address is 425 Park Avenue, New York City, NY 10022,
being 18 years old or older, does hereby form a nonstock
corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is
hereinafter called the "Corporation") is THE HERBERT C.
FIELDING FOUNDATION, INC.

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

The Corporation shall engage in exclusively
charitable, educational, religious, scientific,
literary or cultural activities within the meaning
of Section 501(c)(3) of the Internal Revenue Code
of 1986 (the "Code") by accepting contributions of
personal and real property of every kind and des-
cription, investing, reinvesting and administering
the same or income therefrom and (a) distributing
the principal or income therefrom to one of more
corporations, trusts, community chests, schools,
funds, or foundations which are organized and
operated exclusively for charitable, educational,
religious, scientific, literary or cultural pur-
poses, no part of the net earnings of which inures
to the benefit of any private shareholder or indi-
vidual (except that reasonable compensation may be
paid for services rendered to or for the recipient
in furtherance of one or more of its purposes) and
no substantial part of the activities of which is
carrying on propaganda or otherwise attempting to
influence legislation and which do not participate
in, or intervene in (including the publishing or
distributing of statements), any political campaign
on behalf of any candidate for public office,
and/or (b) conducting, establishing or maintaining
activities which are exclusively charitable, edu-
cational, religious, scientific, literary or cul-
tural within the meaning of Section 501(c)(3) of
the Code, including establishing and maintaining
(i) student loan programs whereby students in need
of financial assistance may be granted loans to

1987 MAY -7 PM 2:03
H. ERLE SCHAFER
CLERK

63528315

REC V 81 322 924
63528314

2874 1170

0000 2059

CLERK'S NOTATION

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

196 PAGE 252

help them defray a part or all of their college or graduate school expenses, such loans to bear interest or no interest and to be secured or unsecured, and (ii) scholarship programs, provided that the Corporation shall not conduct any activity which would require the prior approval or consent of any governmental authority without first obtaining such approval or consent or any activity not permitted to be carried on by (A) a corporation exempt from Federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code and (B) a corporation to which contributions are deductible under Sections 170(a), 2055(a) or 2522(a) of the Code, or corresponding provisions of any subsequent United States tax laws.

FOURTH: The address of the principal office of the Corporation in the State of Maryland is 3188 Arundel on the Bay Road, Annapolis, Maryland 21403. The name and address of the resident agent of the Corporation in the State of Maryland are Richard F. Fielding, 3188 Arundel on the Bay Road, Annapolis, Maryland 21403. Said resident agent is a citizen of Maryland and actually resides therein.

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

SIXTH: The number of directors of the Corporation shall be three, which number may be increased or decreased pursuant to the By-Laws of the Corporation; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Richard F. Fielding
Ellen Wilson Fielding
Ronald H. Fielding

SEVENTH: The Corporation shall have no members and the affairs of the Corporation shall be governed by the Board of Directors.

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

(1) In addition to, and not in limitation of, all the other powers now and hereinafter granted to

CLERK'S NOTATION

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

196 PAGE 253

the Corporation by law, the Corporation may invest and reinvest in any property, real, personal, or otherwise, including, but not limited to, stocks, bonds, or other securities, domestic or foreign, and may maintain brokerage accounts, buy on margin, sell short, purchase, sell or exercise conversion, subscription and other rights and warrants, puts, calls, straddles and other options, deal in futures and commodities, make payments in connection therewith and delegate investment decisions to investment advisers.

(2) The Corporation shall at all times qualify and remain qualified as (a) exempt from Federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, and (b) a corporation to which contributions, gifts or bequests shall be deductible under Section 170(a), 2055(a) and 2522(a) of the Code.

Accordingly:

(a) (i) no part of the assets, income or profits of the Corporation shall be distributed to or inure to the benefit of any private shareholder or individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in furtherance of one or more of its purposes), (ii) no substantial part of the activities of the Corporation shall be devoted to carrying on of propaganda or otherwise attempting to influence legislation (except to the extent authorized by Section 501(h) of the Code) in a manner and to an extent which would disqualify the Corporation for tax exemption under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, and (iii) no part of the activities of the Corporation shall be the participation or intervention in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office; and

(b) upon the liquidation, dissolution, termination or winding up of the Corporation, the Corporation's assets remaining after the payment or provision for payment of its liabilities shall be paid or transferred only (i) for one or more exempt purposes within the meaning of Section 501(c)(3) of

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

196 PAGE 254

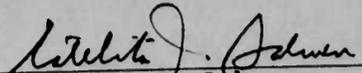
the Code, (ii) to corporations or other organiza-
tions which are dedicated to purposes that qualify
the recipient for exemption from tax under Section
501(a) as an organization described in Section
501(c)(3) of the Code and contributions to which
are deductible under Sections 170(a), 2055(a), and
2522(a) of the Code and which (A) are organized and
operated exclusively for charitable, educational,
religious, scientific, literary or cultural pur-
poses, no part of the net earnings of which inures
to the benefit of any private shareholder or indi-
vidual (except that reasonable compensation may be
paid for services rendered to or for the recipient
in furtherance of one or more of its purposes), (B)
do not carry on propaganda or otherwise attempt to
influence legislation (except to the extent author-
ized by Section 501(h) of the Code), and (C) do not
participate in, or intervene in (including the pub-
lishing or distributing of statements) any politi-
cal campaign on behalf of any candidate for public
office, or (iii) to the Federal government or any
State or local government to be used exclusively
for a public purpose.

If any Section of the Code referred to in
these Articles of Incorporation is amended or
superseded after this date, such reference shall be
considered a reference to the corresponding provi-
sion of the United States tax law as so amended or
superseded.

NINTH: The duration of the Corporation shall be
perpetual.

TENTH: The Corporation shall indemnify each
director and officer of the Corporation to the fullest extent
permitted by the General Corporation Law of the State of
Maryland.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation and acknowledged the same to be my own act on
December 15, 1986.



Estelita J. Salwen



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 repro-
duction.

DOCUMENT CODE 02 S BUSINESS CODE 04 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>10</u>	<u>1</u> Certified Copy <u>4p</u>	_____
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>UCS</u>
_____	_____	Other _____	<u>9 E 40th St 6th fl.</u>
_____	_____	_____	<u>ny ny</u>
_____	_____	_____	<u>10016</u>

TOTAL FEES 50
 Check _____ Cash

Documents on _____ checks

MAIL TO ADDRESS: _____
UCS
9 E 40th St 6th fl.
ny ny
10016

NOTE: att: Roy Barr

APPROVED BY: gs

CERTIFIED COPY MADE

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

196 PAGE 256

ARTICLES OF INCORPORATION
OF
THE HERBERT C. FIELDING FOUNDATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 18, 1986 AT 10 31 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ <u>20</u>	\$ <u>20</u>	\$ _____
<u>D2254365</u>		

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
UNITED CORPORATE SERVICES, INC.
ATTN ROY BARR
9 E. 40TH STREET, 6TH FLOOR
NEW YORK NY 10016

118C3006314

A 218228



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2874 1169

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 257

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

12/18/86 at 10:36 .m.

MJD, INC.

FIRST: I, STEVEN J. SIBEL, whose post office address is 36 South Charles Street, 15th Floor, Baltimore, Maryland 21201, 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 (hereinafter called "Corporation") is:

MJD, INC.

THIRD: The purpose for which the Corporation is formed and the business or objectives to be carried on or promoted by it are as follows: To conduct the business of purchasing, selling, and leasing equipment and machinery of all types and to assist in arranging financing for individuals and businesses interested in purchasing or leasing machinery or equipment and in general to do any acts or things and to carry on any business or activity incidental to or proper or useful in connection therewith; to do any and all things necessary and appropriate to conduct said business and to engage in such other lawful business or activities as the Board of Directors may from time to time determine; in general, to carry on any legal, lawful business and to have and exercise all powers conferred by general laws of the State of Maryland upon corporations now or hereafter in force; the enumeration of said powers as herein specified not being intended to exclude any such general powers, rights and privileges.

FOURTH: The post office address of the principal office of the Corporation is 200 B Steffey Building, 402 Crain Highway, Glen Burnie, Maryland 21061. The name and address of

LAW OFFICES OF
MELNICOVE, KAUFMAN,
WEINER, SMOUSE
& GARBIS, P.A.
36 S. CHARLES STREET
BALTIMORE, MD
21201-3060

1987 MAY -7 PM 2:03
H. ERLE SCHAFER
CLERK

63528336

95 0 V 81 330 934

- 1 -

2874 1127

2685d:12/18/86:111

0000 2065

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

the Resident Agent of the Corporation is David L. Snyder, Melnicove, Kaufman, Weiner, Smouse & Garbis, P.A., Suite 600, 36 S. Charles Street, Baltimore, Maryland 21201; said Resident Agent is a citizen of and actually resides in the State of Maryland.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand (1,000) shares of no par value common stock.

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 one (1) provided that: (a) if there is not stock yet outstanding, the number of Director's may be less than three (3) but not less than one (1); or (b) if there are less than three (3) stockholders, the number of Directors may be less than three (3) but not less than the total number of stockholders. The name of the Directors who shall act until the first meeting or until their successors are duly chosen and qualified are: Frank Sarro and Howard Siegel.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I hereby acknowledge these Articles of Incorporation to be my act this 17th day of December, 1986.

WITNESS:

Shella M. Schwartz Steven J. Sibel (SEAL)
STEVEN J. SIBEL

LAW OFFICES OF
MELNICOVE, KAUFMAN,
WEINER, SMOUSE
& GARBIS, P.A.
36 S. CHARLES STREET
BALTIMORE, MD
21201-3080

2685d



STATE OF MARYLAND

196 PAGE 259

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)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change (New Name). Rows include Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Rec. Fee (Amendment), Rec. Fee (Merger or Consolidation), Rec. Fee (Transfer), Rec. Fee (Dissolution), Rec. Fee (Revival), Foreign Qualification, Cert. of Qual. or Reg., Foreign Name Registration, Certified Copy, Foreign Penalty, For. Supplemental Cert., Cert. of Conveyance, Special Fee, For. Limited Partnership, Cert. Limited Partnership, Amendment to Limited Partnership, Termination of Limited Partnership, Recordation Tax, State Transfer Tax, Local Transfer Tax, Corp. Good Standing, Foreign Corporation Registration, Other.

TOTAL FEES 4 Check 40 Cash

Documents on checks

APPROVED BY: A

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

Code 43 ATTENTION: Steven Sibel

MAIL TO ADDRESS:

NOTE:

284 1129

0000 2067

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

... 196 PAGE 260

ARTICLES OF INCORPORATION
OF
MJD, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 18, 1986 AT 10 36 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:

\$ _____

D2254290

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
MELNICOVE, KAUFMAN, WEINER
SMOUSE & GARBIS, P.A.
36 S. CHARLES STREET, 6TH FLOOR
BALTIMORE MD 21201

118C30C6307

A 218221



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

2874 1126

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

196 PAGE 261

ARTICLES OF INCORPORATION

MUDDY CREEK, INC.

MM
MK

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 MUDDY CREEK, INC.

THIRD: The purposes for which the Corporation is formed are: (1) To buy, sell and hold real estate; 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 60 West Street, Suite 401, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are Bruce A. Krain, 60 West Street, Suite 401, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

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

1986 DEC 18 A 9 30

63528053

2874 0844

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

12/18/86 at 9:30 A.M.

1987 MAY -7 PM 2:03

H. ERLE SCHAFER
CLERK

0000 2069

196 PAGE 262

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: Rosemary Grape.

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, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

2874 0845

0000 2070

CLERK'S NOTATION

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

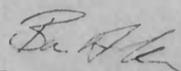
196 PAGE 263

(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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 15th day of December, 1986 and I acknowledge the same to be my act.


BRUCE A. KRAIN

2874 0846

0000 2071



STATE OF MARYLAND

196 PAGE 264

State Department of Assessments and Taxation

Gene L. Burner, Director

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

DOCUMENT CODE 02 b

BUSINESS CODE 03

COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	<u>20</u>	
61	<u>20</u>	Organ. & Capitalization
62		Rec. Fee (Arts. of Inc.)
63		Rec. Fee (Amendment)
		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		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		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: BRUCE A. KRAIN, ESQ.
SUITE 401
60 WEST STREET
ANNAPOLIS, MD 21401

NOTE:

TOTAL FEES

40 Check _____ Cash _____

Documents on 1 checks

APPROVED BY: MR.

2874 0847

0000 2072

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

196 PAGE 265

ARTICLES OF INCORPORATION
OF
MUDDY CREEK, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 18, 1986 AT 9 30 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

\$

D2253938

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 A. KRAIN
60 WEST STREET
SUITE 401
ANNAPOLIS

MD 21401

118C3006271

A 218185



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2874 0843

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

1985 DEC 18 A 10:46

BRIDGEWOOD, INC.

ARTICLES OF INCORPORATION

FIRST: I, **Charles J. Wasitis**, whose post office address is Post Office Box 797, Crownsville, Maryland 21032, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is **Bridgewood, Inc.**

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

- (a) To engage in the wholesale and retail nursery business.
- (b) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 1603 Generals Highway, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are Lynn T. Krause, 91 Cathedral Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

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

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

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

12/17/85 at 10:46 a.m.

HERLE SCHAFER
CLERK

1987 MAY -7 PM 2:03

2874 0809

63528313

0000 2074

EVK
DK

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

Charles J. Wasitis
Jennifer S. Wasitis
David A. Bowman

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:

(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 acquired, 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 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.

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

NINTH: INDEMNIFICATION

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

(b) The Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to a directors, officer, employee or agent in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 10th day of December, 1986, and I acknowledge the same to be my act.

WITNESS:

Walter J. O'Donnell

Charles J. Wasitis
Charles J. Wasitis



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 269

DOCUMENT CODE out BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>KRAUSE & FERRIS</u>
_____	_____	Other	<u>91 CATHEDRAL STREET</u>
_____	_____	Other	<u>ANNAPOLIS, MD 21401</u>

TOTAL FEES 40
 Check _____ Cash _____

1 Documents on 1 checks

APPROVED BY: MP

NOTE: _____

2874 0812

0000 2077

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

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

196 PAGE 270

ARTICLES OF INCORPORATION
OF
BRIDGEWOOD, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 18, 1986 AT 10 46 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:

\$

02253862

ANNE ARUNDEL COUNTY

TO THE CLERK OF THE COURT OF

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

RETURN TO
KRAUSE & FERRIS
91 CATHEDRAL STREET
ANNAPOLIS

MD 21401

118C3006264

A 218178



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2874 0808

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

H/w/consent

196 PAGE 271

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

SUPREME BUS COMPANY, INC., OF MARYLAND
A MARYLAND CLOSE CORPORATION
ARTICLES OF INCORPORATION

RECORDED FOR RECORD
12/18/86 at 11:13 a.m.

FIRST: The undersigned, David G. Whitworth, Jr., 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:

SUPREME BUS COMPANY, INC., OF MARYLAND

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 electrical contracting and subcontracting;
- (b) Residential, commercial and industrial wiring;
- (c) Electrical designing and consulting;
- (d) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulas, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.
- (d) 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

H. ERLE SCHAFER
CLERK

1987 MAY - 7 PM 2:04

MAY 18 AM 11:13

63528466

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0000 2079

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

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

(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 evidence of indebtedness created or issued by any such other corporation or association.

(f) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for

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

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.

(g) To carry on any of the business hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or 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 of any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries.

(i) 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 address of the principal office of the Corporation is: 2609 Evergreen Road, Odenton, Maryland 21113.

SIXTH: The name and post office address of the Resident Agent of the Corporation is: *David C. Whitworth, Jr.* 2609 Evergreen Road, Odenton, Maryland 21113.

SEVENTH: The total number of shares of stock which the

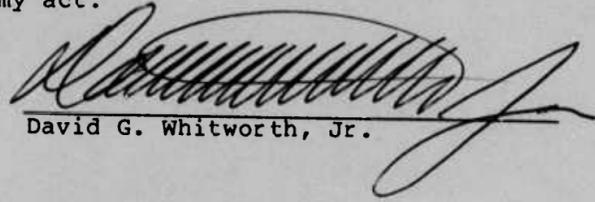
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

Corporation has authority to issue is FIVE THOUSAND (5,000) shares of common of no par value, all of one class.

EIGHTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be two (2) directors, whose names are Tom Crouse and Sandra Crouse.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 4th day of November, 1986, and I acknowledge the same to be my act.


David G. Whitworth, Jr.

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 276

ARTICLES OF INCORPORATION
OF
SUPREME BUS COMPANY, INC., OF MARYLAND

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 18, 1986 AT 11 13 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID	SPECIAL FEE PAID
\$ <u>20</u>	\$ <u>20</u>	\$ _____
<u>D2253672</u>		

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
DEMOSTHENES MCDOW
2609 EVERGREEN RD.
ODENTON MD 21113

118C3006245

A 218164



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

2874 0671

A

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 277

APPROVED FOR RECORD

12/17/86 at 9:00 a.m.

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

ARTICLES OF INCORPORATION
OF
SOUTH ATLANTIC GROUP, INC.

FIRST: I, EDWARD O. WAYSON, JR., of 80 West Street, Suite 110, Annapolis, Maryland 21401, being at least eighteen (18) years of age, do, under and by virtue of the general incorporation laws of the State of Maryland authorizing the formation of corporations, voluntarily associate myself with the intention of forming a corporation and hereby form a corporation.

SECOND: The name of the corporation (hereinafter called "corporation") shall be SOUTH ATLANTIC GROUP, INC.

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

(A) To process, service, settle, and issue title insurance on residential and commercial loans made by third parties.

(B) To enter into partnerships, joint ventures, and all other business associations for any lawful purpose.

(C) To engage in the ownership, operation, construction, franchising, management, marketing and all other lawful activities respecting those items named in (A) above, and to engage in any other lawful business or businesses, whether or not related to those elsewhere described in these articles, and those authorized or approved from time to time by the Board of Directors.

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

(E) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, and otherwise dealing in and with goods, wares, and merchandise, of every class and description.

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

(G) To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the

1987 MAY - 7 PM 2:04
H. ERLE SCHAEFER
CLERK

63518027

2874 0637

0000 2085

corporation has the power to conduct, and hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

(H) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(I) To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, or any bonds, debentures, notes or other evidence of indebtedness created or issued by any such other corporation or association.

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

(K) The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to the terms of any other clause of this or any other section of these articles of incorporation or of any amendment thereto, and shall be regarded as independent and construed as powers as well as objects and purposes.

FOURTH: The post office address of the principal office of the corporation in this state is 2098 Generals Highway, Annapolis, Maryland 21401. The resident agent is **EDWARD O. WAYSON, JR.**, whose address is 80 West Street, P.O. Box 868, Annapolis, Maryland 21404.

FIFTH: The total number of shares of all classes which the Corporation has authority to issue is one thousand (1000) shares of which shall be common stock with no par value per share.

SIXTH: The corporation shall have one director, being, **EDWARD O. WAYSON, JR.**, of 80 West Street, Suite 110, Annapolis, Maryland 21401; who shall act as director until the first annual meeting or until his successor is duly chosen and qualified.

SEVENTH: The Board of Directors shall have the power to create

by-laws for the purpose of restricting transferability of stock as long as these restrictions are not inconsistent with law.

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

The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation or under the laws of the State of Maryland.

Any contract, transaction or act of the corporation or of the directors which shall be ratified by a majority or a quorum of the stockholders having voting powers at the annual meeting, or at any special meeting called for such purpose, shall, so far as permitted by law, be valid and as binding as those ratified by every stockholder of the corporation.

Notwithstanding any provision of the law requiring the action to be taken or authorized by the affirmative vote of the holders or a majority or other designated proportion of the shares or of the shares of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in the charter or in the by-laws but in cases in which the law authorized such action to be taken or authorized by a less vote, such action shall be effective and valid if so taken or authorized except as otherwise provided in the charter or in the by-laws.

The corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law, including amendments changing the terms of any of its outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of sixty-eight percent (68%) of the shareholders of such stock at the time

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duction.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation.

WITNESS:

DATE: _____

Edward O. Wayson, Jr.

Edward O. Wayson, Jr.

STATE OF MARYLAND, COUNTY OF _____, to wit:

I HEREBY CERTIFY, that on this ____ day of _____, 1986, before me,
the subscriber, a Notary Public in and for the State of Maryland and County
aforesaid, personally appeared, **EDWARD O. WAYSON, JR.**, and acknowledged the
aforegoing Articles of Incorporation to be his act.

IN WITNESS WHEREOF, I set my hand and notarial seal the day and year
last above written.

Notary Public

My Commission Expires: _____



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

196 PAGE 282

DOCUMENT CODE 02 1 BUSINESS CODE _____ COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>25</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>25</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>Blumenthal, Wayson et al</u>
_____	_____	_____	<u>Ste 110</u>
_____	_____	_____	<u>80 West St</u>
_____	_____	_____	<u>Annap. Md 21404</u>

TOTAL FEES 40 Check _____ Cash _____
 Documents on 1 checks

APPROVED BY: [Signature]

NOTE:

2874 0642

0000 2090

CLERK'S NOTATION
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CLERK'S NOTATION
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196 PAGE 283

ARTICLES OF INCORPORATION
OF
SOUTH ATLANTIC GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 17, 1986 AT 9 00 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

\$

02253615

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
80 WEST STREET
SUITE 110
ANNAPOLIS

MD 21404

118C3006239

A 218160



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

2874 0636

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duction.

Handwritten initials

196 PAGE 284

1986 DEC -8 4:47:13 17 A 9:47

ARTICLES OF INCORPORATION

OF STATE DEPARTMENT OF ADMINISTRATION

SOUND IDEAS IN SOUND ENGINEERING, INC.

THIS IS TO CERTIFY:

12/17/86 at 9:45 A.M.

FIRST: That the Undersigned, Elizabeth A. Rhodes, whose post office address is c/o Shellie Frankford, 330 North Charles Street, Suite 606, Baltimore, Maryland 21201, being of full legal age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

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

SOUND IDEAS IN SOUND ENGINEERING, INC.

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

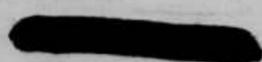
(a) To conduct, operate, and maintain a business for the purpose of audio consulting, acoustical analysis and treatment, and sound system design.

(b) To rent, lease, buy, sell and distribute audio and video equipment.

(c) To engage in the business of producing, manufacturing, recording, taping, selling distributing and leasing records, recordings, videotapes, and other forms of recorded sound and videotape of every nature and description, by any means or through any media.

1987 MAY -7 PM 2:04
H. ERNE SCHAFER
CLERK

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 285

(d) To hire, employ, contract with and negotiate for the musical production or artistic service of, and to use in any manner, bands, singers, musicians and others.

(e) To subscribe or cause to be subscribed for, and to purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute or otherwise dispose of the whole or any part of the share of the stock, bonds coupons, mortgages, deeds of trust, debentures, securities, obligations, notes or other evidences of indebtedness of any corporation, stock company or association now and hereafter existing, and whether created by or under the laws of the State of Maryland, or otherwise, and while the owners of said shares of stock, or bonds, or other property, to exercise all of the rights, powers and privileges of ownership of every kind and description, including the right to vote thereon, with the power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.

(f) To purchase, hold, sell and reissue the shares of its own capital stock.

(g) To buy, lease or otherwise acquire, so far as may be permitted by law, the whole or any part of the business good will and assets of any person, firm associated or corporation (either foreign or domestic) engaged in any business.

(h) To engage in any other business of any kind or character whatsoever and to that end, acquire, hold and dispense of any and all property, assets, bonds and rights of any kind.

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

(i) Without any particular limiting of any of the objects and powers of the Corporation, it is hereby expressly declared and provided that the Corporation shall have power to do all things hereinbefore mentioned, and also to issue or exchange stocks, bonds and other liabilities in payment of property purchased or acquired by it, or for any other object in or about its business, to borrow money without limit, to mortgage or pledge its franchises, real or personal income or profits accruing to it, any stocks, bonds or other obligations, or any property which may be acquired by it, issued or incurred.

(j) To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.

(k) To carry on any business whatsoever which the Corporation may deem proper and/or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated, directly or indirectly, to promote the interest of the Corporation or to enhance the value of its property, to conduct its business in this state or other states, in the District of Columbia, in the territories of the United States, and in foreign countries, and to hold, purchase, mortgage and convey real or personal property, either in or out of the State of Maryland, and to have and to exercise all the powers conferred by the laws of Maryland upon corporations formed under the act pursuant to and under which this Corporation is formed.

FOURTH: The post office address of the place of business at

2874 0619

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CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

196 PAGE 287

which the principal office of the Corporation in this state will be located is 1231-F Gemini Drive, Annapolis, Maryland, 21403. The resident agent of the Corporation is Ted E. Dietz, whose address is 1231 F. Gemini Drive, Annapolis, Maryland, 21403. Said resident agent is a citizen of the United States and the State of Maryland and actually resides therein.

FIFTH: The total amount of the authorized capital stock is Five Thousand (5,000) shares, without nominal or par value.

SIXTH: All issued shares of capital stock of this Corporation shall be deemed fully paid and non-assessable and the holders of such shares shall not be liable to this Corporation or its creditors.

SEVENTH: The number of directors constituting the entire Board of Directors shall not be less than three (3), except that (i) before there is stock outstanding, the number of directors constituting the entire Board of Directors may be less than three (3), but not less than one (1), and (ii) where there is stock outstanding and all shares of stock of the Corporation are owned by less than three (3) stockholders, the number of directors constituting the entire Board of Directors may be less than three (3), but not less than the number of such stockholders. Ted E. Dietz, who is a citizen of the State of Maryland and actually resides therein, shall be the director and shall act as such until the first annual meeting or until his successor is duly chosen and qualified.

EIGHTH: The Board of the Corporation is hereby empowered to authorize the issuance from time to time of fully paid and non-assessable shares, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable.

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 288

The Board of Directors shall, by resolution, state its opinion of the actual value of any consideration other than money for which it authorizes shares of stock of the Corporation to be issued.

NINTH: No contract or other transaction between this Corporation and any other corporation or business shall in any way be affected, or invalidated, by the fact that any of the directors of this Corporation is pecuniarily or otherwise interested in, or is a director or officer of, such other corporation or business; any director individually, or any firm of which any director may be a member, may be a party, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact he or such firm so interested shall be disclosed or shall have been known to the Board of Directors, or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or business or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or business and not so interested.

TENTH: Both the stockholders and directors of the Corporation may hold their meetings and the Corporation may have an office or offices outside of the State of Maryland, except as otherwise provided by law.

ELEVENTH: The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles

2874 0621

0000 2096

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duction.

of Incorporation in any manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

TWELFTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 4th day of December, 1986, and acknowledge the same to be my act.

Elizabeth A. Rhodes
Elizabeth A. Rhodes



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 290

DOCUMENT CODE 02 B BUSINESS CODE 13 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change (New Name). Rows include codes 20-73 and 75-85 with descriptions of fees like Organ. & Capitalization, Rec. Fee, etc.

TOTAL FEES 40.00 Check Cash

Documents on checks

APPROVED BY: [Signature]

ATTENTION:

MAIL TO ADDRESS: Shellie Frankford Esq, 330 N. Charles St, Baltimore MD 21201

NOTE:

2874 0623

0000 2098

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 291

ARTICLES OF INCORPORATION
OF
SOUND IDEAS IN SOUND ENGINEERING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 17, 1986 AT 9 45 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 20

SPECIAL
FEE PAID

\$ _____

02253573

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
SHELLIE FRANKFORD, ESQ.
330 N. CHARLES STREET
BALTIMORE MD 21201

118C3006235

A 218159



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO

2874 0616

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

MARSHALL TECHNICAL SERVICES, INC.

(A close corporation under and by virtue of the Annotated Code of the Public General Laws of Maryland, Corporations and Associations, Title 4- close corporations)

ARTICLES OF INCORPORATION

FIRST: The undersigned, ROBERT M. IRWIN, whose Post Office address is P.O. Box 1167, Severna Park, Maryland 21146, being at least twenty-one (21) years of age does hereby form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is Marshall Technical Services, Inc.

THIRD: The corporation shall be a closed corporation authorized by the Annotated Code of Public General Laws of Maryland, Corporations and Associations, Title 4, closed corporations.

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

- (a) For the recruiting and placement of high tech professionals for employment opportunities, consulting services, contract services and all types of employment services.
- (b) To acquire, by purchase, exchange, or otherwise all or any part of, or any interest in, the properties, assets, businesses, and goodwill of any one or more persons, firms, associations, or corporations heretofore or hereafter engaged in any business for which a corporation may now or hereafter be organized under the laws of this state; to pay for the same in cash, property, or its own or other security; to hold, operate, reorganize, liquidate, sell, or in any manner dispose of the

63498127

STATE DEPARTMENT OF ASSESSEMENTS
AND TAXATION

APPROVED FOR RECORD
9:47 a.m.
10/15/51 at

11 11 11
1957 MAY - 7 PM 2:04

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

196 PAGE 293

whole or any part thereof; and in connection therewith, to assume or guarantee performance of any liabilities, obligations or contracts of such persons, firms, associations, or corporations, and to conduct the whole or any part of any business thus acquired.

(c) To carry out any one or more of the purposes and objects herein enumerated as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any persons, partnership, association or corporation.

(d) To carry on its operation and conduct business in any state, in the State of Maryland, in the District of Columbia, and in any territory, dependency, or possession of the United States, and in any foreign country.

(e) To enter into, make, perform, and carry out contracts of any sort and kind which may be necessary or convenient of this Corporation, or business of a similar nature, with any persons, corporation, private, public or municipal, body politic under the government of the United States or any state, territory, or possession thereof, or any foreign government so far as and to the extent that the same may be done and performed by corporations organized under the corporation law of this state.

(f) To acquire by purchase, exchange, lease, or otherwise, and to own, hold, use, develop, operate, sell, assign, lease, transfer, convey, exchange, mortgage, create security interest in, pledge, or otherwise dispose of or deal in and with, real and personal property of every class or description and rights and

0000 2101

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 294

privileges therein whatsoever situated.

(g) To such extent as a corporation organized under the corporation law of this state may now or hereafter lawfully do, to do, either as principal or agent, and either alone or in connection with other corporations, or individuals, all and everything necessary, suitable, convenient, or proper, for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designated directly or indirectly to promote the interest of this corporation or to enhance the value of its property; and, in general, to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the corporation law of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore.

FIFTH: The Post Office address of the principal office of the corporation in Maryland is 1707 Dryden Way, Crofton, Maryland 21114. The name and Post Office address of the Resident Agent of the corporation is Robert M. Irwin, 1707 Drydene Way, Crofton, Maryland 21114. Said Resident Agent is a citizen of Maryland and actually resides therein.

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

2873 2723

0000 2102

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

196 PAGE 295

SEVENTH: After completion of the organization meeting of the Director and the issuance of one or more shares of stock of the corporation, the corporation shall have no Board of Directors. Until such time, the corporation shall have one (1) Director whose name is Robert M. Irwin.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 04 day of December 1986.

WITNESS:

[Signature]

[Signature]
ROBERT M. IRWIN

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, TO WIT:

I HEREBY CERTIFY that on this 4th day of December 1986, before me, the Subscriber, a Notary Public of the State aforesaid, personally appeared ROBERT M. IRWIN, and he acknowledged the foregoing Articles of Incorporation to be his act.

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

[Signature]
NOTARY PUBLIC

My Commission Expires: 7/1/90

2873 2724

0000 2103



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

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

Surviving (Transferee) _____

AMOUNT FEE REMITTED

- 20 Organ. & Capitalization Rec. Fee (Arts. of Inc.)
- 20 Rec. Fee (Amendment)
- _____ Rec. Fee (Merger or Consolidation)
- _____ Rec. Fee (Transfer)
- _____ Rec. Fee (Dissolution)
- _____ Rec. Fee (Revival)
- _____ Foreign Qualification Cert. of Qual. or Reg.
- 10 Foreign Name Registration Certified Copy 4
- _____ Foreign Penalty For. Supplemental Cert.
- _____ Cert. of Conveyance
- 75 _____ Special Fee For. Limited Partnership
- 80 _____ Cert. Limited Partnership
- 83 _____ Amendment to Limited Partnership
- 84 _____ Termination of Limited Partnership
- 85 _____ Recordation Tax
- 21 _____ State Transfer Tax
- 22 _____ Local Transfer Tax
- 23 _____ Corp. Good Standing
- 31 _____ Foreign Corporation Registration
- NA _____ 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:
MARC A. APPEL, ESQ
2525 MOUNTAIN ROAD
PASADENA, MD 21122

TOTAL FEES 50 Cash Check
 Documents on 1 checks

PREPARED BY: ML

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

2873 2725

0000 2104

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

196 PAGE 297

ARTICLES OF INCORPORATION
OF
MARSHALL TECHNICAL SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 15, 1986 AT 9:47 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

\$ _____

D2253276

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:
MARC A. APPEL, ESQUIRE
2525 MOUNTAIN ROAD
PASADENA MD 21122

117C3006205

A 218097



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

2873 2720

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

196 PAGE 298

MR

P

ARTICLES OF INCORPORATION

OF

SODA POP SHOP OF MARYLAND, INC.

A Maryland Close Corporation

FIRST; I, BRIAN FORD, whose post office address is 401 Grove Ridge Court, Linthicum, Maryland 21090, 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 SODA POP SHOP OF MARYLAND, 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:

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

63498037

APPROVED FOR RECORD 2873 2674

12-15-86 at 9:00a.m.

1987 MAY -7 PM 2:04
HERLE SCHAFER
CLERK

0000 2106

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

196 PAGE 299

such goods, wares, and merchandise; to refine, pack or otherwise prepare such goods, wares and merchandise and to do all things necessary or desirable in the conduct of a business such as aforesaid.

FIFTH; The post office address of the principal office of the Corporation in this State is 401 Grove Ridge Court, Linthicum, Maryland, 21090. The name and post office address of the Resident Agent of the Corporation in this State is BRIAN FORD, 401 Grove Ridge Court, Linthicum, Maryland, 21090; said Resident Agent is an individual actually residing in this State.

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

SEVENTH; The number of directors 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: BRIAN FORD.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 1st day of December, 1986, and I acknowledge the same to be my act.

Brian Ford

BRIAN FORD

2873 2675

0000 2107



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 repro-
duction.

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>22</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
	_____	Other	<u>WILLIAM S. GANNESQ</u>
	_____	Other	<u>SUITE 800</u>
	_____	Other	<u>5 LIGHT STREET</u>
	_____	Other	<u>BALTO, MD 21202</u>

TOTAL FEES 42 Check Cash _____

Documents on checks

APPROVED BY: ML

2873 2676

0000 2108

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

196 PAGE 301

ARTICLES OF INCORPORATION
OF
SODA POP SHOP OF MARYLAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 15, 1986 AT 9:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ <u>22</u>	\$ <u>20</u>	\$ _____
<u>D2253201</u>		

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 S. GANN, ESQUIRE
5 LIGHT STREET, SUITE 800
BALTIMORE MD 21202

117C3006198

A 218090



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2873 2673

0000 2109

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

1986 196 PAGE 302

ARTICLES OF INCORPORATION
OF
S.J.B. ENTERPRISES, INC.

1986 DEC 15 A 9:17

STATE DEPARTMENT OF ASSESMENT AND TAXATION
A Close Corporation

APPROVED FOR RECORD

12-16-86 at 9:17 a.m.

FIRST: The undersigned, John R. Heisse II, whose post office address is 712 Western Run Road, Cockeysville, MD 21030, Phyllis Henderson, whose post office address is 8119 Midhaven Road, Baltimore, MD 21222, and William M. Huddles, whose post office address is 4323 Mt. Zion Road, Upperco, MD 21155, each being at least eighteen (18) years of age, do hereby associate ourselves as incorporators with the intent of forming a corporation under and by virtue of the General Corporate Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called "Corporation") is S.J.B. Enterprises, Inc.

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

A. To engage in every phase and aspect of the business of buying, selling, contracting, distributing or otherwise dealing with paper products and related merchandise of any nature or type.

B. To own real and personal property necessary to appropriate for the conducting of the business set forth in the preceding paragraph and to invest the funds of the Corporation in

63508043

2873 2658

1987 MAY -7 PM 2:04
H. ERLE SCHAFER
CLERK

0000 2110

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

196 PAGE 303

real estate, mortgages, stocks, bonds, or any other type of investment whatsoever.

C. To do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of the purposes and objects enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and, in general, either alone or in association with other associations, corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the Corporation.

D. In general, to carry on any other business in connection therewith, whether related to the aforementioned businesses or otherwise, not forbidden by the laws of the State of Maryland.

The foregoing paragraphs shall be construed as enumerating both purposes and objects of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes or objects shall not be held to limit or restrict in any manner the purposes or objects of the Corporation otherwise permitted by law.

FOURTH: The period of the Corporation's duration is perpetual.

FIFTH: The post office address of the principal office of the Corporation in this state is 263 Nottingham Hill, Sherwood

2873 2659

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

196 PAGE 304

Forest, Maryland 21405. The name and post office address of the Registered Agent of the Corporation is Mr. Stephen J. Bardelman, 263 Nottingham Hill, Sherwood Forest, Maryland 21405.

SIXTH: The total number of shares which the Corporation has authority to issue is Five Hundred (500) shares, with a par value of one dollar (\$1.00) per share; all of one class and designated as Common Stock.

SEVENTH: The initial 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 a successor is duly chosen by the stockholder(s) and qualified is Stephen J. Bardelman. Said named Director shall also be the sole initial stockholder of the Corporation.

EIGHTH: The provisions limiting or denying to shareholders the pre-emptive right to acquire additional shares of the Corporation are: No shareholder shall have a pre-emptive right to acquire additional shares of the Corporation.

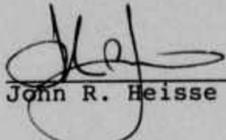
NINTH: The provisions for regulation of the internal affairs of the Corporation are: None.

TENTH: The Corporation shall operate as a "close corporation" under Title 4 of the Maryland Corporation and Association Code.

2873 2660

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

IN WITNESS WHEREOF, the undersigned have hereunto af-
fixed our signatures to these Articles of Incorporation of
Frederick Allen Hiser, P.C., and severally acknowledge same to be
our act.

<u>Witness</u>		(SEAL)
<u>Witness</u>	<u>Phyllis Henderson</u>	(SEAL)
<u>Witness</u>	<u>William M. Huddles</u>	(SEAL)

2873 2661



STATE OF MARYLAND

196 PAGE 306

State Department of Assessments and Taxation

Gene L. Burner, Director

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

CODE AMOUNT FEE REMITTED

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 4p
56 Foreign Penalty
54 For. Supplemental Cert.
73 Cert. of Conveyance

Name Change (New Name)
Change of Name
Change of Principal Office
Change of Resident Agent
Change of Resident Agent Address

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

Code ATTENTION:

TOTAL FEES 50 Check Cash

MAIL TO ADDRESS:
John Heisse
Braude, Margulies
1206 St Paul Street
Balt, Md 21202

APPROVED BY: [Signature]

2873 2662

0000 2114

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

1986 196 PAGE 307

ARTICLES OF INCORPORATION
OF
S.J.B. ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 16, 1986 AT 9:17 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:

\$

5
D2253177

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
JOHN R. HEISSEE, II, ESQUIRE
BRAUDE, MARGULIES, SACKS, ETAL
1206 ST. PAUL STREET
BALTIMORE MD 21202

117C3006195

A 218087



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO.
2873 2657

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

196 PAGE 308

ARTICLES OF INCORPORATION 16 A 9:51
BACK-BAY, INC.

Handwritten initials: *MM*

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 BACK-BAY, INC.

THIRD: The purposes for which the Corporation is formed are: (1) To buy, sell and hold real estate; 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 60 West Street, Suite 401, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are Bruce A. Krain, 60 West Street, Suite 401, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

9:51 A.M. 5/1/80

1987 MAY -7 PM 2:05
H ERLE SCHAFER
CLERK

63508157

2873 2485

0000 2116

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

196 PAGE 309

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: Rosemary Grape.

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, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

2873 2486

0000 2117

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

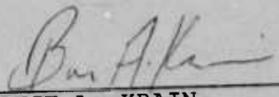
196 PAGE 310

(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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 15th day of December, 1986 and I acknowledge the same to be my act.



BRUCE A. KRAIN

2873 2487

0000 2118



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 311

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change (New Name). Rows include codes 20-73 and 75-85 with descriptions like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), etc.

TOTAL FEES 40 Check Cash

Documents on 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:
BRUCE A. KRAIK, ESQ.
SUITE 401
60 WEST STREET
ANNAPOLIS, MARYLAND 21401

NOTE:

2873 2488

0000 2119

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

196 PAGE 312

ARTICLES OF INCORPORATION
OF
BACK-BAY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 16, 1986 AT 9:51 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:

\$ _____

D2252906

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 A. KRAIN, ESQUIRE
60 WEST STREET, SUITE 401
ANNAPOLIS MD 21401

117C3006168

A 218065



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO.
2873 2484

ARTICLES OF INCORPORATION
OF
KID'S PARADISE, INC.

V01 196 PAGE 313

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

FIRST: I, Linda L. Hampshire, whose post office address is 108 Mapledale Ave., Glen Burnie, Maryland 21061, being at least twenty-one years of age, do hereby form a Closed Corporation under and by virtue of the General laws of the State of Maryland.

1986 DEC 15 A 11:29

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

KID'S PARADISE, INC.

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

- (a) To engage in and conduct a day care service company.
- (b) To carry on the aforesaid business and any related or unrelated business or activity in the State of Maryland, in any state, territory, district or dependency of the United States, or in any foreign country.
- (c) To do anything permitted in Section 2-103 of the Corporations and Associations Article of the Maryland Code, as amended from time; and to carry on any other type of business or activity within aforementioned code or applicable law.

FOURTH: The post office address of the principle office of the Corporation in this State is 108 Mapledale Ave. Glen Burnie, MD. 21061. The name and post office address of the resident agent of the Corporation in this State is Linda L. Hampshire, 108 Mapledale Ave. Glen Burnie, MD. 21061.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five thousand (5000) shares, without par value.

SIXTH: The number of Directors of the Corporation shall be one (1) which number may be increased pursuant to the Bylaws of the Corporation, and so long as there are less than two (2) stockholders, the number of directors may be less than two (2) but not less than the number of stockholders. The name of the director, who shall act until first annual meeting or until his successors are duly chosen and qualified is Linda L. Hampshire.

SEVENTH: The Corporation shall have the power to indemnify, by express provision in its By-Laws, by Agreement, or by majority vote of either of its stockholders or disinterested directors, any one or more of the following classes of individuals: (1) present and former directors and/or officers of the Corporation, (2) present or former agents and/or employees of the Corporation, (3) present or former administrators, trustees of other fiduciaries under pension, profit sharing, deferred compensation, and (4) persons serving or who have capacities for other corporation, partnership, joint venture, trust, or other enterprise; provided, however, that the Corporation shall not have the power to indemnify any person if such indemnification would be contrary to Section 2-418 of the Corporation and Associations Article of the Annotated Code of Maryland, or any statute, rule or regulation of similar import.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 8th day of December 1986.

Linda L. Hampshire (Seal)
Linda L. Hampshire

68498553

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

12-15/86 et

11:29 A.M.

1987 MAY -7 PH 2:05
HERLE SCHAFER
CLERK

0000 2121



STATE OF MARYLAND

196 PAGE 314

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE oi BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	<u>1</u>	<u>1</u> Certified Copy <u>1</u>	_____ Change of Resident Agent
56	_____	Foreign Penalty	_____
54	_____	For. Supplemental Cert.	_____ Change of Resident Agent
73	_____	Cert. of Conveyance	_____ Address

75	_____	Special Fee	_____
80	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	_____
84	_____	Amendment to Limited Partnership	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>LINDA L. HAMPSHIRE</u>

TOTAL FEES 47 Check _____ Cash _____

1 Documents on 1 checks

APPROVED BY: MR

MAIL TO ADDRESS: LINDA L. HAMPSHIRE
108 MAPLEDALE AVENUE
GLEN BURNIE, MARYLAND 21061

NOTE: _____

2873 2391

0000 2122

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

CLERK'S NOTATION

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

0000 2123

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

196 PAGE 315

ARTICLES OF INCORPORATION
OF
KID'S PARADISE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 15, 1986 AT 11:29 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

2

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ <u>20</u>	\$ <u>20</u>	\$ _____
	<u>D2252799</u>	

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
LINDA L. HAMPSHIRE
108 MAPLEDALE AVE.
GLEN BURNIE MD 21061

117C3006157
A 218056



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2873 2389

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

1985 DEC 15 A 11:28

196 PAGE 316
ARTICLES OF INCORPORATION
OF
SHACK'S CONSTRUCTION, INC.
A MARYLAND CLOSE CORPORATION

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION
APPROVED FOR RECORD
12/15/86 at 11:26 A.M.

FIRST: I, Pat Stevens Shackelford III, whose
post office address is 8220 Brandon Drive,
Millersville, Maryland 21108
being at least eighteen (18) years of age, hereby form a
corporation under and by virtue of the General Laws of the State
of Maryland.

SECOND: The name of the corporation, which is hereafter called
the "corporation", is: Shack's Construction, Inc.

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

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

- To engage in the home construction, home remodeling and
interior design business;
- To engage in the commercial construction, commercial
remodeling and interior design business;

In general to do anything permitted by a business in the
"home improvement" business, as defined and regulated by the
Annotated Code of Maryland, as amended from time to time.

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.

2873 2384

63493557

H ERLE SCHAFER
CLERK

1987 MAY - 7 PM 2:05

0000 2125

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

196 PAGE 317

FIFTH: The post office of the principal office of the corporation
in this State is: 8220 Brandon Drive, Millersville,
Maryland 21108

The name and post office address of the Resident Agent of the
corporation in this State is: Pat Stevens Shackelford III
8220 Brandon Drive, Millersville, Maryland 21108
Said Resident Agent is an adult 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 becomes effective, there
shall be one (1) Director, whose name is: Pat Stevens
Shackelford III, and whose address is: 8220 Brandon
Drive, Millersville, Maryland 21108

EIGHTH: The stockholders, when meeting in place of the Board of
Directors, shall have the same powers as a Board of Directors, as
defined by the Corporations and Associations Article of the
Annotated Code of Maryland, subject to the special provisions of
Title Four of said Article, as amended from time to time.

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 of the corporation in connection with a proceeding to
the fullest extent permitted by and in accordance with the
Indemnification Section.

2873 2385

0000 2126

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

196 PAGE 318

(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 consittuted meeting of a majority of the the Board of Directors who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

TENTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 29TH day of NOVEMBER, 1986.

Pat S. Stuckelberger

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

I HEREBY CERTIFY that on this 29th day of November, 1986, before me, the subscriber, a Notary Public of the State of Maryland and the county aforesaid, personally appeared PAT _____
2873 2386

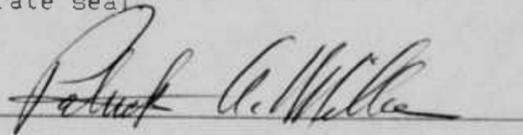
0000 2127

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

196 PAGE 319

STEVENS SHACKELFORD III, who is known to me, and who, having
been duly sworn, acknowledged the foregoing articles of
Incorporation to be his act and deed.

WITNESS my hand and corporate seal



Notary Public

My commission expires July 1, 1970.

2873 2387

0000 2128



STATE OF MARYLAND

196 PAGE 320

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>40</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>10</u>	1 Certified Copy <u>4</u>	_____
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>PATRICK A. MILLER, ESQ.</u>
_____	_____	Other	<u>8205 BRANDON DRIVE</u>
_____	_____	Other	<u>MILLERSVILLE, MARYLAND 21108</u>

TOTAL FEES 70
 Check _____ Cash _____

1 Documents on 1 checks

NOTE: _____

APPROVED BY: ML

2873 2388

0000 2129

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

196 PAGE 321
vii

ARTICLES OF INCORPORATION
OF
SHACK'S CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 15, 1986 AT 11:26 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ <u>40</u>	\$ <u>20</u>	\$ _____
<u>D2252781</u>		

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 A. MILLER, ESQ.
8205 BRANDON DRIVE
MILLERSVILLE MD 21108

117C3006156

A 218055



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2873 2383

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

ARTICLES OF INCORPORATION
OF
VILLAGE ASSOCIATION, INC.

In compliance with the requirements of Title 5, Subtitle 2 of the Corporations and Associations Article of the Annotated Code of Maryland, the undersigned, a resident of Maryland, who is at least 18 years of age, has this day, formed a non-stock corporation, not for profit, and does hereby certify:

ARTICLE I

The name of the corporation is VILLAGE ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at 726 Second Street, Annapolis, Anne Arundel County, Maryland 21403.

ARTICLE III

CHARLES P. FARRELL, whose address is 726 Second Street, Annapolis, Anne Arundel County, Maryland 21403, is hereby appointed the registered agent of the Association.

ARTICLE IV

The terms "Association", "Common Area", "Lots", "Owner", and "Property" as used in these Articles of Incorporation shall have the meanings set forth in the Declaration of Restrictions Relating to The Village (the "Declaration").

ARTICLE V

PURPOSES AND POWERS OF THE ASSOCIATION

The Association shall not operate for pecuniary gain or profit, shall not issue capital stock, and no part of the net earnings of the Association shall inure to the benefit of any member or individual (except that reasonable compensation may be paid for services rendered), and the specific purposes for which it is formed are to provide for: (i) the use, improvement, maintenance, operation and repair of the Common Areas located in the Property including any improvements and amenities located thereon; (ii) the establishment of rules and regulations for the use of the Common Areas including any improvements and amenities located thereon; (iii) the distribution among the Owners of the Property of the costs of the use, improvement, maintenance, operation and repair of the Common Areas including any improvements and amenities located thereon; and (iv) the promotion of the health, safety, pleasure, recreation and welfare of the residents of the Lots within the Property. In furtherance of their purposes, the Association, (by action of its Directors unless otherwise noted in these Articles of Incorporation or in the Declaration) shall have full power to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration as the same may be amended from time

STATE DEPARTMENT OF AGRICULTURE
AND TAXATION

63498561

APPROVED FOR RECORD

12/15/82 at 11:27 A.M.

2873 2371

1986 DEC 15 A 11:21

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MS

1987 MAY - 7 PM 2:05
HERLE SCHAFER
CLERK

to time as therein provided, the Declaration being incorporated herein by reference as if set forth at length;

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

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

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

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility subject, however, to the requirements of the Declaration and to such conditions as may be agreed to by the members; and

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional property and open space, provided that, except as otherwise provided in the Declaration, and such merger, consolidation or annexation shall have the assent of two-thirds (2/3rds) of the votes of each class of the members; and

(g) have and to exercise any and all powers, rights and privileges which a non-stock corporation organized under the Corporation Law of the State of Maryland by law may now or hereafter have or exercise.

ARTICLE VI

Every Owner shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot.

ARTICLE VII

The Association shall have two classes of voting membership:

Class A: Class A members shall be all Owners with the exception of Annapolis Village Associates Limited Partnership, hereinafter "the Company", and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members, however, for purposes of a quorum they shall be treated as a single member. The votes for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B: The Class B Member(s) shall be the Company and shall be entitled to three votes for each Lot owned. The Class B

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 satisfactory photographic repro-
 duction.

Membership shall cease and be converted to Class A Membership on the happening of either of the following events, whichever occurs earlier:

(a) when the total votes outstanding in the Class A Membership equal the total votes outstanding in the Class B Membership; or

(b) on the seventh anniversary of the date of the Declaration.

Provided, however, the Class B Membership shall be revived (and the Company shall again be entitled to three votes for each Lot owned by the Company) during any periods of time occurring before the seventh anniversary of the date of the Declaration, when by reason of the annexation of additional land as a part of the Property additional Lots owned by the Company exist which, when added to the other Lots then owned by the Company, would result in the Company having more than 50% of the votes of the Association were the Company to have three votes for each Lot owned by the Company instead of only a single vote for each Lot owned by the Company.

ARTICLE VIII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

Charles P. Farrell
 P.O. Box 3242
 Annapolis, Maryland 21403

Virginia K. Tippie
 P.O. Box 3242
 Annapolis, Maryland 21403

Donna G. McCabe
 P.O. Box 3323
 Annapolis, Maryland 21403

These Directors, (herein called "Charter Directors") shall serve until the first annual meeting of the members at which their successors are elected. In the event of death or resignation of a Charter Director during his term of office, the remaining Charter Directors shall elect a successor Charter Director to fill the unexpired term of such Charter Director.

ARTICLE IX

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by the holders of not less than two-thirds (2/3rds) of the votes of each class of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event

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in a condition not permitting
satisfactory photographic repro-
duction.

that acceptance of such a dedication is refused, the assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to similar purposes.

ARTICLE X

The Association shall exist perpetually.

ARTICLE XI

Amendment of these Articles shall require the assent of the holders of two-thirds (2/3rds) of the votes of each class of members present in person or by proxy at the meeting at which the vote is taken. Anything set forth above in this Article XI to the contrary notwithstanding, the Company shall have the absolute unilateral right, power and authority to modify, revise, amend or change any of the terms or provisions of these Articles of Incorporation as from time to time amended or supplemented. However, this unilateral right, power and authority of the Company may be exercised if and only if either the Veterans Administration or the Federal Housing Administration or any successor agencies thereto shall require such action as a condition precedent to the approval by such agency of the United States of the Property or any part thereof or any Lots thereon for federally approved mortgage financing purposes under applicable Veterans Administration, Federal Housing Administration or similar programs. If the Veterans Administration or the Federal Housing Administration or any successor agencies thereto approve the Property or any part thereof or any Lot therein for federally approved mortgage financing purposes, any amendments to these Articles made during any period of time when there are Class B members of the Association shall also require the prior consent of the agency giving such approval.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Maryland, the undersigned, Charles P. Farrell, whose post office address is P.O. Box 3242, Annapolis, Maryland 21403, being at least eighteen years of age, has executed these Articles of Incorporation this 11th day of December, 1986, for the purpose of incorporating this Association.

WITNESS:

Donna L. McCabe Charles P. Farrell, Pres
Charles P. Farrell

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

I HEREBY CERTIFY that on this 11th day of December, 1986, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles P. Farrell who acknowledged the execution of the foregoing document to be his free act and deed.

AS WITNESS my hand and Notarial Seal.

Nancy A. Whiteley
Notary Public



My Commission Expires: July 1, 1990
7437D-465



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 repro-
duction.

DOCUMENT CODE 028 BUSINESS CODE 04 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>6</u>	<u>1</u> 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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>COUNCIL, BARADEL, KOSMELY,</u>
_____	_____	Other _____	<u>2 NOLAN, PA.</u>
_____	_____	Other _____	<u>222 SEVERN AVENUE</u>
_____	_____	Other _____	<u>ANNAPOLIS, MARYLAND 21403</u>

TOTAL FEES 50
 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: MP

MAIL TO ADDRESS: _____
COUNCIL, BARADEL, KOSMELY,
2 NOLAN, PA.
222 SEVERN AVENUE
ANNAPOLIS, MARYLAND 21403

NOTE: _____

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

196 PAGE 327

ARTICLES OF INCORPORATION
VILLAGE ASSOCIATION, INC.
STATE OF MARYLAND COUNTY OF ANNE ARUNDEL
Return to: Donna G. McCabe COUNCIL, BARADEL, KOSMERE, & NOLAN, P.A. ATTORNEYS AT LAW 222 SEVERN AVENUE P. O. BOX 3323 ANNAPOLIS, MARYLAND 21403-0323 3703.04

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

196 PAGE 328

ARTICLES OF INCORPORATION
OF
VILLAGE ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 15, 1986 AT 11:27 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:

\$ _____

D2252765

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
COUNCIL, BARADEL, KOSMERL & NOLAN
222 SEVERN AVE.
ANNAPOLIS MD 21403

117C3006154

A 218053



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

2873 2370

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

1986 DEC 15 A 11:00

196 PAGE 329
TOWN & COUNTRY HOMES, INC.

mk

TOWN & COUNTRY HOMES, INC. is a close corporation under Title 4.

ARTICLES OF INCORPORATION

FIRST: That we the subscribers, Joseph C. Madderno, whose post office address is 1019 Shire Court, Crofton, Anne Arundel County, Maryland, 21114 and Barbara D. Modderno, whose post office address is 1019 Shire Court, Crofton, Anne Arundel County, Maryland, 21114, 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 the formation of corporations associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereafter called the Corporation) is: TOWN & COUNTRY HOMES, 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:

To operate and conduct a general contracting business, including but not limited to the construction of residential and commercial buildings and everything necessary for the conduct of such construction.

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

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

1987 MAY - 7 PM 2:05
H. ERLE SCHAFER
CLERK

63498542 - 1 -

2873 228-4

0000 2138

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

196 PAGE 330

To acquire, and pay for in cash, stock, or bonds of this Corporation, or otherwise, any and all materials, supplies, and equipment necessary for the carrying out of the business and purposes of the Corporation, and to acquire and pay for in a similar manner, the good will, rights, assets, and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To borrow money from time to time, and issue notes, bonds, debentures, or obligations of this organization, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.

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

To have one or more offices to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of fee simple, leasehold or other personal property of every class and description.

In general, to carry on any other business in connection with the foregoing, whether buying, building, or selling, and to have and exercise all the powers conferred by the laws of Maryland, upon corporations formed under the Acts hereinbefore referred to and do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The foregoing clauses shall be construed both as objects and powers and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation. 2873 2285

- 2 -

0000 2139

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

FOURTH: The post office address of the place at which the principal office the Corporation in the State shall be located is 1019 Shire Court, Crofton, Anne Arundel County, Maryland, 21114. The resident agent of the Corporation is Craig L. Rickard, whose post office address is 2133 Defense Highway, Crofton, Maryland 21114. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than Two (2) directors, and Joseph C. Modderno and Barbara D. Modderno shall act as directors until the first annual meeting or until their successors are duly chosen and qualified. The number of directors may be changed in such a lawful manner as the By-Laws may from time to time provide.

SIXTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand Dollars (\$100,000.00), divided into one thousand (1,000) shares, par value of One Hundred (\$100.00) Dollars each.

SEVENTH: We do further certify that the Board of Directors are expressly authorized to hold their meetings, to have one or more offices, and to keep the financial books of the Corporation within the State of Maryland, at such places as they may from time to time designate; to fix, determine and vary the amount to be reserved for working capital, to determine the times and amounts of dividends declared on the capital stock; and to determine the use and disposition of any surplus net profits.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 13th day of December, 1986.

WITNESS:

Sean C. Goldsack

Joseph C. Modderno
JOSEPH C. MODDERNO (Seal)

Christine E. Cohen

Barbara D. Modderno
BARBARA D. MODDERNO (Seal)

2873 2286

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

196 PAGE 332

STATE OF MARYLAND :
COUNTY OF Prince Georges : SS:

I HEREBY CERTIFY that on this 13th day of December, 1986, before
me the subscriber, a Notary Public of the State of Maryland, in and for the County of
Prince Georges personally appeared Joseph C. Modderno and Barbara D. Modderno
and severally acknowledged the foregoing Articles of Incorporation to be their act.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 13th day
of December, 1986. My commission expires 7-1-90.

Sean C. Goldskald
NOTARY PUBLIC



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

196 PAGE 333

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

DOCUMENT CODE or John BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>CRAIG L. RICKARD</u>
_____	_____	Other _____	<u>2133 DEFENSE HIGHWAY</u>
_____	_____	Other _____	<u>CROFTON, MARYLAND 21114</u>

TOTAL FEES 40
 Check _____ Cash _____

(Documents on 1 checks)

APPROVED BY: ME

NOTE: _____

2873 2288

0000 2142

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

vm 196 PAGE 334

ARTICLES OF INCORPORATION
OF
TOWN & COUNTRY HOMES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 15, 1986 AT 11:01 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ <u>20</u>	\$ <u>20</u>	\$ _____
<u>D2252674</u>		

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:
CRAIG L. RICKARD
2133 DEFENSE HIGHWAY
CROFTON MD 21114

117C3006145

A 218044



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2873 2283

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

Non-Profit Organization Articles of Incorporation of
Silver Triangle Ruritan Foundation, Inc.

MR

The undersigned, William M. Scrimgeour of 127 Edgewater Drive, Edgewater, Maryland 21037, Charles Freburger of 2924 Main Street, Edgewater, Maryland 21037, and Owen Tucker of 818 Seilby Heights Drive, Edgewater, Maryland 21037, who are all more than eighteen (18) years of age, hereby form a Non-Profit Corporation under the general laws of the State of Maryland;

1. The name of the Corporation shall be SILVER TRIANGLE RURITAN FOUNDATION, INC.

2. The principal office of the Corporation is located at 127 Edgewater Drive, Edgewater, Maryland 21037. The Resident Agent is William M. Scrimgeour, whose address is 127 Edgewater Drive, Edgewater, Maryland 21037 and who is a citizen of the State of Maryland and actually resides in Maryland.

3. Said corporation is organized exclusively for charitable aid and assistance to those in financial need within the State of Maryland, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

4. The corporation shall have three (3) directors. The number of directors may change as provided in the Bylaws, but in no case shall the number of Directors be less than three. The names of the persons who are the initial directors of the corporation are as follows:

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

12/15/86

CLERK

1987 MAY -7 PM 2:05

63493547

2873 2264

0000 2144

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

196 PAGE 336

William M. Scrimgeour, Charles Freburger and Owen Tucker.

5. 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, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

6. The corporation shall have no authority to issue capital stock.

7. Members of the corporation may have full membership or associate membership as may be provided in the Bylaws.

0000 2145

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

196 PAGE 337

8. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the national organization known as Ruritan National Foundation in Dublin, Virginia. 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 such purposes.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 11th day of November, 1986.

William M. Scrimgeour
William M. Scrimgeour

Charles Freburger
Charles Freburger

Owen H. Tucker
Owen Tucker

STATE OF MARYLAND
COUNTY OF Steward

On this 11th day of November, 1986, before me, the undersigned officer, personally appeared William M. Scrimgeour, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

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

196 PAGE 338

In Witness Whereof I hereunto set my hand and official seal.

Laura K. Termals
Notary Public

My Commission Expires: 7/1/90

STATE OF MARYLAND
COUNTY OF Anne Arundel

On this 13 day of November, 1986, before me, the undersigned officer, personally appeared Charles Freburger, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

In Witness Whereof I hereunto set my hand and official seal.

James E. Stealy
Notary Public

My Commission Expires: July 1st 1990

STATE OF MARYLAND
COUNTY OF Anne Arundel

On this 13th day of November, 1986, before me, the undersigned officer, personally appeared Owen Tucker, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

In Witness Whereof I hereunto set my hand and official seal.

James E. Stealy
Notary Public

My Commission Expires: July 1 1990



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 repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>NO</u>	Organ. & Capitalization	<u>Name Change</u>
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	_____	Certified Copy _____	Address _____
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>WILLIAM W. BECKETT, ESQ</u>
_____	_____	Other _____	<u>SUITE 400</u>
_____	_____	Other _____	<u>6660 ROCKLEDGE DRIVE</u>
_____	_____	Other _____	<u>BETHESDA, MARYLAND 20817</u>

TOTAL FEES 40
 Check _____ Cash _____
1 Documents on 1 checks

APPROVED BY: MP

2873 2268

0000 2148

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

196 PAGE 340

ARTICLES OF INCORPORATION
OF
SILVER TRIANGLE RURITAN FOUNDATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 15, 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:
\$ <u>20</u>	\$ <u>20</u>	\$ _____
<u>D2252633</u>		

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 W. BECKETT, ESQ.
6610 ROCKLEDGE DRIVE
SUITE 400
BETHESDA MD 20817

117C3006141

A 218040



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

2873 2263

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

1966 PAGE 341

1966 DEC 17 A 9:43

STATE DEPARTMENT OF ARTICLES OF INCORPORATION
AND TAXATION

APPROVED FOR RECORD

12-17-86 at 9:43a.m. ARTISTIC BRASS CONCEPTS, INC.

First: The undersigned, Paul Bloomberg, whose post office address is 800 N. Charles Street, Suite 400, Baltimore, Maryland 21201, 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 ARTISTIC BRASS CONCEPTS, INC.

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

To manufacture and sell, at wholesale, brass beds and related brass products.

To import, export, produce, buy, sell and otherwise deal in and with, goods, wares and merchandise of every class and description.

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

To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the Corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same or representing any other right or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

To aid in any manner any person, firm, association, corporation or syndicate, of which any shares, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same, or representing any other rights or interests therein, are held by or for this Corporation, or in the welfare of which this Corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interest, or any other property of this Corporation.

63518167

2873 2152

0000 2150

1987 MAR -7 PM 2:05
N. HILL SCHAFER
CLERK

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

To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in all or any of its branches, in any or all states, territories, districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts and possessions of the United States of America and in foreign countries.

To carry on any other type of business or trade allowable by law.

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

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

Fourth: The post office address of the principal office of the Corporation is 7465 Candlewood Road, Hanover, Maryland, 21076. The name and post office address of the Resident Agent of the Corporation in this State is Paul Bloomberg, 800 N. Charles Street, Suite 400, Baltimore, Maryland, 21201, an individual actually residing in this State.

Fifth: The total number of shares of stock of all classes which the Corporation has authority to issue is 1,000 shares of Common Stock with \$.01 par value.

Sixth: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be more than six (6); and the names of the Directors who shall act until the First Annual Meeting or until their successors are duly chosen and qualify are:

Sol R. Jacobs
Selwyn Orchier
Reese Bean

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

Seventh: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

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

(b) No contract or other transaction between the Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the Directors and/or Officers of this Corporation is or are interested in, or is a director or officer, or are directors or officers, of any such other corporation, and any director or directors, officer or officers, individually or jointly, may be a party or parties to, or may be interested in, any contract or transaction of this Corporation or in which this Corporation is interested, and no contract, act or transaction of this Corporation with any person or persons, firm, association or corporation and each and every person who is or may become a director and/or officer of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

(c) The Corporation may enter into Agreements with any stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings of such stockholder or stockholders, and binding such stockholder or stockholders, his or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons shall, thereupon, be subject to such agreement and transferable only upon proof of compliance therewith; provided, however, such agreement be filed with the Corporation, and reference thereto be placed upon the Certificates of Stock.

(d) The Board of Directors shall have the power from time to time, to fix, 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.

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

(f) Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the Corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon.

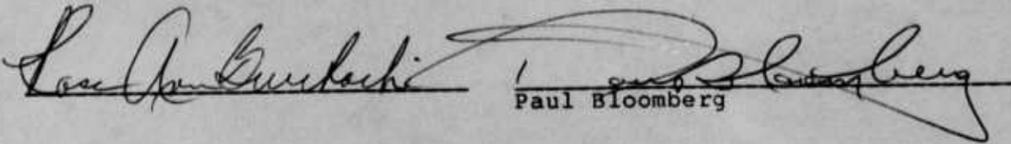
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

(g) The Corporation reserves the right from time to time to make any amendment of its charter, now or hereafter authorized by law, including any amendment which alters the contract rights as expressly set forth in its charter, of any outstanding stock.

Eighth: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16th day of December, 1986, and I acknowledge the same to be my act.

WITNESS:


Paul Bloomberg



STATE OF MARYLAND

196 PAGE 345

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 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

Name Change (New Name)
Change of Name
Change of Principal Office
Change of Resident Agent
Change of Resident Agent Address

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

Code 35
ATTENTION: Paul Bloomberg

TOTAL FEES

40 Check Cash

MAIL TO ADDRESS:

Documents on checks

NOTE:

APPROVED BY: [Signature]

2873 2156

0000 2154

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

196 PAGE 346

ARTICLES OF INCORPORATION
OF
ARTISTIC BRASS CONCEPTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 17, 1986 AT 9:43 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 \$
D2252443

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

RETURN TO:
KAPLAN, FREELAND, SCHWARTZ ET. AL
PAUL BLOOMBERG
800 N. CHARLES STREET MD 21201
BALTIMORE

117C3006122
A 218022



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2873 2151

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

196 PAGE 347

ARTICLES OF INCORPORATION
OF
MID ATLANTIC DECK AND FENCE CO., INC.
"A CLOSE CORPORATION"

FIRST: The undersigned WILLIAM BRUCE BEAUCHAMP, whose address is 462 Manor Road, Arnold, Maryland 21012, being at least twenty-one (21) years of age, does hereby act as incorporator 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 Close Corporation" as authorized by Title 4, Corporation and Association Article of the Annotated Code of Maryland and Supplement.

SECOND: The name of the corporation (which is hereinafter referred to as "Corporation") is "MID ATLANTIC DECK AND FENCE CO., INC."

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

(A) To engage in the construction of metal fences, wood fences and wooden decks for both residential and commercial purposes and all related activities thereto.

(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 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,

63448187

2872 2236

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
10/24 A.M.

H. ERLE SCHAFER
CLERK
1987 MAY - 7 PM 2:06

0000 2156

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

1977 196 PAGE 348

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 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 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.

(D) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract, by any other corporation or association in which the Corporation has an interest, and to endorse or

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in a condition not permitting
satisfactory photographic repro-
duction.

196 PAGE 349

otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(E) To 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 purchases, 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.

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

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

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in a condition not permitting
satisfactory photographic repro-
duction.

196 PAGE 350

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.

(H) 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, 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.

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

FOURTH: The address of the principal office of the Corporation in this State is 462 Manor Road, Arnold, Maryland 21012. The name and address of the resident agent of the Corporation in this State is PETER S. O'NEILL, 150 South Street, Annapolis, Maryland 21401. The said resident agent is a citizen of this State and actually resides herein.

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

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satisfactory photographic repro-
duction.

196 PAGE 351

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 name of the Director who shall act until the said organizational meeting is WILLIAM BRUCE BEAUCHAMP, 462 Manor Road, Arnold, Maryland 21012.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 9th day of December, 1986.

William B. Beauchamp (SEAL)
William Bruce Beauchamp

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

I HEREBY CERTIFY that on this 9th day of December, 1986, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared WILLIAM BRUCE BEAUCHAMP, and he acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my Hand and Notarial Seal.

Lynne M. Murphy
Notary Public

My Commission Expires: 7/1/90

-5-

2872 2240

0000 2160



STATE OF MARYLAND

196 PAGE 352

State Department of Assessments and Taxation

Geno L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change. Rows include codes 20-73 and 75-85 with corresponding fee descriptions and checkboxes for name changes.

TOTAL FEES 40 Check Cash

Documents on 1 checks

APPROVED BY: [Signature]

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

MAIL TO ADDRESS: PETER S. O'NEILL, ESQ. 150 SOUTH STREET ANNAPOLIS, MD. 21401

NOTE:

2872 2241

0000 2161

CLERK'S NOTATION
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duction.

196 PAGE 353

ARTICLES OF INCORPORATION
OF
MID ATLANTIC DECK AND FENCE CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 10, 1986 AT 10:21 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.

\$

D2252229

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:
PETER S. O'NEILL
150 SOUTH STREET
ANNAPOLIS

MD 21401

116C3006100

A 217709



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO 2872 2235

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

AL
D.W.

STATE DEPARTMENT OF
ARTS & CULTURE

ARTICLES OF INCORPORATION
OF
U.S.A. CLEAN, INC.

DEC 16 A 9:16

12/16/80
DK

9616 A

FIRST: I, Carol M. Lilly, whose post office address is 1150 Tyler Avenue, Annapolis, Maryland, 21401, being at least eighteen years of age, am hereby forming a corporation under and by virtue of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is: **U.S.A. CLEAN, INC.**

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

- (1) To engage in the general business of office, home, business, complex, boat, recreational, rug and carpet service and maintenance of all types and description, including cleaning, normal maintenance, daily repairs, shampooing, weaving, demoting and odorizing and to carry on and conduct any business incidental thereto;
- (2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;
- (3) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world;
- (4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipment;
- (5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation;
- (6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character;
- (7) To apply for, obtain, register, purchase, lease or otherwise acquired or own by concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, trade name or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;
- (8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of 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

1985 DEC - 8 A 9:58

1987 MAY - 7 PM 2:06
H. ERLE SCHAFER
CLERK

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196 PAGE 355

shares of capital stock, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;

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

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

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

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

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

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

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

FOURTH: The post office address of the principal office of the corporation in this State is 1150 Tyler Avenue, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation are Carol M. Lilly, 1150 Tyler Avenue, Annapolis, Maryland, 21401. Said Resident Agent is an individual actually residing in this State.

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

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

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).

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:

Carol M. Lilly

Edward N. Lilly

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.

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

CLERK'S NOTATION
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satisfactory photographic repro-
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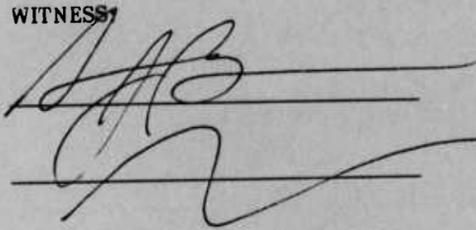
VII 196 PAGE 357

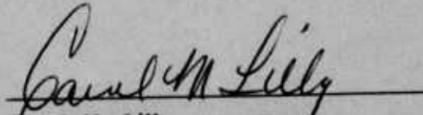
for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

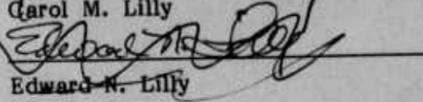
TENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 18 day of November, 1986, and I acknowledge the same to be my act.

WITNESS





Carol M. Lilly


Edward N. Lilly



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

196 PAGE 358

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

DOCUMENT CODE 12 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____
52	_____	Foreign Qualification	_____ Change of Name
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	<u>10</u>	Foreign Name Registration (Certified Copy <u>ff.</u>)	_____ Change of Resident Agent Address
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	_____ Code _____
85	_____	Termination of Limited Partnership	_____ ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>Hillman Brown & Darrin PA</u> <u>P.O. Box 668</u> <u>Annapolis, MD 21404-0668</u>

TOTAL FEES 50.00
_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: MC

NOTE: _____

2872 2060

0000 2167

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

196 PAGE 359

ARTICLES OF INCORPORATION
OF
U.S.A. CLEAN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 16, 1986 AT 9:16 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	\$
D2251940		

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

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

116C3006072

A 217686



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2872 2055

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

196 PAGE 360
ARTICLES OF INCORPORATION
OF
REGENCY PROPERTIES, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

(A CLOSE CORPORATION)

APPROVED FOR RECORD

12/16/86 at 10:51 a.m.

FIRST: The undersigned, Gerald M. Katz, whose post office address is Suite 204 Sudbrook Station, 115 Sudbrook Lane, Pikesville, Maryland 21208, being over eighteen (18) years of age and acting as incorporator, hereby forms a corporation under the Maryland General Corporation Law.

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

REGENCY PROPERTIES, INC.

THIRD: The Corporation shall be a "close Corporation" as defined by Title 4 of the Corporations and Associations Article of the Maryland General Corporation Law.

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

(a) To buy, sell and exchange real property.
(b) To purchase for reinvestment or resale, and to deal in land and other property and any interest therein or otherwise deal with land and any other property whether real or personal.

(c) To carry on any and all business, transactions and activities permitted by the Maryland General Corporation Law which may be deemed desirable by the stockholders of the

63508353

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1997 MAY -7 PM 2:06
H. ERLE SCHAFER
CLERK

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

7922J

196 PAGE 362

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

(a) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments which alter the contract rights of any class of outstanding stock as expressly set forth in the charter.

(b) Unless otherwise provided by the stockholders, no holder of stock of any class shall be entitled to preemptive rights to subscribe for or purchase or receive any part of any new or additional issue of stock of any class of the Corporation.

(c) To the maximum extent permitted by the Maryland General Corporation Law as from time to time amended, the Corporation shall indemnify its currently acting and its former directors, officers, agents, and employees and those persons who, at the request of the Corporation, serve or have served another corporation, partnership, joint venture, trust or other enterprise in one or more of such capacities.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 15th day of December, 1986, and have acknowledged such Articles to be my act.

WITNESS:

Susan M. Woodin

Gerald M. Katz
Gerald M. Katz, Incorporator
2872 2033

-3-

0000 2170



STATE OF MARYLAND

196 PAGE 363

State Department of Assessments and Taxation

Gene L. Burner, Director

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious [checked] Close [checked] Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and various fee categories like Organ. & Capitalization, Name Change, etc.

TOTAL FEES 49 Check Cash
Documents on checks

Code ATTENTION:

MAIL TO ADDRESS:
General H. Katz
Ste 204/Sudbrook Sta
115 Sudbrook La
Pikesville, Md 21208

APPROVED BY: [Signature]

2872 2034

0000 2171

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

196 PAGE 364

ARTICLES OF INCORPORATION
OF
REGENCY PROPERTIES, INC.

RETURN TO:
Gerald M. Katz, P.C.
Suite 204/Sudbrook Station
115 Sudbrook Lane
Pikesville, MD 21208

0000 2172

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

196 PAGE 365

ARTICLES OF INCORPORATION
OF
REGENCY PROPERTIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 16, 1986 AT 10:51 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:

\$

D2251890

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:
GERALD M. KATZ
115 SADBROOK LANE
SADBROOK STATION SUITE 204
PIKESVILLE MD 21208

116C3006067

A 217682



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2872 2030

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 366

B.G.'S CAR WASH, INC.
(A Closed Corporation)

APPROVED FOR RECORD

ARTICLES OF INCORPORATION

12/16/86 at 9:49 .m.

FIRST: I, BOBBY G. GEDDINGS, whose post office address is 7422 Hawkins 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 referred to as the "Corporation") is B.G.'S CAR WASH, 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 a car wash business, and to perform all necessary and proper related services and activities in connection therewith.

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

(c) To acquire by purchase or lease, or otherwise, lands, and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired; and to erect,

b7c v 91 313 0001

1987 MAY -7 PM 2:06
H. ENLE SCHAFER
CLERK

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

196 PAGE 367

or cause to be erected, on any lands owned, held or occupied by the Corporation, buildings or other structures with their appurtenances, and to re-build, enlarge, alter or improve any buildings or other structures now or hereafter erected on any lands so owned, held or occupied; and to mortgage, sell, lease or otherwise dispose of any lands or interests in lands, and in buildings or other structures, and any stores, shops, suites, rooms or parts of any buildings, or other structures at any time owned or held by the Corporation.

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

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

(f) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of 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 522 N. Crain

0000 2175

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

196 PAGE 368

Highway, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Bobby G. Geddings, 7422 Hawkins 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 HUNDRED (100) shares of common stock, without par value.

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

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

NINTH: Except as the By-Laws may otherwise provide, the Corporation shall indemnify any person against reasonable expenses to the extent that he has been successful in defense of any action, suit or proceeding to which he was made a party by reason of his serving or having served either the Corporation or any other entity at the request of the Corporation, in any capacity, while an Officer or Director of the Corporation. Except as the By-Laws may otherwise provide, no other indemnification shall be provided for any Officer or

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

196 PAGE 369

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16th day of DEC, 1986, and I acknowledge the same to be my act.

Bobby G. Geddings
Bobby G. Geddings

862716.inc.



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

196 PAGE 370

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

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>Bobby Geddings</u>
_____	_____	_____	<u>7422 Harbors Dr.</u>
_____	_____	_____	<u>Annapolis, Md 21076</u>

TOTAL FEES _____
 Check 40 Cash
 _____ Documents on _____ checks

APPROVED BY: A

NOTE:

2873 1355

0000 2178

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

196 PAGE 371

ARTICLES OF INCORPORATION
OF
B.G.'S CAR WASH, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 16, 1986 AT 9:49 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	\$
D2251726		

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:
BOBBY G. GEDDINGS
7422 HAWKINS DRIVE
HANOVER MD 21076

115C3006050
A 217903



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

2873 1350

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

mk

196 PAGE 372

ARTICLES OF INCORPORATION
OF
TEN-MD, LTD.

FIRST: I, MacKenzie Canter, III, whose post office address is Suite 350, 2020 K Street, N.W., Washington, D.C. 20006, 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 TEN-MD, LTD.

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

(a) To establish and conduct a general amusement enterprise and to furnish amusement to the public; to acquire, establish, purchase, own, hold, sell, lease, conduct and manage bingo houses, fairs, carnivals, exhibitions, contests, and amusement enterprises of every kind and nature; to buy, lease, obtain or otherwise acquire, hold, exchange, sell, or otherwise dispose of and deal in real estate for the purpose of erecting or furnishing buildings for use and occupation of amusement enterprises of every kind and nature.

(b) To exchange, purchase, lease, or otherwise acquire, develop, hold, mortgage, pledge, sell, exchange, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal and real property of every kind, and wherever situated.

(c) To carry on such business alone or with other individuals, partnerships, joint ventures, corporations, syndicates and other forms of enterprise.

(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, partnership or individual (including the estate of a decedent), carrying on or

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H. ENLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
1986 DEC 11 A 9 27

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APPROVED FOR RECORD
12/11/86 at 9:27 A.M.
2873 1192

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CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

having carried on, in whole or in part, any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, goodwill, franchises, or assets by the issuance, 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, tradenames, rights, 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; to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock, voting trust certificates, 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; to exercise in respect thereof any and all rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds, or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(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 in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, on any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

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satisfactory photographic repro-
duction.

196 PAGE 374

(h) To loan or advance money with or without security, without limit as to amount; to borrow or raise money for any of the purposes of the Corporation; to issue bonds, debentures, notes, or other obligations of any nature and in any manner permitted by law and to secure the payment thereof and of the interest thereon, by mortgage, pledge, conveyance, or assignment in trust of, the whole or any part of the real or personal property of the Corporation; and to sell, pledge, discount, or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may facilitate the transaction of the aforesaid objects or businesses, 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 any or all states, territories, districts, colonies, and dependencies of the United States of America, and in foreign countries.

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 747 Rt. 3 (N), Gambrills, Maryland 21054. The name and post office address of the resident agent of the Corporation in this State is The Corporation Trust Incorporated, 32 South Street, Baltimore, Maryland 21202. The registered agent is a Maryland corporation.

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

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three, 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: William Chipman, Alan Berger and Robert M. Berger.

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.

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in a condition not permitting
satisfactory photographic repro-
duction.

196 PAGE 376

(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 preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now 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 Corporation and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning herein.

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

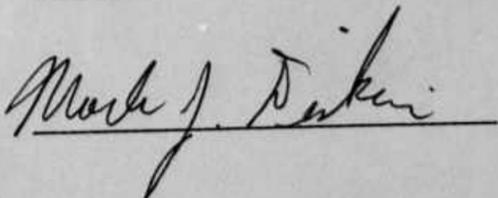
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

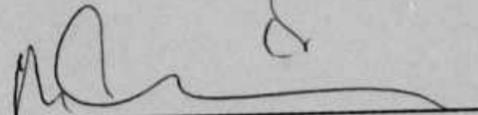
196 PAGE 377

(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. The Corporation, however, shall not indemnify such Corporate representative 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 10 day of December, 1986 and I acknowledge the same to be my act.

WITNESS:




MacKenzie Canter, III



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

196 PAGE 378

DOCUMENT CODE 028 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>22</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
---	_____	Other	<u>MARC DISKIN, ESQ</u>
---	_____	Other	<u>2020 K STREET, NW</u>
---	_____	Other	<u>SUITE 350</u>
---	_____	Other	<u>WASHINGTON, D.C. 20006</u>

TOTAL FEES 42
 Check _____ Cash _____

1 Documents on 1 checks

APPROVED BY: MP

NOTE:

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

0000 2186

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

196 PAGE 379

ARTICLES OF INCORPORATION
OF
TEN-MD, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 11, 1986 AT 9:27 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 22

SPECIAL
FEE PAID

\$

D2251429

ANNE ARUNDEL COUNTY

TO THE CLERK OF THE COURT OF

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

RETURN TO:
MARK DISKIN, ESQUIRE
2020 K STREET, N.W.
SUITE 350
WASHINGTON

DC 20006

115C3006020

A 217878



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

2873 1191

196 PAGE 380

APPROVED FOR RECORD

12-11-86 at 10:22a

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

TRI-STATE MARINE, INC.

ARTICLES OF INCORPORATION

1. INCORPORATOR: The undersigned, Stephen J. Britz, whose post office address is 150 South Street, Annapolis, Maryland 21041, being at least twenty-one (21) years of age, does hereby form a corporation under the public general laws of the State of Maryland.

2. NAME: The name of the corporation, hereinafter called the Corporation, is:

TRI-STATE MARINE, INC.

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

A. To construct, purchase, lease, or otherwise acquire, equip, maintain, utilize, and operate shops, buildings, wharves, piers, docks, drydocks, and all conveniences, machinery, appliances, and equipment suitable or necessary for the business of building boats, vessels, and watercraft of all kinds; to design, manufacture, buy, sell, and generally deal in canoes, rowboats, skiffs, motorboats, sailboats, tugs, barges, scows, steamboats, electric launches, floats, rafts, and every other kind of floating craft, including pontoons and pontoon bridges and other devices for crossing water, and water craft of every description; to design, manufacture, buy and sell, and generally deal in inboard and outboard engines, electric motors, and all other equipment and accessories necessary for the successful operation of any of the above water craft.

B. To develop, manufacture, assemble, fabricate, import, lease, purchase, or otherwise acquire, invest in, hold, use, license the use of, install, handle, maintain, service or repair, sell, pledge, mortgage, exchange, export, distribute, assign, and otherwise dispose of, and generally to trade and deal in and with, as principal or agent, at wholesale, retail, on commission or otherwise, electronic systems, equipment and components, and

1986 DEC 11 11 22

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CLERK

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electrical, mechanical, and electro-mechanical apparatus and equipment of every kind and description, electronic telecommunication, communication, transmitting, receiving, recording, reproducing, and similar equipment of every description, microwave devices and equipment, radio, sonar, radar, television, and related devices and equipment, and similar goods, wares, merchandise, commodities, articles of commerce, and property of every kind and description, and any and all products, machinery, equipment, and supplies used or useful in connection therewith.

C. To manage or administer as agent the business or property of any corporation, firm, or person carrying on any authorized business, and to sell or dispose of, receive and make disbursements for, or arrange for the management or administration of the whole or any part of the business or property of any corporation, firm, or person; to act as agent, broker, consignee, or factor of others in buying and selling all manner and kind of goods; to make contracts with others in reference to the handling and disposing of the same; to deliver goods on bills of lading in the name of this Corporation; to draw drafts against such bills of lading; to carry insurance in the name of this Corporation on goods consigned for sale; and to develop and extend the business interest of any corporation, firm, or person.

D. To carry on any other business or businesses which may be determined directly or indirectly to effectuate any of the aforesaid objects, and to facilitate the transaction by the Corporation of the aforesaid business or businesses or any part 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.

E. To enter into, make or become a party to any and all agreements of a lawful nature, and to execute deeds, mortgages, liens, notes, or contracts or agreements of any nature whatsoever,

2873 1137

including agreements and contracts of indemnity, guaranty or otherwise; to borrow money in its own name for its own account or for others; and to act as accommodation maker or endorser of any type of obligation whatsoever, and pledge and mortgage any or all of its assets as collateral security for any transaction on its own behalf or for the accommodation of others, but in no way shall this Corporation act as a Surety Company.

F. To have one or more offices or places of business, and to carry on all or any part of its operation or business without restrictions or limits as to the amount or place, in any of the States, districts, territories, colonies or dependencies of the United States and any and all foreign countries, subject to the laws of such State, district, territory, colony, dependency or foreign country.

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

H. To acquire all or any part of the goodwill, rights, property, business and/or stocks 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 and/or stocks so acquired; and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

I. And generally to carry on any other business in connection with the foregoing not contrary to the Laws of the State of Maryland, and with all the powers conferred upon corporations by the Laws of the State of Maryland; this Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relating to corporations which are contained in the General Laws of Maryland.

J. The above granted powers are in furtherance and not

in limitation of the general powers conferred upon the corporation by law, and this corporation shall be entitled to transact its business in any manner, lawfully permitted.

4. PRINCIPAL OFFICE AND REGISTERED AGENT: The post office address of the principal office of the Corporation in Maryland is 3490 Constellation Drive, Davidsonville, Maryland 21305. The name and post office address of the Resident Agent of the Corporation in Maryland is Stephen J. Britz, 150 South Street, Annapolis, Maryland 21401. Such Resident Agent is a citizen of Maryland and actually resides therein.

5. CAPITAL STOCK: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of One Dollar (\$1.00) per share par value, all of one class.

6. BOARD OF DIRECTORS: 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 fewer than three (3), provided that:

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

(2) If there is stock outstanding and so long as there are fewer than three (3) stockholders, the number of Directors may be fewer than three (3), but never fewer than the number of stockholders.

(3) The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are ALLAN F. SCRUGGS, JOHN E. SLATTERY. and STEPHEN J. BRITZ.

7. WORKING CAPITAL: The Board of Directors shall have the power from time to time as it sees fit to determine the amount of working capital of the Corporation, and to determine what, if any, portion of the surplus or net profits of the Corporation shall be declared as dividends or used for any other purpose.

In addition, the Board of Directors may direct that any

such surplus or net profits shall be used to purchase or otherwise acquire shares of stock of the Corporation, or evidence of indebtedness of the Corporation, to such extent and upon such terms as are legal and deemed to be expedient.

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

9. INDEMNIFICATION: The Corporation shall indemnify any Director, officer or employee, or former Director, officer or employee, of the Corporation, or any person who may have served at its request as a Director, officer or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him or her in connection with the defense of any action, suit or proceeding in which he or she is made a party by reason of being or having been such Director, officer or employee, except in relation to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for gross negligence or gross misconduct in the performance of duty. The Corporation may also reimburse to any Director, officer or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the Directors not involved in the matter in controversy (whether or not a quorum) that it was in the interest of the Corporation that such settlement be made and that such Director, officer or employee may be so entitled under any By-Law, vote of shareholders, or otherwise.

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

IN WITNESS WHEREOF, These Articles of Incorporation have been

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

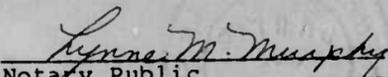
executed by the undersigned this 9th day of December, 1986.


STEPHEN J. BRITZ

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

I HEREBY CERTIFY that on this 9th day of December, 1986, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Stephen J. Britz, and acknowledged the foregoing Articles of Incorporation, consisting of six (6) pages, to be his act.

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


Notary Public

My Commission expires July 1, 1990.



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

196 PAGE 358

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>50</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>Stephen Britz</u>
_____	_____	_____	<u>PO Box 468</u>
_____	_____	_____	<u>Annapolis, Md</u>
_____	_____	_____	<u>21404</u>

TOTAL FEES 72
 Check _____ Cash _____
 _____ Documents on _____ checks

APPROVED BY: RS

NOTE:

2873 1142

0000 2194

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

196 PAGE 387

ARTICLES OF INCORPORATION
OF
TRI-STATE MARINE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 11, 1986 AT 10:22 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20

RECORDING
FEE PAID:

\$ 22

SPECIAL
FEE PAID:

\$

D2251338

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:
STEPHEN J. BRITZ
P. O. BOX 468
ANNAPOLIS

MD 21041

115C3006011

A 217869



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

2873 1135

MP
MS

CERAMICS GALORE, INC.

1986 DEC -3 A 10:17

ARTICLES OF INCORPORATION

FIRST: I, Margaret E. Zseltvay, whose post office address is 1308 West River Road, Shady Side, Maryland 20764, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is Ceramics Galore, Inc.

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

- (1) The manufacture and sale of ceramic products.
- (2) Instruction to customers in all phases of manufacture of ceramic products.
- (3) To engage in any other lawful purpose and/or business.
- (4) To do anything permitted by Section 2-103 of the Corporation and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 630 East Bay Front Road, Deale, Maryland 20751. The name and post office address of the Resident Agent of the Corporation in this State are Margaret E. Zseltvay, 1308 West River Road, Shady Side, Maryland 20764. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is one hundred (100) shares of common stock, without par value.

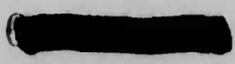
SIXTH: The number of directors of the Corporation shall be three, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as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

SEVENTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 26th day of November, 1986, and I acknowledge the same to be my act.

WITNESS:

Michael J. McCarthy Margaret E. Zseltvay

 63468222

1986 DEC 12 A 10:20

2873 1067

1987 MAY -7 PM 2:06
H. ERLE SCHAFER
CLERK

APPROVED FOR RECORD
12/3/86 at 10:17 A.M.

STATE DEPARTMENT OF REVENUE AND TAXATION
APPROVED FOR RECORD
12/3/86 at 10:17 A.M.

MCCARTHY & SULLIVAN
LAW OFFICES
12427 SADLER LANE
BOWIE, MARYLAND 20715
(301) 464-0500

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

196 PAGE 389

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>10</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	<u>1</u>	Certified Copy	_____ Change of Resident Agent
56	_____	Foreign Penalty	_____
54	_____	For. Supplemental Cert.	_____ Change of Resident Agent Address
73	_____	Cert. of Conveyance	_____
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	_____
84	_____	Amendment to Limited Partnership	_____ Code _____
85	_____	Termination of Limited Partnership	_____ ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	_____ MAIL TO ADDRESS: _____
_____	_____	Other	_____ <u>MICHAEL J. MCCARTHY, ESQ.</u>
_____	_____	Other	_____ <u>1247 SADDLE LANE</u>
_____	_____	Other	_____ <u>BOWIE, MARYLAND 20715</u>

TOTAL FEES 47 Check _____ Cash _____

Documents on _____ checks _____

APPROVED BY: MJ

NOTE: _____

2873 1068

0000 2197

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

196 PAGE 390

ARTICLES OF INCORPORATION
OF
CERAMICS GALORE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 3, 1986 AT 10:17 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

\$

D2251213

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
MICHAEL J. MCCARTHY, ESQUIRE
12427 SADLER LANE
BOWIE MD 20715

115C3005999

A 217857



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

2873 1066

ATS-060

0000 2198

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

AL LARAMORE SPORTS CLINICS, INC.
A Maryland Close Corporation
Organized Pursuant to Title Four of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

1936 DEC 11 A 9:43

FIRST: I, JOSEPH ALVIN LARAMORE, JR., whose post office address is 604 Beach Drive, Annapolis, Maryland 21403 being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is AL LARAMORE SPORTS CLINICS, 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 conducting sports clinics, seminars, training and educational programs for coaches, players, youngsters and adults including the following sports and others: football, basketball and baseball; and to engage in any other lawful purpose and/or business; and

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

FIFTH: The post office address of the principal office of the Corporation in this State is 604 Beach Drive, Annapolis, Maryland 21403. The name and post office of the Resident Agent of the Corporation in this State is Joseph Alvin Laramore, Jr., 604 Beach Drive, Annapolis, Maryland 21403. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand 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 Joseph Alvin Laramore, Jr.

63458083

2873 1063

0000 2199

1987 MAY -7 PM 2:07
H. ERLE SCHAFER
CLERK

12/12/86
RECORDED FOR RECORD
9:43 A.M.
STATE DEPARTMENT OF ASSESSMENTS

P M

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

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 corporation 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 proceedings 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 corporation 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 corporation 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 9 day of December, 1986, and I acknowledge the same to be my act.

Witness:

Lucy B. Reere

Joseph Alvin Laramore, Jr.
Joseph Alvin Laramore, Jr.



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

196 PAGE 393

DOCUMENT CODE ord BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	<u>8</u>	<u>1</u> Certified Copy <u>2</u>	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
Other	_____	Other	MAIL TO ADDRESS: _____
Other	_____	Other	<u>RONALD R. HOLDEN, ESQ.</u>
			<u>60 WEST STREET, SUITE 211</u>
			<u>ANNAPOLIS, MD. 21401</u>

TOTAL FEES 48
 Check _____ Cash _____

1 Documents on 2 checks

APPROVED BY: MR

NOTE:

2873 1065

0000 2201

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

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 394

ARTICLES OF INCORPORATION
OF
AL LARAMORE SPORTS CLINICS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 12, 1986 AT 9:43 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.

\$

D2251205

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:
RONALD R. HOLDEN, ESQUIRE
60 WEST STREET, SUITE 211
ANNAPOLIS MD 21401

115C3005998

A 217856



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

2873 1062

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 395

APPROVED FOR RECORD

12/12/86 at 9:59 .m.

ARTICLES OF INCORPORATION

OF

EASTON LUBE CENTER, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Larry L. Lockhart, whose post office address is 6660 Security Boulevard, Baltimore County, Maryland, 21207, being of full and legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, hereby form a corporation.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is EASTON LUBE CENTER, 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 any other state or states of the United States, or any territory or possession thereof, are as follows:

(a) To own, distribute, lease and operate all types of lubrication, repair and service businesses for motor vehicles and other equipment.

(b) To manufacture, buy, sell, maintain and distribute all types of automotive service and repair equipment.

(c) To purchase, lease or otherwise acquire, all or part of any property, real or personal, to carry on the Corporation's business.

(d) To purchase or otherwise acquire, hold or reissue shares of its capital stock of any class.

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

2873 0985

1987 MAY - 7 PM 2:07
HERLE SCHAFER
CLERK

W

0000 2203

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

property, business or rights.

The aforesaid 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 mention of any particular purpose, object or business mentioned, in any manner to limit or restrict the generality of any purpose or to limit or restrict any of the Corporations. 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.

FOURTH: The post office address of the principal office of the Corporation in this state is Post Office 494 Century Vista Drive, Anne Arundel County, Arnold, Maryland, 21012. The Resident Agent of the Corporation is Karl L. Schwinger, whose post office address is Post Office 494 Century Vista Drive, Anne Arundel County, Arnold, Maryland, 21012. Said Resident Agent is a citizen of the state and resides therein.

FIFTH: The business of the Corporation shall be managed by a Board of not less than (3) Directors, nor more than fifteen (15) Directors, and Karl L. Schwinger, Phyllis A. Schwinger, and Larry L. Lockhart, shall act as Directors until the first meeting, or until their successors are duly chosen and qualify. The Directors, by a majority vote, may, in accordance with the By-Laws, increase or decrease the number of Directors to such number, not less than three (3) nor more than fifteen (15), as they deem necessary.

SIXTH: The total amount of the authorized capital stock of the Corporation shall be Five Thousand (5,000) shares with a no par value.

SEVENTH: The Board of Directors of the Corporation is

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

196 PAGE 397

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 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 2nd day of December, 1986.

Peter B. Turney
Witness

Larry L. Lockhart (SEAL)
LARRY L. LOCKHART

STATE OF MARYLAND, COUNTY OF BALTIMORE, to wit:

I HEREBY CERTIFY that on this 2nd day of December, 1986, before me, the subscriber, a Notary Public of the State of Maryland, County aforesaid, personally appeared LARRY L. LOCKHART, and he acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Peter B. Turney
Notary Public

My Commission Expires:

7-1-90



2873 0987

- 3 -

0000 2205



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

VN 196 PAGE 398

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

DOCUMENT CODE 02^b BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>9</u>	<u>1</u> Certified Copy <u>3</u>	
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	
22	_____	State Transfer Tax	
23	_____	Local Transfer Tax	
31	_____	Corp. Good Standing	
NA	_____	Foreign Corporation Registration	
	_____	Other _____	MAIL TO ADDRESS: _____
	_____	Other _____	<u>Larry Lockhart</u>
	_____	Other _____	<u>6660 Security Blvd</u>
	_____	Other _____	<u>Balt. Md 21207</u>

TOTAL FEES 49 Check _____ Cash _____
 _____ Documents on _____ checks

APPROVED BY: A

NOTE: _____

2873 0988

0000 2206

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

LARRY I. LOCKHART
ATTORNEY AT LAW
68860 SPECTRUM HOLLAND RD
BALTIMORE, MARYLAND 21207

196 PAGE 39

ENTER, INC.

0000 2207

CLERK'S NOTATION

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

196 PAGE 399

ARTICLES OF INCORPORATION

OF

EASTON LUBE CENTER, INC.

LARRY L. LOCKHART
ATTORNEY AT LAW
6660 SECURITY BOULEVARD
BALTIMORE, MARYLAND 21207

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

**ARTICLES OF INCORPORATION
OF
MORNING STAR CENTER, INC.**

APPROVED AND RECORDED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND: FEBRUARY 12, 1966 AT 9:00 O'CLOCK A.M. AT BALTIMORE
WITH LAWYER PRESENT

ORGANIZATION AND CAPITALIZATION TAX	RECORDING FEE	SPECIAL SERVICES
\$ 20	\$ 20	\$
<u>0253000</u>		

TO THE CLERK OF THE COURT OF
ANNE ARUNDEL COUNTY

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

RETURN TO:
LARRY LOCKHART
6666 SECURITY BLVD.
BALTIMORE MD 21207

1190200986

A 217844



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN BALTIMORE

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

1967 PAGE 401

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

OF

12/12/86 at 10:41 .m.
INDEPENDENT TRUCK AND EQUIPMENT REPAIR, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, JOHN T. REDMILES, SR., whose post-office address is Box 324, Severn, Maryland 21144; DAVID MICHAEL PALMER, whose post-office address is 8033 Clark Station Road, Severn, Maryland 21144; and PAUL LOWMAN, whose post-office address is 8215 Telegraph Road, Severn, Maryland 21144, 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:

INDEPENDENT TRUCK AND EQUIPMENT REPAIR, INC.

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

(a) Buying, selling, trading, repairing, altering, letting, dealing in manufactured automotive, industrial and farm machinery and electrical appliances of all kinds and descriptions, incandescent and arc lamps, wireless and general electrical supplies, buying and selling same on commission or as owners, buying, selling, dealing in all other kinds of goods, automotive, industrial and farm machinery, farm and industrial products and merchandise, as well as automotive parts, supplies and equipment, and transacting all other business necessary or convenient in connection therewith and in connection with the business of manufacturing and trading and the taking, acquiring and holding of stocks in any other corporation.

(b) To engage in the buying, selling, distributing, installation or repair of heating plants, or any part or parts thereof, electrical equipment, or any part or parts thereof, oil burners, or any part or parts thereof, air-conditioning, or any part or parts thereof and fuel storage tanks and buying and selling of fertilizers, liquid and dry, fuel oils, oils, kerosene and gasoline and the construction, purchase, leasing and operation of docks, yards and warehouses.

1967 MAY -7 PM 2:07
H. ENLE SCHAFER
CLERK

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7310

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7310

1967 DEC 12 A 10:41

2873 0979

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

(c) To lease, operate for hire, motor trucks or other vehicles for transportation or merchandise of any kind and description, including heavy industrial and farm machinery, to buy, sell, lease, mortgage and otherwise acquire and dispose of any industrial or farm equipment, trucks or other vehicles needed in the operation of said business.

(d) To build, acquire by purchase or lease real estate or otherwise to own, maintain, use or operate buildings, show rooms, garages, factories, service and filling stations, shop and manufacturing and repair plants, including lands, machinery, farm and industrial equipment, appliances, warehouses, stores and other property of every kind, nature and description which may be useful to accomplish any of the purposes or to carry on any business of the character herein referred to.

(e) To carry on all of the business or manufacturers of the dealers and workers in the automotive, farm and industrial machinery and equipment and repairing of same. To do a general business in farm supplies, farm products, industrial and automotive supplies and parts, fertilizer and cement, lime plasters, whiting, clay, gravel, sand, minerals, earth coke, fuel, artificial stone and builders' requisites and conveniences of all kinds, and of ship barge, lighter, and truck owners, quarry owners, builders, general contractors and carriers.

(f) To buy, sell, lease, hold, mortgage, convey, develop, improve and deal in real estate of every kind and description within the State of Maryland, and especially to own, buy, sell, construct, improve, lease, remodel or construct any building or other structure within the State of Maryland, considered desirable or necessary for the company's business.

(g) To do any or all of the things herein set forth to the same extent as natural persons may or could do, as persons, agents, contractors, trustees or otherwise, alone or in company with others.

(h) To do all and every thing necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other Corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
287-7310

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of or connected with the aforesaid business or powers, or any part or parts thereof; provided, the same be not inconsistent with the laws under which this Corporation is organized.

FOURTH: We do further certify that the amount of the total authorized stock of this Corporation shall consist of Five Thousand (5,000) shares of common stock with no par value.

FIFTH: We do further certify that the post-office address of the principal office of the Corporation in the State of Maryland will be located at 1352 Odenton Road, Odenton, Maryland 21113; and the name of the Corporation Resident Agent is David Michael Palmer, whose post-office address is 8033 Clark Station Road, Severn, Maryland 21144 and who is a citizen of Maryland, actually residing therein.

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: John T. Redmiles, David Michael Palmer, and Paul Lowman. The number of directors may be changed from time to time in the manner provided in the By-Laws.

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

EIGHTH: 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.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: The undersigned, being all the stockholders of Independent Truck and Equipment Repair, Inc., 1352, Odenton Road, Odenton, State of Maryland, 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.

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7910

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on this
10th day of December, 1986.

WITNESS:

<u>William J. Boehm</u>	<u>John T. Redmiles</u> (SEAL)
<u>William J. Boehm</u>	<u>David Michael Palmer</u> (SEAL)
<u>William J. Boehm</u>	<u>Paul Lowman</u> (SEAL)

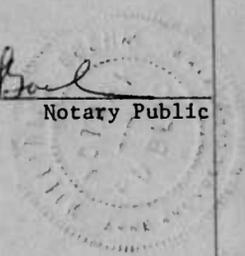
STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY that on this 10th day of December 1986,
before me, the subscriber, a Notary Public of the State of Maryland, in and
for the County aforesaid, personally appeared John T. Redmiles, David Michael
Palmer, and Paul Lowman, and severally acknowledged the foregoing Articles of
Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

William J. Boehm
Notary Public

My Commission Expires July 1, 1990



WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7310

2873 0982

0000 2213



STATE OF MARYLAND

196 PAGE 405

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)

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change (New Name). Rows include codes 20-73 with descriptions like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), etc.

Table with codes 75-85 and NA, descriptions like Special Fee, For. Limited Partnership, etc.

TOTAL FEES 50 Check Cash 2 Documents on 1 checks

MAIL TO ADDRESS: William Boehm, 124 South St, Annapolis, Md 21401

APPROVED BY: A

2873 0983

0000 2214

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
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196 PAGE 406

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ARTICLES OF INCORPORATION
OF
INDEPENDENT TRUCK AND
EQUIPMENT REPAIR, INC.

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MARYLAND 21401

0000 22 15

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

196 PAGE 407

ARTICLES OF INCORPORATION
OF
INDEPENDENT TRUCK AND EQUIPMENT REPAIR,
INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 12, 1986 AT 10:41 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:

\$

D2251072

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:
WILLIMA BOEHM
124 SOUTH STREET
ANNAPOLIS

MD 21401

115C3005985

A 217843



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2873 0978

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

VOL 196 PAGE 408

ARTICLES OF INCORPORATION
OF

APPROVED FOR RECORD

12/12/86 at 10:41 .m.

MIKE PALMER TRUCKING CO., INC.

THIS IS CERTIFY:

FIRST: That we, the subscribers, DAVID MICHAEL PALMER, whose post-office address is 8033 Clark Station Road, Severn, Maryland 21144; JOHN T. REDMILES, SR., whose post-office address is Box 324, Severn, Maryland 21144; and PAUL LOWMAN, whose post-office address is 8215 Telegraph Road, Severn, Maryland 21144, 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:

MIKE PALMER TRUCKING CO., INC.

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

(a) Buying, selling, trading, repairing, altering, letting, dealing in manufactured automotive, industrial and farm machinery and electrical appliances of all kinds and descriptions, incandescent and arc lamps, wireless and general electrical supplies, buying and selling same on commission or as owners, buying, selling, dealing in all other kinds of goods, automotive, industrial and farm machinery, farm and industrial products and merchandise, as well as automotive parts, supplies and equipment, and transacting all other business necessary or convenient in connection therewith and in connection with the business of manufacturing and trading and the taking, acquiring and holding of stocks in any other corporation.

(b) To engage in the buying, selling, distributing, installation or repair of heating plants, or any part or parts thereof, electrical equipment, or any part or parts thereof, oil burners, or any part or parts thereof, air-conditioning, or any part or parts thereof and fuel storage tanks and buying and selling of fertilizers, liquid and dry, fuel oils, oils, kerosene and gasoline and the construction, purchase, leasing and operation of docks, yards and warehouses.

63498081

1986 DEC 12 A 10:41

2873 0973

1987 MAY -7 PM 2:07
H. ERLE SCHAFER
CLERK

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7910

0000 2217

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

VOL 196 PAGE 409

(c) To lease, operate for hire, motor trucks or other vehicles for transportation of merchandise or any kind and description, including heavy industrial and farm machinery, to buy, sell, lease, mortgage and otherwise acquire and dispose of any industrial or farm equipment, trucks or other vehicles needed in the operation of said business.

(d) To build, acquire by purchase or lease real estate or otherwise to own, maintain, use or operate building, show rooms, garages, factories, service and filling stations, shop and manufacturing and repair plants, including lands, machinery, farm and industrial equipment, appliances, warehouses, stores and other property, of every kind, nature and description which may be useful to accomplish any of the purposes or to carry on any business of the character herein referred to.

(e) To carry on all and any of the business of the general contractor, subcontractor, lessee, lessor, or manufacturers of and dealers and workers in the automotive, industrial trucking, commercial trucking, farm, industrial and commercial machinery and equipment and repair of same. To do a general business of commercial and industrial trucking and commercial hauling, as well as, in farm supplies, farm products, industrial and automotive supplies and parts, fertilizer and cement, lime plasters, whiting, clay, gravel, sand, minerals, earth coke, fuel, artificial stone and builders' requisites and conveniences of all kinds, and of ship barge, lighter, and truck owners, quarry owners, builders, general contractors and carriers.

(f) To buy, sell, lease, hold, mortgage, convey, develop, improve and deal in real estate of every kind and description within the State of Maryland, and especially to own, buy, sell, construct, improve, lease, remodel or reconstruct any building or other structure within the State of Maryland, considered desirable or necessary for the company's business.

(g) To do any and all of the things herein set forth to the same extent as natural persons may or could do, as persons, agents, contractors, trustees or otherwise, alone or in company with others.

(h) To do all and every thing necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7910

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association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof; provided, the same be not inconsistent with the laws under which this Corporation is organized.

FOURTH: We do further certify that the amount of the total authorized stock of this Corporation shall consist of Five Thousand (5,000) shares of common stock with no par value.

FIFTH: We do further certify that the post-office address of the principal office of the Corporation in the State of Maryland will be located at 1352 Odenton Road, Odenton, Maryland 21113; and the name of the Corporation Resident Agent is David Michael Palmer, whose post-office address is 8033 Clark Station Road, Severn, Maryland 21144, and who is a citizen of Maryland, actually residing therein.

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: David Michael Palmer, John T. Redmiles, and Paul Lowman. The number of directors may be changed from time to time in the manner provided in the By-Laws.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class whether now or 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.

EIGHTH: The Board of Directors is authorized from time to time, on 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.

NINTH: The duration of the Corporation shall be perpetual.

WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
267-7310

2873 0975

0000 2219

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

TENTH: The undersigned, being all the stockholders of Mike Palmer Trucking Co., Inc., 1352 Odenton Road, Odenton, Maryland 21113, hereby consents 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 10th day of December, 1986.

WITNESS:

<u>Will J. Boehm</u>	<u>David Michael Palmer</u> (SEAL) David Michael Palmer
<u>Will J. Boehm</u>	<u>John T. Redmiles</u> (SEAL) John T. Redmiles
<u>Will J. Boehm</u>	<u>Paul Lowman</u> (SEAL) Paul Lowman

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

I HEREBY CERTIFY that on this 10th day of December, 1986, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared David Michael Palmer, John T. Redmiles and Paul Lowman, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Will J. Boehm
Notary Public
My Commission expires July 1, 1990



WILLIAM J. BOEHM
ATTORNEY AT LAW
124 SOUTH STREET
ANNAPOLIS, MD. 21401
287-7310

2873 0976

0000 2220



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 412

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor)

Surviving (Transferee)

CODE AMOUNT FEE REMITTED

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

Name Change (New Name)
Change of Name
Change of Principal Office
Change of Resident Agent
Change of Resident Agent Address

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

Code
ATTENTION:

TOTAL FEES

50 Check Cash

2 Documents on 1 checks

MAIL TO ADDRESS:
William Boehm
124 South St
Annapolis, Md 21401

NOTE:

APPROVED BY: A

2873 0977

0000 2221

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

196 PAGE 414

ARTICLES OF INCORPORATION
OF
MIKE PALMER TRUCKING CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 12, 1986 AT 10:41 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:

\$

D2251064

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:
WILLIMA BOEHM
124 SOUTH STREET
ANNAPOLIS

MD 21401

115C3005984

A 217842



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2873 0972

0000 2222

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

196 PAGE 415

INSURE-LINK CORPORATION

Articles of Incorporation

APPROVED FOR RECORD
12-10-86 at 12:03P

pp
FIRST: The undersigned, Linda Verbeten, whose post office address is 1741 Severn Chapel Road, Crownsville, Maryland 21032, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the Corporation) is Insure-Link Corporation.

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

(a) General. To engage in commercial and related businesses and all other activities set forth in this Article.

(b) Computer Sales, Design and Consulting. To engage in the general business of buying, selling, providing, marketing in every capacity, computer hardware and software, and in the business of computer and software design, computer system analysis, and providing consulting services.

(c) Capacity to Act. To have the capacity to act possessed by natural persons, but to have authority to perform only such acts as are necessary, convenient, or expedient to accomplish the purposes for which it is formed, and such as are not repugnant to law.

(d) To Deal in Personal Property. To acquire, (by purchase, exchange, lease, hire or otherwise), hold, mortgage, pledge, hypothecate, exchange, sell, deal in and dispose of, alone, or in syndicates or otherwise in conjunction with others, commodities and other personal property of every kind, character and description whatsoever and wheresoever situated, and any interest therein.

(e) To Deal in Real Property. To acquire, (by purchase, exchange, lease, hire or otherwise), hold, own improve, manage, operate, lease as lessee, let as lessor, sell, convey or mortgage, either alone or in conjunction with others, real estate of every kind, character and description whatsoever and wheresoever situated, and any interest therein.

(f) To Act as Agent. To act in all parts of the world as agent or representative for any individual, association, corporation, or legal entity.

63448372

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H. ERLE SCHAFER
CLERK

1987 NOV - 7 PM 2:07

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196 PAGE 416

(g) To Make Contracts. To enter into, make, perform and carry out, or cancel and rescind, contracts for any lawful purposes pertaining to its business.

(h) To Deal in Good Will. To acquire, (by purchase, exchange, lease, hire or otherwise), all, or any part, of the good will, rights, property and business of any person, entity, partnership, association or corporation; to pay for the same in cash or in stocks, bonds or other obligations of the Corporation or otherwise, to hold, utilize and in any manner dispose of the whole, or any part, of the rights and property so acquired, and to assume in connection therewith any liabilities, of any such person, entity, partnership, association, or corporation, and conduct in lawful manner the whole, or any part, of the business thus acquired.

(i) To Execute Guaranties. To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts or other obligations, of others.

(j) To Enter Into Partnership. To enter into any lawful arrangement for sharing profits, union of interest, reciprocal association, or cooperative association with any corporation, association, partnership, individual, or other legal entity, for the carrying on of any business or transaction.

(k) Treasury Stock. To purchase its own shares to the extent of unreserved and unrestricted capital surplus.

(l) Stated Capital, Consideration for Shares. To determine the amount of stated capital and increase or reduce stated capital, and to determine the consideration to be received for shares issued from time to time.

(m) Surplus. To determine the amount of capital surplus and earned surplus and the amount allocated to each in mergers, consolidations or acquisitions.

(n) Stock Options. To create, without restriction, rights or options to purchase any or all of its shares.

(o) To Raise Funds. To borrow or raise moneys for any of the purposes of the Corporation and, from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment thereof, and the interest thereon, by mortgage on, or pledge, conveyance, or assignment in trust of, the whole, or any part, of the assets of the Corporation, real, personal, or mixed, including contract rights, whether at the time owned or

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 417

thereafter acquired, and to sell, pledge, or otherwise dispose of such securities or other obligations of the Corporation for its corporate purposes.

Specifically, the Corporation is authorized to sell its certificates of indebtedness to the public generally from time to time, and to issue special certificates of indebtedness with terms different from those available to the general public to its officers and employees.

(p) To Deal in its Own Securities. To acquire, (by purchase, exchange, lease, hire or otherwise), hold, sell transfer, reissue or cancel the shares of its own capital stock, or any securities or other obligations of the Corporation, in the manner and to the extent now or hereafter permitted by the laws of Maryland, except that the Corporation shall not use its funds or other assets for the purchase of its own shares of stock when such use would cause any impairment of the capital of the Corporation, and except that shares of its own capital stock beneficially owned by the Corporation shall not be voted directly or indirectly.

(q) To Deal in Securities Generally. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other individuals, or domestic or foreign corporations, associations or partnerships, or indirect obligations of the United States or of any government, state, territory, governmental district or municipality of any instrumentality thereof.

(r) Rights, Privileges, and Powers. Subject to any limitations or restriction imposed by law or by these Articles of Incorporation, to have and exercise all the general rights, privileges and powers specified in or permitted under the Corporations and Associations Article of the Annotated Code of Maryland.

(s) Construction of Foregoing Sections. The foregoing sections shall be construed as powers as well as purposes, and the matters expressed in each section shall, unless otherwise expressly provided, be in no way limited by reference to, or inference from, the terms of any other section, each of such sections being regarded as creating independent powers and purposes. The enumerations shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of the sections or the scope of the general powers of the Corporation created thereby; nor shall the expression of the one thing be deemed to exclude another not expressed, whether or not it be of like nature.

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- 3 -

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CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

196 PAGE 418

(t) Limiting Clause. Nothing in this Article so contained shall be construed to authorize the conduct by the Corporation of rural loan and savings associations, credit union, or banking, railroad, insurance, surety, trust, safe deposits, mortgage, guarantee, or building and loan

business or receiving deposits of money, bullion, or foreign coins, or if issuing bills, notes, or other evidences of debt for circulation as money.

✓ **FOURTH:** The post office address of the principal office of the Corporation in Maryland is 2661 Riva Road, Annapolis, Maryland, 21401. The name and post office address of the resident agent of the Corporation in Maryland is Linda Verbeten, 2661 Riva Road, Annapolis, Maryland 21401.

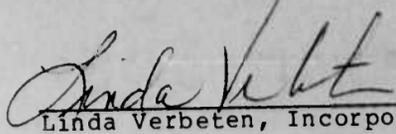
FIFTH: The total number of shares which the Corporation has authority to issue is 1,000 shares of the par value of \$.01 a share, all of one class, and having an aggregate par value of \$10.00

SIXTH: The number of directors of the Corporation shall be four which number may be increased or decreased pursuant to the By-Laws of the Corporation, and so long as there 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 Linda S. Verbeten, Charles Whitby, and Joanne Riddle.

SEVENTH: The duration of the Corporation shall be perpetual.

EIGHTH: The members shall have the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on December 9, 1986, and severally acknowledge the same to be my act.


Linda Verbeten, Incorporator

2873 0897

- 4 -

0000 2227



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

196 PAGE 419

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>Ross and Duerk</u>
_____	_____	Other	<u>Attn: Janis Zink</u>
_____	_____	Other	<u>1700 K St NW # 1100</u>
_____	_____	Other	<u>Wash DC 20006</u>

TOTAL FEES 40
 Check _____ Cash _____

_____ Documents on _____ checks

APPROVED BY: [Signature]

NOTE:

2873 0898

0000 2228

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

196 PAGE 420

ARTICLES OF INCORPORATION
OF
INSURE-LINK CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 10, 1986 AT 12:03 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	\$ _____
D2250892		

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:
ROSS AND DUERK, P.C.
ATTN: JANIS ZINK
1700 K STREET, N.W.
SUITE 1100
WASHINGTON DC 20006

115C3005967
A 217835



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2873 0893

0000 2229

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 421

APPROVED FOR RECORD

12/16/86 at 10:25 .m.

RITCHIE HIGHWAY LIQUOR FAIR, INC.
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

That the undersigned, Michael J. Kandel, whose Post Office Address is 532 The Equitable Building, Ten North Calvert Street, Baltimore, Maryland 21202, being of full legal age and a citizen of the State of Maryland and of the United States, acting as incorporator, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

1. That the name of the Corporation (hereinafter called the "Corporation") is RITCHIE HIGHWAY LIQUOR FAIR, INC.
2. The object and purpose for which, and for any of which this Corporation is formed and the business to be carried on or promoted by it are to do any or all of the following things:
 - A. To own and/or operate a carry-out liquor store.
 - B. To purchase, lease, sell, use, hold, convey, exchange, mortgage, improve, develop, manage, take options on, grant options on, or otherwise acquire, operate, deal in and with, and dispose of fee simple property, leasehold property, ground rents and personal property of every kind and description.
 - C. To borrow money, pledge as collateral any or all of the assets of the Corporation, issue notes and bonds as authorized by the laws of this State and to execute mortgages, deeds of trust or other forms of contracts as security for the same and guaranteeing the payment thereof.
 - D. To maintain margin accounts and to make short sales of all kinds.
 - E. To acquire the good will, trade name, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation engaged in a similar business and to pay for the same in cash or stock of this Corporation or otherwise.

1987 MAY -7 PM 2:07
H. ERLE SCHAFER
CLERK

63508213

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

196 PAGE 422

F. To acquire by subscription, purchase, exchange or otherwise, and to hold for investment or otherwise to use, sell, dispose of, pledge, mortgage or hypothecate any bonds, stocks or other obligations of any corporation, and while the owner thereof, to exercise all of the rights, powers and privileges of ownership thereof.

G. To engage in any business of whatsoever kind or description within the State of Maryland or elsewhere that may be directly or indirectly calculated to effectuate the objects and purposes of this Corporation or any of them.

H. To consolidate with or merge into any other corporation.

I. In general, to carry on any lawful business in any form, and to have and to exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force.

3. The Post Office Address of the place at which the principal office of the Corporation in the State of Maryland will be located is 959 Morgan Drive, Arnold, Maryland 21012. The Resident Agent of the Corporation is Michael J. Kandel, whose Post Office Address is 532 The Equitable Building, Ten North Calvert Street, Baltimore, Maryland 21202. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

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

5. The Board of Directors may authorize the issuance from time to time of shares of its stock with or without par value of any class and securities convertible into shares of its stock with or without par value of any class for such consideration as said Board of Directors may deem advisable. The Board of Directors shall, by resolution, state its opinion of the actual value of any consideration other than money for which it authorizes shares of stock without par value or securities convertible into shares of stock without par value to be issued.

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 423

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

7. The Corporation initially shall have one (1) Director and the following named person shall act as such until the first Annual Meeting of Stockholders or until his successor is duly chosen and has qualified:

Philip Greene

The Corporation may determine by its By-Laws the classification and number of its Directors, which may from time to time be fixed at a number other than that named in this Charter but shall never be less than the minimum number required by applicable law.

8. (a) Any person who is or who has served as a Director or officer of the Corporation, or at its request, of any other corporation, partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless by the Corporation against any and all liabilities, costs and legal or other expense, including, without limitation, fines, penalties, judgments and amounts paid in settlement, reasonably incurred by or impressed upon such person in connection with or resulting from any claim, action, suit or proceeding, civil, criminal, administrative or investigative, to the full extent permitted by Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended, or any successor statute.

(b) 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.

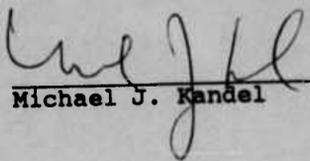
9. The power to make, alter and repeal By-Laws of the Corporation shall be vested in the Board of Directors.

10. 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.

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

196 PAGE 424

I have signed these Articles of Incorporation, acknowl-
edging the same to be my act, on this 15th day of December,
1986.



Michael J. Kandel

corp\liqfair.art

- 4 -

2873 0048

0000 2233



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

196 PAGE 425

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____ Change of Name
65	_____	Rec. Fee (Dissolution)	_____ Change of Principal Office
66	_____	Rec. Fee (Revival)	_____ Change of Resident Agent
52	_____	Foreign Qualification	_____ Change of Resident Agent Address
50	_____	Cert. of Qual. or Reg.	
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
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

MAIL TO ADDRESS:
Kendel - Sheffer
10 N. Calvert St #532
Balt. Md 21202

APPROVED BY: A

NOTE:

2873 0049

0000 2234

CLERK'S NOTATION
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CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

196 PAGE 426

ARTICLES OF INCORPORATION
OF
RITCHIE HIGHWAY LIQUOR FAIR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 16, 1986 AT 10:25 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

\$

D2250520

ANNE ARUNDEL COUNTY

TO THE CLERK OF THE COURT OF

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

RETURN TO:
KANDEL & SHAFFER
10 N. CALVERT STREET
SUITE 532
BALTIMORE

MD 21202

115C3005930

A 217806



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

2873 0044

CLERK'S NOTATION
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duction.

196 PAGE 427

ARTICLES OF INCORPORATION

G & G GEMS, INCORPORATED, A CLOSE CORPORATION

FIRST: I, the undersigned, 12-10-86 at 11:2a .m.
STEWART GAMMILL, whose post
Office address is P.O. Box 3291, Annapolis, MD 21403, being at
least twenty-one years of age, do hereby intend 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
known as the Corporation) is G & G GEMS, INCORPORATED.

THIRD: The purposes for which this Corporation is formed
are as follows: To provide necessary and convenient facilities,
employees and related services, general offices, equipment, furniture
and supplies necessary to perform the business of wholesale
and retail sales of gems and jewelry, including cutting, polishing,
setting, designing, appraising, and any other related services,
and in connection therewith, to construct, own, buy, sell and
lease any and all types of property, real or personal, of any
kind or nature whatsoever to carry out the general purposes of
this Corporation, in accordance with and as permitted by the Maryland
Annotated Code.

FOURTH: The post office address of the principal office of
the Corporation in this State is 3716 Ramsgate Drive, Annapolis,
Maryland 21403; and the name and post office address of the Resident
Agent of the Corporation in this State is STEWART GAMMILL, 3716
Ramsgate Dr., Annapolis, MD 21403. Said Resident Agent is a
citizen of this State, is a legal resident, and actually resides
herein.

63448300

2872 2550

H. ERLE SCHAFER
CLERK

1987 MAY - 7 PM 2:07

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

-2-

196 PAGE 428

FIFTH: The Corporation shall operate as a close corporation, pursuant to the Maryland Annotated Code, and shall have no Board of Directors upon the issuance of stock, and STEWART GAMMILL shall serve as Director until the election to operate as a close corporation becomes effective.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is 1000 shares, non-assessable, without nominal or 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 Corporation shall have any and all powers as set forth in the Maryland Annotated Code in respect to capital stock corporations, and shall have any and all powers set forth therein as fully as natural persons, whether as principals, agents, trustees and otherwise.

(b) In the event any stockholder of this Corporation wishes to dispose of his or her shares of stock in this Corporation, the remaining stockholders of the Corporation are to be given first option to purchase the said shares at fair market value. The option so to purchase shall be exercisable by each stockholder in proportion to the number of shares he or she holds at the time the notice below provided for is given. If any stockholder does not exercise his or her option, the Corporation can exercise its option. The remaining stockholders shall be given thirty (30) days written notice of intent to sell and shall have thirty (30)

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196 PAGE 429

-3-

days after receipt of said notice to either take up or reject
the said option.

EIGHTH: The duration of said Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these ARTICLES OF INCORPORATION,
ON this the 30 day of JUNE, 1986.

WITNESS:

Samuel P. Chalfant, Jr.

Stewart Gammill
STEWART GAMMILL

STATE OF MARYLAND, COUNTY OF PRINCE GEORGE'S, SS:

I, SAMUEL P. CHALFANT, JR., hereby certify that
on this 30 day of JUNE, 1986,
before me, the subscriber, a Notary Public in and for the State and
County aforesaid, personally appeared STEWART GAMMILL, and
acknowledged the foregoing ARTICLES OF INCORPORATION to be his act.

WITNESS, my hand and notarial seal:

Samuel P. Chalfant, Jr.
Notary Public, Maryland
My Commission expires
1 July, ~~1990~~ 1986

2872 2552

0000 2238



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 430

DOCUMENT CODE 02 1B BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

20	<u>20</u>	Organ. & Capitalization
61	<u>20</u>	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger or Consolidation)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	<u>8</u>	<u>1</u> Certified Copy <u>20</u>
56	_____	Foreign Penalty
54	_____	For. Supplemental Cert.
73	_____	Cert. of Conveyance

Name Change (New Name) _____

_____ Change of Name

_____ Change of Principal Office

_____ Change of Resident Agent

_____ Change of Resident Agent Address

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	<u>6</u>	<u>1</u> Corp. Good Standing <u>47223</u>
NA	_____	Foreign Corporation Registration
_____	_____	Other _____
_____	_____	Other _____

Code _____ ATTENTION: _____

MAIL TO ADDRESS: Stewart Gammill
3716 Ramsdale Dr
Annapolis, Md 21403

TOTAL FEES 54

Check _____ Cash

Documents on _____ checks

NOTE:

APPROVED BY: [Signature]

CERTIFIED COPY MADE
good standing
47223
12-10-86

2872 2553

0000 2239

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

196 PAGE 431

ARTICLES OF INCORPORATION
OF
G & G GEMS, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 10, 1986 AT 11:12 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 \$
D2250009

ANNE ARUNDEL COUNTY

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

RETURN TO:
STEWART GAMMILL
3716 RAMSGATE DR.
ANNAPOLIS MD 21403

115C3005878
A 217759



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2872 2549

ARTICLES OF INCORPORATION

OF

STATE DEPARTMENT OF PENN AIR CONDITIONING & HEATING, INC.
AND TAXATION

"A CLOSED CORPORATION"

APPROVED FOR RECORD

12-12-86

9490

FIRST: The undersigned, Ellsworth L. Rahe, whose post office address is 807 Dale Road, Glen Burnie, Maryland 21061, being at least twenty-one (21) years of age, does hereby act as incorporator with the intention of forming a closed corporation under and by virtue of the general laws of the State of Maryland. The corporation formed herein shall be "A Closed Corporation" as authorized by Title 4, Corporations and Associations Article of the Annotated Code of Maryland, and Supplement.

SECOND: The name of the corporation (which is hereinafter referred to as "Corporation") is: Penn Air Conditioning & Heating, Inc.

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

(A) To engage in air conditioning and heating installations, repairs, maintenance, parts, and supplies of all types; residential, commercial, and industrial, renting and leasing of same providing investment, management and other services in the air conditioning and heating industry; investing in securities, real estate, and other evidences of indebtedness and to do any acts or things designed to protect, preserve, or improve the value of any such securities, real estate, or evidences of indebtedness.

(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

63468080

1987 MAY - 7 PM 2:07
H. ERLE SCHAFER
CLERK

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

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

(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 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 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 principal office of the Corporation in this State is 568 Upton Road, Severn, Maryland 21144. The name and post office address of the resident agent of the Corporation in this state is Ellsworth L. Rahe, 807 Dale Road, Glen Burnie, Maryland 21061. The said resident agent is a citizen of this state and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares of

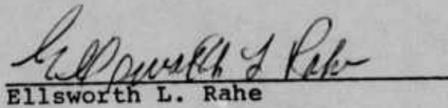
2872 2380

no par value, being all of one class, i.e., common stock, and owned by Ellsworth L. Rahe.

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 are Ellsworth L. Rahe, President, 807 Dale Road, Glen Burnie, Maryland 21061; Sharon A. Rahe, Vice-President, Secretary-Treasurer, 807 Dale Road, Glen Burnie, Maryland 21061.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 11 day of DECEMBER, 1986.


Ellsworth L. Rahe

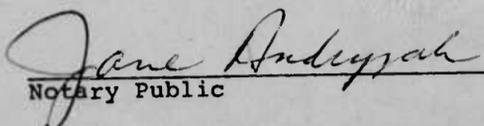
STATE OF MARYLAND
~~ANNE ARUNDEL~~
BALTIMORE COUNTY, to-wit

I HEREBY CERTIFY that on this 11 day of DECEMBER, 1986, before me, the subscriber, a Notary Public in and for the State of County aforesaid, personally appeared Ellsworth L. Rahe and he acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and notarial seal.

Commission Expires:

July 1, 1990


Notary Public

2872 2361



STATE OF MARYLAND

196 PAGE 436

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 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

Name Change (New Name)

Change of Name

Change of Principal Office

Change of Resident Agent

Change of Resident Agent Address

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

Code

ATTENTION:

MAIL TO ADDRESS:

Earl Omer
PO Box 819
Millersville md

21108

TOTAL FEES

40

Check

Cash

Documents on checks

NOTE:

APPROVED BY:

[Signature]

2872 2362

0000 2245

CLERK'S NOTATION

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CLERK'S NOTATION
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duction.

196 PAGE 437

ARTICLES OF INCORPORATION
OF
PENN AIR CONDITIONING & HEATING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 12, 1986 AT 9:49 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	\$ _____
D2249704		

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:
EARL OMER
P.O. BOX 819
MILLERSVILLE MD 21103

115C3005848
A 217731



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2872 2357

0000 2246

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196 PAGE 439

SILLERY BAY IMPROVEMENT ASSOCIATION, INC.
ARTICLES OF INCORPORATION

FOURTH: The post office address of the principal office of the corporation in Maryland is, 200 Beach Road, Sillery Bay, Anne Arundel County, Pasadena, Maryland 21122. The name and post office address of the resident agent of the corporation in Maryland are, Edward Roach ✓
200 Beach Road, Sillery Bay, Pasadena, Maryland, 21122.

FIFTH: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

SIXTH: The number of directors of the corporation shall be three which number may be increased or decreased pursuant to the by-laws of the corporation, and the present names of the directors who shall act until their successors are duly chosen and qualified are: Ed Roach, Eugene McAllister and Pamela Underwood.

SEVENTH: The following provisions are hereby adopted for the purposes of defining, limiting, and regulating the powers of the corporation and of the directors and members:

EIGHTH: The duration of the corporation shall be perpetual.

In witness whereof, we have signed these articles of incorporation on this _____ day of _____ and severally acknowledge the same to be our act.

Edward J. Roach
Ed Roach

Eugene McAllister
Eugene McAllister

Pamela Underwood
Pamela Underwood

Don S. Fitzgerald
NOTARY PUBLIC
ANNE ARUNDEL CO., MD.
MY COMMISSION EXPIRES 7/1/90

2872 0744

0000 2248



STATE OF MARYLAND

196 PAGE 440

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 020 BUSINESS CODE 04 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	_____	Certified Copy	_____
56	_____	Foreign Penalty	_____
54	_____	For. Supplemental Cert.	_____ Change of Resident Agent Address
73	_____	Cert. of Conveyance	_____
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	_____
84	_____	Amendment to Limited Partnership	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
	_____	Other	MAIL TO ADDRESS: _____
	_____	Other	<u>EDWARD ROACH</u>
	_____	Other	<u>200 BEACH ROAD</u>
	_____	Other	<u>SILVER BAY</u>
	_____	Other	<u>PASADENA, MARYLAND 21120</u>

TOTAL FEES 40 Check _____ Cash

Documents on 1 checks

APPROVED BY: MR

2872 0745

0000 2249

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196 PAGE 441

ARTICLES OF INCORPORATION
OF
SILLERY BAY IMPROVEMENT ASSOCIATION, INC

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 9, 1986 AT 9 46 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ 20	\$ 20	\$
02249084		

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
EDWARD ROACH
200 BEACH ROAD
SILLERY BAY MD 21122

113C3005786
A 217623



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO.
2872 0742

0000 2250

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196 PAGE 442

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

THE DETOUR INN, INC.

APPROVED FOR RECORD

A Maryland Closed Corporation

12/9/86

at 11:51 .m.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

That We, the subscribers; EDITH M. RANSOM and GREGORY L. RANSOM, whose post office address is 217 Hickory Point Road, Pasadena, MD 21122, being of full legal age, do under and by virtue of the General Corporation Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a Closed Corporation.

ARTICLE I - NAME

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

THE DETOUR INN, INC.

ARTICLE II - PURPOSE

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

- (1) To operate a restaurant and bar business in general to do every act and thing commonly done by a restaurant business and everything necessary, suitable, and proper for the accomplishment of any of the purposes herein set forth.

1987 MAY 9 11:51

63448153

MAY 9, 1987
H. Erle Schaefer
alexK

2872 0734

0000 2251

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satisfactory photographic repro-
duction.

196 PAGE 443

(2) To acquire, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of any and all equipment necessary for the operation of the Corporation.

(3) To acquire, hold, own, dispose of, and generally deal in and deal with any and all grants, options, licenses (including a liquor license), concessions, franchises, and contracts or any interest therein or rights appertaining thereto; to cause to be formed and to create and to aid in anyway in the formation of any corporation, domestic or foreign.

(4) To acquire and pay for in cash, stock, or bonds of the Corporation or otherwise, the goodwill, trade marks, copyrights, rights, franchises, assets, and property, in whole or in part, of any person or corporation, as a going concern or otherwise, and/or to undertake to assume the whole or any part of the obligations or liability of any person, firm, association, or corporation insofar as may be permitted by said laws of the State of Maryland; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(5) To purchase or otherwise acquire, hold, own, lease, or otherwise obtain and sell, mortgage, or otherwise dispose of and deal in real property, wheresoever situated and whether improved or unimproved and however improved, and any and all interests therein; and improve, alter, and/or rebuild the same in any way;

1987 MAY -7 PM 2:08
H. ERLE SCHAFER
CLERK

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196 PAGE 444

to construct, purchase, or otherwise dispose of any and all works, plants, and buildings of every kind and description.

(6) To borrow money, issue bonds, debentures, notes, and other obligations, secured and unsecured, for monies borrowed or in payment for property acquired or for any other objects and purposes of the Corporation in connection with transaction of any part of its business. To guarantee the payment of principal and interest upon bonds or other performances of the contracts or other obligations of any other corporation, co-partnership, or individual insofar as and to the full extent permitted by the said laws of the State of Maryland.

(7) To in general carry on business in connection with the foregoing objects, the foregoing to be construed both as to objects and powers, not to limit or restrict in any manner the exercise of all powers conferred by the general corporate laws of the State of Maryland.

(8) All of the objects and purposes above set forth or derived from the general powers of the Corporation may be exercised not only in the State of Maryland, but also in any and every State, Territory and Possession of the United States, and in any and every foreign country and/or possession thereof.

ARTICLE III - ADDRESS AND RESIDENT AGENT

The principal office of the Corporation in the State of Maryland will be maintained at: 2940 Mountain Road, Pasadena, MD 21122. The resident agent of the corporation shall be EDITH

196 PAGE 445

M. RANSOM, whose business post office address is: 217 Hickory Point Road, Pasadena, MD 21122. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV - STATUS OF CORPORATION

The Corporation shall exist as a Closed Corporation until such time as the stockholders by unanimous consent shall file Articles of Amendment to change such status.

ARTICLE V - DIRECTIONS

The Corporation shall have two (2) Directors and EDITH M. RANSOM and GREGORY L. RANSOM, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

ARTICLE VI - CAPITAL STOCK

The total amount of the authorized stock of the Corporation is Five Thousand (5,000) shares of common stock of no par value.

ARTICLE VII - AMENDMENT

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

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ARTICLE VIII - INDEMNIFICATION

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

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

CLERK'S NOTATION

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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 or her in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnify for such expense which such court shall deem proper.

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

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(4) Any indemnification under paragraph (1) or (2) of this Article VIII (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 or she has met the applicable standard of conduct set forth in paragraph (1) or (2) of this Article VIII. 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 or she is entitled to be indemnified by the Corporation as authorized in this section.

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

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

ARTICLE IX - DURATION

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 6th day of December, 1986, and we acknowledge the same to be our act.

WITNESS:

Joseph C. Absie

Edith M. Ransom
EDITH M. RANSOM

Joseph C. Absie

Gregory J. Ransom
GREGORY L. RANSOM



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change (New Name). Rows include codes 20-73 and 75-85 with descriptions of fees like Organ. & Capitalization, Rec. Fee, etc.

TOTAL FEES 46 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:
Joseph Asensio
A Central Ave
Gen Burner, El 21061

APPROVED BY: A

2872 0741

0000 2259

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196 PAGE 451

ARTICLES OF INCORPORATION
OF
THE DETOUR INN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 9, 1986 AT 11 51 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 26

SPECIAL
FEE PAID

\$

02249076

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO
JOSEPH C. ASENSIO
7 CENTRAL AVENUE
GLEN BURNIE

MD 21061

11303005785

A 217622



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

2872 0732

CLERK'S NOTATION
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SAXOPHONIC PRAISES, INCORPORATED

ARTICLES OF INCORPORATION

MR

MY

THE DEPARTMENT OF ACCOUNTS
AND TAXES
RECEIVED FOR RECORD
12/16/86
9:24 a.m.

FIRST: I, James Lee Brown, whose post office address is 41 Fox Run Way, Arnold, Maryland 21012, 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 is SAXOPHONIC PRAISES, INCORPORATED (hereinafter called the "Corporation").

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

1986 DEC 10
A 9:29

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to 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 and any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be

1987 MAY -7 PM 2:08

H. ERLE SCHAFER
CLERK

63448030

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0000 2261

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196 PAGE 453

imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article NINTH of these Articles of Incorporation, or as 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

2872 0570

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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

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duction.

States Internal Revenue Law.

(c) Included among the educational and charitable purposes for which the Corporation is organized, as qualified and limited by sub-paragraphs (a) and (b) of this Article THIRD are the following: A Religious Ministry providing Gospel Music and religious product.

FOURTH: The post office address of the principal office of the Corporation in this State is 41 Fox Run Way, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State is James Pembroke Scott, Esquire, 252 Long Point Road, Crownsville, Maryland 21032. Said Resident Agent is an individual actually residing in this state.

FIFTH: The Corporation is not organized for profit. It shall have no capitol stock and shall not be authorized to issue capitol 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 Three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than Three (3). The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified, are: James Lee Brown, Angela Yvette Brown and

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James Pembroke Scott.

SEVENTH: Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered and paid over to any other charitable organization (as hereinafter defined) of this or any other State, having a similar or analogous character or purpose, in some way associated with or connected with the corporation to which the property previously belonged.

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

NINTH: In these Articles of Incorporation,

(a) References to "charitable organizations" or "charitable organization" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the

2872 0573

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196 PAGE 457

net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting, to influence legislation, and which do not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. It is intended that the organization described in this Article Ninth shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended.

(b) The term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific testing for public safety, literary, or educational purposes within the meaning of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1954 but only such purposes as also constitute public charitable purposes under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, including, but not limited to, the granting of scholarships to young men and women to enable them to attend educational institutions.

TENTH: (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or

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satisfactory photographic repro-
duction.

corresponding provisions of any subsequent federal tax laws.

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8th day of December, 1986, and I acknowledge same to be my act.

Angela Y. Brown
Witness

James Lee Brown (SEAL)
JAMES LEE BROWN



STATE OF MARYLAND

196 PAGE 459

State Department of Assessments and Taxation

Gene L. Burner, Director

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satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change (New Name). Rows include codes 20-73, 75-85, 21-31, NA, and other categories.

TOTAL FEES 144
Check Cash

Documents on checks

APPROVED BY: MR

Code ATTENTION:

MAIL TO ADDRESS:
JAMES PEMBROOK SCOTT, ESQ.
252 LONG POINT ROAD
CROWNSVILLE, MD 21032

NOTE:

2872 0576

0000 2268

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

196 PAGE 460

ARTICLES OF INCORPORATION
OF
SAXOPHONIC PRAISES, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 10, 1986 AT 9 29 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 24

SPECIAL
FEE PAID

\$

02248813

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 PEMBRICK SCOTT
252 LONG POINT ROAD
CROWNSVILLE

MD 21032

11303005759

A 217596



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

2872 0568

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 461

APPROVED FOR RECORD

12/11/86 at 9:15 P.M.
NOTED

SAM'S RETREAT, LTD.

A CLOSE CORPORATION

ARTICLES OF INCORPORATION

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

2. Name. The name of the Corporation, hereinafter called the Corporation, is Sam's Retreat, Ltd. NOTED

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

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

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

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

H. ERLE SCHAFER
CLERK

1987 MAY -7 PM 2:08

63458039

313 V 11 330 930

2872 0485

0000 2270

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

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

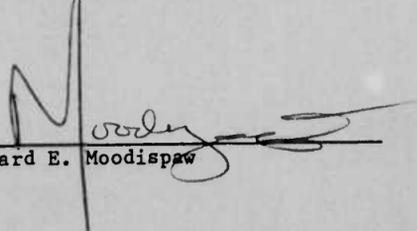
5. Registered officer and agent. The post office address of the principal office of the Corporation in Maryland is 24 Chesapeake Landing, Annapolis, Maryland 21403. The name and post office of the resident agent of the Corporation in Maryland is Bonnita A. Parks, 24 Chesapeake Landing, Annapolis, Maryland 21403. Such resident agent is a citizen of Maryland and actually resides therein.

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

7. Election to have no board of directors. After the completion of the organization meeting of the director and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one director, whose name is Bonnita A. parks.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on December 5, 1986, and acknowledged them to be my act.


Leonard E. Moodispaw

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

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

I HEREBY CERTIFY that on this 5th day of December, 1986, before me, the subscriber, a Notary Public in and for the jurisdiction aforesaid personally appeared Leonard E. Moodispaw, the within incorporator, and he acknowledged the foregoing Articles of Incorporation to be his act.

Witness my hand and notarial seal.

Barbara L. Walle
Notary Public

My Commission Expires: July 1, 1990

ARINC.SAM



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 repro-
duction.

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	_____
_____	_____	Other	_____

MAIL TO ADDRESS: Blumenthal, Wayson et al
80 West St # 110
Annapolis Md 21404

TOTAL FEES 40 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: A

NOTE:

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

196 PAGE 465

ARTICLES OF INCORPORATION
OF
SMI'S, LTD.

Return to:
Harry C. Blumenthal, Esq.

BLUMENTHAL, WAYSON, DOWNS AND OFUTT, P.A.
ATTORNEYS AT LAW
P. O. BOX 868
ANNAPOLIS, MARYLAND 21404-0868

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

196 PAGE 466

ARTICLES OF INCORPORATION
OF
SAM'S RETREAT, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 11, 1986 AT 9 15 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:

\$

02248680

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
80 WEST STREET
SUITE 110
ANNAPOLIS

MD 21404

11303005746

A 217583



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2872 0484

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

gp

ARTICLES OF INCORPORATION

OF

STATE DEPARTMENT OF CORPORATIONS
AND RELATIONS

INTERIM PERSONNEL, INC.

APPROVED FOR RECORD

12-11-84 at 10:06a.m.

(A MARYLAND CLOSE CORPORATION ORGANIZED PURSUANT
TO TITLE FOUR OF CORPORATIONS AND ASSOCIATIONS
ARTICLE OF THE ANNOTATED CODE OF MARYLAND)

First: I, Paul Bloomberg, whose post office address is 800 N. Charles Street, Suite 400, Baltimore, Maryland, 21201, being at least eighteen (18) years of age, do under and by virtue of the General Laws of Maryland authorizing the formation of corporations, intend to form a Maryland Close Corporation in accordance with Section 4-201 et seq. of the Corporations and Associations Article of the Annotated Code of the Public General Laws of Maryland, by the execution and filing of these Articles.

Second: The name of the Corporation (which is hereinafter called the "Corporation") is INTERIM PERSONNEL, INC.

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

1. To provide temporary personnel services to government, business and industry.
2. To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation.
3. To acquire the whole 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.
4. To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.
5. To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same or representing any other right or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.
6. To aid in any manner any person, firm, association, corporation or syndicate, of which any shares, bonds, debentures, notes, mortgages or other obligations, or any certificates,

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H. ERLE SCHAFER
CLERK

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receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same, or representing any other rights or interests therein, are held by or for this Corporation, or in the welfare of which this Corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interest, or any other property of this Corporation.

7. To purchase, lease, hire or otherwise acquire, hold, own, develop, improve, and in any manner dispose of, and to aid and subscribe toward the acquisition, development, or improvement of, real and personal property, and rights and privileges therein, suitable or convenient in connection with any business, enterprise or investment.

8. To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage, operate and in any manner dispose of, and to aid and subscribe toward the acquisition, construction or improvement of, works, buildings, machinery, equipment and facilities, and any other property or appliances which may appertain to or be useful in the conduct of any of the businesses, enterprises or investments of the Corporation.

9. To employ agents, servants, employees and subcontractors in order to carry on the purposes set forth in Paragraph (1) one of this Third Article.

10. To purchase or otherwise acquire, and to hold, sell or otherwise dispose of, and to retire and reissue, shares of its own stock of any class in any manner now or hereafter authorized or permitted by law.

11. To make contracts, incur liabilities, and borrow money; to sell, mortgage, lease, pledge, exchange, convey, transfer, and otherwise dispose of all or any part of the property and assets of the Corporation; and to issue bonds, notes and other obligations and secure the same by mortgage or deed of trust of all or any part of the property, franchises and income of the Corporation.

12. To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by, any other corporation or association in which this Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

13. To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

14. To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in all or any of its branches, in any or all states, territories, districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts and possessions of the United States of America and in foreign countries.

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

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

Fourth: The post office address of the principal office of the Corporation is 326 First Street, Suite 22, Annapolis, Maryland, 21403. The name and post office address of the Resident Agent of the Corporation in this State is Paul Bloomberg, 800 N. Charles Street, Suite 400, Baltimore, Maryland, 21201.

Fifth: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of common stock, without par value, all of one class. Fractional shares of common stock of the Corporation may be issued after prior approval of the Board of Directors of the Corporation.

Sixth: The Corporation shall have one Director or such greater number as the by-laws of the Corporation may prescribe from time to time, or as may be increased or decreased by resolution of the Board of Directors from time to time; and THOMAS HOFFMAN shall act as such until the first meeting of the Board of Directors or until his successor is duly chosen and shall qualify. At the first meeting of the Board of Directors, the Corporation may provide that the Corporation shall have no Board of Directors, which shall become effective upon the issuance of some stock of the Corporation.

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

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

(b) The Corporation may enter into Agreements with any stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings of such stockholder or stockholders, and binding such stockholder or stockholders, his or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons shall, thereupon, be subject to such agreement and transferable only upon proof of compliance therewith; provided, however, such agreement be filed with the Corporation, and reference thereto be placed upon the Certificates of Stock.

(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.

(d) The Board of Directors shall have the power to determine from time to time whether and to what extent and at

what time 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 the stockholders, except as otherwise provided by statute or by the by-laws; and, except as so provided, no stockholder shall have any right in inspect any book, account or document of the Corporation unless authorized to do so by resolution of the Board of Directors.

(e) Any director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and, in the absence of fraud, no contract or other transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed or shall have been known to the Board of Directors or a majority thereof. Any director of the Corporation who is also a director or officer 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, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation or association or not so interested or a member of a firm so interested; provided the provisions of Section 2-419 of the Corporations and Associations Articles of the Annotated Code of the Public General Laws of the State of Maryland are complied with.

(f) Any contract, transaction or act of the Corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the Corporation.

(g) Unless the by-laws provide otherwise, an officer or employee of the Corporation (other than a director) may be removed at any time with or without cause by the Board of Directors or any committee or superior officer upon whom such power of removal may be conferred by the by-laws or by authority of the Board of Directors.

(h) 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.

(i) The Corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of its outstanding 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 in the terms thereof shall have been authorized by the holders of a majority of the shares of such stock at the time outstanding, by a vote at a meeting, or in writing with or without a meeting.

Eighth: The duration of the Corporation shall be perpetual.

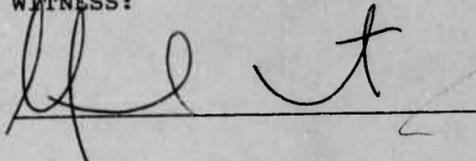
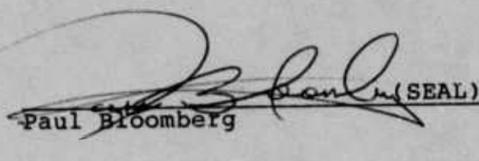
Ninth: The Corporation shall indemnify each of its officers, whether or not then in office, and his or her personal representatives, administrators and heirs, against all reasonable expenses actually and necessarily incurred by him or her, including but not limited to, counsel fees, judgments and costs in connection with the defense of any litigation to which he or she may have been made a party because he or she is or was an officer of the Corporation. He or she shall have no right to reimbursement, however, in relation to matters as to which he or she has been adjudged liable to the Corporation for negligence or misconduct in the performance of his or her duties. The right to indemnify for expenses shall also apply to expenses of suits which are compromised or settled if the court having jurisdiction of the action shall approve such settlement.

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

Any amount payable by way of indemnity under these Articles may be determined and paid pursuant to a decree of, or allowance by, a court of equity under Section 2-418 of the Corporations and Associations Article of the Annotated Code of the Public General Laws of the State of Maryland, or may be determined and paid pursuant to a resolution of a majority of the stockholders, other than those who have incurred expenses in connection with the litigation for which the indemnification is sought.

IN WITNESS WHEREOF, the undersigned, has signed these Articles of Incorporation, acknowledging the same to be his act, this 10th day of December, 1986.

WITNESS:


 (SEAL)
 Paul Bloomberg



STATE OF MARYLAND

196 PAGE 472

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	<u>22</u>	Organ. & Capitalization	_____
61	<u>24</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____
51	_____	Foreign Name Registration	_____
13	_____	Certified Copy	_____
56	_____	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	_____

Change of Name _____
Change of Principal Office _____
Change of Resident Agent _____
Change of Resident Agent Address _____

Code 35
ATTENTION: Paul Bloomberg

MAIL TO ADDRESS: _____

TOTAL FEES 40
_____ check _____ Cash

Documents on _____ checks

NOTE:

APPROVED BY: [Signature]

2872 0465

0000 2281

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

196 PAGE 473

ARTICLES OF INCORPORATION
OF
INTERIM PERSONNEL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 11, 1986 AT 10 06 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

\$

D2248649

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO
KAPLAN, FREELAND, SCHWARTZ ET. AL
PAUL BLOOMBERG
800 N. CHARLES STREET
BALTIMORE MD 21201

11303005742

A 217580



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

2872 0459

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 474

APPROVED FOR RECORD

12/11/86 at 10:47 .M.

PIZZA EXPRESS OF ANNAPOLIS, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

That the undersigned, Michael J. Kandel, whose Post Office Address is 532 The Equitable Building, Ten North Calvert Street, Baltimore, Maryland 21202, being of full legal age and a citizen of the State of Maryland and of the United States, acting as incorporator, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

1. That the name of the Corporation (hereinafter called the "Corporation") is PIZZA EXPRESS OF ANNAPOLIS, INC.

2. The object and purpose for which, and for any of which this Corporation is formed and the business to be carried on or promoted by it are to do any or all of the following things:

A. To engage generally in a carry-out and delivery pizza business, and to buy, sell, lease and otherwise deal in and with food products and related equipment and services.

B. To purchase, lease, sell, use, hold, convey, exchange, mortgage, improve, develop, manage, take options on, grant options on, or otherwise acquire, operate, deal in and with, and dispose of fee simple property, leasehold property, ground rents and personal property of every kind and description.

C. To borrow money, pledge as collateral any or all of the assets of the Corporation, issue notes and bonds as authorized by the laws of this State and to execute mortgages, deeds of trust or other forms of contracts as security for the same and guaranteeing the payment thereof.

D. To maintain margin accounts and to make short sales of all kinds.

E. To acquire the good will, trade name, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation engaged in a similar business and to pay for the same in cash or stock of this Corporation or otherwise.

H. ERLE SCHAFER
CLERK

1987 MAY - 7 PM 2:08

63458341

12 11 1986

2872 0450

0000 2283

CLERK'S NOTATION

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

196 PAGE 475

F. To acquire by subscription, purchase, exchange or otherwise, and to hold for investment or otherwise to use, sell, dispose of, pledge, mortgage or hypothecate any bonds, stocks or other obligations of any corporation, and while the owner thereof, to exercise all of the rights, powers and privileges of ownership thereof.

G. To engage in any business of whatsoever kind or description within the State of Maryland or elsewhere that may be directly or indirectly calculated to effectuate the objects and purposes of this Corporation or any of them.

H. To consolidate with or merge into any other corporation.

I. In general, to carry on any lawful business in any form, and to have and to exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force.

3. The Post Office Address of the place at which the principal office of the Corporation in the State of Maryland will be located is 8055 Ritchie Highway, Suite 303, Pasadena, Maryland 21122. The Resident Agent of the Corporation is Michael J. Kandel, whose Post Office Address is 532 The Equitable Building, Ten North Calvert Street, Baltimore, Maryland 21202. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

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

5. The Board of Directors may authorize the issuance from time to time of shares of its stock with or without par value of any class and securities convertible into shares of its stock with or without par value of any class for such consideration as said Board of Directors may deem advisable. The Board of Directors shall, by resolution, state its opinion of the actual value of any consideration other than money for which it authorizes shares of stock without par value or securities convertible into shares of stock without par value to be issued.

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

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

7. The Corporation initially shall have one (1) Director and the following named person shall act as such until the first Annual Meeting of Stockholders or until his successor is duly chosen and has qualified:

Robert Sheir

The Corporation may determine by its By-Laws the classification and number of its Directors, which may from time to time be fixed at a number other than that named in this Charter but shall never be less than the minimum number required by applicable law.

8. (a) Any person who is or who has served as a Director or officer of the Corporation, or at its request, of any other corporation, partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless by the Corporation against any and all liabilities, costs and legal or other expense, including, without limitation, fines, penalties, judgments and amounts paid in settlement, reasonably incurred by or impressed upon such person in connection with or resulting from any claim, action, suit or proceeding, civil, criminal, administrative or investigative, to the full extent permitted by Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended, or any successor statute.

(b) 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.

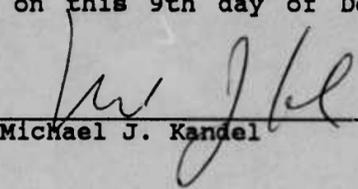
9. The power to make, alter and repeal By-Laws of the Corporation shall be vested in the Board of Directors.

10. 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.

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

196 PAGE 477

I have signed these Articles of Incorporation, acknowl-
edging the same to be my act, on this 9th day of December,
1986.



Michael J. Kandel

pizzaex.art

- 4 -

2872 0453

0000 2286



STATE OF MARYLAND

196 PAGE 478

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	<u>20</u>	Organ. & Capitalization
61	<u>20</u>	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger or Consolidation)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	Certified Copy
56	_____	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:
Kandel & Shaffer
10 N. Calvert St #532
Beth. El 21202

TOTAL FEES

40 Check _____ Cash

Documents on _____ checks

APPROVED BY: A

NOTE:

consent

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

2872 0454

0000 2287

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

196 PAGE 479

ARTICLES OF INCORPORATION
OF
PIZZA EXPRESS OF ANNAPOLIS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 11, 1986 AT 10 47 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

\$

02248623

ANNE ARUNDEL COUNTY

TO THE CLERK OF THE COURT OF

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

RETURN TO
KANDEL & SHAFFER
10 N. CALVERT STREET
SUITE 532
BALTIMORE

MD 21202

11303005740

A 217579



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

2872 0449

0000 2288

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

196 PAGE 480
LEARNING FRONTIERS, INC.
ARTICLES OF INCORPORATION

FIRST: The undersigned, Genevieve Houston-Ludlam, Mark Houston-Ludlam, and J. Stephen Galvin, whose post office addresses are 1401 Circle Drive, Edgewater, Maryland 21037; and, 5625 Summer Oak Way, Burke, Virginia 22015, being at least eighteen (18) years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called Corporation) is Learning Frontiers, Inc.

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

- (1) To engage in the ownership, operation, management, marketing and all other lawful activities respecting Special Application Computer Products, and to engage in any other lawful business or businesses.
- (2) To enter into partnerships, joint ventures, and other business associations for any lawful purpose.
- (3) To purchase, lease, and otherwise acquire, hold, mortgage, and otherwise dispose of all kinds of property; real, personal and mixed, both in this state and in any part of the world.
- (4) To carry on any business whatsoever that this corporation may deem proper and convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this Corporation, and to have and to exercise all powers conferred by the Laws of the State of Maryland on Corporations formed under the Laws pursuant to which and under which this Corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might

1987 MAY 07 AM 11:39

HERLE SCHAFER
CLERK
1987 MAY -7 PM 2:08

63448324

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORDED

12/10/86 at 11:34:22 AM 0339

0000 2289

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

VII 196 PAGE 481

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 of this Corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any terms of provisions of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed and the enumeration as to specific powers, but are in furtherance of, and in addition to and not limitation of said general powers.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 1401 Circle Drive, Edgewater, Maryland 21037. The name and post office address of the resident agent of the Corporation in Maryland are Genevieve Houston-Ludlam, 1401 Circle Drive, 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 the par value of One Dollar (\$1.00) a share, all of one class, and having an aggregate par value of Five Thousand Dollars (\$5,000.00).

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, 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 Genevieve Houston-Ludlam, Mark Houston-Ludlam, and J. Stephen Galvin.

SEVENTH: The duration of the Corporation shall be perpetual.

2872 0340

0000 2290

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

IN WITNESS WHEREOF, We have signed these Articles of
Incorporation on December 2, 1984, and sev-
erally acknowledge the same to be our act.

Genevieve Houston-Ludlam
Genevieve Houston-Ludlam

Mark Houston-Ludlam
Mark Houston-Ludlam

J. Stephen Galvin
J. Stephen Galvin

2872 0341

0000 2291

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

196 PAGE 483

LEARNING FRONTIERS, INC.
ARTICLES OF INCORPORATION

FIRST: The undersigned, Genevieve Houston-Ludlam, Mark Houston-Ludlam, and J. Stephen Galvin, whose post office addresses are 1401 Circle Drive, Edgewater, Maryland 21037; and, 5625 Summer Oak Way, Burke, Virginia 22015, being at least eighteen (18) years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called Corporation) is Learning Frontiers, Inc.

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

(1) To engage in the ownership, operation, management, marketing and all other lawful activities respecting Special Application Computer Products, and to engage in any other lawful business or businesses.

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

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

(4) To carry on any business whatsoever that this corporation may deem proper and convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this Corporation, and to have and to exercise all powers conferred by the Laws of the State of Maryland on Corporations formed under the Laws pursuant to which and under which this Corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might

2872 0342

0000 2292

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

196 PAGE 484

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 of this Corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any terms of provisions of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed and the enumeration as to specific powers, but are in furtherance of, and in addition to and not limitation of said general powers.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 1401 Circle Drive, Edgewater, Maryland 21037. The name and post office address of the resident agent of the Corporation in Maryland are Genevieve Houston-Ludlam, 1401 Circle Drive, 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 the par value of One Dollar (\$1.00) a share, all of one class, and having an aggregate par value of Five Thousand Dollars (\$5,000.00).

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, 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 Genevieve Houston-Ludlam, Mark Houston-Ludlam, and J. Stephen Galvin.

SEVENTH: The duration of the Corporation shall be perpetual.

2872 0343

0000 2293

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

196 PAGE 485

IN WITNESS WHEREOF, We have signed these Articles of
Incorporation on December 2, 1984, and sev-
erally acknowledge the same to be our act.

Genevieve Houston-Ludlam
Genevieve Houston-Ludlam

Mark Houston-Ludlam
Mark Houston-Ludlam

J. Stephen Galvin
J. Stephen Galvin

2872 0344

0000 2294



STATE OF MARYLAND

196 PAGE 486

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 028 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	_____	Certified Copy	_____ Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
_____	_____	Other	MAIL TO ADDRESS: _____
_____	_____	Other	<u>DIANA S. GALVIN</u>
_____	_____	Other	<u>5625 SUMMER OAK WAY</u>
_____	_____	Other	<u>BURKE, VIRGINIA 22015</u>

TOTAL FEES 40
 Check _____ Cash _____

Documents on 1 checks

APPROVED BY: MP

NOTE:

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

2872 0345

0000 2295

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

196 PAGE 487

ARTICLES OF INCORPORATION
OF
LEARNING FRONTIERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 10, 1986 AT 11 39 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:

\$

02248383

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
DIANA S. GALVIN
5625 SUMMER OAK WAY
BURKE

VA 22015

11203005725

A 217560



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

2872 0338

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 488

APPROVED FOR RECORD

12/9/86 at 10:30 A.M.

MAJOR CHANGES, INC.

PK,

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, Mary K. Major, whose post office address
is 892 Chestnut Tree Drive, Annapolis, Maryland 21401, being
at least eighteen (18) years of age, hereby form a
corporation under and by virtue of the General Laws of the
State of Maryland.

SECOND: The name of the Corporation (which is
hereinafter called "the corporation" is: "MAJOR CHANGES,
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 from time to time.

H. ERLE SCHAFER
CLERK

1987 MAY -7 PM 2:08

63438213

2110 V 6-320 224

2872 0255

0000 2297

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

196 PAGE 489

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

1. To engage in the business of dance and aerobic fitness services; and generally to do all things customarily done by such a business, without limitation; and to engage in any other lawful purpose and/or business; and
2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 892 Chestnut Tree Drive, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this state is Mary K. Major, 892 Chestnut Tree Drive, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this state.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one hundred shares (100) of common stock, with no par value.

SEVENTH: The Corporation elects to have two Board of Directors, whose names are:

2872 0256

0000 2298

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

196 PAGE 490

MARY K. MAJOR

LAWRENCE J. MAJOR

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these articles of Incorporation this 30th day of November, 1986, and I acknowledge the same to be my act.

Mary K. Major
Mary K. Major

2872 0257

0000 2299



STATE OF MARYLAND

196 PAGE 491

State Department of Assessments and Taxation

Gene L. Burner, Director

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

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

Name Change (New Name)

Change of Name
Change of Principal Office
Change of Resident Agent
Change of Resident Agent Address

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

Code

ATTENTION:

MAIL TO ADDRESS: Mary K. Major, P.O. Box 1626, Annapolis, MD 21404-1626

TOTAL FEES

Check Cash

Documents on checks

NOTE:

APPROVED BY:

2872 0258

0000 2300

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

196 PAGE 492

ARTICLES OF INCORPORATION
OF
MAJOR CHANGES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 9, 1986 AT 10 30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

4

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ <u>20</u>	\$ <u>20</u>	\$ _____
<u>02248276</u>		

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

RETURN TO
MARY K. MAJOR
P.O. BOX 1626
ANNAPOLIS MD 21404 1626

112C30C5714
A 217552



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

2872 0254

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 493 APPROVED FOR RECORD
12/9/86 at 11:00 A.m.

UPWARDLY MOBILE COMMUNICATIONS CORPORATION

DC
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, Mary Major, whose post office address is
892 Chestnut Tree Drive, Annapolis, Maryland 21401, being at
least eighteen (18) years of age, hereby form a corporation
under and by virtue of the General Laws of the State of
Maryland.

SECOND: The name of the Corporation (which is
hereinafter called "the Corporation" is: "UPWARDLY MOBILE
COMMUNICATIONS 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 from time to time.

1987 MAY -7 PM 2:08
H. ERNE SCHAFER
CLERK

INC 6-30-86

63438212

2872 0251

0000 2302

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

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

1. To engage in the business of mobile communication services; and generally to do all things customarily done by such a business, without limitation; and to engage in any other lawful purpose and/or business; and
2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 892 Chestnut Tree Drive, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this state is Mary Major, 892 Chestnut Tree Drive, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this state.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one hundred shares (100) of common stock, with no par value.

SEVENTH: The Corporation elects to have four (4) Board of Directors, whose names are:

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

196 PAGE 495

CRAIG SMITH

MARY MAJOR

CHERYL SMITH

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these articles of Incorporation this 30th day of November, 1986, and I acknowledge the same to be my act.

Mary Major

Mary Major

0000 2304



STATE OF MARYLAND

196 PAGE 496

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	<u>20</u>	Organ. & Capitalization
61	<u>20</u>	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger or Consolidation)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	Certified Copy _____
56	_____	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: Mary K
Major, 892
Chestnut Tree Drive
Annapolis, MD
21401

TOTAL FEES

70.00 Check _____ Cash

Documents on _____ checks

NOTE:

APPROVED BY: DWK

2872 0253

0000 2305

CLERK'S NOTATION

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

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

196 PAGE 497

ARTICLES OF INCORPORATION
OF
UPWARDLY MOBILE COMMUNICATIONS CORPORATI
ON

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 9, 1986 AT 11 00 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:

\$

D2248268

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO
MARY MAJOR
892 CHESTNUT TREE DRIVE
ANNAPOLIS MD 21401

112C3005713

A 217551



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

2872 0250

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

*at
Rec*

1986 DEC -9 A 9:37
1986 196 PAGE 498

ARTICLES OF INCORPORATION
OF

COMMERCIAL INDUSTRIAL DESIGN, INC.
(A Close Corporation)

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

ARTICLE I - NAME

The name of the Corporation hereinafter called the Corporation is:

COMMERCIAL INDUSTRIAL DESIGN, INC.

ARTICLE II - PURPOSES

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

FIRST: To engage in the business of providing design and construction services for the building and construction trades in the specialty areas of plumbing, heating and air conditioning, related duct, vent work, and any and all mechanical work in the construction trades.

SECOND: To purchase, lease and otherwise acquire, hold, own, mortgage, pledge, encumber and dispose of all kinds of property, real,

1987 MAY -7 PM 2:09
HERLE SCHAFER
CLERK

63438029

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

12/9/86 at 9:34 A.M.

2872 0245

0000 2307

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

196 PAGE 499

personal, tangible and intangible, and mixed, both in this State and any part of the world.

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

ARTICLE III - POWERS

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

ARTICLE IV - A CLOSE CORPORATION

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

ARTICLE V - ADDRESS AND RESIDENT AGENT

The post office address and the principal office of the Corporation is 190 Duke of Gloucester Street, Annapolis, Maryland 21401. The resident agent of the Corporation is Larry Martin, whose post office address is 8519-1 Rainswood Drive, Landover, Maryland 20785 and he is an individual actually residing in this State.

2872 0246

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

ARTICLE VI - STOCK

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

ARTICLE VII - DIRECTORS

The number of directors shall be two (2), pursuant to s4-301 of the Corporations and Associations Article of the Annotated Code of Maryland unless and until the Corporation elects to have no Board of Directors as provided by law. The name of the directors who shall act until then are:

- RANDY HODGES
- LARRY RICHARD MARTIN

ARTICLE VIII - OFFICERS

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

ARTICLE IX - DURATION

The duration of the Corporation shall be perpetual.

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

Vol. 196 PAGE 501

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 5th day of December, 1986, and I acknowledge the
same to be my act.

Witness:

Mary L. Kuzak

[Signature] (SEAL)

ALL STATE BOND
FAS-001010

2872 0248

0000 2310



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 repro-
 duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	<u>40</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	_____	Certified Copy	_____
56	_____	Foreign Penalty	_____
54	_____	For. Supplemental Cert.	_____ Change of Resident Agent Address
73	_____	Cert. of Conveyance	_____
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	_____
84	_____	Amendment to Limited Partnership	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
---	_____	Other	_____
---	_____	Other	_____

TOTAL FEES 60.00 Check _____ Cash _____
 _____ Documents on _____ checks

MAIL TO ADDRESS: Thomas J. Wohlgemuth, Esq.
190 Duke of Gloucester Street,
P.O. Box 28,
Annapolis, MD
21404

NOTE: _____

APPROVED BY: [Signature]

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

196 PAGE 503

ARTICLES OF INCORPORATION
OF
COMMERCIAL INDUSTRIAL DESIGN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 9, 1986 AT 9 34 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ <u>40</u>	\$ <u>20</u>	\$ _____
<u>D2248250</u>		

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO
THOMAS J. WCHLGEMUTH
190 DUKE OF GLOUCESTER STREET
P.O. BOX 28
ANNAPOLIS MD 21464

112C3005712

A 217550



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

2872 0244

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 504 APPROVED FOR RECORD
12/9/86 at 9:35 A.m.

ARTICLES OF INCORPORATION DEC -9 A 9:35

OF
ST. PATRICK'S, INC.
A Close Subchapter (s) Corporation

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, LAWRENCE A. MELFA, 401 Allegheny Avenue, Towson, Maryland 21204, being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, form a close Subchapter (s) corporation by the execution and filing of these Articles.

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

ST. PATRICK'S, INC.

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

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

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

FIFTH: The Post Office address of the place at which the principal offices of the Corporation in this State will be

1987 MAY -7 PM 2:09
H. ERLE SCHAFER
CLERK

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63438063

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196 PAGE 505

located is 719 Hammonds Ferry Road, Linthicum, Maryland 21090. The mailing address of the Corporation in this State will be Post Office Box 10630, Towson, Maryland 21285-0630. The resident agent of the Corporation is LAWRENCE A. MELFA, whose post office address is 401 Allegheny Avenue, Towson, Maryland 21204. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have two officers:

CAROL ANDERSON CULLY - PRESIDENT

RALPH STEPHEN CULLY - VICE PRESIDENT
SECRETARY/TREASURER

Said number of officers may be increased or decreased from time to time as provided for in the By-Laws.

SEVENTH: The Corporation shall have three directors, which number may be increased from time to time as provided for in the By-Laws. RALPH CHESTER CULLY, RALPH STEPHEN CULLY and CAROL ANDERSON CULLY shall act as such directors until the first annual meeting or until their successors are duly chosen and qualified.

EIGHTH: The total amount of the authorized capital stock of the Corporation to be issued is Five Thousand (5,000) shares without nominal or par value.

NINTH: The directors or officers of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

196 PAGE 506

consideration as said director or officer may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

TENTH: The duration of the Corporation shall be perpetual.

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 incorporator 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 subsection (b) or (c) of the Indemnification Section of any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative

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

196 PAGE 507

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 shareholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former incorporator or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 3rd day of December, 1986, and I acknowledge the same to be my act.

WITNESS:

Carol A. Kerkwood Lawrence A. MelFA
LAWRENCE A. MELFA



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

196 PAGE 508

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	_____	Certified Copy	_____ Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	
22	_____	State Transfer Tax	
23	_____	Local Transfer Tax	
31	_____	Corp. Good Standing	
NA	_____	Foreign Corporation Registration	
	_____	Other	
	_____	Other	

TOTAL FEES 40.00
 Check Cash
 _____ Documents on _____ checks

MAIL TO ADDRESS: Lawrence
A. Melfa, Esq.
Howard, Butler
Melfa, P.A., 401
Allegheny Ave., Towson,
MD 21204
 NOTE: _____

APPROVED BY: DTC

2872 0205

0000 2317

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

196 PAGE 509

ARTICLES OF INCORPORATION
OF
ST. PATRICK'S, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 9, 1986 AT 9 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

\$

D2248177

ANNE ARUNDEL COUNTY

TO THE CLERK OF THE COURT OF

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

RETURN TO
LAWRENCE A. MELFA
HOWARD, BUTLER & MELFA, P.A.
401 ALLEGHENY AVE. MD 21204
TOWSON

11203005704

A 217542



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

2872 0200

0000 2318

12/8/86 at 2:08 p.m.

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

ARTICLES OF INCORPORATION

OF

H.A.L., INC.

FIRST: I, KEITH KOVACS of 24 Rockwell Court, Annapolis, Maryland 21403, being at least eighteen (18) years of age, do, under and by virtue of the general incorporation laws of the State of Maryland authorizing the formation of corporations, voluntarily associate myself with the intention of forming a corporation and hereby form a corporation.

SECOND: The name of the corporation (hereinafter called "corporation") shall be H.A.L., INC.

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

(A) To manage and administer the solicitation of orders and distribution of equipment.

(B) To enter into partnerships, joint ventures, and all other business associations for any lawful purpose.

(C) To engage in the ownership, operation, construction, franchising, management, marketing and all other lawful activities respecting those items names in (A) above, and to engage in any other lawful business or businesses, whether or not related to those elsewhere described in these articles, and those authorized or approved from time to time by the Board of Directors.

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

(E) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, and otherwise dealing in and with

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1987 MAY -7 PM 2:09
H. ERLE SCHAFER
CLERK

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goods, wares, and merchandise, of every class and description.

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

(G) To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

(H) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(I) To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, or any bonds, debentures, notes or other evidence of indebtedness created or issued by any such other corporation or association.

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

(K) The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to the terms of any other clause of this or any other section of these articles of incorporation or of any amendment thereto, and shall be regarded as independent and

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

construed as powers as well as objects and purposes.

FOURTH: The post office address of the principal office of the corporation in this state is 1651 Crofton Boulevard, Building 3, Crofton, Maryland 21114. The resident agent is **EDWARD O. WAYSON, JR.**, whose address is 80 West Street, P.O. Box 868, Annapolis, Maryland 21404. ✓

FIFTH: The total number of shares of capital stock which the corporation has authority to issue is One Thousand (1,000) shares, no par value in each share, all of which shall be of one class designated as common stock.

SIXTH: The corporation shall have one director, being, **KEITH KOVACS**, of 24 Rockwell Court, Annapolis, Maryland 21403; who shall act as director until the first annual meeting or until his successor is duly chosen and qualified.

SEVENTH: The Board of Directors shall have the power to create by-laws for the purpose of restricting transferability of stock as long as these restrictions are not inconsistent with law.

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

The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation or under the laws of the State of Maryland.

Any contract, transaction or act of the corporation or of the directors which shall be ratified by a majority or a quorum of the

stockholders having voting powers at the annual meeting, or at any special meeting called for such purpose, shall, so far as permitted by law, be valid and as binding as those ratified by every stockholder of the corporation.

Notwithstanding any provision of the law requiring the action to be taken or authorized by the affirmative vote of the holders or a majority or other designated proportion of the shares or of the shares of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in the charter or in the by-laws but in cases in which the law authorized such action to be taken or authorized by a less vote, such action shall be effective and valid if so taken or authorized except as otherwise provided in the charter or in the by-laws.

The corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law, including amendments changing the terms of any of its outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of fifty-one percent (51%) of the shareholders of such stock at the time outstanding by a vote at a meeting or in writing with or without a meeting.

NINTH: Each director and each officer and his heirs, executors, and administrators, shall be indemnified by the company against any costs and expenses reasonably incurred by him in connection with any action, suit, or proceeding, to which he may be made a party by reason of this being or having been a director or officer of the company or of any other corporation which he serves or has served as director or officer at the request of the company, and against any amounts paid by him in settlement of or in satisfaction of a judgment in this action, suit, or proceeding (other than amounts paid or payable to the corporation), provided that no director or officer shall be indemnified against any costs, expenses, or payments, in relation to any

matter as to which he shall be finally adjudged liable for acting fraudulently as to the corporation, or derelict in the performance of his duties as such director or officer or in relation to any matter as to which there has been no adjudication with respect to his performance of his duties unless the company shall receive an opinion from independent counsel that the director or officer is not liable for the alleged fraudulent conduct and has not been derelict as stated above; and provided that the foregoing rights of indemnification shall be exclusive of other rights to which he may be entitled as a matter of law.

TENTH: Provisions for the regulations of the internal affairs of the corporation are: the power to make, alter, amend or repeal the by-laws and shall be vested in the Board of Directors.

ELEVENTH: Pre-emptive rights: The stockholders of the common stock shall have the pre-emptive rights, that is, shall have the right of first purchase when the Board of Directors chooses to issue further stock than that already outstanding, at the price, terms and conditions, as shall be fixed by the Board of Directors. These pre-emptive rights shall be exercised in the relation determined by the number of shares held by such stockholder at the time of issue in relation to the total number of shares outstanding at the time of the issue.

TWELFTH: The name and address, including street number, of each incorporator is:

KEITH KOVACS

24 Rockwell Court
Annapolis, Maryland 21403

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation.

WITNESS:

DATE: 12-5th-86

Susan H. Hines

Keith Kovacs

Keith Kovacs

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

I HEREBY CERTIFY, that on this 5th day of Dec., 1986, before me, the subscriber, a Notary Public in and for the State of Maryland and County aforesaid, personally appeared, **KEITH KOVACS**, and acknowledged the foregoing Articles of Incorporation to be his act.

IN WITNESS WHEREOF, I set my hand and notarial seal the day and year last above written.

Susan H. Hines

Notary Public

My Commission Expires: 7/1/90



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 516

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and various fee categories like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), etc.

TOTAL FEES 42 Check Cash
3 Documents on 1 checks

Name Change (New Name)
Change of Name
Change of Principal Office
Change of Resident Agent
Change of Resident Agent Address
ATTENTION:
MAIL TO ADDRESS:
Blumenthal, Tupper et al
PO Box 868
Annapolis, Md 21404-0868

APPROVED BY: A

reserved

2872 0153

0000 2325

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

196 PAGE 517

ARTICLES OF INCORPORATION
OF
H.A.L., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 8, 1986 AT 2 08 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ 20	\$ 22	\$
	D2248078	

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

11203005694
A 217539



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2872 0146

APPROVED FOR RECORD

196 PAGE 518 12/8/86 at 2:08 P.M.

ARTICLES OF INCORPORATION

OF

H.A.L. II, INC.

FIRST: I, KEITH KOVACS of 24 Rockwell Court, Annapolis, Maryland 21403, being at least eighteen (18) years of age, do, under and by virtue of the general incorporation laws of the State of Maryland authorizing the formation of corporations, voluntarily associate myself with the intention of forming a corporation and hereby form a corporation.

SECOND: The name of the corporation (hereinafter called "corporation") shall be H.A.L. II, INC.

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

- (A) To solicit orders and distribute equipment.
- (B) To enter into partnerships, joint ventures, and all other business associations for any lawful purpose.
- (C) To engage in the ownership, operation, construction, franchising, management, marketing and all other lawful activities respecting those items names in (A) above, and to engage in any other lawful business or businesses, whether or not related to those elsewhere described in these articles, and those authorized or approved from time to time by the Board of Directors.
- (D) To purchase, lease and otherwise acquire, hold, mortgage, and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world.
- (E) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, and otherwise dealing in and with goods, wares, and merchandise, of every class and description.

2872 0139

H. IRLE SCHAFER
CLERK

1987 MAY -7 PM 2:09

0000 2327

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

(G) To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

(H) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(I) To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, or any bonds, debentures, notes or other evidence of indebtedness created or issued by any such other corporation or association.

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

(K) The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to the terms of any other clause of this or any other section of these articles of incorporation or of any amendment thereto, and shall be regarded as independent and construed as powers as well as objects and purposes.

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

FOURTH: The post office address of the principal office of the corporation in this state is 1651 Crofton Boulevard, Building 3, Crofton, Maryland 21114. The resident agent is **EDWARD O. WAYSON, JR.**, whose address is 80 West Street, P.O. Box 868, Annapolis, Maryland 21404.

FIFTH: The total number of shares of capital stock which the corporation has authority to issue is One Thousand (1,000) shares, no par value in each share, all of which shall be of one class designated as common stock.

SIXTH: The corporation shall have one director, being, **KEITH KOVACS**, of 24 Rockwell Court, Annapolis, Maryland 21403; who shall act as director until the first annual meeting or until his successor is duly chosen and qualified.

SEVENTH: The Board of Directors shall have the power to create by-laws for the purpose of restricting transferability of stock as long as these restrictions are not inconsistent with law.

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

The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation or under the laws of the State of Maryland.

Any contract, transaction or act of the corporation or of the directors which shall be ratified by a majority or a quorum of the stockholders having voting powers at the annual meeting, or at any special

meeting called for such purpose, shall, so far as permitted by law, be valid and as binding as those ratified by every stockholder of the corporation.

Notwithstanding any provision of the law requiring the action to be taken or authorized by the affirmative vote of the holders or a majority or other designated proportion of the shares or of the shares of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in the charter or in the by-laws but in cases in which the law authorized such action to be taken or authorized by a less vote, such action shall be effective and valid if so taken or authorized except as otherwise provided in the charter or in the by-laws.

The corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law, including amendments changing the terms of any of its outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of fifty-one percent (51%) of the shareholders of such stock at the time outstanding by a vote at a meeting or in writing with or without a meeting.

NINTH: Each director and each officer and his heirs, executors, and administrators, shall be indemnified by the company against any costs and expenses reasonably incurred by him in connection with any action, suit, or proceeding, to which he may be made a party by reason of this being or having been a director or officer of the company or of any other corporation which he serves or has served as director or officer at the request of the company, and against any amounts paid by him in settlement of or in satisfaction of a judgment in this action, suit, or proceeding (other than amounts paid or payable to the corporation), provided that no director or officer shall be indemnified against any costs, expenses, or payments, in relation to any matter as to which he shall be finally adjudged liable for acting fraudulently

as to the corporation, or derelict in the performance of his duties as such director or officer or in relation to any matter as to which there has been no adjudication with respect to his performance of his duties unless the company shall receive an opinion from independent counsel that the director or officer is not liable for the alleged fraudulent conduct and has not been derelict as stated above; and provided that the foregoing rights of indemnification shall be exclusive of other rights to which he may be entitled as a matter of law.

TENTH: Provisions for the regulations of the internal affairs of the corporation are: the power to make, alter, amend or repeal the by-laws and shall be vested in the Board of Directors.

ELEVENTH: Pre-emptive rights: The stockholders of the common stock shall have the pre-emptive rights, that is, shall have the right of first purchase when the Board of Directors chooses to issue further stock than that already outstanding, at the price, terms and conditions, as shall be fixed by the Board of Directors. These pre-emptive rights shall be exercised in the relation determined by the number of shares held by such stockholder at the time of issue in relation to the total number of shares outstanding at the time of the issue.

TWELFTH: The name and address, including street number, of each incorporator is:

KEITH KOVACS

24 Rockwell Court
Annapolis, Maryland 21403

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation.

WITNESS:

DATE: 12-5-86

Susan H. Hicks

Keith Kovacs

Keith Kovacs

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

I HEREBY CERTIFY, that on this 5th day of Dec, 1986, before me, the subscriber, a Notary Public in and for the State of Maryland and County aforesaid, personally appeared, **KEITH KOVACS**, and acknowledged the foregoing Articles of Incorporation to be his act.

IN WITNESS WHEREOF, I set my hand and notarial seal the day and year last above written.

Susan H. Hicks

Notary Public

My Commission Expires: 7/1/90



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 repro-
duction.

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>22</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	_____
---	_____	Other	MAIL TO ADDRESS: _____
---	_____	Other	<u>Blymthe, Dwyer et al</u>
---	_____	Other	<u>PO Box 868</u>
---	_____	Other	<u>Annapolis, Md 21404-</u>

TOTAL FEES 42 Check _____ Cash _____
3 Documents on 1 checks

MAIL TO ADDRESS: _____
Blymthe, Dwyer et al
PO Box 868
Annapolis, Md 21404-
NOTE: 0868

APPROVED BY: A reswed

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

196 PAGE 525

ARTICLES OF INCORPORATION
OF
H.A.L. II, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 8, 1986 AT 2 08 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ 20	\$ 22	\$
D2248060		

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

112C3005693
A 217538



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

2872 0138

APPROVED FOR RECORD

12/9/86 at 2:08 .m.

196 PAGE 526

ARTICLES OF INCORPORATION

OF

H.A.L. I, INC.

FIRST: I, **KEITH KOVACS** of 24 Rockwell Court, Annapolis, Maryland 21403, being at least eighteen (18) years of age, do, under and by virtue of the general incorporation laws of the State of Maryland authorizing the formation of corporations, voluntarily associate myself with the intention of forming a corporation and hereby form a corporation.

SECOND: The name of the corporation (hereinafter called "corporation") shall be **H.A.L. I, INC.**

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

- (A) To solicit orders and distribute equipment.
- (B) To enter into partnerships, joint ventures, and all other business associations for any lawful purpose.
- (C) To engage in the ownership, operation, construction, franchising, management, marketing and all other lawful activities respecting those items names in (A) above, and to engage in any other lawful business or businesses, whether or not related to those elsewhere described in these articles, and those authorized or approved from time to time by the Board of Directors.
- (D) To purchase, lease and otherwise acquire, hold, mortgage, and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world.
- (E) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, and otherwise dealing in and with goods, wares, and merchandise, of every class and description.

H. IRLE SCHAFER
CLERK

1987 MAY - 7 PM 2:09

REC-208

2872 0131

0000 2335

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

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

196 PAGE 527

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

(G) To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

(H) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(I) To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, or any bonds, debentures, notes or other evidence of indebtedness created or issued by any such other corporation or association.

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

(K) The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to the terms of any other clause of this or any other section of these articles of incorporation or of any amendment thereto, and shall be regarded as independent and construed as powers as well as objects and purposes.

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

FOURTH: The post office address of the principal office of the corporation in this state is 1651 Crofton Boulevard, Building 3, Crofton, Maryland 21114. The resident agent is **EDWARD O. WAYSON, JR.**, whose address is 80 West Street, P.O. Box 868, Annapolis, Maryland 21404.

FIFTH: The total number of shares of capital stock which the corporation has authority to issue is One Thousand (1,000) shares, no par value in each share, all of which shall be of one class designated as common stock.

SIXTH: The corporation shall have one director, being, **KEITH KOVACS**, of 24 Rockwell Court, Annapolis, Maryland 21403; who shall act as director until the first annual meeting or until his successor is duly chosen and qualified.

SEVENTH: The Board of Directors shall have the power to create by-laws for the purpose of restricting transferability of stock as long as these restrictions are not inconsistent with law.

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

The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation or under the laws of the State of Maryland.

Any contract, transaction or act of the corporation or of the directors which shall be ratified by a majority or a quorum of the stockholders having voting powers at the annual meeting, or at any special

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation.

WITNESS:

DATE: 12-5-86

Susan H. Dicks

[Signature]

Keith Kovacs

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

I HEREBY CERTIFY, that on this 5th day of Dec, 1986, before me, the subscriber, a Notary Public in and for the State of Maryland and County aforesaid, personally appeared, **KEITH KOVACS**, and acknowledged the foregoing Articles of Incorporation to be his act.

IN WITNESS WHEREOF, I set my hand and notarial seal the day and year last above written.

Susan H. Dicks

Notary Public

My Commission Expires: 7/1/90



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

196 PAGE 532

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

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	<u>20</u>	Organ. & Capitalization
61	<u>22</u>	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger or Consolidation)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	Certified Copy _____
56	_____	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:
Blymthe, Dwyer et al
10134 8681
Chesapeake, Va 21404-
0868

TOTAL FEES 42 Check _____ Cash _____
3 Documents on 1 checks

NOTE: _____

APPROVED BY: A

reserved

2872 0137

0000 2339

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

196 PAGE 533

ARTICLES OF INCORPORATION
OF
H.A.L. I, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 8, 1986 AT 2 08 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 22

SPECIAL
FEE PAID

\$

D2248052

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

11203005692

A 217537



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

2872 0130

196 PAGE 534

APPROVED FOR RECORD

JUSTIN MANAGEMENT, INC.

12/8/86 at 10:28A.m.

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

ARTICLES OF INCORPORATION

FIRST: I, Alan W. Bernstein, whose post office address is 79 West Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is Justin Management, Inc.

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

(1) To manage, lease, rent, and operate real estate and consult on real estate and other business matters.

(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 1222A Boucher Avenue, Annapolis, Maryland 21403. 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:

Joel Levin

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.

H. ERLE SCHAFER
CLERK

1987 MAY - 7 PM 2:09

63428337

87 MAY 8 - 10 28

2872 0094

0000 2341

(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.

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

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 5 day of December, 1986, and
I acknowledge the same to be my act.

WITNESS:

Louella Thomas

Alan W. Bernstein
ALAN W. BERNSTEIN

LEGADOC
JUSTNINC



STATE OF MARYLAND

196 PAGE 537

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)

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change (New Name). Rows include fees for Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Rec. Fee (Amendment), Rec. Fee (Merger or Consolidation), Rec. Fee (Transfer), Rec. Fee (Dissolution), Rec. Fee (Revival), Foreign Qualification, Cert. of Qual. or Reg., Foreign Name Registration, Certified Copy, Foreign Penalty, For. Supplemental Cert., Cert. of Conveyance, Special Fee, For. Limited Partnership, Cert. Limited Partnership, Amendment to Limited Partnership, Termination of Limited Partnership, Recordation Tax, State Transfer Tax, Local Transfer Tax, Corp. Good Standing, Foreign Corporation Registration, Other.

TOTAL FEES \$40 Check Cash 1 Documents on 1 checks

MAIL TO ADDRESS: Alan W. Bernstein, Esq., Barrister + Feldman, P.A. 79 West Street, P.O. Box 591, Annapolis, MD 21404-0591

APPROVED BY: [Signature] DWK

2872 0097

0000 2344

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

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

196 PAGE 538

ARTICLES OF INCORPORATION
OF
JUSTIN MANAGEMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 8, 1986 AT 10 20 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

\$

D2248003

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
ALAN W. BERNSTEIN, ESQ.
BERNSTEIN & FELDMAN, P.A.
79 WEST STREET
P.O. BOX 591
ANNAPOLIS

MD 21404 0591

112C3005687

A 217532



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

2872 0093

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

196 PAGE 539

APPROVED FOR RECORD

12/8/86 at 10:52 .m.

PRODUCTION SERVICES MANAGEMENT, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Jack K. Smith, whose post office address is 304 Edgemere Drive Annapolis, Anne Arundel County, Maryland 21403, Philip Smith, whose post office address is 1118 Bay Ridge Avenue Annapolis, Anne Arundel County, Maryland 21403, and Frances Smith, whose post office address is 304 Edgemere Drive Annapolis, Anne Arundel County, Maryland 21403, all being of full legal age, do, under and by virtue of the General Laws of the state of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

PRODUCTION SERVICES MANAGEMENT, INC.

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

- (a) To act as broker for motion picture, television, video, live show, radio, and print services, which include all technical and non-technical personnel, all types of applicable equipment, and use of all types of facilities and services required for the production, distribution, and planning of the abovenamed productions.
- (b) To provide and promote educational services related to such services and industries.
- (c) To purchase, acquire, hold, publish, and produce plays, screenplays, movies, and other scripts.
- (d) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real or personal property wherever situated.
- (e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good will, franchises, licenses, 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,

60 01 24 42 40N 90N

63428317

2871 0480

2571 0476

0000 2346

1987 MAY -7 PM 2:09
H. ERLE SCHAFER
CLERK

196 PAGE 540

(2)

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 and use any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

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

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchases, 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.

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
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196 PAGE 541

(3)

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

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

(l) The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and it is not intended by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned; or to limit or restrict any of the powers of the Corporation. 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 place at which the principal office of the Corporation will be located is 304 Edgemere Drive Annapolis, Anne Arundel County, Maryland 21403. The resident agent of the Corporation is Philip Smith, whose post office address is 1118 Bay Ridge Avenue Annapolis, Anne Arundel County, Maryland 21403. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The Corporation shall have not less than three (3) directors, and Jack K. Smith, Philip Smith, and Frances Smith shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand (\$100,000.00) Dollars, par value, divided into one thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars each.

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
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196 PAGE 542

(4)

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 one class whether now or thereafter authorized, and securities convertible into shares of stock of one class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable.

(2) In the event of the increase in the amount of capital stock of the Corporation or of the issue or reissue of any shares of stock of the Corporation which may be held by the Corporation as treasury stock, or which may have the status of authorized but unissued stock, the Board of Directors may authorize the issuance of, reissuance or sale of such stock, from time to time, to such person or persons as said Board may see fit, and no stockholder, as such, shall have any preemptive right to subscribe for or purchase the same except as, or to such extent as, such right may be accorded to stockholders by resolution of the Board of Directors.

(3) Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or 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 be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed to the Board of Directors or a majority thereof.

(4) Any contract, transaction or act of the Corporation or of the Directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the Corporation.

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

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

196 PAGE 543

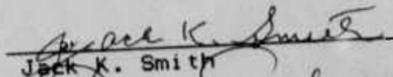
(5)

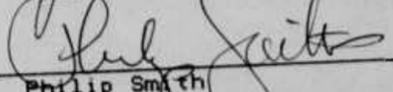
(6) If any shares of stock of the Corporation having a par value shall be issued for money for an amount in excess of the par value of such shares or shall be issued for a consideration or considerations other than money (including in such other consideration, consideration consisting partly of money) having a value as determined by the Board of Directors, in excess of the par value of said shares, then the excess over the par value of said shares of such money or of the value so determined of any other consideration received shall, unless the Board of Directors shall otherwise determine, be deemed to constitute surplus and shall be available for the payment of dividends, or for other corporate purposes; but nothing herein contained shall be deemed or taken to indicate or imply that any such excess or any part thereof shall constitute either earning or earned surplus of the Corporation.

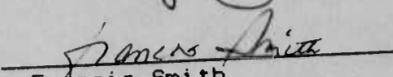
(7) The Corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by lay, including any amendments changing the terms of any of its outstanding stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds of the shares 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, we have signed these Articles of Incorporation this 21 day of November 1986.


Jack K. Smith


Philip Smith


Francis Smith

In Witness Whereof, We have signed these articles and severally acknowledge same to be our act.

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

196 PAGE 544

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	_____	Certified Copy	_____ Address
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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>Jack Smith</u>
_____	_____	Other _____	<u>304 Edgemere Dr.</u>
_____	_____	Other _____	<u>Annapolis, Md</u>
_____	_____	Other _____	<u>21403</u>

TOTAL FEES 40
 Check _____ Cash _____

_____ Documents on _____ checks

APPROVED BY: PCM

NOTE:

2871 0485

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

196 PAGE 545

ARTICLES OF INCORPORATION
OF
PRODUCTION SERVICES MANAGEMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 8, 1986 AT 10 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	\$ _____
	<u>02247302</u>	

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
JACK SMITH
304 EDGEMERE DR.
ANNAPOLIS MD 21403

111C3005617

A 217430



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2871 0479
~~2571 0475~~

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

ARTICLES OF INCORPORATION
GAMBRILLS INSURANCE SERVICE, INC.

MR
ES

A Maryland Close Corporation organized pursuant to Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland (1985 Edition, as amended)

FIRST: The undersigned, JOHN E. PATTERSON, whose Post Office address is Post Office Box 183, Gambrills, Anne Arundel County, Maryland 21054, being at least twenty-one years of age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is GAMBRILLS INSURANCE SERVICE, INC.

THIRD: The Corporation shall be a close corporation in accordance with the provisions of Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as now in effect, and as may be amended hereafter from time to time.

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

1. To act as agent, manager and/or broker for insurance companies in soliciting and receiving applications for fire, property, casualty, plate glass, boiler, elevator, accident, health, burglary, rent, marine, credit, malpractice, hospitalization, disability and life insurance and any other kind or class of insurance in all its branches; the collection of premiums and doing such other business as may be delegated to agents or managers of such companies and to conduct a general agency and insurance brokerage business.

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

3. 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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
12/8/86 10:37 A.M.

10-31

1987 MAY -7 PM 2:09
H. ERLE SCHAFER
CLERK

63428300

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~~2871 0249~~

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evidences of indebtedness issued or created by any other corporation or association, organized under the laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any 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.

4. 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.

5. 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 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 owner or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

6. To dispose of by gift or by sale, or partly by gift and partly by sale, any or all of the property and assets owned or held from time to time by the Corporation.

7. To act as an independent contractor, agent, employee, or franchisee for itself or for others, in carrying out the foregoing purposes of the Corporation, or any lawful purpose of the Corporation, and in connection therewith, to hire and employ agents, servants and employees, and to enter into employment agreements, contracts for services, and any other contracts or agreements of whatever kind or nature which may be incident or convenient to the aforesaid purpose and business of the Corporation.

8. To own, receive by way of gift, buy, sell, lease, exchange and invest in property and real estate; to hold, develop, manage, improve, mortgage, or in any manner encumber or dispose of property and real estate, wherever situate.

9. To purchase, exchange, hire or otherwise acquire such personal property, chattels, rights, easements, permits, licenses, privileges, and franchises as may lawfully be purchased, exchanged, hired, or acquired under Maryland law.

10. To obtain credits on monies in any manner at any time and in any amounts for any of the objects and purposes of the Corporation, and to make, draw, execute and issue promissory notes and to secure the payment of same by mortgage, pledge, conveyance, or assignment of any part or all of the property, rights, and interests of the Corporation, whether now or hereafter acquired.

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
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196 PAGE 548

-3-

11. To carry on any other lawful business whatsoever in furtherance, either directly or indirectly, of the interests of the Corporation or tending to enhance the value of its properties.

12. To borrow or raise monies for any of the purposes of the Corporation, and, from time-to-time, without limit as to amount, to draw, make, accept, endorse, guarantee, execute and issue promissory notes, drafts, bills of exchange, bonds, debentures, and other negotiable or non-negotiable instruments and evidences of indebtedness on behalf of the Corporation.

13. To make and perform contracts of any kind and description, and in carrying on its business, or for the purpose of attaining or furthering any of its objects, to do any and all things which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

14. To do any or all of the things herein set forth to the same extent as natural persons may or could do, as persons, agents, contractors, trustees or otherwise, alone or in company with others.

15. The Corporation shall have and enjoy all powers and rights conferred by the statutes of the State of Maryland upon corporations, and the enumeration of specific powers in these Articles of Incorporation is made in furtherance of, and not in limitation of, the powers conferred by law and no restriction upon any of the powers is intended to be implied in such specification or from any enumeration of specific powers.

FIFTH: The post office address of the principal office of the Corporation in the State of Maryland is Gambrills and Maple Roads, Post Office Box 183, Gambrills, Anne Arundel County, Maryland 21054. The name and post office address of the Resident Agent of the Corporation in this State is John E. Patterson, 1027 Old Bay Ridge Road, Annapolis, Anne Arundel County, Maryland 21403. Said resident agent is an individual actually residing in this State.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is one hundred (100) shares, without par value, all of one class.

SEVENTH: The Corporation elects, as of the date of the filing of these Articles of Incorporation, not to have any Board of Directors. Until such time as these Articles of Incorporation have been filed and accepted, and one or more shares of stock in the Corporation have been issued, the Corporation shall have one (1) director, whose name is JOHN E. PATTERSON.

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CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

196 PAGE 549

-4-

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation on this 2 day of December, 1986.

WITNESS:

John E. Patterson

John E. Patterson (SEAL)
JOHN E. PATTERSON

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, TO WIT:

I HEREBY CERTIFY that, on this 2 day of December,
1986, before me, the subscriber, a Notary Public of the State of
Maryland in and for the County aforesaid personally appeared
JOHN E. PATTERSON, and he acknowledged the foregoing Articles of
Incorporation to be his act and deed.

WITNESS my hand and seal Notarial.

(AFFIX NOTARIAL SEAL)

Robin Bryan Hood
Notary Public

My Commission Expires:
July 1, 1990.

My Commission Expires July 1, 1990

Corp. #6

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2571 0252

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STATE OF MARYLAND

196 PAGE 550

State Department of Assessments and Taxation

Gene L. Burner, Director

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 62

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change (New Name), Change of Name, Change of Principal Office, Change of Resident Agent, Change of Resident Agent Address.

TOTAL FEES 56 Check Cash

1 Documents on 1 checks

APPROVED BY: MR

Code ATTENTION: MAIL TO ADDRESS: MARVIN H. ANDERSON, ESQ. 92 FRANKLIN STREET P.O. Box 64 ANNAPOLIS, MARYLAND 21404-0064

NOTE:

2871 0253 2571 0253

0000 2357

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

196 PAGE 552

ARTICLES OF INCORPORATION
OF
GAMBRILLS INSURANCE SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 8, 1986 AT 10 37 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

\$ _____

_____ D2246932 _____

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
MARVIN H. ANDERSON, ESQ.
92 FRANKLIN STREET
P.O. BOX 64
ANNAPOLIS MD 21404 0064

111C3005580

A 217393



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO. ~~2571 0248~~

2871 0248

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

ARTICLES OF INCORPORATION
STATE DEPARTMENT OF ASSESSMENTS
OF AND TAXATION

MARK R. CHAPUT, R.P.T., P.A. APPROVED FOR RECORD

9-8-86 at 11:29A .m.

gc

FIRST: The undersigned, Stephen J. Britz, whose post office address is 150 South Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Maryland, including the Professional Service Corporation Act.

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

MARK R. CHAPUT, R.P.T., P.A.

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

(1) To engage in the practice of physical therapy; to treat a human person as prescribed by a physician or surgeon, or other appropriate health care professional, to use ultrasound, moist heat, dry heat, electrical current, and any and all forms of apparatus currently used in the practice of physical therapy.

(2) To invest its funds in real estate, mortgages, stocks, bonds or any other type of investment, and to own real or personal property necessary or convenient for the rendering of the professional services specified above.

(3) To do such acts and carry on such business as may be permitted by the Professional Service Corporation Act of the State of Maryland, subject to the limitations thereof.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 1835 Forest Drive, Suite C, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in Maryland are Stephen J. Britz, 150 South Street, Annapolis, Anne Arundel County, Maryland 21401. Said Resident Agent is a citizen of Maryland and actually resides therein.

H. ERLE SCHAFER
CLERK

1987 MAY 28 PM 4:07

625 18379

1986 SEP -8 A 11:29

2846 0565

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

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

SIXTH: The Corporation shall have one (1) director. The number of directors may be increased or decreased from time to time by By-Laws adopted by the Stockholders, to the extent permitted by law, but shall never be fewer than one (1); the name of the initial director, who has been chosen and is qualified, is: Mark R. Chaput, R.P.T., P.A.

SEVENTH: 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 the Board of Directors or by the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and stockholders sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made. All rights of stockholders are subject to this reservation.

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 5th day of September, 1986.

WITNESS:

Karen L Kramer

Stephen J. Britz
STEPHEN J. BRITZ

2846 0566

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

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

I HEREBY CERTIFY that on this 5th day of September, 1986,
before me, the undersigned officer, personally appeared STEPHEN J.
BRITZ, known to me to be the person whose name is subscribed to
the within instrument, and acknowledged that he executed the same
for the purposes therein contained.

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

Karen L Kramer
Notary Public

My commission expires: July 1, 1990

2846 0567



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 06 COUNTY 521

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

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change. Rows include codes 20-73 and 75-85 with corresponding fee descriptions like 'Organ. & Capitalization', 'Rec. Fee (Arts. of Inc.)', etc.

TOTAL FEES 40 Check Cash

Documents on checks

APPROVED BY: [Signature]

ATTENTION:

MAIL TO ADDRESS: Stephen Britz, PO Box 468, Annapolis Md 21404

NOTE:

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

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4637

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

ARTICLES OF INCORPORATION
OF
MARK R. CHAPUT, R.P.T., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 08, 1986 AT 11:29 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: \$
D2197754

TO THE CLERK OF THE COURT OF BALTIMORE CITY

IT IS HEREBY CERTIFIED, THAT 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
Stephen Britz*

RECEIVED FOR RECORD
DEC 19 1986 9 O'CLOCK
A.M. SAME DAY RECORDED IN LIBER
S.E.B. No. 223 FOLIO/038&c,
ONE OF THE CHARTER RECORDS OF
BALTIMORE CITY AND EXAMINED.
PER SAUNDRA E. BANKS
CLERK

A 210587



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2846 0564