

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

ANNE ARUNDEL COUNTY, MARYLAND

ARTICLES OF INCORPORATION AND LIMITED PARTNERSHIPS

H. ERLE SCHAFER
CLERK OF THE CIRCUIT COURT

BOOK 202

0002 1564

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

202-1

NOT
USED

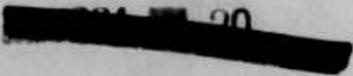
0002 1565

CLERK'S NOTATION
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satisfactory photographic repro-
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BOOK 202 PAGE 2

file

1987 JUN 24 A 9 30



970865-R13415

PR:052987

ARTICLES OF INCORPORATION
OF

MARYLAND CHAMBER FOUNDATION, INC.

THIS IS TO CERTIFY:

FIRST: That the subscribers, Peter J. Lombardi, 727 Warren Drive, Annapolis, Maryland 21403; Edmund W. Smallwood, 12241 Arrow Park Drive, Ft. Washington, Maryland 20744; and, Lawrence A. Shulman, 11602 Split Rail Court, Rockville, Maryland 20852, do hereby declare the intention of forming a corporation under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations. Said incorporators each being an adult over eighteen (18) years of age.

SECOND: The name of the corporation (hereinafter referred to as the "Corporation") is: Maryland Chamber Foundation, Inc.

THIRD: The purpose or purposes for which the Corporation is organized are:

(a) Exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") and the Regulations thereunder (or any corresponding provision of any future United States Internal Revenue Law or Regulation), more particularly, (i) to establish, promote, advance, improve and participate in projects for the purpose of encouraging broader educational opportunities for the general public in the State of Maryland, (ii) to promote the advancement of all fields of education, (iii) to lessen the burdens of state and local governments regarding educational opportunities for the general public in the State of Maryland, (iv) to help eliminate prejudice and discrimination regarding educational opportunities in the State of Maryland, and (v) to promote public understanding of the foregoing purposes.

(b) To engage in any lawful act or activity for which non-stock corporations may be organized under the Maryland Corporations and Associations Code Annotated.

(c) To engage in any business, allied or kindred or associated with any of the principal objects of the

STATE DEPARTMENT OF CORPORATIONS
AND TAXATION

71758047

APPROVED FOR RECORD

6-24-87 at 9:30 A.M.

2929 0453

1987 SEP 16 PM 3:00
H. ERLE SCHAFER
CLERK

0002 1566

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 3

204 FEB 24

-2-

(d) The foregoing enumeration of the purposes, powers, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by the laws of the State of Maryland, and the mention of any particular purpose, power, object or business is not intended in any manner to limit or restrict any of the purposes, powers, objects or business 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 non-stock corporations which are contained in the General Laws of the State of Maryland.

FOURTH: The Post Office address at which the principal office of the Corporation in this state shall be located will be 60 West Street, Suite 405, Annapolis, Anne Arundel County, Maryland 21401. The resident agent of the Corporation is The Corporate Services Company, a Maryland corporation, whose principal place of business is located at 11840 Beekman Place, Potomac, Montgomery County, Maryland 20854. ✓

FIFTH: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall not be less than three (3); and following are the names of the directors who shall act until the first annual meeting and until their successors are duly elected and qualified or until their earlier resignation, removal from office, or death:

Peter J. Lombardi
Edmund W. Smallwood
Lawrence A. Shulman

SEVENTH: The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster or attain any of such purposes.

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EIGHTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on 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 Code (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

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

TENTH: The duration of the Corporation shall be perpetual.

ELEVENTH: (a) Any person or entity (including the Maryland State Chamber of Commerce, Inc.) who is or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he, is or was a Director, officer, employee, agent or a related entity of the Corporation or a predecessor of the Corporation, or is or was serving at the request of the

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duction.

~~BOOK 201 PAGE 5~~

Corporation as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture, trust, other enterprise, or employee benefit plan, shall be indemnified by the Corporation against judgments, penalties, fines, settlements and reasonable expenses, including attorneys' fees, actually and necessarily incurred by him in connection with such action, suit or proceeding, or in connection with any appeal therein, to the fullest extent permitted under the laws of the State of Maryland.

(b) The determination that indemnification is permissible shall be made as follows, subject to the provisions of law:

(i) By the Board of Directors by a majority vote of a quorum consisting of Directors not, at the time, parties to the action, suit or proceeding, or, if such a quorum cannot be obtained, then by a majority vote of a committee of the Board of Directors consisting solely of two or more Directors not, at the time, parties to such action, suit or proceeding and who were duly designated to act in the matter by a majority vote of the full Board of Directors in which the designated Directors who are parties may participate;

(ii) By special legal counsel selected by the Board of Directors or a committee of the Board of Directors by vote as set forth in subparagraph (i) immediately preceding, or, if the requisite quorum of the full Board of Directors cannot be obtained therefor and the committee cannot be established, by a majority vote of the full Board of Directors in which Directors who are parties may participate; or

(iii) By a majority vote of the members of the Corporation, provided that members who are parties to the action, suit or proceeding may not vote.

(c) Authorization of indemnification and determination as to reasonableness of expenses shall be made in the same manner as the determination that indemnification is permissible. However, if the determination that indemnification is permissible is made by special legal counsel, authorization of indemnification and determination as to reasonableness of expenses shall be made in the manner specified in subparagraph (ii) of paragraph (b) of this Article for selection of such counsel.

(d) The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, agent or related entity of the Corporation, or who, while a director, officer, employee, agent or related entity of the Corporation, is or was serving at the request of the Corporation as a director, officer, partner, trustee,

2929 0456

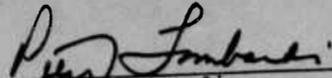
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

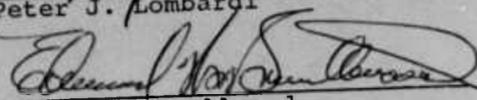
~~BOOK 201 PAGE 34~~

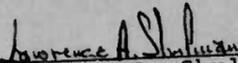
employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, other enterprise, or employee benefit plan against any liability asserted against and incurred by such person in any such capacity or arising out of such person's position, whether or not the Corporation would have the power to indemnify against liability under the provisions of this section.

(e) The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any Director, officer, employee, agent or related entity may be entitled apart from the provisions of this Article.

IN WITNESS WHEREOF, We, as Subscribers to these Articles of Incorporation acknowledge, on the 22nd day of June, 1987, under the penalties of perjury that the matters and facts contained in these Articles of Incorporation are true and correct in all material respects to the best of our knowledge, information and belief, and that the execution of these Articles of Incorporation is our act and deed.


Peter J. Lombardi


Edmund W. Smallwood


Lawrence A. Shulman

2929 0457

0002 1570



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>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	<u>11</u>	<u>1</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 <u>57</u>
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 _____	

TOTAL FEES 51 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: PCM

NOTE: _____

BOOK 202 PAGE 8

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

~~BOOK 201 PAGE 36~~

ARTICLES OF INCORPORATION
OF
MARYLAND CHAMBER FOUNDATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 24, 1987 AT 9:30 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	\$
D2366474		

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:
SHULMAN, ROGERS, GANDAL, TOBIN
& ECKER, P.A.
MONTGOMERY CENTER
8630 FENTON ST, SUITE 430
SILVER SPRING MD 20910

243C3001761

A 234836



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

2929 0452

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

G8854.237 M
171C:2

BOOK 202 PAGE 9

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

6/26/87 at 10:22a

VERTEX INC.

ARTICLES OF INCORPORATION

FIRST: I, Abba David Poliakoff, whose post office address is 233 East Redwood Street, Baltimore, Maryland 21202, being at least eighteen (18) years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

Vertex Inc.

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

(a) To engage in the business of purchasing, holding, leasing and selling computer systems, including all hardware and accessories, software and services, and to write, publish, sell, lease, copyright and license software, and to provide consulting and any and all other related services to any person or entity.

(b) To engage in any lawful act or activities permitted by a corporation organized under the laws of the State of Maryland.

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

71778170

323 0486

1987 SEP 16 PM 3:00
H. EARLE SCHAFER
CLERK

JUN 26 10 22 AM '87

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satisfactory photographic repro-
duction.

C8854.237 M BOOK 202 PAGE 10
171C:2

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 878 Elmhurst Road, Severn, Maryland 21144. The name and post office address of the resident agent of the Corporation in this State are Abba David Poliakoff, 233 E. Redwood Street, Baltimore, Maryland 21202. 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 Ten Million (10,000,000) shares of common stock with a par value of One Cent (\$.01) per share, having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The number of Directors of the Corporation shall be not less than three (3) nor more than twelve (12); provided, however, that (a) if at any time there is no stock outstanding, the Corporation may have less than three (3) but not less than one (1) Director; and (b) if there is stock outstanding and there are less than three (3) stockholders, the number of Directors may be less than three (3) but not less

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satisfactory photographic repro-
duction.

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171C:2

~~201 20~~

than the number of stockholders. The number of Directors may be increased or decreased pursuant to the By-laws of the Corporation, subject, however, to the above provisions. The names of the Directors who shall act until the first annual meeting and until their successors are duly elected and qualify are Terry H. Treadway and Gary G. Roberson.

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

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

(c) The 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 fair value of his stock.

(d) 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 or rights exchangeable for, convertible into or evidencing rights to acquire such shares.

2929 0488

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 12

C8854.237 M
171C:2

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 Maryland General Corporation Law now or hereafter in force.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 25 day of June, 1987, and I acknowledge the same to be my act, and that to the best of my knowledge, information and belief all matters and facts stated herein are true in all material respects and that this statement is made under the penalties of perjury.

Abba David Poliakoff
Abba David Poliakoff,
Incorporator



BOOK 202 PAGE 13

BOOK 202

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 63 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>10</u>	<u>1</u> Certified Copy <u>4p</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: _____

Pat Nenger
 MAIL TO ADDRESS:
Gordon Feinblatt
233 E Redwood St
Bell, MD 21022

TOTAL FEES 50
 Check _____ Cash _____

_____ Documents on _____ checks

NOTE:

APPROVED BY: [Signature]

2929 0490

0002 1577

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

BOOK 202 PAGE 14

~~DATE~~

ARTICLES OF INCORPORATION
OF
VERTEX INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 26, 1987 AT 10:22 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

\$

D2366524

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:
GORDON, FEINBLATT
PAT HENGER
233 E. REDWOOD STREET
BALTIMORE MD 21202

243C3001766

A 234841



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

2929 0485

0002 1578

90
R20

~~XXXXXXXXXX~~
BME SYSTEMS, INC. APPROVED FOR RECORD
(a close corporation under Title 4) 6-25-87 9:08W

CLERK'S NOTATION
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ARTICLES OF INCORPORATION

FIRST: The undersigned, MARK LONGERBEAM, whose post office address is 319 Old County Road, Severna Park, Maryland, 21146, a resident of the State of Maryland, over twenty-one (21) 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

BME SYSTEMS, INC.

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

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

(a) To provide engineering support and the design of electronic systems and equipment, and the design of computer software to support bio-medical research.

(b) To engage in commercial, industrial, manufacturing and mercantile pursuits of every kind, and to provide any lawful service, in any and all states, districts, territories, and possessions of the United States of America, and in foreign countries.

(c) To acquire real or personal property, whether tangible or intangible, by purchase or otherwise, to be held, bought, sold, exchanged, conveyed, leased, pledged, mortgaged, or otherwise encumbered, including, without in any way limiting thereby, its own securities or those of any other person or government, and in respect thereto to possess and to exercise any and all rights, powers and privileges of any individual holder thereof.

(d) To acquire all or any part of, or any interest in, the business of any other person or persons for cash, property or its own or other securities, to conduct or reorganize, liquidate, sell, or in any other manner dispose of the whole or any part thereof, and in connection therewith, to assume or guarantee performance of any liabilities, obligations or contracts of any such persons.

(e) To apply for and otherwise acquire in any manner in the United States of America or elsewhere, any trademark, trade name, patent, copyright, concession, franchise, license, process, or formula and to exercise any right with respect thereto and to

1987 SEP 16 PM 3:01
H. ERLE SCHAFER
CLERK

LAW OFFICES
FRIEDMAN, COHEN
& MACFADYEN, PA
4TH FLOOR - TOTMAN BLDG
210 EAST REDWOOD STREET
BALTIMORE, MD 21202-3399

(301) 685-1783

71768177

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JUN 25 9 08 AM '87

2929 0514

0002 1579

CLERK'S NOTATION
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duction.

exploit the same in any manner, including the exercise, develop-
ment, manufacture under, sale, assignment, and granting of licen-
ses or other rights in respect thereto.

(f) To borrow money and to issue, sell, pledge or
otherwise dispose of its bonds, bills of exchange, notes, debent-
ures, warrants, trust certificates or other obligations or evi-
dence of indebtedness, and as security therefor, to mortgage,
deed, pledge, assign or otherwise encumber any property of the
Corporation.

(g) To carry out all or any part of the aforesaid
objects as principal, factor, broker, agent, contractor, or
otherwise, either alone or through or in conjunction with any
other 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 act or thing, 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 con-
ducive to or expedient for the accomplishment of any such objects
and purposes.

(h) To transact any other business calculated directly
or indirectly to enhance the value of the assets and property or
to further any objectives or business of the Corporation.

The foregoing clauses shall be construed both as objects and
powers and shall be deemed to be cumulative and none of them
shall be deemed as restricting or limiting the other, nor shall
the foregoing enumeration of specific powers be deemed in any way
to limit or restrict in any manner the general powers herein-
before enumerated or the general powers of the Corporation and
the enjoyment thereof as conferred by Section 2-103 of the
Corporations and Associations Article of the Annotated Code of
Maryland.

FIFTH: The post office address of the principal office of
the Corporation is 319 Old County Road, Severna Park, Maryland,
21146. The name and post office address of the Resident Agent of
the Corporation in this State is Mark Longerbeam, 319 Old County
Road, Severna Park, Maryland, 21146, an individual actually
residing in this State.

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

LAW OFFICES
FRIEDMAN, COHEN
& MACFADYEN, P.A.
4TH FLOOR - TOTMAN BLDG
210 EAST REDWOOD STREET
BALTIMORE, MD 21202 3399

(301) 685-1783

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

SEVENTH: 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 (3) directors, whose names are Mark Longerbeam, Kenneth Fasman, and Dennis Fasman.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, on this 23 day of JUNE, 1987.

Cynthia Bowman
WITNESS

Mark Longerbeam
MARK LONGERBEAM

STATE OF MARYLAND, CITY/COUNTY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY, that on this 23 day of JUNE, 1987, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City/County of BALTIMORE aforesaid, personally appeared MARK LONGERBEAM and he acknowledged the foregoing Articles of Incorporation to be his act.

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

Cynthia Bowman
NOTARY PUBLIC



MY COMMISSION EXPIRES: July 1, 1990

LAW OFFICES
FRIEDMAN, COHEN
& MACFADYEN, P.A.
4TH FLOOR - TOTMAN BLDG
210 EAST REDWOOD STREET
BALTIMORE, MD 21202-3399
(301) 685-1783

2929 0516

0002 1581

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)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent Address
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	MAIL TO ADDRESS: _____
_____	_____	Other	<u>Friedman, Glorioso</u>
_____	_____	Other	<u>210 E. Redwood St</u>
_____	_____	Other	<u>Balt, Md 21202-3399</u>

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

MAIL TO ADDRESS: _____
Friedman, Glorioso
210 E. Redwood St
Balt, Md 21202-3399

APPROVED BY: gs

NOTE:

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

BOOK 202 PAGE 19

~~201 17~~

ARTICLES OF INCORPORATION
OF
BME SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **JUNE 25, 1987** AT **9:08** 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:

\$ _____

D2366573

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:
FRIEDMAN, GLORIOSO
210 EAST REDWOOD ST.
BALTIMORE

MD 21202 3399

243C3001771

A 234845



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

2929 0513

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

~~BOOK 201 PAGE 48~~

J.

ARTICLES OF INCORPORATION OF PSM SYSTEMS, INC.
AS A STATUTORY CLOSE CORPORATION PURSUANT
TO THE LAWS OF MARYLAND

1. GEORGE H. BROHAWN, a competent adult older than 18 years of age, whose Post Office Box is 448, Linthicum, MD 21090, hereby incorporates PSM SYSTEMS, INC., as a statutory close corporation of Maryland, pursuant to Secs. 2-101, et seq. and Secs. 4-101, et seq., of the Corporations and Associations Article of the Annotated Code of Maryland.

2. The purposes of PSM SYSTEMS, INC., shall be to acquire and operate a pre-sort mail business known as PSM Systems, which has been from its inception owned solely by the incorporator, GEORGE H. BROHAWN and shall continue to be so owned until the instant incorporation becomes effective, and to conduct any other business or activity permitted by law. Acquisition of PSM Systems by PSM SYSTEMS, INC., shall include the acquisition of all assets and liabilities owned and owed by the aforesaid incorporator in connection with the unincorporated entity known as PSM Systems.

✓ 3. The address of the principal office of PSM SYSTEMS, INC. shall be -805-G Barkwood Court, Linthicum, MD 21090.

4. The resident agent of PSM SYSTEMS, INC. shall be GLEN M. FALLIN, 8370 Court Avenue, Ellicott City, MD 21043.

5. The total number of shares of stock of all classes that PSM SYSTEMS, INC. shall have the authority to issue, shall

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

1987 SEP 16 PM 3:04

71768163

1

APPROVED FOR RECORD

H. ERLE SCHAFER
CLERK

8/25/87 at 9:15 .m.

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

BOOK 202 PAGE 21

~~BOOK 201 PAGE 49~~

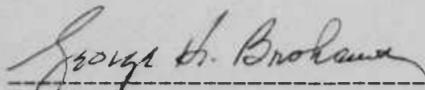
be ONE-THOUSAND (1,000), all of which shall be common stock to be voted according to the proportionate ownership thereof. Of the 1,000 shares of common stock hereby authorized, MARY R. BROHAWN shall own 511, and GEORGE BROHAWN shall own 489.

6. Until or unless their successors are elected and qualified by unanimous vote of the stockholders, the officers of PSM SYSTEMS, INC. shall be as follows: MARY R. BROHAWN, President and Secretary; GEORGE H. BROHAWN, Vice-President and treasurer; The foregoing individuals are the sole stockholders and owners of PSM SYSTEMS, INC. and shall govern PSM SYSTEMS, INC. by their unanimous vote, pursuant to ~ 4-401 of the Corporations and Associations Article of the Annotated Code of Maryland.

7. It is hereby elected and declared, pursuant to Sec. 4-302 of the Corporations and Associations Article, Maryland Code, that PSM SYSTEMS, INC., shall have no board of directors, and that therefore all management decisions shall be by unanimous vote of the owners of PSM SYSTEMS, INC., as set forth herein. The incorporator, GEORGE H. BROHAWN, shall be the director of PSM SYSTEMS, INC. for such time, if any, as the instant Articles may be effective but the instant election be ineffective.

I HEREBY AFFIRM under the penalties of perjury that the foregoing instrument is executed by my free will and deed and that the statements herein are true and correct to the best of my knowledge, information and belief.

date: 6/23/87



GEORGE H. BROHAWN, Incorporator



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
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>Glen M. Fallin, P.C.</u>
	_____		<u>8370 Court Ave.</u>
	_____		<u>Ellicott City, Md. 21043</u>

TOTAL FEES 40
 Check Cash

Documents on _____ checks

APPROVED BY: J.M.T.

NOTE:

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

BOOK 202 PAGE 23

~~BOOK 201 PAGE 51~~

ARTICLES OF INCORPORATION
OF
PSM SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 25, 1987 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:

\$

D2366730

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:
GLEN M. FALLIN, P.C.
8370 COURT AVENUE
ELLCOTT CITY MD 21043

243C3001787

A 234861



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

2929 0629

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

BOOK 202 PAGE 24

ok me

THE DERINGER GROUP, INC.
ARTICLES OF INCORPORATION

FIRST: The undersigned, Joseph J. Deringer and Linda Jansson, whose post office addresses are, respectively, P.O. Box 299, Riva, Maryland, 21140 and 138 Spa Drive, Annapolis, Maryland, 21403, being at least eighteen years of age do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is THE DERINGER GROUP, INC.

THIRD: The purposes for which the Corporation is formed are as follows: to provide consulting services and to engage in any business activity authorized under the laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 335 Cove Road, Riva, Anne Arundel County, Maryland, 21140. The name and post office address of the resident agent of the Corporation in Maryland is Joseph J. Deringer, 335 Cove Road, Riva, Anne Arundel County, Maryland, 21140. ✓

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 1,000 shares of the par value of \$1.00 a share, all of one class, and having an aggregate par value of \$1,000.00.

SIXTH: The number of directors of the Corporation shall be 2 which number may be increased or decreased pursuant to the bylaws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Joseph J. Deringer and Linda Jansson.

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: There is no provision which limits or denies to shareholders a preemptive right to acquire additional shares of the corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

1987 SEP 16 PM 3:01
H. ERLE SCHAFER
CLERK

71758075

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

6-24-87 at 9:00 A.M.

1987 JUN 24 A 9:00

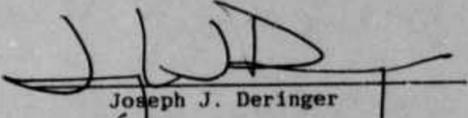
2929 0664

0002 1588

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

BOOK 202 PAGE 25 ~~204 53~~

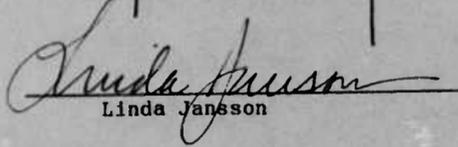
IN WITNESS WHEREOF, We have signed these Articles of Incorporation on
6.23.87, and severally acknowledge the same to be our act.



Joseph J. Deringer

6.23.87

Date



Linda Jansson

6.23.87

Date

2929 0665

0002 1589



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

~~BOOK 201 PAGE 54~~

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>Joseph Deringer</u>
	_____	Other	<u>PO Box 299</u>
	_____	Other	<u>Riva, Md 21140</u>

TOTAL FEES 40 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: PCN

NOTE:

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

BOOK 202 PAGE 27

~~201 50~~

ARTICLES OF INCORPORATION
OF
THE DERINGER GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 24, 1987 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:

\$

D2366805

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 J. DERINGER
P. O. BOX 299
RIVA

MD 21140

243C3001794

A 234868



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

2929 0663

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

BOOK 202 PAGE 28

mill

1987 JUN 24 A 9 13

TAYLOR ENTERPRISES, INC.

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

ARTICLES OF INCORPORATION

FIRST: I, RONALD LOUIS TAYLOR, whose post office address
is 1918 North Avenue, Pasadena, Maryland 21122, being at least
eighteen (18) years of age, hereby form a Corporation under and by
virtue of the General Laws of the State of Maryland.

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

TAYLOR ENTERPRISES, INC.

THIRD: The Corporation shall be a Close Corporation, is
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 home improvements and remodeling, air conditioning repair, automobile and boat repair, and general welding; 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 7813 Harle Road, Pasadena, ✓
Maryland 21122. The name and post office address of the Resident
Agent of the Corporation in this State is JOSEPH ANDREW TAYLOR,
7813 Harle Road, Pasadena, Maryland 21122. Said Resident Agent is

71758055

2929 0689

1987 SEP 16 PM 3:01
H ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

6-24-87 at 9:13 a.m.

0002 1592

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

BOOK 202 PAGE 29

~~201 57~~

an individual actually residing in this State.

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

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be two (2) Directors, whose names are RONALD LOUIS TAYLOR and JOSEPH ANDREW TAYLOR.

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

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

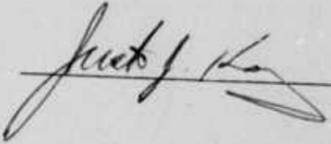
BOOK 202 PAGE 30

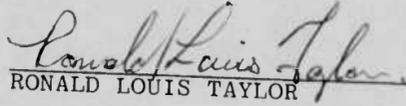
~~201 59~~

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 17th day of June 1987, and I acknowledge the same to be my act.

WITNESS:



 (SEAL.)
RONALD LOUIS TAYLOR



BOOK 202 PAGE 31

201 59

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
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: _____

Justin King
25 South St
Baltimore Md 21202

TOTAL FEES

40

Check _____ Cash _____

Documents on _____ checks _____

APPROVED BY: PCM

NOTE: _____

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

2929 0692

0002 1595

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

BOOK 202 PAGE 32



ARTICLES OF INCORPORATION
OF
TAYLOR ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 24, 1987 AT 9:13 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

\$

D2366847

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:
JUSTIN KING
25 SOUTH ST.
BALTIMORE

MD 21202

243C3001798

A 234872



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

2929 0688

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

BOOK 202 PAGE 33
ARTICLES OF INCORPORATION
OF
ELECTRICAL PRODUCTS, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
6/26/87 at 9:57 .m.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Craig A. Wheatley, whose address is
7439 E. Furnace Branch Road, Glen Burnie, Maryland 21061 being at least
eighteen (18) years of age, do hereby form a corporation under the general laws
of the State of Maryland.

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

ELECTRICAL PRODUCTS, INC.

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

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

- (a) To engage in the development, design, production, distribution,
and installation of electrical and mechanical products, services and systems
and activities relating thereto.
- (b) To apply for, obtain, purchase, or otherwise acquire, any
patents, copyrights, licenses, trademarks, tradenames, rights processes,
formulae, and the like which might be used for any of the purposes of the
Corporation; and to use, exercise, develop, grant licenses in respect of, sell
and otherwise turn to account the same.
- (c) To transact the business of investing on behalf of itself or
others, any part of its capital and such additional funds as it may obtain, or
any interest therein, and selling or otherwise disposing of the same, or any
part thereof, or interest therein.

JUN 26 9 57 AM '87

1987 SEP 16 PM 3:01
H. ERLE SCHAFER
CLERK

71778174

PAGE 1 OF 4

2929 0740

2929 0742

0002 1597



BOOK 202 PAGE 37

BOOK 204 PAGE 65

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	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)	<input type="checkbox"/> Change of Name
52		Foreign Qualification	<input type="checkbox"/> Change of Principal Office
50		Cert. of Qual. or Reg.	<input type="checkbox"/> Change of Resident Agent
51		Foreign Name Registration	<input type="checkbox"/> 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 _____	
		Other _____	

TOTAL FEES 40 Check _____ Cash _____
2 Documents on 1 checks

MAIL TO ADDRESS:
Electrical Products
PO Box 52
Chesapeake, Md 21404

APPROVED BY: A

2929 0744

0002 1598

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

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

BOOK 202 PAGE 33

BOOK 202 PAGE 33

ARTICLES OF INCORPORATION

OF

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ELECTRICAL PRODUCTS, INC.

APPROVED FOR RECORD

6/26/87 at 9:57 a.m.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Craig A. Wheatley, whose address is 7439 E. Furnace Branch Road, Glen Burnie, Maryland 21061 being at least eighteen (18) years of age, do hereby form a corporation under the general laws of the State of Maryland.

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

ELECTRICAL PRODUCTS, INC.

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

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

(a) To engage in the development, design, production, distribution, and installation of electrical and mechanical products, services and systems and activities relating thereto.

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

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

JUN 26 9 57 AM '87

1987 SEP 16 PM 3:01

H. ERLE SCHAFER
CLERK

71778174

PAGE 1 OF 4

2929 0740

0002 1599

CLERK'S NOTATION
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duction.

BOOK 202 PAGE 34

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

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

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

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

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

(i) To draw, make, accept, endorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtedness

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 35

whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Maryland.

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

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

The aforesaid enumeration of the purposes, objectives and businesses of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law and is not intended by the mention of any particular purpose, object or business mentioned, or to limit or restrict any of the power of the Corporation. The Corporation is formed upon the Articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this state.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 4 1/2 Church Circle, Post Office Box 52, Annapolis, Maryland 21404. Furthermore, the mailing address for the principal office of the Corporation is 4 1/2 Church Circle, Post Office Box 52, Annapolis, Maryland 21404. The name and post office address of the resident agent of the Corporation in Maryland is Craig Alan Wheatley, 4 1/2 Church Circle, Post Office Box 52, Annapolis, Maryland 21404. Said resident agent is an individual actually residing in this State.

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

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

BOOK 202 PAGE 36

~~BOOK 201 PAGE 36~~

SEVENTH: The number of directors of the Corporation shall be one which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than one; and the name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Craig A. Wheatley.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 26th day of JUNE, 1987, and I acknowledge same to be my act.

Craig A. Wheatley
Craig A. Wheatley



BOOK 202 PAGE 37
 STATE OF MARYLAND
 State Department of Assessments and Taxation
 Gene L. Burner, Director

BOOK ~~204~~ 65

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	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 _____	_____

TOTAL FEES 40 Check _____ Cash _____
2 Documents on 1 checks

MAIL TO ADDRESS:
Electrical Products
PO Box 52
Campania, Cal 21404
 NOTE: _____

APPROVED BY: A

2929 0744

0002 1603

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

BOOK 202 PAGE 38



Articles of Incorporation
Electrical Products, Inc.
PO Box 52
4 1/2 Church Circle
Annapolis MD 21404

1001 7000

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

BOOK 202 PAGE 39

~~214~~

ARTICLES OF INCORPORATION
OF
ELECTRICAL PRODUCTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **JUNE 26, 1987** AT **9:57** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ <u>20</u>	\$ <u>20</u>	\$ _____
<u>D2366920</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:
ELECTRICAL PRODUCTS
P. O. BOX 52
ANNAPOLIS MD 21404

243C3001806

A 234880



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

2929 0739

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

BOOK 202 PAGE 40

ARTICLES OF INCORPORATION

OF

MECHANICAL VENTURES, LTD.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

6/26/87 at 9:57 .M.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Craig A. Wheatley, whose address is 7439 E. Furnace Branch Road, Glen Burnie, Maryland 21061 being at least eighteen (18) years of age, do hereby form a corporation under the general laws of the State of Maryland.

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

MECHANICAL VENTURES, LTD.

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

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

- (a) To engage in the development, design, production, distribution, and installation of electrical and mechanical products, services and systems and activities relating thereto.
- (b) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights processes, formulae, and the like which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.
- (c) To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, and selling or otherwise disposing of the same, or any part thereof, or interest therein.

PAGE 1 OF 4

2929 0746

JUN 26 9 57 AM '87

1987 SEP 16 PM 3:01

H. ERLE SCHAFER
CLERK

0002 1606

CLERK'S NOTATION

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

BOOK 202 PAGE 41

BOOK

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

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

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

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

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

(i) To draw, make, accept, endorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtedness

BOOK 202 PAGE 42

whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Maryland.

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

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

The aforesaid enumeration of the purposes, objectives and businesses of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law and is not intended by the mention of any particular purpose, object or business mentioned, or to limit or restrict any of the power of the Corporation. The Corporation is formed upon the Articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this state.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 4 1/2 Church Circle, Post Office Box 52, Annapolis, Maryland 21404. Furthermore, the mailing address for the principal office of the Corporation is 4 1/2 Church Circle, Post Office Box 52, Annapolis, Maryland 21404. The name and post office address of the resident agent of the Corporation in Maryland is Craig Alan Wheatley, 4 1/2 Church Circle, Post Office Box 52, Annapolis, Maryland 21404. Said resident agent is an individual actually residing in this State.

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

2929 0748

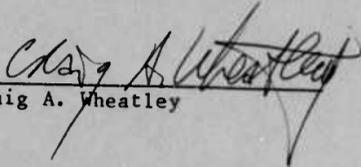
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 43

SEVENTH: The number of directors of the Corporation shall be one which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than one; and the name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Craig A. Wheatley.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 26th day of JUNE, 1987, and I acknowledge same to be my act.


Craig A. Wheatley

2929 0749

0002 1609



BOOK 202 PAGE 44

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 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>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 _____	
		Other _____	

TOTAL FEES 40 Check _____ Cash _____
2 Documents on 1 checks

MAIL TO ADDRESS:
Mechanical Ventures
PO Box 52
Annapolis, Md 21404

APPROVED BY: A

2929 0750

0002 16 10

~~BOOK 202 PAGE 45~~
BOOK 202 PAGE 45

Articles of Incorporation
Mechanical Ventures Limited
PO Box 52
4 1/2 Church Circle
Annapolis MD 21404

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.

BOOK 202 PAGE 46

~~CONFIDENTIAL~~

ARTICLES OF INCORPORATION
OF
MECHANICAL VENTURES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 26, 1987 AT 9:57 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:

\$

D2366938

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:
MECHANICAL VENTURES
P. O. BOX 52
ANNAPOLIS

MD 21404

243C3001807

A 234881



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2929 0745

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

BOOK 202 PAGE 47

~~994 75~~

JBC ASSOCIATES, INC.

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

ARTICLES OF INCORPORATION

FIRST: I, JOHN B. CHAPLIN, whose post office address is 208 Cinnamon Lane, Edgewater, Maryland 21037, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is JBC ASSOCIATES, 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 carry on all or any business of an advanced marine and aerospace consulting firm; and
- (2). To carry on all or any business in representing foreign companies or organizations in the advanced marine and aerospace field.
- (3). To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;
- (4). To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Maryland upon corporations formed under the Acts above referred to, or under any Act amendatory thereof or supplemental thereto or in substitution therefor.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

71778171

APPROVED FOR RECORD

6-26-87 at 9:00 A.M.

1987 SEP 16 PM 3:01
HERLE SCHAFER
CLERK

2929 0753

0002 1613

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

~~BOOK 202 PAGE 48~~

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

FIFTH: The post office address of the principal office of the Corporation in this State is 208 Cinnamon Lane, Edgewater, Maryland 21037. The name and post office address of the Resident Agent of the Corporation in this State is John B. Chaplin, 208 Cinnamon Lane, Edgewater, Maryland 21037. The Resident Agent is an individual actually residing in this State.

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

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be two (2) directors, whose names are John B. Chaplin and Sheila O. Chaplin.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17 day of June, 1987, and I acknowledge the same to be my act.

Susan J. N. B.
Witness

John B. Chaplin
John B. Chaplin

0064C

2929 0754

0002 1614



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>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 _____	
		Other _____	

TOTAL FEES 40 Check _____ Cash _____

Documents on _____ checks _____

MAIL TO ADDRESS:
William Simmons
P.O. Box 2266
Annapolis Md
21404

APPROVED BY: PCM

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

BOOK 202 PAGE 50

201 2 15

ARTICLES OF INCORPORATION
OF
JBC ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 26, 1987 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:

\$

D2366946

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 SIMMONS
P. O. BOX 2266
ANNAPOLIS

MD 21404

243C3001808

A 234882



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

2929 0752

ATS-060

0002 16 16

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

BOOK 202 PAGE 51



BOOK 202 PAGE 51

(301) 760-5157

DESIGN CONCEPT CORPORATION
500 DiGiulian Boulevard
Glen Burnie, Maryland 21061

May 20, 1987

CERTIFIED MAIL P 527 008 586

State Department of Assessments & Taxation- MD
Corporate Division
301 West Preston Street
Baltimore, Maryland 21201

Gentlemen:

The Board of Directors of Design Concept Corporation, a corporation organized in Maryland on March 21, 1987, duly approved a resolution as follows:

RESOLVED: That the principal office is changed to 500 DiGiulian Boulevard, Glen Burnie, Maryland 21061 and the resident agent is changed to Regina A. Kereszturi.

I, Regina A. Kereszturi, Secretary, certify under penalties of perjury that to the best of my knowledge, information, and belief the foregoing resolution is true in all material respects.

Very truly yours,

Regina A. Kereszturi
Regina A. Kereszturi

RECEIVED IN RECORD
STATE DEPT. OF ASSESSMENTS & TAXATION
1987 SEP 16 PM 3:01
H. ERLE SCHAFER
CLERK

71468090

1988 MAY 26 A 9:32

2920 0164

0002 16 17

~~BOOK 201 PAGE 52~~

NOTICE OF CHANGE OF PRINCIPAL OFFICE AND
RESIDENT AGENT

OF

DESIGN CONCEPT CORPORATION

received for record May 26, 1987, at 9:32 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 26236

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

Return to: DESIGN CONCEPT CORPORATION
500 DiGiulian Boulevard
Glen Burnie, Maryland 21061

rmc

2920 0163

0002 1518

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.

BOOK 202 PAGE 53

~~BOOK 204 PAGE 51~~

FORM SERVICES, INC.
717 Wedeman Avenue
Linthicum Heights, Maryland 21090
April 27, 1987

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

Re: Change of Address of
Principal Office of
FORM SERVICES, INC.

Gentlemen:

Enclosed please find a certified copy of a resolution of the
Board of Directors of FORM SERVICES, INC. authorizing the change
of the principal office of FORM SERVICES, INC. from 1817 White-
head Road, Baltimore, Maryland 21207, to 717 Wedeman Avenue,
Linthicum Heights, Maryland 21090.

FORM SERVICES, INC.

By: *Louis L. Boldt*
Louis L. Boldt, President

RECEIVED
1987 SEP 16 PM 3:06
H. ERLE SCHAFER
CLERK

CA001.STATEDEP.LTR

2920 0190

0002 1619

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

BOOK 202 PAGE 54 ~~881~~ 82

CERTIFICATE

I, Joseph J. Papparotto, hereby certify that:

1. I am the duly elected and acting Secretary of Form Services, Inc., a corporation organized and existing in good standing under the laws of the State of Maryland (the "Corporation");

2. Attached hereto as Exhibit A is a true and correct copy of the resolution adopted by unanimous written consent of the Board of Directors of the Corporation on APRIL 25, 1987; said resolution has not been amended, rescinded, or modified, is in full force and effect on the date hereof, and is in accord with and pursuant to the Articles of Incorporation and By-Laws of the Corporation;

3. The following person is the duly elected President of the Corporation, and the signature set forth after his name and title is his true and genuine signature.

Louis L. Boldt
Louis L. Boldt, President

WITNESS my signature and the seal of the Corporation this 25 day of APRIL, 1987.

Joseph J. Papparotto
Joseph J. Papparotto, Secretary

I, Louis L. Boldt, hereby certify that (a) I am the duly elected, qualified, and acting President of Form Services, Inc., (b) Joseph J. Papparotto is the duly elected, qualified, and acting Secretary of Form Services, Inc., and (c) the signature of Joseph J. Papparotto set forth above is the true and genuine signature of Joseph J. Papparotto.

Louis L. Boldt
Louis L. Boldt, President

CA001.FSI.CER

71408104

2920 0191

0002 1620

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

BOOK 202 PAGE 55

~~CONFIDENTIAL~~
FORM SERVICES, INC.

Informal Action of the Board of Directors

April 25, 1987

The undersigned, constituting all of the Directors of Form Services, Inc., a Maryland corporation (hereinafter referred to as the "Corporation"), in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, do hereby take the actions below set forth, and to evidence their waiver of any right to dissent from such actions, do hereby consent as follows:

RESOLVED: That the principal office of the Corporation be and it is hereby changed from 1817 Whitehead Road, Baltimore, Maryland 21207, to 717 Wedeman Avenue, Linthicum Heights, Maryland 21090, and that the proper officers of the Corporation be and they are hereby authorized and directed for and on behalf of the Corporation to file an appropriate certified copy of this resolution with the State Department of Assessments and Taxation of Maryland and to do and perform any and all other necessary and proper acts incident thereto.

This Informal Action of Directors may be executed in counterparts.

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

BOARD OF DIRECTORS:

Louis L. Boldt
Louis L. Boldt

Joseph J. Papparotto
Joseph J. Papparotto

CA001.FSI.IAB

2920 0192

0002 1621

BOOK 202 PAGE 56

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

~~CONFIDENTIAL~~
NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF
FORM SERVICES, INC.

received for record May 20, 1987 . at 8:30 A. M.
and recorded on Film No. Frame No. one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 26247

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

Return to: White, Page & Lentz
606 Baltimore Avenue
Towson, Maryland 21204

rc

2920 0189

0002 1622

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

BOOK 202 PAGE 57

WHITE, PAGE & LENTZ

ATTORNEYS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS
606 BALTIMORE AVENUE
SUITE 301
TOWSON, MARYLAND 21204
(301) 823-3300
FAX: (301) 494-1910

CLARKE MURPHY, JR.
THEODORE J. POTTWAST, JR.
LEE N. KOEHLER
BRIAN G. WEST

JOHN T. MAGUIRE, II
NANCY H. RUSSELL FORRESTER
KEVIN J. LEONARD

*MEMBER OF A PROFESSIONAL CORPORATION

GEORGE M. WHITE
1891-1952
WILLIAM LENTZ
1892-1963
CHARLES G. PAGE
1902-1985

May 19, 1987

Mr. Robert M. Cierkes
Charter Division
State Department of Assessments
and Taxation of Maryland
Corporate Charter Division
301 West Preston Street
Baltimore, Maryland 21201

Re: Form Services, Inc.

Dear Mr. Cierkes:

Enclosed, per our telephone conversation of this date, are the notice of change of address of resident agent and the notice of change of address of principal office of the above referenced corporation, which are to be recorded among the records of the State Department of Assessments and Taxation, as well as our check in the amount of \$19.00 to cover the recording costs (\$8.00 for the notice of change of address of resident agent and \$11.00 for the notice of change of address of principal office).

Please do not hesitate to call me if you have any questions concerning this matter. Thank you for your anticipated cooperation.

Sincerely yours,

(Kevin J. Leonard)
Kevin J. Leonard

KJL:jme
Enclosures (as stated)

2920 0194

1987 SEP 16 PM 3:07

H. ERLE SCHAFER
CLERK

0002 1623

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

BOOK 202 PAGE 58

~~BOOK 201 PAGE 96~~

FORM SERVICES, INC.
717 Wedeman Avenue
Linthicum Heights, Maryland 21090

April 14, 1987

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

Re: Change of Address of
Resident Agent of
FORM SERVICES, INC.

Gentlemen:

Notice is hereby given to the State Department of Assessments and Taxation of Maryland that the post office address of the resident agent of FORM SERVICES, INC. in the State of Maryland, is changed from 14 West Cold Spring Lane, Baltimore City, Maryland, to 717 Wedeman Avenue, Linthicum Heights, Maryland 21090.

FORM SERVICES, INC.

By: Louis L. Boldt
Louis L. Boldt, President

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

BECK 202 PAGE 60

WILLIAM M. SIMMONS
Attorney at Law

Annapolis: 268-0899
Baltimore: 269-0503
Washington: 261-1343

135 Gorman Street
P.O. Box 2266
Annapolis, MD 21404

May 11, 1987

Director of the Department of Assesments & Taxation
301 West Preston Street
Baltimore, Maryland 21202

Re: A. Robert Lowry, Inc.
Our File 5342.03

Dear Sir:

Please file and record the enclosed Notice of Change of
Resident Agent and Principal Office. Enclosed is the recording
fee of \$3.00 and filing fee of \$10.00

Yours sincerely,

William M. Simmons

MCH:pm
Enclosure

cc: Mr. A. Robert Lowry

0010A

71408103

RECEIVED FOR RECORD
CLERK OF COURT, BALTIMORE COUNTY

820 0200

1987 SEP 16 PM 3:07

H. EARLE SCHAFER
CLERK

0002 1626

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

BOOK 202 PAGE 61

RESOLUTION OF SHAREHOLDERS
OF
A. ROBERT LOWRY, INC.

RESOLVED: That the location of the principal office of A. Robert Lowry, Inc., a Maryland Close Corporation, all of whose outstanding shares are held by the undersigned, be and the same hereby is changed from 1682 Kingsbridge Court, Annapolis, Maryland 21401 to Law Offices of William M. Simmons, Esquire, 135 Gorman Street, P. O. Box 2266, Annapolis, Maryland 21404; and it is further

RESOLVED: That William M. Simmons, whose address is 135 Gorman Street, P. O. Box 2266, Annapolis, Maryland 21404, be and hereby is appointed resident agent of A. Robert Lowry, Inc.; and it is further

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.

A. Robert Lowry
A. Robert Lowry

Nancy Lowry
Nancy Lowry

CERTIFICATE OF CHANGE

A. Robert Lowry, Inc., a Maryland Close Corporation, does hereby certify that the foregoing is a true copy of the Resolution duly adopted on May 5, 1987, by the shareholders of the corporation.

DATED: May 5, 1987

A. ROBERT LOWRY, INC.

CORPORATE SEAL:

By: *A. Robert Lowry*
A. Robert Lowry, President

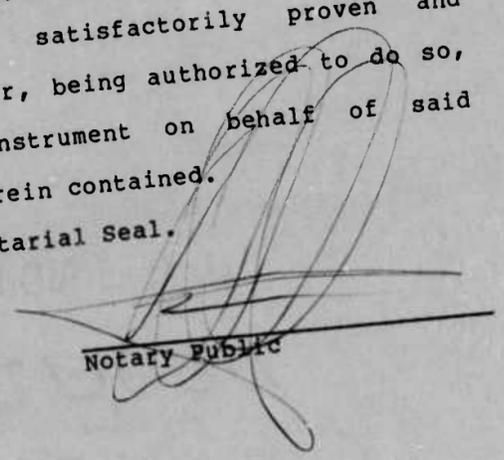
2920 0201

0002 1627

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

BOOK 202 PAGE 62

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:
I HEREBY CERTIFY that on this 5th day of May,
1987, before me, the subscriber, a Notary Public in and for the
State and County aforesaid personally appeared A. ROBERT LOWRY,
President of A. Robert Lowry, Inc., a Maryland Close
Corporation, known to me or satisfactorily proven and
acknowledged that as such officer, being authorized to do so,
he executed the foregoing instrument on behalf of said
Corporation for the purposes therein contained.
AS WITNESS my hand and Notarial Seal.



Notary Public

My Commission Expires: 7/1/90
0043C

2920 0202

0002 1628

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

~~TOP SECRET~~

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

A. ROBERT LOWRY, INC.

received for record May 20, 1987 , at 8:30 A.M.
and recorded on Film No. Frame No. one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Anne Arundel County 52

AA N^o 26250

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

Return to: William M. Simmons
135 Gorman Street
Annapolis, Maryland 21404

rc

2920 0199

0002 1629

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

BOOK 202 PAGE 64

LAW OFFICES
TUCKER, FLYER, SANGER & LEWIS
A PROFESSIONAL CORPORATION
SUITE 400
1615 L STREET, N.W.
WASHINGTON, D.C. 20036-5801
(202) 452-8600

May 26, 1987

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

Re: Janes Investment Corporation

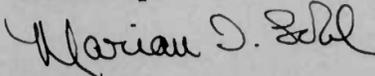
Gentlemen:

Enclosed for filing on behalf of the subject corporation is
an executed copy of a Certificate of President authorizing a
change of resident office, principal office and mailing address.

Also enclosed is a check in the amount of Eight Dollars
(\$8.00) to cover the cost of filing such change.

If you have any questions concerning this matter, please do
not hesitate to call me collect.

Sincerely,



Marian T. Lobl
Corporate Paralegal

Enclosures

0380jn08.0k

RECEIVED FOR RECORD
BALTIMORE COUNTY

1987 SEP 16 PM 3:07

H. ERLE SCHAFFER
CLERK

2919 0879
2920 2422

0002 1630

BOOK 202 PAGE 65

Certificate of President

In accordance with the Annotated Code of Maryland, Corporations and Associations 2-108, the undersigned, being the duly elected, qualified, incumbent and acting President of Janes Investment Corporation (the "Corporation"), a Maryland corporation, hereby certifies that the following resolutions were adopted by the Board of Directors of the Corporation by unanimous written consent of the Directors dated May 7, 1987, and further certifies that such resolutions have not been modified and are in full force and effect as of the date hereof:

RESOLVED: That the agent's address of the Corporation in the State of Maryland shall be changed to 133 Defense Highway, Annapolis, Maryland 21401; and

RESOLVED, FURTHER: That the principal office of the Corporation in the State of Maryland has been changed to 133 Defense Highway, Annapolis, Maryland 21401; and

RESOLVED, FURTHER: That the mailing address of the Corporation shall be changed to 133 Defense Highway, Annapolis, Maryland 21401; and

RESOLVED, FURTHER: That the appropriate officer of the Corporation shall be, and hereby is, authorized, empowered and directed to execute, file and deliver to the State Department of Assessments and Taxation of the State of Maryland any and all documents and to do and authorize to be done any and all such things as may be necessary or advisable to carry out the intent and purpose of the foregoing resolutions.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of the Corporation this 7th day of May, 1987.

[Corporate Seal]

Samuel N. Zappas
Samuel N. Zappas, President

71528761

2920 24880

0380jn04.0k

0002 1631

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

~~_____~~
NOTICE OF CHANGE OF PRINCIPAL OFFICE AND
RESIDENT AGENT'S ADDRESS

OF

JANES INVESTMENT CORPORATION

received for record June 1, 1987

, at 10:37 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 26268

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

Return to: TUCKER, FLYER, SAGNER & LEWIS
1615 L Street, N.W.
Washington, D.C. 20036

rc

2920 2421

0002 1632

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

BOOK 202 PAGE 67

RD [REDACTED] 83
LAW OFFICES
TUCKER, FLYER, SANGER & LEWIS
A PROFESSIONAL CORPORATION
SUITE 400
1615 L STREET, N.W.
WASHINGTON, D.C. 20036-5601
(202) 452-8600

May 26, 1987

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

Re: Georgia J. Investment Corporation

Gentlemen:

Enclosed for filing on behalf of the subject corporation is
an executed copy of a Certificate of President authorizing a
change of resident office, principal office and mailing address.

Also enclosed is a check in the amount of Eight Dollars
(\$8.00) to cover the cost of filing such change.

If you have any questions concerning this matter, please do
not hesitate to call me collect.

Sincerely,

Marian T. Lobl
Marian T. Lobl
Corporate Paralegal

Enclosures

0380jn07.0k

RECEIVED FOR RECORD
STATE OF MARYLAND, BALTIMORE COUNTY

1987 SEP 16 PM 3:07

H. ERLE SCHAFER
CLERK

2920 2428
2913 0877

0002 1633

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

~~201 2 30~~

Certificate of President

In accordance with the Annotated Code of Maryland, Corporations and Associations 2-108 (1985), the undersigned, being the duly elected, qualified, incumbent and acting President of Georgia J. Investment Corporation (the "Corporation"), a Maryland corporation, hereby certifies that the following resolutions were adopted by the Board of Directors of the Corporation by unanimous written consent of the Directors dated May 7, 1987, and further certifies that such resolutions have not been modified and are in full force and effect as of the date hereof:

RESOLVED: That the agent's address of the Corporation in the State of Maryland shall be changed to 133 Defense Highway, Annapolis, Maryland 21401; and

RESOLVED, FURTHER: That the principal office of the Corporation in the State of Maryland has been changed to 133 Defense Highway, Annapolis, Maryland 21401; and

RESOLVED, FURTHER: That the mailing address of the Corporation shall be changed to 133 Defense Highway, Annapolis, Maryland 21401; and

RESOLVED, FURTHER: That the appropriate officer of the Corporation shall be, and hereby is, authorized, empowered and directed to execute, file and deliver to the State Department of Assessments and Taxation of the State of Maryland any and all documents and to do and authorize to be done any and all such things as may be necessary or advisable to carry out the intent and purpose of the foregoing resolutions.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of the Corporation this 7th day of May, 1987.

[Corporate Seal]

Samuel N. Zarpas
Samuel N. Zarpas, President

71528762

~~_____~~

2919208789

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

~~004-11-07~~

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

OF

GEORGIA J. INVESTMENT CORPORATION

received for record June 1, 1987

, at 10:37 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 26270

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

Return to: TUCKER, FLYER, SAGNER & LEWIS
1615 L Street, N.W.
Washington, D.C. 20036

rc

2920 2427

0002 1635

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

BOOK 202 PAGE 70

~~XXXXXXXXXX~~

DESIGNATION OF PRINCIPAL OFFICE OF
TRI-STAR GLASS, INC.

Pursuant to the provisions of Section 2-108 of the
Corporations and Associations Article of the Annotated
Code of Maryland, the undersigned corporation hereby notifies
the State Department of Assessments and Taxation of Maryland
of the adoption of the following resolution:

"Upon Motion, duly made and Seconded, it was
RESOLVED, That the principal office of the
Corporation in Maryland be changed to
8231 Bernard Drive, North Millersville, Anne Arundel
County, Maryland 21108."

I certify that the foregoing is a true copy of the resolution
of the Board of Directors of the Corporation adopted at a
special meeting held on the 28th day of May, 1987.

TRI-STAR GLASS, INC.

By: John H. Schumacher III
President

ATTEST:

James M. Fleming
Secretary

71538305

Rec'd 6/2/87 @ 8:53 AM
2520 2511

(Impress Corporate Seal Here)

1987 SEP 16 PM 3:07
H. ERLE SCHAFER
CLERK

0002 1636

~~201 11 00~~

NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF
TRI-STAR GLASS, INC.

received for record June 2, 1987

, at 8:53 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 26298

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

Return to: William Clague
4701 Sangamore Road
Bethesda, Maryland 20816

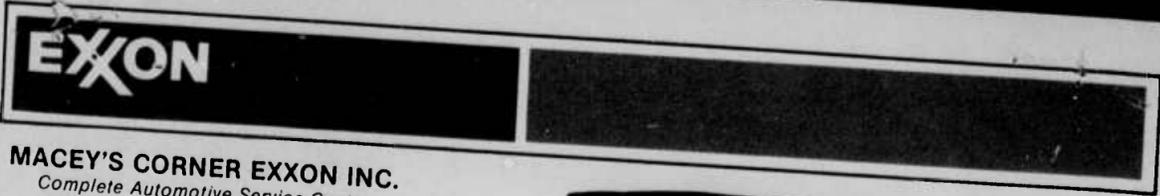
rc

2920 2510

0002 1637

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.



MACEY'S CORNER EXXON INC.
Complete Automotive Service Center
518 Ritchie Hwy. & Old Annapolis Blvd.
Severna Park, MD 21146

~~BOOK 202 PAGE 72~~
BOOK 202 PAGE 72

On this twenty fourth (24th) day of May 1987 at 518 Ritchie Hwy. Severna Park, MD a meeting of the stockholders of Macey's Corner Exxon Inc. (A Maryland Close Corporation) was held. The purpose of the meeting was to appoint a new resident agent. Present at the meeting was the President of the corporation Tariq S. Niazi and the sec.-treasurer Melinda J. Niazi. Mr. Tariq S. Niazi was elected to be the resident agent and the post office address is to be 518 Ritchie Highway, Severna Park, MD 21146. This was the only business conducted at this meeting and the meeting was adjourned.

Tariq S. Niazi
Witness

Melinda J. Niazi
Secretary

I, Melinda J. Niazi, 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

1987 SEP 16 PM 3:07
H ENLE SCHAFER
CLERK

1987 JUN - 1 A 10:01

70-75
\$8.00

2920 2543
71528457

0002 1638

~~BOOK 201-2481~~

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS
OF
MACEY'S CORNER EXXON, INC.

received for record June 1, 1987 , at 10:01 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 26311

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

Return to: MACEY'S CORNER EXXON, INC.
518 Ritchie Highway & Old Annapolis Boulevard
Severna Park, Maryland 21146

rc

2920 2542

0002 1639

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.

BOOK 202 PAGE 74

BOOK [REDACTED]
F. L. WILSON JR.
1324 KINLOCH CIRCLE
ARNOLD, MD 21012
301-647-5530

May 28, 1987

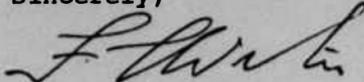
State Department of Assessments
and Taxation of Maryland
301 West Preston Street
Baltimore, Maryland 21201

Attn: Director

This letter serves as notice that the address of the Resident
Agent of Columbia Financial Corporation has been changed. Please
see attached information and change your records.

Thank you.

Sincerely,


F.L. Wilson, Jr.

FLW, JR:jab
Attachment

RECEIVED FOR RECORD
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

1987 SEP 16 PM 3:07

H. ERLE SCHAFFER
CLERK

2920 2548

0002 1640

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

BOOK 202 PAGE 75

~~BOOK 201 PAGE 110~~

COLUMBIA FINANCIAL CORPORATION
CERTIFICATE OF RESOLUTION OF CHANGE OF
RESIDENT AGENT'S ADDRESS

I, Judy W. Wilson, Assistant Secretary of COLUMBIA FINANCIAL CORPORATION, a Maryland Corporation, do hereby certify that by informal action of the Board of Directors of the Corporation, the following resolution was adopted by the unanimous consent of all of the Directors:

"Resolved: That the address of the Resident Agent of the Corporation who is F.L. Wilson, Jr., be changed from 119 Boone Trail, Severna Park, Maryland 21146, to 1324 Kinloch Circle, Arnold, Maryland 21012, which shall also serve as address for the principal office."

1987 JUN - 1 A 9:20

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the Corporation on this 26th day of May, 1987 .

Judy W. Wilson
Judy W. Wilson, Assistant Secretary

71528246

2920 2549

0002 1641

~~CONFIDENTIAL~~

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

OF

COLUMBIA FINANCIAL CORPORATION

received for record June 1, 1987
and recorded on Film No. _____, at 9:20 A.M.
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
Frame No. _____ one of _____

AA N^o 26313

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

Return to: F. L. WILSON, JR.
1324 Kinloch Circle
Arnold, Maryland 21012

rc

2920 2547

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

0002-1642

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

BOOK 202 PAGE 77

BOOK ~~201-1100~~

TOWNSHEND & KIRK, P.A.
ATTORNEYS AT LAW
MELRIDGE BUILDING
700 MELVIN AVENUE
ANNAPOLIS, MARYLAND 21401

WILLIAM W. TOWNSHEND, JR. 1901-1972
WILLIAM E. KIRK
LISA A. DIXON

TELEPHONES
263-4546
269-0062
858-6708

May 28, 1987

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

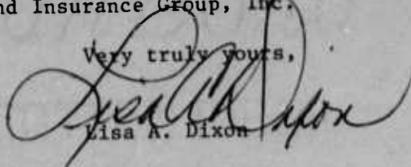
RE: Maryland Insurance Group, Inc.

1987 JUN - 1 - A

Dear Sir or Madam:

Enclosed is the original and one copy of a Resolution of
Change of Principal Office and a check in the amount of \$8.00
with regard to the Maryland Insurance Group, Inc.

Very truly yours,



Lisa A. Dixon

LAD:feg

Enclosures

RECEIVED FOR RECORD
ANNAPOLIS, MARYLAND COUNTY
1987 SEP 16 PM 3:08
H. ERLE SCHAFER
CLERK

2920 2551

0002-1643

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

BOOK 202 PAGE 78

~~301-11100~~

RESOLUTION
OF
CHANGE OF PRINCIPAL OFFICE

The Stockholders of Maryland Insurance Group, Inc.,
a close corporation, organized under the laws of the
State of Maryland, on March 30, 1987, duly approved a
resolution as follows:

RESOLVED, that the principal office of the Corporation,
formerly at 331 Prestwick Way, Severna Park, Maryland 21146,
be and is hereby changed to 220 North Crain Highway,
Glen Burnie, Maryland 21061.

I, KATHLEEN MARIE LASCOLA, President, certify under
the penalties of perjury that to the best of my knowledge,
information and belief, the foregoing resolution is true
in all material respects.

Date: 5/26/87

Kathleen Marie Lascola
KATHLEEN MARIE LASCOLA, President

Connie Marie Parist
CONNIE MARIE PARIST
Secretary

71528241

2920 2552

0002 1644

BOOK 204

NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF
MARYLAND INSURANCE GROUP, INC.

received for record June 1, 1987

, at 9:50 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 26314

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

Return to: Townshend & Kirk
700 Melvin Avenue
Annapolis, Maryland 21401

rc

2920 2550

0002 1645

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.

BOOK 202 PAGE 80

~~BOOK 204 PAGE 103~~
LAW OFFICES
TUCKER, FLYER, SANGER & LEWIS
A PROFESSIONAL CORPORATION
SUITE 400
1615 L STREET, N.W.
WASHINGTON, D.C. 20036-5601
(202) 452-8600

May 20, 1987

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

Re: James W. Ross, M.D., F.A.C.C., Chartered

Gentlemen:

Enclosed for filing on behalf of the subject corporation is
an executed copy of a Certificate of President authorizing a
change of resident office, principal office and mailing address.

Also enclosed is a check in the amount of Eight Dollars
(\$8.00) to cover the cost of filing such change.

If you have any questions concerning this matter, please do
not hesitate to call me collect.

Sincerely,

Marian T. Lobl

Marian T. Lobl
Corporate Paralegal

Enclosures

0662jn04.0k

Check was not enclosed.
RLM

RECEIVED FOR RECORD
H. ERLE SCHAFFER COUNTY

1987 SEP 16 PM 3:08

H. ERLE SCHAFFER
CLERK

1987 MAY 28 A 9:07

29921-1758

0002 1646

BOOK 202 PAGE 81

Certificate of President

In accordance with the Annotated Code of Maryland, Corporations and Associations § 2-108 (1985), the undersigned, being the duly elected, qualified, incumbent and acting President of JAMES W. ROSS, M.D., F.A.C.C., CHARTERED (the "Corporation"), a Maryland professional corporation, hereby certifies that the following resolutions were adopted by the Board of Directors of the Corporation by written consent of the Sole Director dated May 7, 1987, and further certifies that such resolutions have not been modified and are in full force and effect as of the date hereof:

RESOLVED: That the ~~Agents address~~ of the Corporation in the State of Maryland shall be changed to 100 Cathedral Street, Suite 2, Annapolis, Maryland 21401; and

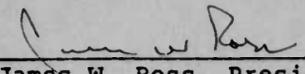
RESOLVED, FURTHER: That the principal office of the Corporation in the State of Maryland has been changed to 100 Cathedral Street, Suite 2, Annapolis, Maryland 21401; and

RESOLVED, FURTHER: That the mailing address of the Corporation shall be changed to 100 Cathedral Street, Suite 2, Annapolis, Maryland 21401; and

RESOLVED, FURTHER: That the appropriate officer of the Corporation shall be, and hereby is, authorized, empowered and directed to execute, file and deliver to the State Department of Assessments and Taxation of the State of Maryland any and all documents and to do and authorize to be done any and all such things as may be necessary or advisable to carry out the intent and purpose of the foregoing resolutions.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of the Corporation this 7th day of May, 1987.

[Corporate Seal]


James W. Ross, President

71488134

1987 MAY 21 8:50

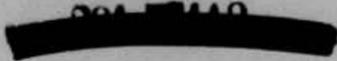
2923 1625

0662jn02.0k

0002 1647

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

BOOK 202 PAGE 82



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

OF

JAMES W. ROSS, M.D., F.A.C.C. CHARTERED

received for record May 21, 1987

, at 8:50 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 26319

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

Return to: Tucker, Flyer, Sagner & Lewis
1615 L Street, N.W.
Washington, D.C. 20036

rc

2921 1757

0002 1648

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

BF&M
RECRUITERS ASSOC., INC.

Suite 830 • Equitable Building • 10 N. Calvert Street • Baltimore, Maryland 21202 • (301) 539-5800

BOOK 202 PAGE 83

June 3, 1987

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

The Board of Directors of BF&M Recruiters Assoc., Inc., a Corporation organized in Maryland on 12-26-69 duly approved a resolution as follows:

Resolved: That the resident agent of the corporation is changed to Ferdinand A. Fountain
17 Homeland Road
Pasadena, Md. 21122

I, Ferdinand A. Fountain, President, certify under the penalties of perjury that to the best of my knowledge information & belief the foregoing resolution is true in all material respects.

Ferdinand A. Fountain

71568064

FILED FOR RECORD
BALTIMORE COUNTY

1987 SEP 16 PM 3:08

H. ERLE SCHAFER
CLERK

2924 1679

0002 1649

~~204-11442~~

NOTICE OF CHANGE OF RESIDENT AGENT AND
AGENT'S ADDRESS

OF

B F & M RECRUITERS ASSOCIATES, INC.

received for record June 5, 1987

, at 8:30 A.M.

and recorded on Film No.

Frame No.

one of

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

To the clerk of the Circuit

court of Anne Arundel County 52

AA N^o 26326

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

Return to: B F & M RECRUITERS ASSOCIATES, INC.
10 North Calvert Street, Suite 830
Baltimore, Maryland 21202

rc

2924 1678

0002 1650

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.

BOOK 202 PAGE 85

May 15, 1987

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

RE: Resignation as Resident Agent
of Anything Wicker, Inc.

Gentlemen:

Enclosed please find a copy of the fully executed resignation
as Resident Agent of Anything Wicker, Inc., by the undersigned.
Please note that such resignation is effective as of the date
specified therein.

Yours truly,

Gertrude K. Affayroux

Gertrude K. Affayroux
9501 Avondale Road
Carney, Maryland 21234

Date: 11-1-86

cc: Richard Keehfus

RECEIVED
STATE DEPARTMENT OF ASSESSMENT AND TAXATION

1987 SEP 16 PM 3:08

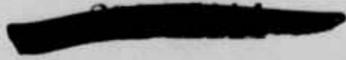
H. ERLE SCHAFFER
CLERK

71618242

2924 1736

0002 1651

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



RESIGNATION OF RESIDENT OF ANYTHING WICKER, INC.

Gentlemen:

This is to advise that I hereby tender my resignation as Resident Agent of Anything Wicker, Inc., effective the date of this letter.

Yours truly,

Gertrude K. Affayroux

Gertrude K. Affayroux

Date: 11-1-86

2924 1737

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

~~CONFIDENTIAL~~
NOTICE OF RESIGNATION OF RESIDENT AGENT
OF
ANYTHING WICKER, INC.

received for record June 10, 1987 , at 8P30 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 26349

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

Return to: Gertrude K. Affayroux
9501 Avondale Road
Carney, Maryland 21234

rc

2924 1735

0002 1653

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

BOOK 202 PAGE 88



~~301 2110~~

REGENCY HOMES CORPORATION

May 26, 1987

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

ATTENTION: Corporate Charters

Re: Regency Homes Corporation

Gentlemen:

Enclosed please find a Corporate Resolution indicating the change of address for the principal office of the Corporation and the Resident Agent.

As General Counsel and Secretary for the Corporation, I hereby certify that the attached Corporate Resolution is an authorized action taken by the Corporation's Stockholder's and Board of Directors.

If you have any questions or comments please do not hesitate to contact me.

Very truly yours,

David R. Priddy
David R. Priddy
General Counsel

Enclosure

DRP/eam

1987 SEP 16 PM 3:08
H. ENLE SCHAFFER
CLERK

1987 JUN -8 P 8:39

2444 Solomons Island Rd., Suite E, Annapolis, MD 21401 • 301/266-7513

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2924 1752

0002 1654

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

BOOK 202 PAGE 90

~~CONFIDENTIAL~~
NOTICE OF CHANGE OF PRINCIPAL OFFICE AND
RESIDENT AGENT'S ADDRESS

OF

REGENCY HOMES CORPORATION

received for record June 8, 1987

, at 8:39 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 26355

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

Return to: REGENCY HOMES CORPORATION
102 Old Solomons Island Road
Annapolis, Maryland 21401

rc

2924 1752

0002 1655

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

~~BOOK 201 PAGE 110~~

WAGONHEIM, CUMMINS & DART
ATTORNEYS AT LAW

BOOK 202 PAGE 91

REPLY TO:
 DOWNTOWN GAMBRILLS II
373 GAMBRILLS ROAD
GAMBRILLS, MARYLAND 21054
301 987-4111, 923-6446
WASHINGTON AREA 301 621-7464
 RIDGEVIEW PLAZA
2637-C ANNAPOLIS ROAD
HANOVER, MARYLAND 21076
301 551-4111
WASHINGTON AREA 301 621-7443

June 10, 1987

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

RE: Annapolis Sportfishing Center, Inc.

Dear Sir/Madam:

Enclosed is a copy of a letter from Maurice A. Fournier informing the Corporation that he resigns as Resident Agent. I have enclosed the recording and filing fee of \$8.00. Please notify this office if you need further information.

Thank you very much.

Very truly yours,

WAGONHEIM, CUMMINS & DART

Ingrid E. Grinde
Ingrid E. Grinde
Law Clerk

IEG/mec
enclosure

cc: Mr. Maurice A. Fournier
Ms. Patricia Fournier

71688050

RECEIVED SEP 16 1987

1987 SEP 16 PM 3:08

H. ERLE SCHAFER
CLERK

2924 2542

0002 1656

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

BOOK 202 PAGE 92

~~201 1120~~

1060 Main Street
Lewiston, Maine 04240

May 18, 1987

Annapolis Sportfishing Center, Inc.
P.O. Box 6569
Annapolis, Maryland 21401

Ladies/Gentlemen:

This is to inform you that I herewith tender my resignation as
resident agent of Annapolis Sportfishing Center, Inc., effective
immediately.

Very truly yours,

Maurice A. Fournier
Maurice A. Fournier

cc: Department of Assessments and Taxation
MAF/mec

2924 2543

0002 1657

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

~~BOOK 202 PAGE 93~~
NOTICE OF RESIGNATION OF RESIDENT AGENT
OF
ANNAPOLIS SPORTFISHING CENTER, INC.

received for record June 17, 1987

, at 9:20 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 26399

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

Return to: Wagonheim, Cummins & Dart
373 Gambrills Road
Gambrills, Maryland 21054

rc

2924 2541

0002 1658

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

BOOK 202 PAGE 94



REGENCY HOMES CORPORATION

May 26, 1987

1987 JUN 19 A 3:41

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

ATTENTION: Corporate Charters

Re: The General Contracting Group, Inc.

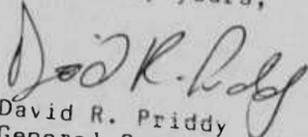
Gentlemen:

Enclosed please find a Corporate Resolution indicating
the change of address of the Resident Agent.

As General Counsel and Secretary for the Corporation, I
hereby certify that the attached Corporate Resolution is an
authorized action taken by the Corporation's Stockholder's
and Board of Directors.

If you have any questions or comments please do not
hesitate to contact me.

Very truly yours,


David R. Priddy
General Counsel

Enclosure

DRP/eam

1987 SEP 16 PM 3:08
MICHAEL SCHAFER
CLERK

2444 Solomons Island Rd., Suite E, Annapolis, MD 21401 • 301/266-7513

2927 0244

0002 1659

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

BOOK 202 PAGE 95

CORPORATE RESOLUTION

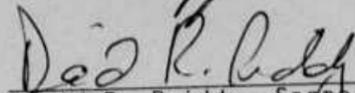
A special meeting of the Board of Directors and Stockholders of The General Contracting Group, Inc. was called by President Vincent J. Mazza on May 18, 1987. All notices for this special meeting were provided. The stated purpose of this special meeting was to change the post office address of the Resident Agent for the Corporation. In addition, the Maryland State Department of Assessments and Taxation was to be notified of the address changes.

The Stockholders and Board unanimously decided that the address for the Resident Agent shall be 102 Old Solomon's Island Road, Third Floor, Annapolis, Maryland 21401. The stockholders and Board further decided that the Corporation shall no longer conduct business at its former address of record, to wit, 2444 Old Solomon's Island Road, Suite E, Annapolis, Maryland 21401.

There being no further business before the Board and Stockholders the special meeting was adjourned.



Vincent J. Mazza, President



David R. Priddy, Secretary

DRP/eam

71708082

2927 0245

0002 1660

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

NOTICE OF CHANGE OF RESIDENT AGENT'S ADDRESS
OF
THE GENERAL CONTRACTING GROUP, INC.

received for record June 19, 1987, at 8:41 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 26413

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

Return to: REGENCY HOMES CORPORATION
2444 Solomons Island Road, Suite E
Annapolis, Maryland 21401

rc

2927 0243

0002 1661

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

BOOK 202 PAGE 97

~~BOOK 201 PAGE 105~~

STEVEN ANTHONY
ATTORNEY AT LAW
AIR RIGHTS BUILDING, SUITE 800E
7315 WISCONSIN AVENUE
BETHESDA, MARYLAND 20814

MEMBER
AMERICAN ASSOCIATION OF
ATTORNEYS-CMAA

TELEPHONE
301 652-2022

June 18, 1987

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

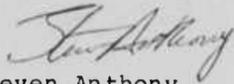
RE: CPMS, Inc.
A Close Corporation

Dear Sir/Madam:

Enclosed is a Statement of Resignation of Resident Agent that we are filing for the above referenced corporation. Also enclosed is our check in the amount of \$8.00 to cover the filing fee.

Please do not hesitate to call me should you have any questions concerning this filing.

Very truly yours,



Steven Anthony

SA/slc

Enclosure

71758034

1987 JUN 24 A 9 12

1987 SEP 16 PM 3:08

H. ERLE SCHAFER
CLERK

2927 0317

0002 1662

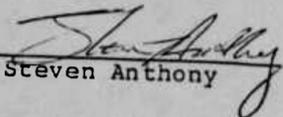
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 98

~~BOOK 201 PAGE 126~~

STATEMENT OF RESIGNATION OF RESIDENT AGENT

I, Steven Anthony, have acted as the Resident Agent since March 4, 1983 of CPMS, Inc., which is a Maryland Close Corporation. I hereby resign as Resident Agent of CPMS, Inc., such resignation being effective as of June 30, 1987.


Steven Anthony

Date: 6/22/87

COPY

2927 0318

0002 1663

BOOK [REDACTED]

NOTICE OF RESIGNATION OF RESIDENT AGENT
OF
CPMS, INC.

received for record June 24, 1987, at 9:12 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 26437

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

Return to: STEVEN ANTHONY
7315 Wisconsin Avenue, Suite 800E
Bethesda, Maryland 20814

rc

2927 0316

0002 1664

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.

BOOK 202 PAGE 100

[REDACTED]

THE DEPARTMENT OF ASSESSMENT
AND TAXATION

D.A.Z. CORPORATION APPROVED FOR RECORD

Articles of Revival 01/18/87 at 10:45 A.M.

First: The name of the corporation at the time the charter was forfeited was D.A.Z. CORPORATION.

Second: The name which the corporation will use after revival is D.A.Z. CORPORATION.

Third: The name and address of the resident agent is: Mr. Howard Rubenstein, c/o Adelberg, Rudow, Dorf, Wendler & Samth, 500 Mercantile Trust Building, 2 Hopkins Plaza, Baltimore, MD 21201

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

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

- (a) Paid all fees required by law;
- (b) Filed all annual reports which should have been filed by the corporation if its charter had not been forfeited.
- (c) Paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

Sixth: The address of the principal office in this state is 1174 West Central Avenue, Anne Arundel County, Davidsonville, MD 21035

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

Dante A. Zagan
Dante A. Zagan, Last Acting President

[Signature]
[Signature], Last Acting Secretary

State of Maryland
County of Anne Arundel

Subscribed and sworn to before me a Notary Public this 17th day of June 1987.

71698423

[Signature] 2252
Notary Public

My commission expires July 1, 1990

1987 SEP 16 PM 3:08
H. ERLE SCHAFER
CLERK

0002 1665

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

BOOK 202 PAGE 101

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, ALFRED F. PANKOWSKI, V. PRES of DAZ CORP.
(insert name and title) (insert name of corporation)

hereby declare that the previously mentioned corporation has paid all State and local taxes except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

Alfred F. Pankowski
ALFRED F. PANKOWSKI, V. PRES.
(PRINT NAME BENEATH SIGNATURE)

I hereby certify that on June 18, 1987 before me, the
(insert date)

subscriber, a notary public of the State of Maryland, in and for
City of Baltimore personally appeared
(insert name of county for which notary is appointed)

Alfred F. Pankowski and made oath under the penalties of
(insert name of person swearing)

perjury that the matters and facts set forth in this affidavit are true to the best of his knowledge, information and belief.

As witness my hand and notarial seal

[Signature]
(Signature of notary public)

My Commission expires 7/1/90.

2526 2253

0002 1666



BOOK 202 PAGE 102

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 19 BUSINESS CODE COUNTY 52

D112310398 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

CODE AMOUNT FEE REMITTED

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

Name Change (New Name)

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

75 30 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
1000 33 Other 1985 late filing penalty

Code

ATTENTION:

MAIL TO ADDRESS:

DAZ Corporation
474 W. ... Ave
P...ville, MD 21035

TOTAL FEES

83.00

Check Cash

Documents on checks

APPROVED BY: [Signature]

NOTE:

2926 2254

0002 1667

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

[REDACTED]

ARTICLES OF REVIVAL
OF
D.A.Z. CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND June 18, 1987 AT 10:45 O'CLOCK a.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$ _____

\$ 20

\$ 30

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.



ZHJ

A 233284

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2926 2251

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

BOOK 202 PAGE 104

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

LEIF ERICKSON CRAFTS, INC.

ARTICLES OF AMENDMENT

6/18/87 10:49
Leif Erickson Crafts, Inc., a Maryland corporation, having its principal office in Baltimore City, Maryland (hereinafter called the "Corporation"), hereby certifies to the Maryland State Department of Assessments and Taxation (hereinafter referred to as the "Department") that:

1. The Articles of Incorporation of the Corporation are amended by changing the name of the Corporation from Leif Erickson Crafts, Inc. to Leif Erikson Crafts, Inc. ~~et/a AB Insurance, Inc.~~ AKB

2. The Articles of Incorporation are hereby amended by deleting therefrom in its entirety subsections (a) and (b) of Article THIRD and by substituting in lieu thereof the following new subsection (a) and (b) of Article THIRD:

(a) To sell, lease, charter, purchase, handle and dispose of in any manner whatsoever crafts and yachts, both sailing and power, and to conduct any business or activities incident thereto to the fullest extent as permitted under the laws of the State of Maryland; including but not limited to engaging and carrying 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.

(b) To carry on and conduct a general insurance agency and insurance brokerage business to engage in any related activities in connection with the Corporation's insurance and brokerage business in any manner and to the fullest extent as permitted under the laws of the State of Maryland.

M. ERLE SCHAFER
CLERK

1987 SEP 16 PM 3:12

RECORDED IN RECORDS
FROM PUBLIC ACCOUNTS UNIT

JUN 18 10 49 AM '87

71698462

2926 0256

0002 1669

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

BOOK 202 PAGE 106

~~BOOK 201 PAGE 101~~

penalties of perjury let the matters and facts set forth herein
with respect to authorization and approval are true in all matter
and respect to the best of his knowledge, information and belief.

ATTEST:

LEIF ERICKSON CRAFTS, INC.

Charles Bagley
Charles Bagley, IV,
Secretary

BY: Alexander K. Barton
Alexander K. Barton,
President

.0063E/101



BOOK 202 PAGE 107

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 2009A BUSINESS CODE _____ COUNTY _____

D0375881 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	_____	Organ. & Capitalization
61	_____	Rec. Fee (Arts. of Inc.)
62	<u>20</u>	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)

Leaf Custom Crafts, Inc.

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

Code _____

ATTENTION: _____

MAIL TO ADDRESS:

Alexander Barton
Box 404
Sheswood Forest Md 21415

TOTAL FEES 2000 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: [Signature]

NOTE:

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~~BOOK 202 PAGE 108~~

ARTICLES OF AMENDMENT
OF
LEIF ERICKSON CRAFTS, INC.
CHANGING IT'S NAME TO:
LEIF ERIKSON CRAFTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND June 18, 1987 AT 10:49 O'CLOCK a.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$ _____

\$ 20 _____

\$ _____

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



ZHJ

A 233306

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

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BOOK 202 PAGE 109

~~BOOK 201 PAGE 109~~

90

formerly - THE MARYLAND ALLIANCE FOR DRUG-FREE YOUTH, INC.
(Maryland Federation of Parents for Drug-Free Youth, Inc.)

STATE DEPARTMENT OF ASSESSMENTS
STATION

ARTICLES OF AMENDMENTS

APPROVED FOR RECORD

6-22-87 10:49a

The Maryland Alliance for Drug-Free Youth Inc., a Maryland corporation having its principal office in Anne Arundel County, Maryland, (hereinafter called the "Corporation") hereby certifies to the State Department of Assesments and Taxation of Maryland that:

FIRST: the charter of the Corporation is hereby amended by striking out Article SEVENTH:(the duration of Corporation shall be perpetual) and inserting in lieu thereof the following:

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

Said Corporation is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the Corporation shall benefit or be distributed to members, officers or private persons except as authorized reimbursements for services rendered and to make payments and distributions in furtherance of the purpose 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, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this Corporation.

If the Corporation should terminate operations, assets shall be distributed for one or more exempt purpose within the meaning of section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization(s) as said Court shall determine, which are organized and operated exclusively for such purposes.

EIGHTH: The duration of the Corporation shall be perpetual.

(more)

1987 SEP 16 PM 3:12
H. ERLE SCHAFER
CLERK

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JUN 22 10 49 AM '87

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BOOK 202 PAGE 110

page 2 (Articles of Amendments, The Maryland Alliance for Drug-Free Youth)

SECOND: The amendments of the charter of the Corporation as hereinabove set forth has been duly advised by the board of directors and there is no membership entitled to vote on the matter.

IN WITNESS WHEREOF: The Maryland Alliance for Drug-Free Youth, Inc. has caused these presents to be signed in its name and on its behalf by its Vice-chairperson and attested by its Secretary on June 18, 1987.

ATTEST: MARYLAND ALLIANCE FOR DRUG-FREE YOUTH, INC.

W Russell Blackburn
W. Russell Blackburn
Vice-chairperson

Karla McCoy
Karla McCoy
Secretary

THE UNDERSIGNED, Chairperson, Board of Directors, Maryland Alliance for Drug-Free Youth Inc. who executed on behalf of said Corporation, the foregoing Articles of Amendment, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said Corporation, the foregoing Articles of Amendment to be the corporate act of said Corporation and further certifies that, to the best of her knowledge, information and belief, the matters and facts set forth are true in all material respects, under penalties of perjury.

Carolyn W Burns
Carolyn W. Burns
Chairperson, Board of Directors

2926 2416

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BOOK 202 PAGE 111 NO. ~~204 57199~~

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

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duction.

DOCUMENT CODE 09 BUSINESS CODE 04 COUNTY _____

D/1828714 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	_____	Organ. & Capitalization	Name Change
61	_____	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	<u>20</u>	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>	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>Beverly Preston</u>
_____	_____	_____	<u>404 Shipley Rd</u>
_____	_____	_____	<u>Linthicum, MD 21090</u>

TOTAL FEES 28
 Check _____ Cash _____

Documents on _____ checks

NOTE: _____

APPROVED BY: [Signature]

CERTIFIED COPY MADE

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0002-1675

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BOOK 202 PAGE 112

~~BOOK 201 PAGE 110~~

ARTICLES OF AMENDMENT
OF
THE MARYLAND ALLIANCE FOR DRUG-FREE YOUTH, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 22, 1987 AT 10:49 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ 20.00	\$ _____

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



A 233322

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 926 2414

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BOOK 202 PAGE 113

~~BOOK 201 PAGE 111~~

ARTICLES OF MERGER

MERGING

STATE OF MARYLAND

Zuchelli, Hunter & Associates, Inc.
(a Corporation of the State of Maryland)

6/19/87 1278

INTO

ZHA Acquisition Corp.
(a Corporation of the State of Delaware)

FIRST: ZHA Acquisition Corp., a corporation organized and existing under the laws of the State of Delaware ("ZHA Corp."), and Zuchelli, Hunter & Associates, Inc., a corporation organized and existing under the laws of the State of Maryland ("ZHA"), do hereby agree that ZHA shall be merged into ZHA Corp. The terms and conditions of the merger and the mode of carrying the same into effect are as herein set forth in these Articles of Merger and as more fully set forth in the Agreement and Plan of Reorganization among JW Holdings Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware, and parent company of ZHA Corp. ("JW"), ZHA, ZHA Corp. and Donald R. Zuchelli, the sole stockholder of ZHA (the "Agreement"), a copy of which is annexed hereto as Exhibit A.

SECOND: ZHA Corp., a corporation organized and existing under the laws of the State of Delaware, shall survive the merger and shall continue under the name ZHA, Inc.

THIRD: The parties to the Articles of Merger are ZHA Corp., a corporation organized on the 28th day of April, 1987, under the General Corporation Law of the State of Delaware, and duly qualified to transact business in the State of Maryland on May 12, 1987 and ZHA, a corporation organized and existing under the laws of the State of Maryland.

FOURTH: The following amendments to the charter of ZHA Corp. are to be effected as part of the merger:

"FIRST: The name of the surviving corporation of the merger is ZHA Acquisition Corp., which shall herewith be changed to ZHA, Inc., a Delaware corporation."

FIFTH: The total number of shares of stock of which ZHA has authority to issue is ten thousand (10,000) Common Shares of the par value of One Dollar (\$1.00) per share, amounting in the aggregate to Ten Thousand Dollars (\$10,000).

1987 SEP 16 PM 3:13
H. ERLE SCHAFER
CLERK

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BOOK 202 PAGE 114

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The total number of shares of stock of which ZHA Corp. has authority to issue is three thousand (3,000) common shares, of the par value of one cent (\$.01) per share, amounting in the aggregate to Thirty Dollars (\$30.00).

SIXTH: The manner and basis of converting or exchanging issued stock of the merged corporation into different stock or other consideration shall be as follows:

Each of the shares of ZHA issued and outstanding immediately prior to the merger and held by a stockholder shall, by virtue of the merger and without any action on the part of such stockholder, be converted into and exchangeable for the right to receive Two Thousand Three Hundred Eighty Five Dollars and Three Cents (\$2,385.03) in cash and 820.98333 shares of Common Stock of JW, parent company of ZHA Corp.

SEVENTH: The principal office of ZHA, organized and existing under the laws of the State of Maryland, is located in the County of Anne Arundel, State of Maryland. Neither ZHA nor ZHA Corp. owns property in the State of Maryland, the title to which could be affected by the recording of an instrument among the Land Records.

EIGHTH: The location of the principal office in Delaware of ZHA Corp., the surviving Corporation, is that of its registered agent which is: Corporation Service Company, 1013 Centre Street, Wilmington, DE 19805. The name and location of the registered agent of said surviving corporation in the State of Maryland is: Joseph M. Roulhac, Esq., 100 Light Street, 6th Floor, Baltimore, MD 21202.

NINTH: The terms and conditions of the merger transaction as set forth in these Articles of Merger were advised, authorized and approved by ZHA, in the manner and by the vote required by its charter and the laws of Maryland. The manner in which the merger was approved is as follows:

The merger was (a) duly advised by the board of directors of ZHA, by the adoption on May 14, 1987, of a resolution declaring that the merger herein proposed was advisable substantially upon the terms and conditions set forth in the agreement, and directing that the proposed merger be submitted for action thereon to the sole stockholder of ZHA, and (b) duly approved by the unanimous written consent of the sole stockholder of ZHA on May 14, 1987.

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BOOK 202 PAGE 115

~~BOOK 201 PAGE 115~~

TENTH: The terms and conditions of the merger transaction as set forth in these Articles of Merger were duly advised and authorized and approved by said ZHA Corp. in the manner and by the vote required by its charter and the laws of the State of Delaware. The manner in which the merger was approved is as follows:

The merger was (a) duly authorized by the board of directors of ZHA Corp. by the unanimous written consent of its sole director and (b) duly approved by the unanimous written consent of the sole stockholder of ZHA Corp.

ELEVENTH: Other provisions deemed by the merging corporations necessary to effect the merger are further set forth in the Agreement, a copy of which is annexed hereto as Exhibit A.

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BOOK 202 PAGE 116

BOOK 201 4444

IN WITNESS WHEREOF, ZHA Acquisition Corp. and
Zuchelli, Hunter & Associates, Inc., the corporations
hereinbefore mentioned and described as the parties to the
merger, have caused these Articles of Merger to be signed in
their respective corporate names and on their behalf by their
president and vice president, respectively, and attested to by
their respective assistant secretaries on the 10th day
of JUNE, 1987.

ZHA Acquisition Corp.

By: [Signature]
James F. Joy, President

Attest:

[Signature]
Richard S. Green,
Assistant Secretary

Zuchelli, Hunter &
Associates, Inc.

By: [Signature]
Elaine S. Zuchelli,
Vice President

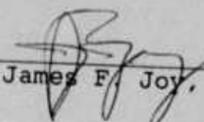
Attest:

[Signature]
Glennette Rohner,
Assistant Secretary

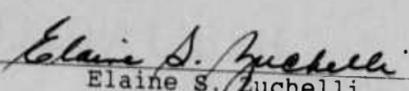
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BOOK 202 PAGE 117 ~~BOOK 201 PAGE 115~~

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


James F. Joy, President

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


Elaine S. Zuchelli,
Vice President

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BOOK 202 PAGE 118

EXHIBIT A

~~201 146~~

AGREEMENT AND PLAN OF REORGANIZATION

among

JW HOLDINGS INC.,

ZHA ACQUISITION CORP.,

ZUCHELLI, HUNTER & ASSOCIATES, INC.

and

DONALD R. ZUCHELLI

Dated: May 15, 1987

2927 1190

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duction.

TABLE OF CONTENTS

		<u>Page</u>
Section 1	<u>Plan of Merger</u>	
	(a) Merger	2
	(b) Governing Documents	2
	(c) Succession	3
	(d) Directors and Officers	3
	(e) Additional Actions	4
Section 2	<u>Conversion of Shares</u>	4
	(a) JW to Make Consideration Available	4
	(b) JW Sub Common Stock	5
	(c) Conversion of Company Common Stock	5
	(d) Exchange of Certificates	6
	(e) Dividends and Distributions	7
Section 3	<u>Representations and Warranties of the Company and Stockholder</u>	7
	(a) Corporate	8
	(b) Financial	9
	(c) Ongoing Operations	11
	(d) Undisclosed Liabilities	12
	(e) Tax Returns, Tax Audits and Tax Status	12
	(f) Title to Property	13
	(g) Contracts and Commitments	14
	(h) No Breach of Statute or Contract	19
	(i) No Litigation	20
	(j) Patents and Trademarks	20
	(k) Patent Indemnification	21
	(l) Conflicting Interests	22
	(m) Customers	23
	(n) Company Representatives	23
	(o) Stockholder's Intent Regarding JW Common Stock	23
	(p) Disclosure	23
Section 4	<u>Representations and Warranties of JW and JW Sub</u>	24
	(a) Corporate	24
	(b) Financial	27
	(c) Undisclosed Liabilities	29
	(d) No Breach of Statute or Contract	29
	(e) No Litigation	30
	(f) Disclosure	31

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in a condition not permitting
satisfactory photographic repro-
duction.

		<u>Page</u>
Section 5	<u>Covenants of the Company and Stockholder</u>	32
	(a) Full Access; Confidentiality	32
	(b) Carry on in Regular Course	32
	(c) Contracts and Commitments	32
	(d) Sale or Acquisition of Capital Assets	33
	(e) Indebtedness	33
	(f) Dividends and Distributions	33
	(g) Amendment of Charter	34
	(h) Insurance	34
	(i) Preservation of Organization	34
	(j) No Default	34
	(k) Compliance with Laws	35
	(l) Tax Returns	35
	(m) S Corporation Status	35
	(n) Covenant to Satisfy Conditions	35
Section 6	<u>Covenants of JW and JW Sub</u>	35
	(a) Full Access; Confidentiality	36
	(b) Covenant to Satisfy Conditions	36
Section 7	<u>Conditions Precedent to the Obligations of JW and JW Sub</u>	36
	(a) Representations and Warranties True at Effective Time	37
	(b) Compliance with Agreement	37
	(c) No Adverse Change in Company	37
	(d) Consents of Third Parties	38
	(e) No Litigation	38
	(f) Certificate of Fulfillment of Conditions	38
	(g) Opinion of Counsel to Stockholders and the Company	38
	(h) Certificates of Good Standing	39
	(i) Resolutions	39
	(j) Employment Agreements	39
	(k) Releases	39
	(l) Financing	40
	(m) Settlement of Performance Share Plan Units	40
	(n) Proceedings and Instruments Satisfactory	40
	(o) All Documents	41
Section 8	<u>Conditions Precedent to the Obligations of the Company and Stockholder</u>	41
	(a) Representations and Warranties True at Effective Time	41
	(b) Compliance with Agreement	42
	(c) No Adverse Change in JW	42
	(d) Consents of Third Parties	42

~~BOOK 201 PAGE 119~~

	<u>Page</u>
(e) No Litigation	42
(f) Certificate of Fulfillment of Conditions	43
(g) Opinion of Counsel to JW and JW Sub	43
(h) Certificates of Good Standing	44
(i) Resolutions	44
(j) Employment Agreements	44
(k) Stockholders Agreement	44
(l) Representation on JW Board of Directors	45
(m) Proceedings and Instruments Satisfactory	45
(n) All Documents	45
Section 9 <u>Indemnification</u>	45
Section 10 <u>Termination and Abandonment</u>	48
Section 11 <u>Closing</u>	49
Section 12 <u>Brokerage</u>	52
Section 13 <u>Investment Representation</u>	53
Section 14 <u>Certain Additional Covenants</u>	54
(a) Payment of Performance Share Payment Loan and Release of Stockholder; Repayment of Note	54
(b) Advancement of Cash by Stockholder Under Certain Circumstances	55
Section 15 <u>Other Provisions</u>	56
(a) Nature and Survival of Representations	56
(b) Expenses	56
(c) Entire Agreement	57
(d) Parties in Interest	57
(e) Governing Law	57
(f) Assignment	57
(g) Notices	58
(h) Further Instruments	59
(i) Counterparts	59
(j) Headings	59
SIGNATURES	59

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EXHIBITS

- 3(g)(6) Plans
- 5(a) Form of Confidentiality Agreement
- 7(g) Form of Opinion of Hogan & Hartson
- 7(j) Forms of Employment Agreements
- 7(k) Form of Releases
- 8(g) Form of Opinion of Finley, Kumble, Wagner, Heine, Underberg, Manley, Myerson & Casey
- 8(k) Form of Stockholder's Agreement

SCHEDULES

- 3(a)(1) Jurisdictions Where Company Qualified To Do Business
- 3(a)(4) Outstanding Options, Etc.
- 3(b)(2) Adverse Changes, Etc.
- 3(f)(1) Real and Personal Property Owned
- 3(f)(2) Liens and Encumbrances
- 3(f)(4) Real and Personal Property Leased
- 3(g)(1) Contracts and Commitments
- 3(g)(2) Claims Under Warranties
- 3(g)(3) Contracts with Employees and Agents
- 3(g)(5) Employment Matters
- 3(g)(6) Plan Funding
- 3(g)(8) Employees and Salaries
- 3(g)(9) Insurance
- 3(g)(10) Bank Accounts
- 3(g)(11) Defaults
- 3(g)(12) Accounts Receivable
- 3(h) Consents
- 3(i) Litigation
- 3(j) Patents and Trademarks
- 3(l) Conflicting Interests
- 3(m) Customers
- 3(n) Sales Agents
- 4(a)(1) Jurisdictions Where Qualified To Do Business
- 4(a)(5) Outstanding Options, Etc.
- 4(b)(2) Certain Changes
- 4(d) Consents
- 4(e) Litigation
- 8(d) Consents to be Delivered by JW and JW Sub

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BOOK 202 PAGE 123

~~201-1454~~

AGREEMENT AND PLAN OF REORGANIZATION

Agreement and Plan of Reorganization, dated May 15, 1987, by and among JW Holdings Inc., a corporation organized under the laws of the State of Delaware, with a principal place of business at 1013 Centre Road, Wilmington, Delaware 19899 ("JW"), ZHA Acquisition Corp., a corporation organized under the laws of the State of Delaware and a wholly-owned subsidiary of JW, with a principal place of business at 1013 Centre Road, Wilmington, Delaware 19899 ("JW Sub"), Zuchelli, Hunter & Associates, Inc., a corporation organized under the laws of the State of Maryland, with a principal place of business at Maryland National Bank Building, 160 South Street, Annapolis, Maryland 21401 (the "Company"), and Donald R. Zuchelli (hereinafter referred to as "Stockholder"), an individual residing at 1620 Bay Head Road, Annapolis, Maryland 21401.

W I T N E S S E T H :

WHEREAS, JW, JW Sub and the Company desire to have the Company merge with and into JW Sub pursuant to a transaction in which the separate existence of the Company shall cease, JW Sub shall continue as the surviving corporation and as a wholly-owned subsidiary of JW, and outstanding shares of the Company's common stock, par value \$.01 per share (the "Company Common Stock"), shall be converted into the right to receive the consideration described in Section 2 hereof; and,

2927 1195

0002 1687

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BOOK 202 PAGE 124

~~BOOK 201 PAGE 113~~

WHEREAS, JW, JW Sub and the Company intend that the transaction contemplated by this Agreement shall constitute a tax-free reorganization pursuant to Sections 368 (a)(1)(A) and 368(a)(2)(D) of the Internal Revenue Code of 1986 (the "Code"), and JW intends to treat the transaction as such.

NOW, THEREFORE, in consideration of the mutual covenants, representations, warranties and agreements set forth herein, the parties hereby agree as follows:

1. PLAN OF MERGER.

(a) Merger.

Subject to the terms and conditions hereinafter set forth, the acquisition of the Company shall be effected through the merger (the "Merger"), of the Company with and into JW Sub. The Merger shall be effective if and when a properly executed certificate or agreement of merger consistent with the terms of this Agreement and the provisions of the General Corporation Law of the States of Delaware and Maryland (the "Delaware Law" and "Maryland Law," respectively) (together with any other documents required by law to effectuate the Merger) shall be filed with the Secretaries of State of Delaware and Maryland (the "Effective Time" of the Merger).

(b) Governing Documents.

(1) JW Sub shall be the surviving corporation in the Merger (sometimes referred to herein as the "Surviving Corporation") and the Surviving Corporation shall continue its existence under the laws of the State of Delaware. The

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duction.

Certificate of Incorporation of JW Sub, as in effect immediately prior to the Effective Time, as amended as provided in part (2) below, shall be the Certificate of Incorporation of the Surviving Corporation, without change or amendment until thereafter amended, and the By-Laws of JW Sub, as in effect immediately prior to the Effective Time, shall be the By-Laws of the Surviving Corporation, without change or amendment until thereafter amended.

(2) At the Effective Time, the Certificate of Incorporation of JW Sub shall be amended to change the name of JW Sub to "ZHA, Inc."

(c) Succession.

At the Effective Time, the separate corporate existence of the Company shall cease, and JW Sub shall succeed to the Company in the manner set forth in Section 259 of the Delaware Law and Section 3-114 of the Maryland Law.

(d) Directors and Officers.

James F. Joy, the sole director of JW Sub as of the date hereof, together with Zuchelli, and two persons designated by the Company prior to the Effective Time shall be the directors of the Surviving Corporation, each to hold office in accordance with the Certificate of Incorporation and By-Laws of the Surviving Corporation. The officers of the Company immediately prior to the Effective Time shall be the officers of the Surviving Corporation, each to hold office in accordance with the Certificate of Incorporation and By-Laws of the Surviving Corporation.

BOOK 202 PAGE 126

(e) Additional Actions.

If, at any time after the Effective Time, the Surviving Corporation shall consider, or be advised that, any further assignments or assurances in law or any other acts are necessary or desirable to vest, perfect or confirm, of record or otherwise, in the Surviving Corporation, title to and possession of any property or right of the Company acquired pursuant to, or to be acquired by reason of, or as a result of, the Merger, the Company and its proper officers and directors shall be deemed to have granted to the Surviving Corporation an irrevocable power of attorney to execute and deliver all such proper deeds, assignments and assurances in law and to do all acts necessary or proper to vest, perfect or confirm title to, and possession of, such property or rights in the Surviving Corporation; and, the proper officers and directors of the Surviving Corporation are fully authorized in the name of the Company or otherwise to take any and all such action.

2. CONVERSION OF SHARES.

(a) JW to Make Consideration Available.

(1) JW shall make available for conversion and exchange in accordance with paragraph (c) hereof, but subject to paragraph (e) hereof, or by transferring directly to Stockholder the shares of common stock, par value \$0.01 per share, of JW ("JW Common Stock"), and other consideration provided for herein. In the event that prior to the Effective Time, JW should effect any reclassification, recapitalization,

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subdivision, combination or exchange of shares with respect to the outstanding JW Common Stock, or should JW declare a stock dividend or other distribution with respect to the JW Common Stock with a record date prior to the Effective Time (other than as expressly contemplated by this Agreement), then the number of shares of JW Common Stock to be made available hereunder shall be appropriately adjusted to reflect such reclassification, recapitalization, subdivision, combination, exchange, dividend or distribution.

(2) JW may issue and deliver shares of JW Common Stock which are held by it as treasury shares or which were previously authorized but unissued.

(b) JW Sub Common Stock.

Each of the 3,000 shares of JW Sub common stock, par value \$0.01 per share ("JW Sub Common Stock"), issued and outstanding immediately prior to the Effective Time shall continue to be issued and outstanding shares after the Effective Time and, thereafter, such shares shall evidence ownership of the same number of shares of the Surviving Corporation.

(c) Conversion of Company Common Stock.

(1) Each of the shares of Company Common Stock issued and outstanding immediately prior to the Effective Time and held by Stockholder shall, by virtue of the Merger and without any action on the part of Stockholder, be converted

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BOOK 202 PAGE 128

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into and exchangeable for the right to receive \$2,385.03 in cash and 820.98333 shares of JW Common Stock (subject to adjustment as provided in paragraph (a) hereof).

(2) Each share of Company Common Stock issued and held in the treasury of the Company at the Effective Time shall be cancelled and retired and no shares of JW Common Stock or other securities of JW or any other consideration will be issuable or payable with respect thereto.

(d) Exchange of Certificates.

As soon as practicable after the Effective Time, Stockholder, as the sole holder of a certificate or certificates representing issued and outstanding shares of record of Company Common Stock at the Effective Time, may surrender such certificate or certificates in exchange for the aggregate consideration into which the Company Common Stock represented by the certificate or certificates so surrendered shall have been converted under the terms of this Agreement. Until so surrendered, each outstanding certificate representing issued and outstanding shares of record of Company Common Stock at the Effective Time shall not be transferable on the books of the Surviving Corporation or JW but shall be deemed for all corporate purposes, other than the payment of dividends and other distributions, to evidence ownership of the aggregate consideration into which the shares of Company Common Stock which prior to the Effective Time were represented thereby

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BOOK 202 PAGE 129

shall have been converted. At the close of business on the business day next preceding the day on which the Effective Time occurs, the stock transfer books of the Company shall be closed and no transfer of Company Common Stock shall thereafter be made or consummated.

(e) Dividends and Distributions.

No dividend or other distribution payable in respect of JW Common Stock to holders of record on or after the Effective Time and otherwise payable to Stockholder as the holder of an outstanding certificate which, immediately before the Effective Time, represented issued and outstanding shares of Company Common Stock shall be paid to Stockholder with respect to such outstanding Company Common Stock certificate until such certificate shall have been so surrendered to JW for exchange into a certificate representing shares of JW Common Stock. Upon surrender of each outstanding certificate representing Company Common Stock, there shall be paid by JW to or at the direction of Stockholder the amount (without interest thereon) of all dividends and distributions which have theretofore become payable subsequent to the Effective Time in respect of the number of whole shares of JW Common Stock represented by the certificate issued upon such surrender for exchange.

3. REPRESENTATIONS AND WARRANTIES OF THE COMPANY AND STOCKHOLDER.

The Company and Stockholder, jointly and severally, represent, warrant and agree as follows:

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~~BOOK 201 & 100~~

(a) Corporate.

(1) The Company is a corporation duly organized, validly existing and in good standing under and by virtue of the laws of the State of Maryland and, at the Effective Time, will be qualified to do business as a foreign corporation in such other jurisdictions, set forth in Schedule 3(a)(1) hereto, in which the ownership of its assets or the nature and conduct of its business requires such qualification or in which the company otherwise deems it desirable to be so qualified.

(2) The Company has the corporate power to own its property and to carry on its business as and where such is now owned and conducted.

(3) The authorized capital stock of the Company consists entirely of 10,000 shares of Company Common Stock, of which 600 shares are issued and outstanding, all of which outstanding shares are validly issued, fully paid and non-assessable. All of the issued and outstanding Company Common Stock is owned of record by Stockholder, and there are no shares of Company Common Stock held in the Company's treasury.

(4) Except as provided in Schedule 3(a)(4) hereto, there are no outstanding options, contracts, calls, commitments, preemptive rights or demands of any nature relating to the authorized, but unissued, or issued, but not outstanding, capital stock of the Company.

BOOK 202 PAGE 121

(5) The Company has no subsidiaries or investments in any other corporation, partnership or other business venture.

(6) The Company has delivered to JW true and complete copies of its Articles of Incorporation, as amended to date, its By-Laws, as amended to date, and list of its officers and directors of the Company, certified by the Secretary or an Assistant Secretary of the Company.

(7) The Company has full corporate power and authority to enter into this Agreement and to carry out the transactions contemplated hereby. The Board of Directors of the Company and Stockholder have taken all action required by law, the Company's Certificate of Incorporation, its By-Laws or otherwise to be taken by them to authorize the execution and delivery of this Agreement and the consummation of the transactions contemplated hereby. This Agreement is a legal, valid and binding agreement of the Company and Stockholder enforceable in accordance with its terms, subject to applicable bankruptcy, insolvency and similar laws affecting creditors' rights generally, and subject, as to enforceability, to general principles of equity (regardless of whether enforcement is sought in a proceeding in equity or at law).

(b) Financial.

(1) At JW's request, the Company has supplied to Touche Ross & Co., certified public accountants

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BOOK 202 PAGE 122

~~BOOK 201 & 100~~

("Touche Ross") certain information and material requested by Touche Ross relating to the financial position of the Company for the fiscal years ended February 28, 1987, February 28, 1986 and February 28, 1985. JW has informed the Company that at JW's request, Touche Ross has prepared, based upon information and materials supplied to Touche Ross by the Company, balance sheets of the Company as of February 28, 1987, February 28, 1986, and February 28, 1985, and the related statements of earnings and changes of financial position for the respective fiscal years then ended (the balance sheets and related statements of earnings and changes of financial position, collectively, the "Financial Statements"), copies of which have been delivered by Touche Ross to JW and the Company. Such information and materials supplied to Touche Ross were, at the time supplied to Touche Ross, true, complete and correct; however, the Company makes no representation or warranty as to the accuracy or completeness of the Financial Statements.

(2) Except as set forth in Schedule 3(b)(2) hereto, since February 28, 1987, there has not been with respect to the Company:

(i) any material adverse change in the financial condition or in the operations of the business of the Company;

(ii) any damage, destruction or loss, whether covered by insurance or not, materially and adversely affecting the business, property or assets of the Company;

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BOOK 202 PAGE 123

(iii) any declaration, setting aside or payment of any dividend, or any distribution with respect to the Company's capital stock or any direct or indirect redemption, purchase or other acquisition by the Company of any such stock;

(iv) any increase in the compensation payable or to become payable by the Company to officers or employees, or of the payment of any bonus, or in any insurance, pension or other benefit plan, payment or arrangement made to, for or with any of such officers, employees or agents outside of the ordinary course of business;

(v) any disputes with labor organizations; or,

(vi) any other event or condition of any character pertaining to and materially and adversely affecting the results of operations or business or financial condition of the Company.

(c) Ongoing Operations.

Since February 28, 1987, the Company has neither engaged in any transactions with, nor provided any compensation to, any director, officer, employee or stockholder of the Company, except as otherwise specifically provided in this Agreement or disclosed in the Schedules hereto or under the Employment Agreements (as hereinafter defined).

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~~BOOK 201 PAGE 124~~

(d) Undisclosed Liabilities.

(1) The Company does not have any material liabilities or obligations, either accrued, absolute, contingent or otherwise, except:

- (i) to the extent reflected in the Financial Statements and not heretofore paid or discharged;
- (ii) to the extent disclosed in any of the Schedules attached to this Agreement; or,
- (iii) those incurred in or as a result of the normal and ordinary course of business since February 28, 1987, all of which have been consistent with past practices and none of which is material and adverse.

(2) The Company has received no notice of any claim against the Company or any liability of any nature or in any amount not fully set forth in the Financial Statements or otherwise disclosed by this Agreement and the Schedules hereto.

(e) Tax Returns, Tax Audits and Tax Status.

(1) The Company has filed with the appropriate governmental agencies all tax returns required to be filed by it and has paid, or made provision for the payment of, all taxes which have or may become due pursuant to said returns.

(2) None of such returns has been examined or audited and settled and no waivers of statutes of limitation

CLERK'S NOTATION
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 duction.

	<u>Page</u>		<u>Page</u>
Section 5		<u>Covenants of the Company and Stockholder</u>	42
	32	(a) Full Access; Confidentiality	43
	32	(b) Carry on in Regular Course	43
	32	(c) Contracts and Commitments	43
	33	(d) Sale or Acquisition of Capital Assets	44
	33	(e) Indebtedness	44
	33	(f) Dividends and Distributions	44
	34	(g) Amendment of Charter	44
	34	(h) Insurance	44
	34	(i) Preservation of Organization	45
	34	(j) No Default	45
	35	(k) Compliance with Laws	45
	35	(l) Tax Returns	45
	35	(m) S Corporation Status	45
	35	(n) Covenant to Satisfy Conditions	48
Section 6		<u>Covenants of JW and JW Sub</u>	35
	36	(a) Full Access; Confidentiality	49
	36	(b) Covenant to Satisfy Conditions	52
Section 7		<u>Conditions Precedent to the Obligations</u>	36
		<u>of JW and JW Sub</u>	36
	37	(a) Representations and Warranties True at Effective Time	54
	37	(b) Compliance with Agreement	54
	37	(c) No Adverse Change in Company	54
	38	(d) Consents of Third Parties	55
	38	(e) No Litigation	55
	38	(f) Certificate of Fulfillment of Conditions	56
	38	(g) Opinion of Counsel to Stockholders and the Company	56
	39	(h) Certificates of Good Standing	56
	39	(i) Resolutions	56
	39	(j) Employment Agreements	57
	39	(k) Releases	57
	40	(l) Financing	57
	40	(m) Settlement of Performance Share Plan Units	57
	40	(n) Proceedings and Instruments Satisfactory	58
	41	(o) All Documents	59
Section 8		<u>Conditions Precedent to the Obligations</u>	41
		<u>of the Company and Stockholder</u>	41
	41	(a) Representations and Warranties True at Effective Time	59
	42	(b) Compliance with Agreement	59
	42	(c) No Adverse Change in JW	59
	42	(d) Consents of Third Parties	59

BOOK 202 PAGE 121 - A

(5) The Company has no subsidiaries or investments in any other corporation, partnership or other business venture.

(6) The Company has delivered to JW true and complete copies of its Articles of Incorporation, as amended to date, its By-Laws, as amended to date, and list of its officers and directors of the Company, certified by the Secretary or an Assistant Secretary of the Company.

(7) The Company has full corporate power and authority to enter into this Agreement and to carry out the transactions contemplated hereby. The Board of Directors of the Company and Stockholder have taken all action required by law, the Company's Certificate of Incorporation, its By-Laws or otherwise to be taken by them to authorize the execution and delivery of this Agreement and the consummation of the transactions contemplated hereby. This Agreement is a legal, valid and binding agreement of the Company and Stockholder enforceable in accordance with its terms, subject to applicable bankruptcy, insolvency and similar laws affecting creditors' rights generally, and subject, as to enforceability, to general principles of equity (regardless of whether enforcement is sought in a proceeding in equity or at law).

(b) Financial.

(1) At JW's request, the Company has supplied to Touche Ross & Co., certified public accountants

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("Touche Ross") certain information and material requested by Touche Ross relating to the financial position of the Company for the fiscal years ended February 28, 1987, February 28, 1986 and February 28, 1985. JW has informed the Company that at JW's request, Touche Ross has prepared, based upon information and materials supplied to Touche Ross by the Company, balance sheets of the Company as of February 28, 1987, February 28, 1986, and February 28, 1985, and the related statements of earnings and changes of financial position for the respective fiscal years then ended (the balance sheets and related statements of earnings and changes of financial position, collectively, the "Financial Statements"), copies of which have been delivered by Touche Ross to JW and the Company. Such information and materials supplied to Touche Ross were, at the time supplied to Touche Ross, true, complete and correct; however, the Company makes no representation or warranty as to the accuracy or completeness of the Financial Statements.

(2) Except as set forth in Schedule 3(b)(2) hereto, since February 28, 1987, there has not been with respect to the Company:

(i) any material adverse change in the financial condition or in the operations of the business of the Company;

(ii) any damage, destruction or loss, whether covered by insurance or not, materially and adversely affecting the business, property or assets of the Company;

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EXHIBITS

- 3(g)(6) Plans
- 5(a) Form of Confidentiality Agreement
- 7(g) Form of Opinion of Hogan & Hartson
- 7(j) Forms of Employment Agreements
- 7(k) Form of Releases
- 8(g) Form of Opinion of Finley, Kumble, Wagner, Heine, Underberg, Manley, Myerson & Casey
- 8(k) Form of Stockholder's Agreement

SCHEDULES

- 3(a)(1) Jurisdictions Where Company Qualified To Do Business
- 3(a)(4) Outstanding Options, Etc.
- 3(b)(2) Adverse Changes, Etc.
- 3(f)(1) Real and Personal Property Owned
- 3(f)(2) Liens and Encumbrances
- 3(f)(4) Real and Personal Property Leased
- 3(g)(1) Contracts and Commitments
- 3(g)(2) Claims Under Warranties
- 3(g)(3) Contracts with Employees and Agents
- 3(g)(5) Employment Matters
- 3(g)(6) Plan Funding
- 3(g)(8) Employees and Salaries
- 3(g)(9) Insurance
- 3(g)(10) Bank Accounts
- 3(g)(11) Defaults
- 3(g)(12) Accounts Receivable
- 3(h) Consents
- 3(i) Litigation
- 3(j) Patents and Trademarks
- 3(l) Conflicting Interests
- 3(m) Customers
- 3(n) Sales Agents
- 4(a)(1) Jurisdictions Where Qualified To Do Business
- 4(a)(5) Outstanding Options, Etc.
- 4(b)(2) Certain Changes
- 4(d) Consents
- 4(e) Litigation
- 8(d) Consents to be Delivered by JW and JW Sub

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BOOK 202 PAGE 123

~~CONFIDENTIAL~~

(iii) any declaration, setting aside or payment of any dividend, or any distribution with respect to the Company's capital stock or any direct or indirect redemption, purchase or other acquisition by the Company of any such stock;

(iv) any increase in the compensation payable or to become payable by the Company to officers or employees, or of the payment of any bonus, or in any insurance, pension or other benefit plan, payment or arrangement made to, for or with any of such officers, employees or agents outside of the ordinary course of business;

(v) any disputes with labor organizations; or,

(vi) any other event or condition of any character pertaining to and materially and adversely affecting the results of operations or business or financial condition of the Company.

(c) Ongoing Operations.

Since February 28, 1987, the Company has neither engaged in any transactions with, nor provided any compensation to, any director, officer, employee or stockholder of the Company, except as otherwise specifically provided in this Agreement or disclosed in the Schedules hereto or under the Employment Agreements (as hereinafter defined).

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BOOK 202 PAGE 123 - A

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AGREEMENT AND PLAN OF REORGANIZATION

Agreement and Plan of Reorganization, dated May 15, 1987, by and among JW Holdings Inc., a corporation organized under the laws of the State of Delaware, with a principal place of business at 1013 Centre Road, Wilmington, Delaware 19899 ("JW"), ZHA Acquisition Corp., a corporation organized under the laws of the State of Delaware and a wholly-owned subsidiary of JW, with a principal place of business at 1013 Centre Road, Wilmington, Delaware 19899 ("JW Sub"), Zuchelli, Hunter & Associates, Inc., a corporation organized under the laws of the State of Maryland, with a principal place of business at Maryland National Bank Building, 160 South Street, Annapolis, Maryland 21401 (the "Company"), and Donald R. Zuchelli (hereinafter referred to as "Stockholder"), an individual residing at 1620 Bay Head Road, Annapolis, Maryland 21401.

W I T N E S S E T H :

WHEREAS, JW, JW Sub and the Company desire to have the Company merge with and into JW Sub pursuant to a transaction in which the separate existence of the Company shall cease, JW Sub shall continue as the surviving corporation and as a wholly-owned subsidiary of JW, and outstanding shares of the Company's common stock, par value \$.01 per share (the "Company Common Stock"), shall be converted into the right to receive the consideration described in Section 2 hereof; and,

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~~BOOK 201 PAGE 124~~

(d) Undisclosed Liabilities.

(1) The Company does not have any material liabilities or obligations, either accrued, absolute, contingent or otherwise, except:

(i) to the extent reflected in the Financial Statements and not heretofore paid or discharged;

(ii) to the extent disclosed in any of the Schedules attached to this Agreement; or,

(iii) those incurred in or as a result of the normal and ordinary course of business since February 28, 1987, all of which have been consistent with past practices and none of which is material and adverse.

(2) The Company has received no notice of any claim against the Company or any liability of any nature or in any amount not fully set forth in the Financial Statements or otherwise disclosed by this Agreement and the Schedules hereto.

(e) Tax Returns, Tax Audits and Tax Status.

(1) The Company has filed with the appropriate governmental agencies all tax returns required to be filed by it and has paid, or made provision for the payment of, all taxes which have or may become due pursuant to said returns.

(2) None of such returns has been examined or audited and settled and no waivers of statutes of limitation

BOOK 202 PAGE 124 - A

~~BOOK 201 PAGE 115~~

WHEREAS, JW, JW Sub and the Company intend that the transaction contemplated by this Agreement shall constitute a tax-free reorganization pursuant to Sections 368 (a)(1)(A) and 368(a)(2)(D) of the Internal Revenue Code of 1986 (the "Code"), and JW intends to treat the transaction as such.

NOW, THEREFORE, in consideration of the mutual covenants, representations, warranties and agreements set forth herein, the parties hereby agree as follows:

1. PLAN OF MERGER.

(a) Merger.

Subject to the terms and conditions hereinafter set forth, the acquisition of the Company shall be effected through the merger (the "Merger"), of the Company with and into JW Sub. The Merger shall be effective if and when a properly executed certificate or agreement of merger consistent with the terms of this Agreement and the provisions of the General Corporation Law of the States of Delaware and Maryland (the "Delaware Law" and "Maryland Law," respectively) (together with any other documents required by law to effectuate the Merger) shall be filed with the Secretaries of State of Delaware and Maryland (the "Effective Time" of the Merger).

(b) Governing Documents.

(1) JW Sub shall be the surviving corporation in the Merger (sometimes referred to herein as the "Surviving Corporation") and the Surviving Corporation shall continue its existence under the laws of the State of Delaware. The

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~~BOOK 201 PAGE 105~~

have been given or requested. Further, no taxing agency has contacted the Company regarding a potential tax audit.

(3) All such returns and reports have been prepared on the same basis as those of previous years, and all federal, state, local and foreign income, profits, franchise, sales, use, occupation, property, excise or other taxes, including, but not limited to, wage withholding and employment taxes, due in connection with the Company's business have been fully paid or adequately reserved for in the Financial Statements.

(4) The Company filed an election to be an S Corporation for the taxable year commencing March 1, 1981, and has filed federal, state and local tax returns consistent with the tax status of an S Corporation.

(5) Since the filing of such election, the Company's S Corporation status has not been terminated, within the meaning of Section 1362(d) of the Code and, if applicable to a taxable year of the Company, its predecessor section, Section 1372(e).

(f) Title to Property.

(1) A list of all real property owned by the Company is set forth in Schedule 3(f)(1) attached hereto.

(2) The Company owns all right, title and interest in and to all real and personal properties and assets, including intangibles, owned by it, free and clear of all

BOOK 202 PAGE 125 - A

~~BOOK 201 PAGE 150~~

Certificate of Incorporation of JW Sub, as in effect immediately prior to the Effective Time, as amended as provided in part (2) below, shall be the Certificate of Incorporation of the Surviving Corporation, without change or amendment until thereafter amended, and the By-Laws of JW Sub, as in effect immediately prior to the Effective Time, shall be the By-Laws of the Surviving Corporation, without change or amendment until thereafter amended.

(2) At the Effective Time, the Certificate of Incorporation of JW Sub shall be amended to change the name of JW Sub to "ZHA, Inc."

(c) Succession.

At the Effective Time, the separate corporate existence of the Company shall cease, and JW Sub shall succeed to the Company in the manner set forth in Section 259 of the Delaware Law and Section 3-114 of the Maryland Law.

(d) Directors and Officers.

James F. Joy, the sole director of JW Sub as of the date hereof, together with Zuchelli, and two persons designated by the Company prior to the Effective Time shall be the directors of the Surviving Corporation, each to hold office in accordance with the Certificate of Incorporation and By-Laws of the Surviving Corporation. The officers of the Company immediately prior to the Effective Time shall be the officers of the Surviving Corporation, each to hold office in accordance with the Certificate of Incorporation and By-Laws of the Surviving Corporation.

BOOK 202 PAGE 126

(e) Additional Actions.

If, at any time after the Effective Time, the Surviving Corporation shall consider, or be advised that, any further assignments or assurances in law or any other acts are necessary or desirable to vest, perfect or confirm, of record or otherwise, in the Surviving Corporation, title to and possession of any property or right of the Company acquired pursuant to, or to be acquired by reason of, or as a result of, the Merger, the Company and its proper officers and directors shall be deemed to have granted to the Surviving Corporation an irrevocable power of attorney to execute and deliver all such proper deeds, assignments and assurances in law and to do all acts necessary or proper to vest, perfect or confirm title to, and possession of, such property or rights in the Surviving Corporation; and, the proper officers and directors of the Surviving Corporation are fully authorized in the name of the Company or otherwise to take any and all such action.

2. CONVERSION OF SHARES.

(a) JW to Make Consideration Available.

(1) JW shall make available for conversion and exchange in accordance with paragraph (c) hereof, but subject to paragraph (e) hereof, or by transferring directly to Stockholder the shares of common stock, par value \$0.01 per share, of JW ("JW Common Stock"), and other consideration provided for herein. In the event that prior to the Effective Time, JW should effect any reclassification, recapitalization,

BOOK 202 PAGE 126 - A

~~BOOK 204 PAGE 164~~

mortgages, liens, pledges, charges or encumbrances of a material nature, except as set forth in Schedule 3(f)(2) hereto.

(3) All property and assets of the Company, or property and assets in which it has an interest, or which it has in its possession, are in good operating condition and repair and conform in all material respects to all applicable laws, including, without limitation, building and zoning laws, and no notice of any violation of building or other regulating laws, statutes, ordinances or regulations relating to such business, property or assets has been received.

(4) The Company does not lease any real or personal property, either as lessor or as lessee, except as set forth in Schedule 3(f)(4) hereto. All leases described in such schedule are in full force and effect and are valid and enforceable in accordance with their terms, free of any material default or breach of any party thereto.

(g) Contracts and Commitments.

(1) The Company has no written or oral contracts or commitments involving consideration in excess of \$25,000, pursuant to which the Company has not completed its performance thereunder, except as set forth in Schedule 3(g)(1) hereto.

(2) The Company has received no oral or written notice of any claims under any warranties or contracts, whether express or implied, by the Company's customers, except as set forth in Schedule 3(g)(2) hereto.

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subdivision, combination or exchange of shares with respect to the outstanding JW Common Stock, or should JW declare a stock dividend or other distribution with respect to the JW Common Stock with a record date prior to the Effective Time (other than as expressly contemplated by this Agreement), then the number of shares of JW Common Stock to be made available hereunder shall be appropriately adjusted to reflect such reclassification, recapitalization, subdivision, combination, exchange, dividend or distribution.

(2) JW may issue and deliver shares of JW Common Stock which are held by it as treasury shares or which were previously authorized but unissued.

(b) JW Sub Common Stock.

Each of the 3,000 shares of JW Sub common stock, par value \$0.01 per share ("JW Sub Common Stock"), issued and outstanding immediately prior to the Effective Time shall continue to be issued and outstanding shares after the Effective Time and, thereafter, such shares shall evidence ownership of the same number of shares of the Surviving Corporation.

(c) Conversion of Company Common Stock.

(1) Each of the shares of Company Common Stock issued and outstanding immediately prior to the Effective Time and held by Stockholder shall, by virtue of the Merger and without any action on the part of Stockholder, be converted

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BOOK 202 PAGE 127 - A
201 PAGE

(3) The Company has no outstanding contracts with officers, employees, or agents, consultants, advisors, salesmen, sales representatives, distributors or dealers that are not revocable by the Company on notice of not longer than thirty (30) days without liability, penalty or premium, except for, upon the execution thereof, the Employment Agreements (as hereinafter defined) and as set forth in Schedule 3(g)(3) hereto.

(4) The Company has not given any revocable or irrevocable power of attorney to any person, firm or corporation for any purpose whatsoever.

(5) Except as set forth in Schedule 3(g)(5) hereto, (i) the Company has paid in full to all employees all wages, salaries, commissions, bonuses and other direct compensation for all services performed by them and all material amounts required to be reimbursed to such employees; (ii) the Company is in substantial compliance with all Federal, state, local and foreign laws and regulations respecting employment and employment practices, terms and conditions of employment and wages and hours, collective bargaining, nondiscrimination in employment and the withholding and payment of taxes and contributions, including the Occupational Safety and Health Act of 1976; (iii) the Company has withheld all amounts required by law or agreement to be withheld from the wages or salaries of its employees and there are no arrearages

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BOOK 202 PAGE 128

BOOK 202 PAGE 128

into and exchangeable for the right to receive \$2,385.03 in cash and 820.98333 shares of JW Common Stock (subject to adjustment as provided in paragraph (a) hereof).

(2) Each share of Company Common Stock issued and held in the treasury of the Company at the Effective Time shall be cancelled and retired and no shares of JW Common Stock or other securities of JW or any other consideration will be issuable or payable with respect thereto.

(d) Exchange of Certificates.

As soon as practicable after the Effective Time, Stockholder, as the sole holder of a certificate or certificates representing issued and outstanding shares of record of Company Common Stock at the Effective Time, may surrender such certificate or certificates in exchange for the aggregate consideration into which the Company Common Stock represented by the certificate or certificates so surrendered shall have been converted under the terms of this Agreement. Until so surrendered, each outstanding certificate representing issued and outstanding shares of record of Company Common Stock at the Effective Time shall not be transferable on the books of the Surviving Corporation or JW but shall be deemed for all corporate purposes, other than the payment of dividends and other distributions, to evidence ownership of the aggregate consideration into which the shares of Company Common Stock which prior to the Effective Time were represented thereby

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BOOK 202 PAGE 128 - A

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or any tax or penalty with the foregoing owed by the Company with respect to its employees; (iv) there is no unfair labor practice complaint against the Company pending before the National Labor Relations Board or any comparable state, local or foreign agency; (v) there is no labor strike, dispute, slowdown or stoppage actually pending or, to the knowledge of the Company, threatened against or involving the Company (other than such disputes as may exist with particular individual employees); (vi) no representation question exists respecting the employees of the Company; (vii) no grievance which might have a material adverse effect on the Company or the conduct of its business nor any arbitration proceeding arising out of or under collective bargaining agreements is pending and no claim therefor has been asserted; and, (viii) no collective bargaining agreement is in effect or being negotiated by the Company.

(6) Each employee pension, profit-sharing and welfare benefit plan sponsored by the Company and each multiemployer plan in which the Company participates, together with the most recent statement of each separate investment fund created thereunder, including information with respect to all vested benefits, is attached hereto as Exhibit 3(q)(6). The plan and trust created under each such employee pension or profit-sharing plan is in compliance in all material respects with the requirements of the Employee Retirement Income

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Security Act of 1974 ("ERISA"). No reportable event as defined in Title IV of ERISA has occurred with respect to any such plan subject to the minimum funding requirement of Section 412 of the Code. Except as set forth in Schedule 3(q)(6) hereto, each employee pension or profit-sharing plan maintained by the Company is fully funded and the assets of the separate investment fund created thereunder are at least equal to the vested interests of the participants of such investment fund. The trust created under each such employee pension or profit-sharing fund is a "qualified" trust within the meaning of Section 401 of the Code and the Company has received a favorable determination letter regarding each such trust from the Internal Revenue Service that each such trust is a "qualified" trust within the meaning of Section 401 of the Code.

(7) Except for certain contracts which restrict the Company's ability to do business in certain communities and the contract with Atlantic City, New Jersey which during its term prohibits the Company from doing business with any casinos in New Jersey, which restrictions and prohibition do not have an adverse effect on the Company's ability to conduct its business, the Company is not restricted by any agreement to which it is a party from carrying on its business anywhere in the world.

(8) Schedule 3(q)(8) hereto contains a listing of all employees of the Company and each such employee's current annual rate of compensation. Except as

BOOK 202 PAGE 129 - A

shall have been converted. At the close of business on the business day next preceding the day on which the Effective Time occurs, the stock transfer books of the Company shall be closed and no transfer of Company Common Stock shall thereafter be made or consummated.

(e) Dividends and Distributions.

No dividend or other distribution payable in respect of JW Common Stock to holders of record on or after the Effective Time and otherwise payable to Stockholder as the holder of an outstanding certificate which, immediately before the Effective Time, represented issued and outstanding shares of Company Common Stock shall be paid to Stockholder with respect to such outstanding Company Common Stock certificate until such certificate shall have been so surrendered to JW for exchange into a certificate representing shares of JW Common Stock. Upon surrender of each outstanding certificate representing Company Common Stock, there shall be paid by JW to or at the direction of Stockholder the amount (without interest thereon) of all dividends and distributions which have theretofore become payable subsequent to the Effective Time in respect of the number of whole shares of JW Common Stock represented by the certificate issued upon such surrender for exchange.

3. REPRESENTATIONS AND WARRANTIES OF THE COMPANY AND STOCKHOLDER.

The Company and Stockholder, jointly and severally, represent, warrant and agree as follows:

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BOOK 202 PAGE 130

~~BOOK 202 PAGE 130~~
provided in such Schedule, the Company has not entered into any agreements relating to the payment of severance pay to employees whose employment is terminated or suspended, and the Company does not have any standing severance policy.

(9) The Company has set forth in Schedule 3(q)(9) hereto all insurance policies and bonds in force with respect to the Company. All premiums due and owing on such policies have been fully paid by the Company; and, the Company has received no notice of termination with respect to any of such policies.

(10) The Company has set forth in Schedule 3(q)(10) hereto the names and locations of all banks in which the Company has accounts and the names of persons authorized to sign checks, drafts or other instruments drawn thereon.

(11) Except as set forth in Schedule 3(q)(11) hereto, the Company is not in default, nor, to its knowledge, is there any basis for any claim of default under any contracts or commitments made or obligations owed by it which would involve liability on the part of the Company of more than \$25,000 either individually or in the aggregate.

(12) All accounts receivable (billed and unbilled) of the Company are valid and genuine, arose out of a bona fide delivery of products or services to customers, and are due and payable in the ordinary course. The Company has no

reason to believe that any such receivables are not current and collectible in the ordinary course, except to the extent reserved against in the Financial Statements or as set forth in Schedule 3(g)(12) hereto.

(h) No Breach of Statute or Contract.

Except with respect to the contracts set forth in Schedule 3(h) hereto, neither the execution and delivery of this Agreement, nor compliance with the terms and provisions of this Agreement on the part of the Company or Stockholder, will violate any statute, license or regulation of any governmental authority, domestic or foreign, or will result in the default by Stockholder or the Company of any judgment, order, writ, decree, rule or regulation of any court or administrative agency, or will, at the Effective Time, breach, conflict with, or result in a breach of any of the terms, conditions or provisions of any agreement or instrument to which Stockholder or the Company is a party, or by which either of them is or may be bound, or constitute a default thereunder, or result in the creation or imposition of any lien, charge or encumbrance of any nature whatsoever upon, or give to others any interest or rights, including rights of termination or cancellation, in, or with respect to, any of their respective property, assets, contracts, licenses or business, which violation, default, breach, conflict, lien, charge or encumbrance would materially and adversely impact the financial

CLERK'S NOTATION
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BOOK 202 PAGE 132
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condition or business of the Company or the conduct of the Company's business. No authorization, approval, consent, waiver or permit of, or filing or registration with, any third party, including, but not limited to, any governmental or regulatory authority, excepting the Secretary of State of the State of Maryland, is required for the execution, delivery and performance of this Agreement by Stockholder and the Company, except as provided in Schedule 3(h) hereto.

(i) No Litigation.

Except as set forth in Schedule 3(i) hereto, there is no suit, action or legal, administrative, arbitration or other proceeding or governmental investigation, or any change in the zoning or building ordinances affecting the real property or leasehold interests of the Company, pending or, to the Company's knowledge, threatened against the Company which would materially and adversely affect the financial condition or business of the Company or the conduct of the Company's business.

(j) Patents and Trademarks.

Schedule 3(j) hereto correctly sets forth a list of all letters patent, patent applications, inventions upon which patent applications have not yet been filed, trade names, trademarks, trademark registrations and applications, copyrights, and copyright registrations and applications, both domestic and foreign, presently owned, possessed, used or held by the Company; and, unless otherwise indicated in such

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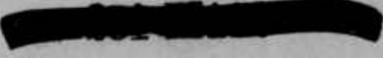
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Schedule, the Company owns the entire right, title and interest in and to the same. Such Schedule also correctly sets forth all patents, patent applications, inventions upon which patent applications have not yet been filed, trade names, trademarks, trademark registrations and applications, and licenses, both domestic and foreign, which in any way relate to the business of the Company and which are owned or controlled by any director, officer, stockholder or employee of the Company. Such Schedule also correctly sets forth a list of all licenses granted to the Company by others and to others by the Company. The letters patent, patent applications, trade names, trademarks, trademark registrations and applications, copyrights, copyright registrations and applications, and grants of licenses set forth in such Schedule are subject to no pending or, to the Company's knowledge, threatened challenge, are free of infringement of adversely-held third party copyrights or patents and will not otherwise violate the rights of any third party, except as set forth in said Schedule. The conduct of the Company's business as heretofore carried on is free in all material respects from any infringement by it of patents, trademarks, trade name rights, copyrights or publication rights of others and no notice of any infringement has been received by the Company.

(k) Patent Indemnification.

The Company has no liability for and has given no indemnification for patent, trademark or copyright

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infringement as to any equipment, materials or supplies
manufactured, produced, used or sold by it, or with respect to
services rendered by it.

(1) Conflicting Interests.

Neither Stockholder nor any relative of
Stockholder has any direct or indirect investment in any
competitor, customer, supplier or other person, firm or
corporation which has had any material business relationship or
material transaction with the Company during the last year or
which is a party to, or has property which is the subject of,
any business arrangement with the Company, except as set forth
in Schedule 3(1) hereto. The provisions of this paragraph (1)
shall not be construed to apply to any investment by
Stockholder or any relative of his in any company whose stock
is listed on a national securities exchange or traded on the
over-the-counter market, which investment does not give
Stockholder or any such relative the right to control such
company; provided, however, that the provisions of this
paragraph (1) shall apply to all investments in such companies
by Stockholder or any relative of his where Stockholder or any
such relative holds, individually or in the aggregate, 5% or
more of the voting power of any such company. For the purposes
hereof, any spouse, lineal descendant, parent or grandparent of
Stockholder and the spouse or children of any of the above,
shall be deemed a relative of Stockholder.

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(m) Customers.

Schedule 3(m) hereto sets forth the names and addresses of all of the customers of the Company, from which revenues of at least \$75,000 in any of fiscal years 1986, 1985 and 1984 were received by the Company.

(n) Company Representatives.

Schedule 3(n) hereto sets forth a list of all persons and firms which have been sales agents, licensees or franchisees of the Company during the last year.

(o) Stockholder's Intent Regarding JW Common Stock.

Stockholder has no present intention to sell, exchange or otherwise dispose of any shares of the JW Common Stock received by him in the Merger.

(p) Disclosure.

No representation or warranty by the Company or Stockholder in this Agreement, nor any statement, certificate or Schedule furnished, or to be furnished, by or on behalf of the Company or Stockholder pursuant to this Agreement, nor any document delivered by or on behalf of the Company or Stockholder to JW pursuant to this Agreement, or in connection with the actions contemplated hereby, contains or shall contain any untrue statement of a material fact, or omits, or shall omit to state a material fact necessary in order to make the statements contained therein, in light of the circumstances under which they were made, not misleading.

BOOK 202 PAGE 136

~~BOOK 202 PAGE 136~~

4. REPRESENTATIONS AND WARRANTIES OF JW AND JW SUB.

JW and JW Sub, jointly and severally, represent and warrant as follows:

(a) Corporate.

(1) JW and JW Sub are corporations duly organized, validly existing and in good standing under and by virtue of the laws of the State of Delaware; and, JW Sub is qualified to do business as a foreign corporation in such other jurisdictions as are set forth in Schedule 4(a)(1) hereto.

(2) Each of JW and JW Sub has the power to own its properties and carry on its businesses as and where such is now owned and conducted.

(3) Upon the issuance and delivery of the shares of JW Common Stock to Stockholder hereunder, such shares will have been validly issued, fully paid and non-assessable.

(4) The authorized capital stock of JW consists entirely of (i) 5,000,000 shares of JW Common Stock, of which 1,000,000 shares are issued and outstanding on the date hereof (prior to giving effect to the transactions contemplated by this Agreement and the issuance of an aggregate of 447,000 shares of JW Common Stock in connection with the acquisition of Thompson Site Selection Research, Inc. ("Thompson") and approximately 572,000 shares of JW Common Stock proposed to be issued for cash in the private offering described in the Private Placement Memorandum, copies of which will be furnished to Stockholder prior to the Effective Time)

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BOOK 202 PAGE 137

and (ii) 10,000 shares of preferred stock, par value \$0.01 per share (the "Preferred Stock"), of which 5,000 shares of Series A Cumulative Preferred Stock are presently issued and outstanding. All issued and outstanding shares of JW Common Stock and Preferred Stock are validly issued, fully-paid and non-assessable; and, all of the shares of JW Common Stock to be issued to Stockholder in connection with the Merger will, at such time of issuance, be validly issued, fully paid and non-assessable. The authorized capital stock of JW Sub consists entirely of (i) 3,000 shares of common stock, par value \$0.01 per share, of which 3,000 shares are issued and outstanding on the date hereof and are owned by JW.

(5) Other than as contemplated by this Agreement, or as set forth in Schedule 4(a)(5) hereto, there are no outstanding options, contracts, calls, commitments, preemptive rights or demands of any nature relating to the authorized, but unissued, capital stock of JW or JW Sub.

(6) JW has no subsidiaries or investments in any other corporation, partnership or other business venture, other than its wholly-owned subsidiaries, JW Sub, Real Estate Research Corporation, a Delaware corporation ("RERC"), and Valuation Systems Company, an Oklahoma Corporation ("VSC") (collectively, the "JW Subsidiaries").

(7) The copies of the Certificates of Incorporation, By-Laws, and lists of officers and directors of

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BOOK 202 PAGE 138

JW and JW Sub, certified by the Secretary or an Assistant Secretary of JW and JW Sub, respectively, previously provided to the Company and Stockholder, are true and correct.

(8) JW has no intention to liquidate JW Sub, sell or otherwise dispose of the assets of JW Sub (other than dispositions occurring in the ordinary course of business) or cause JW Sub to be merged with any other corporation. After consummation of the Merger, JW Sub will be the surviving entity and will continue the historic business of the Company.

(9) JW has no intention to sell stock in JW Sub or to cause JW Sub to issue additional shares of stock after the Merger.

(10) Each of JW and JW Sub have full corporate power and authority to enter into this Agreement and to carry out the transactions contemplated hereby. The Boards of Directors of each of JW and JW Sub have taken all action required by law, their respective Certificates of Incorporation and By-Laws or otherwise to be taken by them to authorize the execution and delivery of this Agreement and the consummation of the transactions contemplated hereby; and, no other corporate action on the part of JW or JW Sub is necessary. This Agreement is a legal, valid and binding agreement of JW and JW Sub, enforceable against each of them in accordance with its terms, subject to applicable bankruptcy, insolvency and similar laws affecting creditors' rights generally, and subject, as to enforceability, to general principles of equity (regardless of whether enforcement is sought in a proceeding in equity or at law).

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(b) Financial.

(1) The consolidated audited balance sheet of JW as of December 31, 1986, and the related audited statement of operations for the period from October 28, 1986 through December 31, 1986, audited by Touche Ross, copies of which have heretofore been delivered to the Company and Stockholder are complete and correct and present fairly the financial condition of JW as of December 31, 1986, and the results of operations for the period from October 28, 1986 through December 31, 1986, in conformity with generally accepted accounting principles. The balance sheets of RERC as of December 31, 1986, December 31, 1985 and December 31, 1984, and the related audited statements of operations and changes of financial position for the respective twelve-month periods then ended, audited by Touche Ross, copies of which have heretofore been delivered to the Company and Stockholder, are complete and correct and present fairly the financial condition of RERC as of December 31, 1986, December 31, 1985 and December 31, 1984, respectively, and the results of operations for the twelve-month periods then ended, in conformity with generally accepted accounting principles applied on a basis consistent with that of preceding periods.

(2) Except as set forth in Schedule 4(b)(2) hereto, since December 31, 1986, there have not been with respect to JW and the JW Subsidiaries taken as a whole:

(i) any material adverse change in the financial condition or in the operations of the business of JW

BOOK 202 PAGE 140

and the JW Subsidiaries taken as a whole from that shown on the financial statements referred to in subsection (1) above of this paragraph (b);

(ii) any damage, destruction or loss, whether covered by insurance or not, materially and adversely affecting the business, property or assets of JW and the JW Subsidiaries taken as a whole;

(iii) any declaration, setting aside or payment of any dividend, or any distribution with respect to JW Common Stock or any direct or indirect redemption, purchase or other acquisition by JW or any JW Subsidiary of any such stock, other than the declaration and payment of a 99 for 1 stock dividend with respect to the issued and outstanding shares of JW Common Stock as of April 27, 1987;

(iv) any increase in the compensation payable or to become payable by JW or any JW Subsidiary to officers or employees, or of the payment of any bonus, or in any insurance, pension or other benefit plan, payment or arrangement made to, for or with any of such officers, employees or agents outside of the ordinary course of business, other than payments, expected to be made on or after May 15, 1987, of unpaid bonus compensation accrued during fiscal year 1986 by certain officers of RERC in an aggregate amount equal to \$153,500.

(v) any labor disputes; or,

(vi) any other event or condition of any character pertaining to and materially and adversely affecting

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the results of operations or business or financial condition of
JW and the JW Subsidiaries taken as a whole.

(c) Undisclosed Liabilities.

(1) Neither JW nor any of the JW
Subsidiaries has any liabilities or obligations material to the
business of JW and the JW Subsidiaries taken as a whole, either
accrued, absolute, contingent or otherwise, except:

(i) to the extent reflected in the
financial statements referred to in paragraph (b) of this
Section 4, and not heretofore paid or discharged;

(ii) to the extent specifically set forth
in any of the Schedules attached to this Agreement; or,

(iii) those incurred in or as a result of
the normal and ordinary course of business since December 31,
1986, all of which have been consistent with past practices and
none of which is material and adverse.

(2) Neither JW nor any of the JW
Subsidiaries has received any notice of any claim against JW or
any of the JW Subsidiaries or any liability of any nature or in
any amount not fully set forth in the financial statements
referred to in paragraph (b) of this Section 4 or otherwise
disclosed by this Agreement and the Schedules.

(d) No Breach of Statute or Contract.

Except as set forth in Schedule 4(d) hereto,
neither the execution and delivery of this Agreement, nor
compliance with the terms and provisions of this Agreement on
the part of JW or JW Sub, will violate any statute, license or

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BOOK 202 PAGE 142

~~BOOK 201 PAGE 100~~

regulation of any governmental authority, domestic or foreign, or will result in the default by JW or JW Sub of any judgment, order, writ, decree, rule or regulation of any court or administrative agency, or will, at the Effective Time, breach, conflict with, or result in a breach of any of the terms, conditions or provisions of any agreement or instrument to which JW or JW Sub is a party, or by which either of them is or may be bound, or constitute a default thereunder, or result in the creation or imposition of any lien, charge or encumbrance of any nature whatsoever upon, or give to others any interest or rights, including rights of termination or cancellation, in, or with respect to, any of their respective property, assets, contracts, licenses or business, which violation, default, breach, conflict, lien, charge or encumbrance would materially and adversely impact the financial condition or business of JW and its Subsidiaries taken as a whole or the conduct of JW's or any of its Subsidiaries' business. No authorization, approval, consent, waiver or permit of, or filing or registration with, any third party, including any governmental or regulatory authority, excepting the Secretary of State of the State of Delaware, is required for the execution, delivery and performance of this Agreement by JW and JW Sub, except as provided in Schedule 4(d), hereto.

(e) No Litigation.

Except as set forth in Schedule 4(e) hereto, there is no suit, action or legal, administrative, arbitration or other proceeding or governmental investigation, or any

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BOOK 202 PAGE 143



change in the zoning or building ordinances affecting the real property or leasehold interests of JW or any of the JW Subsidiaries, pending or, to JW's knowledge, threatened against JW or any of the JW Subsidiaries which would materially and adversely affect the financial condition or business of JW and the JW Subsidiaries, taken as a whole or the conduct of their respective businesses.

(f) Disclosure.

No representations or warranties by JW or any statement or certificate, or any information concerning JW or any JW Subsidiary included in the Private Placement Memorandum, furnished or to be furnished by JW or JW Sub pursuant to this Agreement or in connection with the actions contemplated hereby, contains or shall contain any untrue statement of material fact or omits or shall omit to state a material fact necessary in order to make the statements contained therein, in light of the circumstances under which they were made, not misleading; provided, however, that the provisions of this paragraph (f) shall not apply to any representations or warranties, or statement or certificate or any other information made or provided by JW or JW Sub pursuant to this Agreement, or in connection with the actions contemplated hereby, or contained in or delivered pursuant to the Private Placement Memorandum, concerning the business and affairs of Thompson.

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~~BOOK 202 PAGE 144~~

5. COVENANTS OF THE COMPANY AND STOCKHOLDER.

From and after the date of this Agreement and until the Effective Time, the Company and the Stockholder covenant as follows:

(a) Full Access; Confidentiality.

JW, JW Sub and their authorized representatives shall have full access, during normal business hours, to all properties, books, records, contracts and documents of the Company, and the Company shall furnish or cause to be furnished to JW, JW Sub and their authorized representatives all information with respect to the affairs and business of the Company, as JW or JW Sub may request; provided, however, that any information about the Company obtained by JW or JW Sub in the course of their investigation pursuant to this paragraph (a) shall be kept confidential in accordance with the terms of the Confidentiality Agreement by and between RERC and the Company, a copy of which is attached hereto as Exhibit 5(a) (the "Confidentiality Agreement"), and JW and JW Sub agree to abide by the terms of the Confidentiality Agreement as if they were parties thereto.

(b) Carry on in Regular Course.

The Company shall carry on its business diligently and substantially in the same manner as heretofore.

(c) Contracts and Commitments.

The Company shall not enter into any contract or commitment, or engage in any transaction, not in the usual and ordinary course of business or inconsistent with

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BOOK 202 PAGE 145

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past practices, unless otherwise expressly permitted by the terms of this Agreement or set forth in the Schedules hereto, without the prior written consent of JW.

(d) Sale or Acquisition of Capital Assets.

The Company shall not sell or dispose of any capital assets with an original cost in excess of \$25,000 or capital assets in the aggregate with an original cost of \$25,000, or acquire capital assets costing in excess of \$25,000, individually or in the aggregate, without the prior written consent of JW, except for improvements to the Company's new office space of not more than \$50,000 in the aggregate.

(e) Indebtedness.

The Company shall not create indebtedness, other than that incurred in the usual and ordinary course of business, that incurred pursuant to existing contracts disclosed in the Schedules attached hereto, that incurred pursuant to commitments permitted hereby, borrowings of up to \$50,000 from First National Bank of Maryland, the proceeds of which will be applied to expenditures for improvements to the Company's new office space and that reasonably incurred in doing the acts and things contemplated by this Agreement, without the prior written consent of JW.

(f) Dividends and Distributions.

The Company shall not declare or pay any dividend or make any distribution with respect to its capital stock, or directly or indirectly redeem, purchase or otherwise acquire any of its capital stock or any rights therein or thereto, without the prior written consent of JW.

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BOOK 202 PAGE 146

(g) Amendment of Charter.

The Company shall not amend its Articles of Incorporation or By-Laws or make any change in the authorized or issued capital stock or its officers or directors, without the prior written consent of JW.

(h) Insurance.

All property, real and personal, owned or leased by the Company, shall be insured, at individual and aggregate levels of coverage not less than that at which currently insured by the Company, by reputable insurance companies against all insurable risks normally insured against by companies conducting a business the same as, or similar to, the business conducted by the Company; and, all property shall be used, operated, maintained and repaired in a normal business manner.

(i) Preservation of Organization.

The Company shall use its best efforts (without making any commitments on behalf of JW or JW Sub) to preserve its business organization intact, to keep available to JW and JW Sub the present key officers and employees of the Company, and to preserve for JW and JW Sub the present relationships of the Company with its suppliers and customers and others having business relations with it.

(j) No Default.

The Company shall not do any act or omit to do any act which will cause a breach of any material contract, commitment or obligation of the Company.

BOOK 202 PAGE 147

~~BOOK 202 PAGE 147~~

(k) Compliance with Laws.

The Company shall duly comply with all applicable laws as may be required for the valid and effective transfer of the Company Common Stock as contemplated by this Agreement.

(l) Tax Returns.

The Company shall prepare and file all state, federal and other tax returns, and amendments thereto, required to be filed between the date of this Agreement and the Effective Time. JW and JW Sub shall each have a reasonable opportunity to review all such returns and amendments thereto prior to their being filed.

(m) S Corporation Status.

Neither the Company nor Stockholder shall take any action or fail to take any action which could result in the termination of the Company's S Corporation status.

(n) Covenant to Satisfy Conditions.

The Company and Stockholder shall use their diligent and best efforts to effect the consummation of the transactions contemplated hereby and the conditions precedent thereto.

6. COVENANTS OF JW AND JW SUB.

From and after the date of this Agreement and until the Effective Time, JW and JW Sub covenant as follows:

BOOK 202 PAGE 148

(a) Full Access; Confidentiality.

The Company and its authorized representa-
tives shall have full access, during normal business hours, to
all properties, books, records, contracts and documents of JW
and each of the JW Subsidiaries, and JW shall furnish or cause
to be furnished to the Company and its authorized
representatives all information with respect to the affairs and
business of JW and the JW Subsidiaries as the Company may
request; provided, however, that any information about JW and
the JW Subsidiaries obtained by the Company or Stockholder in
the course of the Company's investigation pursuant to this
paragraph (a) shall be kept confidential in accordance with the
terms of the Confidentiality Agreement, and Stockholder agrees
to abide by the terms of the Confidentiality Agreement as if he
were a party thereto.

(b) Covenant to Satisfy Conditions.

JW and JW Sub shall use their diligent and
best efforts to effect the consummation of the transactions
contemplated hereby and the conditions precedent thereto,
including, but not limited to, obtaining the financing
described in paragraph (1) of Section 7 hereof.

7. CONDITIONS PRECEDENT TO THE OBLIGATIONS OF JW
AND JW SUB.

Each and every obligation of JW and JW Sub to be
performed on the Effective Time or thereafter, as the case may
be, shall be subject to the satisfaction prior thereto of the

~~BOOK 201 PAGE 187~~

following conditions, performance of any or all of which may be waived in writing by JW or JW Sub, to the extent permitted by law.

(a) Representations and Warranties True at Effective Time.

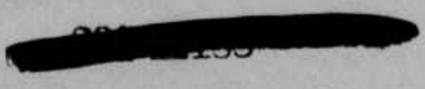
The representations and warranties made by Stockholder and the Company in this Agreement or given on their behalf hereunder shall be true in all material respects at and as of the Effective Time as though such representations and warranties had been made or given at and as of the Effective Time.

(b) Compliance with Agreement.

Stockholder and the Company shall have performed and complied in all material respects with all of their obligations under the Agreement which are to be performed or complied with by them prior to or on the Effective Time.

(c) No Adverse Change in Company.

The business, assets and properties of the Company have not been materially and adversely affected in any way as a result of fire, explosion, earthquake, disaster, accident, labor organizational activity or dispute with any labor organization, any action by the United States or any other governmental authority taken with respect to the Company alone, flood, drought, embargo, riot, civil disturbance, uprising, activity of armed forces or act of God or public enemy.



(d) Consents of Third Parties.

The consents of third parties, set forth as items 3, 4, 5 and 8 on Schedule 3(h) hereto, required to consummate the transactions contemplated hereby shall have been obtained.

(e) No Litigation.

No investigation, suit, action or other proceeding threatened or pending before any court or governmental agency which, in the opinion of JW's and JW Sub's counsel, is likely to result in the restraint, prohibition or the obtaining of damages or other relief in connection with this Agreement or the consummation of the transactions contemplated thereby, or in connection with any claim against the Company or Stockholder, not disclosed by the Schedules thereto.

(f) Certificate of Fulfillment of Conditions.

The Company shall have delivered to JW and JW Sub the certificate of its President or a Vice President, certifying, in such detail as JW or JW Sub may reasonably specify, as to the fulfillment of the conditions set forth in paragraphs (a), (b), (c), (d) and (e) of this Section 7.

(g) Opinion of Counsel to Stockholder and the Company.

JW and JW Sub shall have received from counsel to Stockholder and the Company, Messrs. Hogan & Hartson, a written opinion, dated as of the Effective Time, substantially in the form attached hereto as Exhibit 7(g).

BOOK 202 PAGE 151

(h) Certificates of Good Standing.

Stockholder and the Company shall have delivered to JW and JW Sub certificates issued by appropriate governmental authorities evidencing the good standing of the Company, as of a date or dates not more than ten (10) days prior to the Effective Time, as a corporation of the State of Maryland and as a foreign corporation under the laws of the jurisdictions named in Schedule 3(a)(1) hereto.

(i) Resolutions.

Stockholder and the Company shall have delivered to JW and JW Sub, copies of the resolutions of Stockholder, as the sole stockholder of the Company, and the Company's Board of Directors, authorizing the execution, delivery and performance of this Agreement and the transactions contemplated hereby.

(j) Employment Agreements.

Each of Stockholder, Ralph J. Basile ("Basile"), Wilbur N. Baumann ("Baumann"), James L. Prost ("Prost") and Thomas J. Flynn ("Flynn") shall have executed and delivered to JW and JW Sub Employment Agreements substantially in the form attached hereto as Exhibit 7(j) (the "Employment Agreements").

(k) Releases.

Each of Stockholder, Basile, Baumann, Prost and Flynn shall have delivered a Release, substantially in the respective forms attached hereto as Exhibit 7(k), which shall be effective as of the Effective Time.

BOOK 202 PAGE 152

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(l) Financing.

At or prior to the Effective Time, JW shall have obtained additional long-term debt and/or common equity financing of at least \$3,750,000, in the aggregate, with any shares of JW Common Stock issued in connection therewith, being issued for a per share cash consideration equal to or greater than the value of the JW Common Stock being issued to Stockholder pursuant to this Agreement.

(m) Settlement of Performance Share Plan Units.

All outstanding rights of Company employees who are participants in the Company's Performance Share Plan, shall have been settled in full by the Company's payment to such employees of cash in an aggregate amount of not more than \$1,503,980 (the "Performance Share Payment"). The Performance Share Payment shall have been funded by means of a loan (the "Performance Share Payment Loan") to the Company made on the last day immediately preceding the date of Closing on which banks in the State of Maryland are open for business.

(n) Proceedings and Instruments Satisfactory.

All proceedings, corporate or other, to be taken in connection with the transactions contemplated by this Agreement, and all documents incident thereto, shall be reasonably satisfactory in form and substance to JW and JW Sub, and Stockholder and the Company shall have made available to JW and JW Sub for examination the originals or true and correct copies of all records and documents maintained by the Company

BOOK 202 PAGE 153

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or under its control relating to the business and affairs of the Company which JW or JW Sub may request in connection with said transactions. Stockholder and the Company shall have complied with all statutory requirements for the valid consummation by Stockholder and the Company of the transactions contemplated by this Agreement.

(o) All Documents.

All documents required by paragraph (a) of Section 11 of this Agreement to be delivered to JW and JW Sub, shall have been delivered to JW and JW Sub.

8. CONDITIONS PRECEDENT TO THE OBLIGATIONS OF THE COMPANY AND STOCKHOLDER.

Each and every obligation of Stockholder and the Company to be performed at the Effective Time or thereafter, as the case may be, shall be subject to the satisfaction prior thereto of the following conditions, performance of any or all of which may be waived in writing by the Company, to the extent permitted by law.

(a) Representations and Warranties True at Effective Time.

The representations and warranties made by JW and JW Sub in this Agreement or given on their behalf hereunder shall be true in all material respects at and as of the Effective Time as though such representations and warranties had been made or given at and as of the Effective Time.

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BOOK 202 PAGE 154

~~BOOK 201 PAGE 154~~

(b) Compliance with Agreement.

JW and JW Sub shall have performed and complied in all material respects with their obligations under this Agreement which are to be performed or complied with prior to or on the Effective Time.

(c) No Adverse Change in JW.

The business, assets and properties of JW and the JW Subsidiaries, taken as a whole, shall not have been materially and adversely affected in any way as a result of fire, explosion, earthquake, disaster, accident, labor organizational activity or dispute with any labor organization, any action by the United States or any other governmental authority taken with respect to JW or any of the JW Subsidiaries alone, flood, drought, embargo, riot, civil disturbance, uprising, activity of armed forces or act of God or public enemy.

(d) Consents of Third Parties.

The consents of third parties, set forth in Schedule 8(d) hereto, required to consummate the transactions contemplated hereby shall have been obtained.

(e) No Litigation.

No investigation, suit, action or other proceeding shall be threatened or pending before any court or governmental agency which, in the opinion of Stockholder's and the Company's counsel, is likely to result in the restraint.

BOOK 202 PAGE 155

~~BOOK 201 PAGE 155~~

prohibition or the obtaining of damages or other relief in connection with this Agreement or the consummation of the transactions contemplated hereby, or in connection with any claim against JW or JW Sub, not disclosed by the Schedules hereto.

(f) Certificate of Fulfillment of Conditions.

Each of JW and JW Sub shall have delivered to Stockholder and the Company the certificate of its President or a Vice President, certifying, in such detail as Stockholder and the Company may specify, as to the fulfillment of the conditions set forth in paragraphs (a), (b), (c), (d) and (e) of this Section 8.

(g) Opinion of Counsel to JW and JW Sub.

Stockholder and the Company shall have received from counsel to JW and JW Sub, Messrs. Finley, Kumble, Wagner, Heine, Underberg, Manley, Myerson & Casey, a written opinion, dated as of the Effective Time, substantially in the form attached hereto as Exhibit 8(g).

(h) Certificates of Good Standing.

JW and JW Sub shall have delivered to Stockholder and the Company certificates issued by appropriate governmental authorities evidencing the good standing of JW and JW Sub, as of a date or dates not more than ten (10) days prior to the Effective Time, as corporations of the State of Delaware and, with respect to JW Sub only, as a foreign corporation under the laws of the states named in Schedule 4(a)(1) hereto.

BOOK 202 PAGE 156

(i) Resolutions.

JW and JW Sub shall have delivered to Stockholder and the Company copies of the resolutions of JW's and JW Sub's Boards of Directors, authorizing the execution, delivery and performance of this Agreement and the transactions contemplated hereby.

(j) Employment Agreements.

Each of Stockholder, Basile, Baumann, Prost and Flynn shall have received an Employment Agreement executed by JW and JW Sub.

(k) Stockholders Agreement.

JW, James F. Joy and Roger O. Walther shall have executed and delivered to Stockholder, Basile, Baumann, Prost and Flynn an agreement, substantially in the form attached hereto as Exhibit 8(k) (the "Stockholders Agreement").

(l) Representation on JW Board of Directors.

Effective as of the Effective Time, and from time to time thereafter, Stockholder, and such additional number of designees of the Company as would give the Company representation on the Board of Directors of JW equal to the greatest of that possessed at such time by RERC, VSC and Thompson, shall have been designated to serve as directors of JW, and the directors of JW shall have elected Stockholder as Chairman of the Executive Committee of the Board of Directors of JW.

BOOK 202 PAGE 157

(m) Proceedings and Instruments Satisfactory.

All proceedings, corporate or other, to be taken in connection with the transactions contemplated by this Agreement, and all documents incident thereto, shall be reasonably satisfactory in form and substance to Stockholder and the Company, and JW and JW Sub shall have made available to Stockholder and the Company for examination the originals or true and correct copies of all records and documents relating to the business and affairs of JW and JW Sub which Stockholder or the Company may request in connection with said transactions. JW and JW Sub shall have complied with all statutory requirements for the valid consummation by JW and JW Sub of the transactions contemplated by this Agreement.

(n) All Documents.

All documents required by paragraph (b) of Section 11 of this Agreement shall have been delivered to Stockholder and the Company.

9. INDEMNIFICATION.

(a) Subject to the provisions of paragraphs (c) and (d) of this Section 9, Stockholder agrees and covenants that he shall indemnify, defend and save harmless JW and JW Sub and their respective officers, directors, successors and assigns after the Effective Time against any and all losses, damages, liabilities (including, but not limited to attorneys' fees), fines, judgments and amounts paid in settlement (collectively, "Damages") in connection with any claim, action,

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BOOK 202 PAGE 158

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suit or proceeding (each, a "Claim") arising from or relating in any way to any misrepresentation or breach of warranty or covenant made by Stockholder or the Company either in this Agreement or in any document furnished to JW or JW Sub pursuant to or in connection with this Agreement; and, JW and JW Sub, jointly and severally, agree that they shall indemnify, defend and save harmless Stockholder and his successors and assigns from and against Damages in connection with any Claim arising from or relating in any way to any misrepresentation or breach of warranty or covenant made by JW or JW Sub either in this Agreement or in any document furnished to Stockholder pursuant to or in connection with this Agreement (the person(s) providing indemnification hereunder being referred to as "Indemnitor" and the person(s) entitled to such indemnification being referred to as "Indemnitee").

(b) Subject to the provisions of paragraphs (c) and (d) of this Section 9, the Indemnitee shall be reimbursed by the Indemnitor on demand for any Damages suffered by it at any time after the date of this Agreement with respect to any matter or claim to which the foregoing indemnities relate.

(c) (1) Should any Claim be made by a person not a party to this Agreement with respect to any matter to which the foregoing indemnities relate, the Indemnitee shall, within a reasonable period of time, give the Indemnitor written notice of any such Claim, and the Indemnitor shall thereafter defend or settle any such Claim, at its sole expense, on its

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BOOK 202 PAGE 159

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own behalf and with counsel of its selection. In the defense or settlement of any such Claim, the Indemnatee shall cooperate with and assist the Indemnitor to the extent reasonably possible. Failure to give notice shall not constitute a defense, in whole or in part, to any Claim by the Indemnatee, except and only to the extent that such failure by the Indemnatee shall materially prejudice the Indemnitor in its defense of a Claim.

(2) Notwithstanding the foregoing, should any Claim be made by a person not a party to this Agreement with respect to any matter to which the foregoing indemnity relates, the Indemnatee may make settlement of such Claim on not less than thirty (30) days' notice of the proposed terms thereof to the Indemnitor, and such settlement shall be binding on the Indemnitor and the Indemnatee for the purposes of this Section; provided, however, that if within said thirty (30) day period the Indemnitor shall have requested the Indemnatee not to settle such Claim and to deny such Claim at the expense of the Indemnatee, the Indemnatee will promptly comply and the Indemnitor shall have the right to defend at its sole expense on its own behalf and with counsel of its selection.

(3) Notwithstanding that the Indemnitor has assumed the defense of any Claim, any Indemnatee shall have the right to employ its own counsel, at its sole expense. If, in good faith, an Indemnatee concludes that there are specific defenses available to it which are different from or additional

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BOOK 202 PAGE 160

BOOK 202 PAGE 160

to those available to the Indemnitor, or that such Claims may have a material adverse effect on it with respect to matters beyond the scope of the foregoing indemnities, then such Indemnitee shall have the right to direct the defense of any such Claim and shall bear the expense of doing so.

(d) Notwithstanding any other provision of this Agreement, no party required to provide indemnification hereunder shall have any liability for or on account of indemnifiable Damages hereunder, except to the extent that such Damages exceed \$50,000 and do not exceed \$3,000,000.

10. TERMINATION AND ABANDONMENT.

(a) This Agreement may be terminated and the sale provided for by this Agreement may be abandoned without liability on the part of any party to any other party at any time at or prior to the Effective Time by mutual consent of the Boards of Directors of JW and the Company.

(b) This Agreement shall terminate and the Merger provided for by this Agreement shall be abandoned if the Effective Time has not occurred by August 31, 1987.

(c) This Agreement may be terminated and the merger provided for in this Agreement may be abandoned:

(1) at or prior to the Effective Time, by JW or JW Sub if any of the conditions of Section 7 of this Agreement have not been met and have not been waived in writing by JW or JW Sub; or,

BOOK 202 PAGE 161

(2) at or prior to the Effective Time, by the Company, if any of the conditions of Section 8 of this Agreement have not been met and have not been waived in writing by the Company.

In the event of termination and abandonment as above provided in this paragraph (c), prompt written notice shall be given to the other parties.

(d) In the event of termination and abandonment as provided in this Section 10, such termination thereof shall be without liability of any party to any other party to this Agreement; provided, however, that if such termination shall result from the willful failure of any party to fulfill a condition to the performance of another party or to perform a covenant of this Agreement or from a material and willful breach by any party to this Agreement, such party shall be fully liable for any and all damages, costs and expenses (including but not limited to reasonable counsel fees) sustained or incurred by the other parties hereto.

11. CLOSING.

The closing (the "Closing") with respect to the transactions contemplated hereunder shall take place at the offices of Finley, Kumble, Wagner, Heine, Underberg, Manley, Myerson & Casey, 425 Park Avenue, New York, New York two days after the date on which all conditions precedent to the parties' obligations hereunder shall have been satisfied, or at such later date as JW and the Company may agree upon.

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BOOK 202 PAGE 162

~~BOOK 201 PAGE 162~~

At the Closing,

(a) Stockholder and the Company shall deliver to JW and JW Sub the following:

(i) a copy of the certificate of merger, as filed with the Maryland Secretary of State, certified by an officer of the Company;

(ii) all consents required for the execution, delivery and performance of this Agreement by Stockholder and the Company, set forth in Schedule 7(d) hereto;

(iii) a certificate of fulfillment of conditions, duly executed on behalf of the Company, referred to in paragraph (f) of Section 7 of this Agreement;

(iv) the opinion of counsel for Stockholder and the Company, described in paragraph (g) of Section 7 of this Agreement;

(v) certificates of good standing, referred to in paragraph (h) of Section 7 of this Agreement;

(vi) certified copies of the resolutions of Stockholder, as the sole stockholder of the Company, and the Board of Directors of the Company, authorizing the execution, delivery and performance of this Agreement;

(vii) the Employment Agreements, executed by each of Stockholder, Basile, Baumann, Prost and Flynn;

(viii) a release executed by each of Stockholder, Basile, Baumann, Prost and Flynn in favor of the Company, substantially in one of the forms attached hereto as Exhibit 7(k); and,

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(ix) such other and further documents, instruments and certificates not inconsistent with the provisions of this Agreement, executed by Stockholder and/or an officer of the Company, as JW or JW Sub shall reasonably require to carry out and effectuate the purposes and terms of this Agreement.

(b) JW and JW Sub shall deliver to Stockholder and the Company the following:

(i) a copy of the certificate of merger filed with the Secretary of State of Delaware, certified by an officer of JW Sub;

(ii) all consents required for the execution, delivery and performance of this Agreement by JW and JW Sub, set forth in Schedule 8(d) hereto;

(iii) certificates of fulfillment of conditions, duly executed on behalf of each of JW and JW Sub, referred to in paragraph (f) of Section 8 of this Agreement;

(iv) the opinion of counsel for JW and JW Sub, described in paragraph (g) of Section 8 of this Agreement;

(v) certificates of good standing, referred to in paragraph (h) of Section 8 of this Agreement;

(vi) certified copies of the resolutions of the stockholders and the Board of Directors of JW and JW Sub, authorizing the execution, delivery and performance of this Agreement;

(vii) the Employment Agreements, executed by JW Sub;

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BOOK 202 PAGE 151

~~BOOK 202 PAGE 151~~

(viii) the Stockholders Agreement, executed by JW, James F. Joy and Roger O. Walther and the other parties thereto in the form attached hereto as Exhibit 8(k); and,

(ix) such other and further documents, instruments and certificates not inconsistent with the provisions of this Agreement, executed by an officer of each of JW and JW Sub, as Stockholder and the Company shall reasonably required to carry out and effectuate the purposes and terms of this Agreement.

12. BROKERAGE.

Stockholder and the Company, jointly and severally, represent and warrant that neither Stockholder nor the Company has engaged the services of any broker or finder hereunder, and agree to indemnify and hold JW and JW Sub harmless against any claim for brokers' or finders' fees or compensation in connection with the transactions herein provided for by any person, firm or corporation claiming a right to the same because engaged by Stockholder or the Company. JW and JW Sub, jointly and severally, represent and warrant to Stockholder and the Company that they have not engaged the services of any broker or finder in connection with the transactions herein provided for, and agree to indemnify and hold harmless Stockholder and the Company against any claims for brokers' or finders' fees or compensation in connection with the transactions herein provided for by any person, firm or corporation claiming a right to the same because engaged by JW or JW Sub.

BOOK 202 PAGE 166

13. INVESTMENT REPRESENTATION.

Stockholder represents, warrants and agrees as follows:

(a) The Common Stock of JW delivered to Stockholder on the Effective Time shall be held by Stockholder for investment, and not with any view to, or for resale in connection with, any distribution to the public or otherwise in violation of the Securities Act of 1933, as amended (the "1933 Act").

(b) Stockholder is sufficiently experienced in financial and business matters to be capable of utilizing such information to evaluate and to make an informed decision relating thereto.

(c) Stockholder understands that the shares of JW Common Stock are not being registered under the 1933 Act on the ground that the issuance thereof is exempt under Section 4(2) of the 1933 Act as a transaction by an issuer not involving any public offering, and the reliance on such exemption is predicated in part on his representations and warranties.

(d) The shares of JW Common Stock have not been registered under the 1933 Act and, therefore, cannot be sold unless they are subsequently registered under the 1933 Act or unless an exemption from such registration is available. Stockholder agrees that he will not sell, assign or transfer the shares of JW Common Stock received by him unless (a) a

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202 - 165

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registration statement under the 1933 Act meets the requirements of Section 10 of the 1933 Act, or (b) JW has received a written opinion of counsel to JW that, after an investigation of the relevant facts, such sale, assignment or transfer does not involve a transaction requiring registration under the 1933 Act, except that no such opinion shall be required in the event of any such shares being transferred to Stockholder's spouse, children or estate, or to trusts for Stockholder's spouse or children.

(e) Stockholder acknowledges that the shares of JW Common Stock issued to Stockholder shall bear the following legend:

"The shares represented by this certificate have not been registered under the Securities Act of 1933, as amended (the "Act"), and may only be sold or transferred pursuant to an effective Registration Statement under the Act, as amended, and any applicable state laws and regulations, or pursuant to an opinion of counsel to the Company that an exemption from the registration requirements of the Act and any applicable state laws and regulations is available with respect thereto except that no such opinion shall be required in the event of any such shares being transferred to Stockholder's spouse, children or estate, or to trusts for Stockholder's spouse or children."

14. CERTAIN ADDITIONAL COVENANTS.

(a) Payment of Performance Share Payment Loan and Release of Stockholder; Repayment of Note.

(i) Simultaneously with the Closing JW shall (i) contribute to the surplus of the Surviving

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BOOK 202 PAGE 168

~~BOOK 201 PAGE 168~~

Corporation cash in the amount of the Performance Share Payment, which funds shall immediately be applied to the payment of the principal of, and interest on, the Performance Share Payment Loan, and (ii) secure the release of any guarantee given by Stockholder or his wife, guaranteeing the payment of principal of, and interest on, the loan made by the First National Bank of Maryland, in the principal amount of \$300,000, to the Company, the proceeds of which were previously disbursed by the Company to Stockholder as compensation.

(ii) Simultaneously with the Closing, JW shall pay the entire principal of and accrued but unpaid interest on JW's Non-negotiable Subordinated Promissory Note, dated May 8, 1987, payable to Stockholder in the principal amount of \$150,000.

(b) Advance of Cash by Stockholder Under Certain Circumstances.

If, during the period beginning at the Effective Time and ending one year after the Effective Time, the Board of Directors of the Surviving Corporation determines that the Surviving Corporation does not have, for any reason, sufficient cash to pay compensation, of any nature whatsoever, accrued by and payable to employees of the Company prior to the Effective Time, then the Surviving Corporation may, in its sole discretion, require Stockholder to advance to the Surviving Corporation cash in an amount not to exceed \$300,000. Interest shall accrue on the unpaid principal amount of any such advances at the rate of 9% per annum.

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BOOK 202 PAGE 169

BOOK ~~201~~ ~~169~~ 206

15. OTHER PROVISIONS.

(a) Nature and Survival of Representations.

All statements contained in any certificate, instrument, schedule or document delivered by or on behalf of any of the parties pursuant to this Agreement and the transactions contemplated hereby shall be deemed representations and warranties by the respective parties hereunder. All representations and warranties made by the parties to the other in this Agreement or pursuant hereto shall survive for eighteen months, following the Effective Time, except to the extent waived in writing by such recipient, notwithstanding any investigation heretofore or hereafter made by, or on behalf of, such recipient.

(b) Expenses.

JW shall bear the costs and expenses incurred by it and JW Sub in connection with this Agreement and in connection with all things required to be done by each of them hereunder; and the Company shall bear the costs and expenses incurred by it in connection with this Agreement and in connection with all things required to be done by it hereunder. JW shall contribute to the Company cash in an amount sufficient to pay such costs and expenses in the ordinary course.

(c) Entire Agreement.

This Agreement, together with the Exhibits and Schedules delivered pursuant to this Agreement, sets forth

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BOOK 202 PAGE 170

~~BOOK 201 PAGE 170~~

the entire agreement and understanding between the parties as to the subject matter hereof, and merges and supersedes all prior discussions, agreements and understandings of every and any nature between them; and, no party shall be bound by any condition, definition, warranty or representation, other than as expressly set forth or provided for in this Agreement, as supplemented by the Exhibits and Schedules, or as may be, on or subsequent to the date hereof, set forth in writing and signed by the party to be bound thereby.

(d) Parties In Interest.

All the terms and provisions of this Agreement shall be binding upon and inure to the benefit of and be enforceable by the successors in interest of the respective parties hereto.

(e) Governing Law.

This Agreement shall be construed and interpreted according to the law of the State of Delaware, without reference to the conflict of laws principles thereof.

(f) Assignment.

This Agreement shall not be assigned by any of the parties hereto.

(g) Notices.

All notices, requests, demands and other communications hereunder shall be in writing and shall be deemed to have been duly given if delivered by hand or mailed, certified or registered mail, with first-class postage prepaid.

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BOOK 202 PAGE 171

~~BOOK 204 PAGE 1990~~

if to the Company or Stockholder:
at their respective addresses set forth in
the introduction to this Agreement,

with a copy to:

Hogan & Hartson
555 13th Street, N.W.
Washington, D.C. 20004
Attention: H. Todd Miller, Esq.

or to such other person and place as the Company or Stockholder
shall furnish to JW and JW Sub in writing; and,

if to JW or JW Sub:

JW Holdings Inc.
c/o Real Estate Research Corporation
72 West Adams Street
Chicago, Illinois 60603
Attention: Mr. James F. Joy, President

with a copy to:

Finley, Kumble, Wagner, Heine, Underberg,
Manley, Myerson & Casey
425 Park Avenue
New York, New York 10022
Attention: L. Martin Gibbs, Esq.

or to such other person and place as JW or JW Sub shall furnish
to Stockholder or the Company in writing.

(h) Further Instruments.

Stockholder and the Company will, at the
Effective Time, or such other date as JW or JW Sub may request,
without cost or expense to JW or JW Sub, execute and deliver or
cause to be executed and delivered to JW or JW Sub such further
instruments of transfer and conveyance and will take such other
action as JW or JW Sub may reasonably request to more

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BOOK 202 PAGE 172

~~BOOK 202 PAGE 172~~

effectively consummate the transactions contemplated by this Agreement and confirm and assure JW Sub's title to the shares of Common Stock.

(i) Counterparts.

This Agreement may be executed simultaneously in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

(j) Headings.

The headings in the sections of this Agreement are inserted for convenience only and shall not constitute a part hereof.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed as of the date first above written.

Attest:

Assistant Secretary

JW HOLDINGS INC.
By: _____
James F. Joy, President

Attest:

Assistant Secretary

ZHA ACQUISITION CORP.
By: _____
James F. Joy, President

Attest:

Donald R. Zuchelli

ZUCHELLI, HUNTER & ASSOCIATES, INC.
By: _____
Donald R. Zuchelli, President

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BOOK 202 PAGE 173

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SCHEDULE 3(A)(1)

Jurisdictions Where Qualified
To Do business

At the Effective Time, the Company will be qualified
to do business in the states of:

Virginia
West Virginia

2927 1254

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

BOOK 202 PAGE 175

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DOCUMENT CODE 11 BUSINESS CODE _____ COUNTY _____

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

Merging
 (Transferor) Zucchelli, Hunter
& Associates, Inc.
D 0627893

Surviving
 (Transferee) ZHA acquisition
Corp (Del)
F 2339919

CODE	AMOUNT	FEE REMITTED
20	_____	Organ. & Capitalization
61	_____	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	<u>148</u>	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: _____
PSC
PO Box 591
Wilmington, Del
19899

TOTAL FEES 148
 Check _____ Cash _____
 _____ Documents on _____ checks

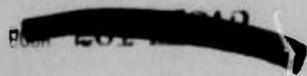
NOTE: _____

APPROVED BY: AV

2927 1255

0002 1761

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



ARTICLES OF MERGER

MERGING

ZUCHELLI, HUNTER & ASSOCIATES, INC. (A MD CORP.)

INTO

ZHA ACQUISITION CORP. (A DE CORP.) SURVIVOR

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 19, 1987 AT 1:27 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 148.00

\$ _____

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

drb

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



A 233350

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2927 1184

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

BOOK 202 PAGE 177

6/15/87 9:58a 1987 JUN 15 A 9:58
MARYLAND ASSOCIATION OF PRIVATE CAREER SCHOOLS, INC.

ARTICLES OF AMENDMENT

MARYLAND ASSOCIATION OF PRIVATE CAREER SCHOOLS, INC., a Maryland corporation having its principal office at Post Office Box 209, 690-692 Ritchie Highway, Severna Park, Maryland 21146, (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Corporation desires to amend its charter as currently in effect as hereinafter provided.

SECOND: By written informal action, unanimously taken by the directors and the members of the Corporation, the amendment herein was duly approved and adopted.

THIRD: The Charter of the Corporation is hereby amended to correct the name of the the Resident Agent of the Corporation from Mary Jo Lewald to Mary Jo McCulloch by striking in its entirety Article FOURTH and by substituting in lieu thereof the following:

FOURTH: The post office address of the principal office of the Corporation in this State is Post Office Box 209, 690-692 Ritchie Highway, Severna Park, Maryland 21146. The name of the Resident Agent of the Corporation at such address is Mary Jo McCulloch. Said Resident Agent is an individual actually residing in this State.

IN WITNESS WHEREOF, the MARYLAND ASSOCIATION OF PRIVATE CAREER SCHOOLS, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 16 day of January, 1987, and its President acknowledges that these Articles of Amendment are the act and deed of MARYLAND ASSOCIATION OF PRIVATE CAREER SCHOOLS, INC., and under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

MARYLAND ASSOCIATION OF PRIVATE CAREER SCHOOLS, INC.

Patricia Spencer
Secretary

BY: *John O. Smalley*
President

71668289

RECEIVED FOR RECORD
CLERK OF COURT, BALTIMORE COUNTY

1987 SEP 16 PM 3:13

H. ENLE SCHAFFER
CLERK

0002 1763



BOOK 202 PAGE 178
 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 096 BUSINESS CODE _____ COUNTY _____

19 2232676 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
20	_____	Organ. & Capitalization	_____
61	_____	Rec. Fee (Arts. of Inc.)	_____
62	<u>20</u>	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	_____
11	_____	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 _____
 ATTENTION: _____

MAIL TO ADDRESS:
John Crumney
PO Box 89
Annapolis, Md
21404-0089

TOTAL FEES 20
 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: JS

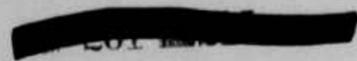
NOTE:

2927 1258

0002 1764

BOOK 202 PAGE 179

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



ARTICLES OF AMENDMENT
OF
MARYLAND ASSOCIATION OF PRIVATE CAREER SCHOOLS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 15, 1987 AT 9:58 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$ _____

\$ 20.00 _____

\$ _____

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

drb

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



A 233352

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO: 2927 1256

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

BOOK 202 PAGE 180

~~CONFIDENTIAL~~

ARTICLES OF INCORPORATION
OF
TOWER TECHNOLOGIES, INC.

THIS IS TO CERTIFY:

FIRST: I, JOANNE E. ANTKOWIAK, whose post office address is 1705 Treehouse Court, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby forms a corporation under and by virtue of the General Laws of the State of Maryland.

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

TOWER TECHNOLOGIES, INC.

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

(a) To provide data processing consulting services and software products, to engage in research and development, purchase, sale, import, export, license, distribution, design, manufacture, or rental of any product, machine, apparatus, appliance, merchandise, and property of every kind and description, ideas, systems, procedures, and services of any nature, including, without limiting the generality of the foregoing, all types of products which possess an internal intelligence for recognizing and correlating any type of data or information to be processed, pattern interpretation, recognition in memory systems and equipment, optical scanning, analog and digital computers, components, all types of electrical, mechanical, electromechanical, and electronic products and systems such as for analysis of visible, radar, sonar, or other inputs, voice recognition and identification of voice elements, and magnetic storage and drums.

To establish, maintain, and conduct training schools, courses, and programs in connection with the purchase, sale, import, export, license, distribution, design, manufacture, or rental of machine, apparatus, appliances, and merchandise, and of articles required in the use thereof or used in connection therewith, 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, 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,

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
5/28/87 at 9:20

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 1911
ANNAPOLIS, MD 21404
(301) 263-8828

71488213

1

1987 SEP 16 PM 3:13

2921 1828

H. ERLE SCHAFFER
CLERK

0002 1766

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

~~CONFIDENTIAL~~

trademarks, trade names or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;

(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 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 1911
ANNAPOLIS, MD 21404
(301) 263-8558

FOURTH: The post office address of the principal office of the Corporation in this state is 1705 Treehouse Court, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this state is MARC J. ANTKOWIAK, 1705 Treehouse Court, 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), divided into Two Thousand Five Hundred (2,500) shares of Class A Common Stock without par value, and Two Thousand Five Hundred (2,500) shares of Class B Common Stock without par value.

The following is a description of each class of stock of the Corporation with the preferences, conversion and other rights, restrictions, voting powers, and qualifications of each class:

1. Except as hereinafter provided with respect to voting powers, the Class A Common Stock and the Class B Common Stock of the Corporation shall be identical in all respects.

2. With respect to voting powers, except as otherwise required by the Corporations and Associations Article of the Annotated Code of Maryland, the holders of Class A Common Stock shall possess all voting powers for all purposes, including by way of illustration and not of limitation the election of directors, and the holders of Class B Common Stock shall have no voting power whatsoever, and no holder of Class B Common Stock shall vote on or otherwise participate in any proceedings in which actions shall be taken by the Corporation or the stockholders thereof or be entitled to notification as to any meeting of the Board of Directors or the stockholders.

SIXTH: The number of directors of the Corporation shall be two which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than two. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are JOANNE E. ANTKOWIAK and MARC J. ANTKOWIAK.

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

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

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

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

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GOLDSBOROUGH
CHARTERED
P. O. BOX 1811
ANNAPOLIS, MD 21404
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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:

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

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

(c) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Paragraph (a) or (b) 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

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GOLDSBOROUGH
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ANNAPOLIS, MD 21404
(301) 263-8258

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

connection therewith, without the necessity for the determination as to the standard of conduct as provided in Paragraph (d) of this Article Ninth.

(d) Any indemnification under Paragraph (a) and (b) of this Article Ninth (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in Paragraphs (a) and (b) of this Article Ninth. Such determination shall be made (i) 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 (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 by the Board of Directors in the specific case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this Article.

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

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

TENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21 day of May, 1987, and I acknowledge the above to be my act.

Joanne E. Antkowiak

JOANNE E. ANTKOWIAK

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 1911
ANNAPOLIS, MD 21404
(301) 263-8255



BOOK 202 PAGE 185

204 57224

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

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	<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)	<input type="checkbox"/> Change of Name
52	_____	Foreign Qualification	<input type="checkbox"/> Change of Principal Office
50	_____	Cert. of Qual. or Reg.	<input type="checkbox"/> Change of Resident Agent
51	_____	Foreign Name Registration	<input type="checkbox"/> Change of Resident Agent Address
13	<u>11</u>	<input checked="" type="checkbox"/> 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 _____ checks

MAIL TO ADDRESS:
Manis, Wilkinson, Siede
P.O. Box 1911
Annapolis, Md
21404-1911

NOTE:

APPROVED BY: PCM

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

BOOK 202 PAGE 187

~~BOOK 201 PAGE 187~~

ARTICLES OF INCORPORATION
OF
TOWER TECHNOLOGIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1987 AT 9:20 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	\$
D2349751		

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 1911
ANNAPOLIS MD 21404 1911

224C3000012

A 232054



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 2921 1827
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

204 [REDACTED]

APPROVED FOR RECORD

BOOK 202 PAGE 188

6/1/87 at 11:04 .m.

THE REGENCY HOMES GROUP, INC.

ARTICLES OF INCORPORATION

FIRST: I, David R. Priddy, whose post office address is 102 Old Solomon's Island Road, Third Floor, Suite E, Annapolis, Maryland 21401, being over eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is "The Regency Homes Group, Inc."

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

(a) To engage in residential home construction activities, to engage in real property transactions, to enter joint ventures for the development of residential subdivisions, and to act in the field of real estate and land development, making investments in furtherance of these purposes and disbursements reasonably related thereto. The corporation's power shall include, but not be limited to, all of the foregoing activities conducted in the United States of America. In addition, the corporation may engage in any other lawful purpose and/or business which a corporation may legally enter into.

1987 SEP 16 PM 3:13
H. ERLE SCHAFER
CLERK

1987 JUN 1 - 11:04

71528013

71528017
2921 2005

0002 1774

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

BOOK 202 PAGE 189

~~204 FLOOR~~

(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 102 Old Solomon's Island Road, Third Floor, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the corporation in this state is David R. Priddy, Esquire, 102 Old Solomons Island Road, Third Floor, Annapolis, Maryland 21401. Said resident agent is an individual actually residing in this state and is at least eighteen (18) years old.

FIFTH: The total number of shares of capital stock which the corporation has authority to issue is one hundred (100) shares of common stock, without par value.

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

(1) If there is no stock outstanding, the number of directors may be less than three 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 Frank V. Mazza, David R. Priddy, and Thomas A.

2921 2006

BOOK 202 PAGE 190

~~BOOK 201 PAGE 150~~
Mayo, Jr.

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

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

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

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

2921 2007

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 191

[REDACTED]

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

NINTH:

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

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

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

2921 2008

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

BOOK 202 PAGE 192

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this ^{15th} 20th day of June, 1987 and I acknowledge the same to be my act.

WITNESS:

Elizabeth C. Muse

David R. Priddy
David R. Priddy

eam/63



BOOK 202 PAGE 193

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 codes 20-73 and 75-85 with descriptions of fees and services.

TOTAL FEES 51
46 Check 5 Cash
3 Documents on 1 checks

MAIL TO ADDRESS:
David Greddy
102 Old Solomons
Island Rd 3rd fl.
Annapolis, Md 21401

APPROVED BY: A CERTIFIED COPY MADE

2921 2010

0002 1779

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

BOOK 202 PAGE 194

~~XXXXXXXXXX~~

ARTICLES OF INCORPORATION
OF
THE REGENCY HOMES GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 11:04 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	\$ _____
D2350072		

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

RETURN TO:
DAVID R. PRIDDY, ESQUIRE
102 OLD SOLOMONS ISLAND ROAD
THIRD FLOOR
ANNAPOLIS MD 21401

224C3000044

A 232083



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2921 2004

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

BOOK 202 PAGE 195

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

~~201-1231~~

APPROVED FOR RECORD

6/1/87 at 11:04 .m.

THE REGENCY CORPORATION
ARTICLES OF INCORPORATION

FIRST: I, David R. Priddy, whose post office address is 102 Old Solomons Island Road, Third Floor, Annapolis, Maryland 21401, being over eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

(a) To engage in real property transactions, to engage in residential and commercial construction, financing and to act in the field of real estate and land development, to acquire construction and related companies and to make investments in furtherance of these purposes and disbursements reasonably related thereto. The corporation's power shall include, but not be limited to, all of the foregoing activities conducted in the United States of America. In addition, the corporation may engage in any other lawful purpose and/or business which a corporation may legally enter into.

1987 SEP 16 PM 3:13
H. ERLE SCHAFER
CLERK

1987 JUN -1 A 11:04

2921 2012

0002 1781

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

BOOK 202 PAGE 196

(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 102 Old Solomon's Island Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the corporation in this state is David R. Priddy, 102 Old Solomon's Island Road, Third Floor, Annapolis, Maryland 21401. Said resident agent is an individual actually residing in this state and is at least eighteen (18) years old.

FIFTH: The total number of shares of capital stock which the corporation has authority to issue is one hundred (100) shares of common stock, without par value.

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

- (1) If there is no stock outstanding, the number of directors may be less than three 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 Frank V. Mazza, Thomas A. Mayo, Jr., and David R. Priddy.

2921 2013

0002 1782

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 197

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

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

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

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

EIGHTH: Except as may otherwise be provided by the Board of Directors of the corporation, no holder of any shares of the stock of the corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of

2921 2014

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

BOOK 202 PAGE 198

~~BOOK 202 PAGE 198~~

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

NINTH:

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

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

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

2921 2015

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

BOOK 202 PAGE 199

~~BOOK 201 PAGE 199~~

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 1st day of June, 1987 and I acknowledge the same to be my act.

WITNESS:

Elizabeth A. Muse

David R. Priddy
David R. Priddy

eam/ann17

2921 2016

0002 1785



BOOK 202 PAGE 200
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>38</u>	Organ. & Capitalization	Name Change (New Name) _____
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)	<input type="checkbox"/> Change of Name
52		Foreign Qualification	<input type="checkbox"/> Change of Principal Office
50		Cert. of Qual. or Reg.	<input type="checkbox"/> Change of Resident Agent
51		Foreign Name Registration	<input type="checkbox"/> Change of Resident Agent Address
13	<u>11</u>	<u>1</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
46 Check 5 Cash
3 Documents on 1 checks

MAIL TO ADDRESS:
Dave Greddy
102 Old Solomons
Island Rd 3rd Fl.
Annapolis, Md 21401

APPROVED BY: A CERTIFIED COPY MADE

2921 2017

0002 1786

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

BOOK 202 PAGE 201

~~RECORDED~~

ARTICLES OF INCORPORATION
OF
THE REGENCY CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 11:04 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

\$

D2350080

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
DAVID R. PRIDDY, ESQUIRE
102 OLD SOLOMONS ISLAND ROAD
THIRD FLOOR
ANNAPOLIS MD 21401

224C3000045

A 232084



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2921 2011

BOOK 202 PAGE 202

BOOK 202 PAGE 202

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

6/1/87 at 11:04 .m.

REGENCY REMODELING CORPORATION
ARTICLES OF INCORPORATION

FIRST: I, David R. Priddy, whose post office address is 102 Old Solomons Island Road, Third Floor, Annapolis, Maryland 21401, being over eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

(a) To engage in general construction activities, to engage in residential and commercial remodeling construction, to make investments in furtherance of these purposes and disbursements reasonably related thereto. The corporation's power shall include, but not be limited to, all of the foregoing activities conducted in the United States of America. In addition, the corporation may engage in any other lawful purpose and/or business which a corporation may legally enter into.

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

1987 SEP 16 PM 3:13
H. ERLE SCHAFER
CLERK

1987 JUN 1 11:04

2921 2019

stock of the corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible

2921 2021

0002 1788

CLERK'S NOTATION

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BOOK 202 PAGE 207

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>30</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>30</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>11</u>	<u>1</u> Certified Copy <u>5</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>David Freddy</u>
	_____	Other _____	<u>102 Old Belmore</u>
	_____	Other _____	<u>Belmont Del 3rd fl.</u>
	_____	Other _____	<u>Annapolis, Md 21401</u>

TOTAL FEES 51
46 Check 5 Cash

3 Documents on 1 checks

APPROVED BY: A

CERTIFIED COPY MADE

2921 2024

0002 1789

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.

~~BOOK 202 PAGE 208~~

ARTICLES OF INCORPORATION
OF
REGENCY REMODELING CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1967 AT 11:04 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

\$

D2350098

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
DAVID R. PRIDDY, ESQUIRE
102 OLD SOLOMON'S ISLAND ROAD
THIRD FLOOR
ANNAPOLIS MD 21401

224C3000046

A 232085



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 2921 2018
AND TAXATION OF MARYLAND IN LIBER FOLIO.

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
at 10:00
6/1/87

BOOK 202 PAGE 209

GALLERY FRUIT COMPANY, INC.

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

ARTICLES OF INCORPORATION

FIRST: I, DAVID S. SELLMAN, whose post office address is
1107 Blaustein Building, One North Charles Street, Baltimore,
Maryland 21201, being at least eighteen (18) years of age, hereby
form a corporation under and by virtue of the General Laws of the
State of Maryland authorizing the formation of corporations.

SECOND: The name of the corporation (which is hereafter
called the "Corporation") is: GALLERY FRUIT COMPANY, INC..

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

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

1. To engage generally in the restaurant business, and 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,
taverns, cafes, cafeterias, grills, diners, delicatessens, lunch
rooms, coffee shops, luncheonettes, and other eating and drinking
places of every kind, nature and description; and to engage in
all activities, to render all services, and to buy, sell, use,

1987 SEP 16 PM 3:13
HEERLE SCHAFER
CLERK

715982921 2098
71598641

0002 1791

handle, and deal in all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

2. To engage in and carry on the business of owning and operating restaurants, carry-outs, cafeterias, delicatessens, lunch rooms, catering establishments, concessions, and other eating and drinking places, and to generally engage in the business of purveyors, suppliers, preparers, servers and dispensers of food and drink of every kind and nature whatsoever, including, but not limited to, alcoholic beverages, and to generally deal in all manner of goods commonly bought and sold in restaurant and carry-out businesses.

3. To hold or improve real estate, and the fixtures and personal property incidental thereto or connected therewith, and with that end in view to acquire, by purchase, lease, hire or otherwise, lands, tenements, hereditaments, or any interest therein, and to improve the same, and generally to hold, manage, deal with and improve the property of the company, and to sell, rent, lease mortgage, pledge or otherwise dispose of the lands, tenements and hereditaments or other property of the company.

5. To conduct its business and all or any of its branches, so far as permitted by law, in the State of Maryland and in other states of the United States of America and in the territories and the District of Columbia and in any and all dependencies, colonies or possessions of the United States of America and foreign countries.

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

BOOK 202 PAGE 211

3

6. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time, and in furtherance thereof and not in limitation of the general powers therein conferred and for the purposes hereinabove stated, it is hereby expressly provided that the corporation shall have power to do any and all things, to the same extent and as fully as a natural person might or could do, as principal, agent, contractor or otherwise, and alone or jointly with any other corporation, association, firm or person, and to do all and everything necessary and incidental for the accomplishment of the purposes or for the protection or benefit of the corporation.

FIFTH: The post office address of the principal office of the Corporation in this State is 272 Michener Court W., Severna Park, Maryland 21146, and David S. Sellman, a citizen of the State of Maryland, and actually residing therein, and whose post office address is 1107 Blaustein Building, One North Charles Street, Baltimore, Maryland 21201, shall act as resident agent of the corporation.

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

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is Harold L. Voit, Jr.

2921 2100

0002 1793

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

~~BOOK 201 PAGE 13~~

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

1. The Corporation shall indemnify any shareholder, director or officer of the Corporation who was or is a party or is threatened to be made a party to any 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) and arising out of the fact that he is or was such shareholder, director or officer or an employee or agent of the Corporation, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding if he or she acted in good faith and in a manner which 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 that his conduct was unlawful.

2. The Corporation shall not indemnify any such shareholder, officer or director of the Corporation who shall have been adjudged to be liable for negligence or misconduct, in the performance of his duty to the Corporation unless and only to the extent that the court having jurisdiction in the premises shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such

2921 2101

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

person is fairly and reasonably entitled to indemnity for such expense which such court shall deem proper.

3. To the extent that a shareholder, director or officer of the Corporation has been successful on the merits or otherwise in the defense of any action, suit, or proceeding referred to in paragraphs 1 or 2 of the Article EIGHTH or in the 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 EIGHTH.

4. Any indemnification under paragraphs 1 or 2 of this Article EIGHTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the shareholder, director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in Paragraphs 1 or 2 of this Article EIGHTH. Such determination shall be made by an affirmation vote at a duly constituted meeting of a majority of the shareholders who were not parties to the proceeding.

5. Expenses incurred in defending a civil or criminal action, suit, or proceeding, may be paid by the Corporation in advance of the final disposition of such action, suit, or proceeding, as authorized by the shareholders in the specific case, upon receipt of an undertaking by or on behalf of the shareholder, director or officer to repay such amount unless it

2921 2102

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

BOOK 202 PAGE 214

6

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 shareholder, directors or officers of the Corporation may be indemnified under same standards and procedures set forth above.

7. Any indemnification pursuant to this Article EIGHTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to any persons who have ceased to be a shareholder, directors or officers and shall inure to the benefit of the heirs, executors, and administrators of such persons.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 31st day of May, 1987, and I acknowledge the same to be my act.

WITNESS:



DAVID S. SELLMAN

2921 2103

0002 1796



BOOK 202 PAGE 215
STATE OF MARYLAND

BOOK 1501 PAGE 051

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	Name Change (New Name)
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	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 42
 Check _____ Cash _____

Documents on _____ checks _____

APPROVED BY: Pom

MAIL TO ADDRESS:
David Sellman
1107 Blaustein Bldg
Balto Md 21201

NOTE: _____

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

2921 2104

0002 1797

BOOK 202 PAGE 216

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

~~BOOK 201 PAGE 216~~

ARTICLES OF INCORPORATION
OF
GALLERY FRUIT COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 10:00 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ 20

\$ 22

\$

D2350205

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
DAVID S. SELLMAN
1107 BLAUSTEIN BUILDING
ONE N. CHARLES STREET
BALTIMORE MD 21201

224C3000057

A 232095



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2921 2097

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

BOOK 202 PAGE 217

MID-ATLANTIC FUND RAISING COMPANY, INC.

A Maryland Close Corporation

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

That we, the subscribers; RICHARD MICHAEL GAIGE, whose post office address is 30 Belleview Drive, Severna Park, Maryland 21146 and KATHLEEN MARY GAIGE, whose post office address is 30 Belleview Drive, Severna Park, Maryland 21146, both 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 Close Corporation.

ARTICLE I - NAME

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

MID-ATLANTIC FUND RAISING COMPANY, 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 carry on a fund raising sales, counseling and advisory business and in general to do every act and thing commonly done by a fund raising sales, counseling and advisory business and everything necessary, suitable, and proper for the accomplishment of any of the purposes herein set forth.

2921 2269

71528284

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
6/1/87 at 9:30 a.m.

1987 SEP 16 PM 3:13
H. ERLE SCHAFER
CLERK

0002 1799

(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, 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; to construct, purchase, or otherwise dispose of any and all

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satisfactory photographic repro-
duction.

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

~~CONFIDENTIAL~~

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: 30 Belleview Drive, Severna Park, Maryland 21146. The resident agent of the corporation shall be RICHARD MICHAEL GAIGE, whose business post office address is: 30 Belleview Drive, Severna Park, Maryland 21146 . Said Resident

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BOOK 202 PAGE 220

Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV - STATUS OF CORPORATION

The Corporation shall exist as a Close Corporation until such time as the stockholders by unanimous consent shall file Articles of Amendment to change such status.

ARTICLE V - DIRECTORS

The Corporation shall have two (2) Directors and RICHARD MICHAEL GAIGE and KATHLEEN MARY GAIGE 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.

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:

BOOK 202 PAGE 221

[REDACTED]

(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 in connection with such action, suit, or proceeding if he acted in good faith and in a manner which is reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

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

BOOK 202 PAGE 222

BOOK 204 PAGE 258

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 indemnification 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 shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article VIII.

(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 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

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~~BOOK 201 PAGE 223~~

Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding, or (b) if such a quorum is not obtainable, or, even if obtainable, if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

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

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

(7) Any indemnification pursuant to this Article 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.

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

BOOK 202 PAGE 224 ~~204-7368~~

IN WITNESS WHEREOF, we have signed these Articles of
Incorporation this 28th day of May, 1987, and we acknowledge the
same to be our act.

WITNESS:

Joseph C. Asensio
(as to both)

Richard Michael Gaige
RICHARD MICHAEL GAIGE

Kathleen Mary Gaige
KATHLEEN MARY GAIGE



BOOK 202 PAGE 225

BOOK 201 23261

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>26</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>Joe Assencio</u>
_____	_____	Other	<u>7B Central Ave</u>
_____	_____	Other	<u>Glen Burnie Md</u>
_____	_____	Other	<u>21061</u>

TOTAL FEES 46 Check Cash _____

Documents on _____ checks _____

APPROVED BY: PCM

NOTE: _____

2921 2277

0002 1807

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 226

~~001 1808~~

ARTICLES OF INCORPORATION
OF
MID-ATLANTIC FUND RAISING COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 9:30 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

\$

D2350452

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:
JOE ASSENCIO
7 B CENTRAL AVENUE
GLEN BURNIE MD 21061

224C3000082

A 232113



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2268

CLERK'S NOTATION
Document submitted for record
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duction.

BOOK 202 PAGE 227

ARTICLES OF INCORPORATION
FOR
CRAMER'S ACCOUNTING & TAX SERVICE, INC. *AC*
A MARYLAND CORPORATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXES

The undersigned, for purposes of organizing a corporation, pursuant
to the laws of the State of Maryland, do hereby adopt the following
Certificate of Incorporation:

ARTICLE I

The name of the corporation shall be CRAMER'S ACCOUNTING & TAX
SERVICE, ~~(A MARYLAND CORPORATION)~~ *INC. AC*

ARTICLE II

The location of the principal office of the corporation in the State
of Maryland shall be 1828 Foxdale Court, Crofton, Md. The agent on whom
service may be had against the corporation is STEVEN W. CRAMER

ARTICLE III

The purposes for which this corporation is to be formed are:

1. To engage in the practice of all Accounting related services,
To engage in the practice of all Tax related services, and to
assist clients in their various Financial concerns, etc.
2. 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, issue, and grant promissory notes, drafts,
bills of exchange, warrants, options, bonds, debentures and other
negotiable or non-negotiable instruments, evidences of indebtedness and
agreements; to secure the payment thereof and of the interest thereon
and the performance thereof by mortgages upon pledge, conveyance or
assignment in trust of the whole or any part of the assets of the
corporation, whether at the time owned of thereafter acquired and
whether located in or out of the State of Maryland; and to sell,
pledge or otherwise dispose of such securities or other obligations
of the corporation for its corporate purposes.
3. To purchase or otherwise acquire, undertake, carry on, improve or
develop all or any of the business, good will, rights, assets and
liabilities or any person, firm, association or corporation carrying
on any kind of business similar in nature to that which this corporation
is authorized to carry on, pursuant to the provisions of this
certificate; and to hold, utilize and in any manner dispose of the
rights and property so acquired.

1987 SEP 16 PM 3:13
H. ERLE SCHAFER
CLERK

71528285

(1)

686 V 1- NOV 1981

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CLERK'S NOTATION
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duction.

BOOK 202 PAGE 228

~~BOOK 281~~

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign or any domestic or foreign state, government or governmental authority or of any political or administrative subdivision or department thereof, and to perform and carry out, assign, cancel or rescind any such contracts.
5. To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein set forth, either alone or associated with others and incidental or pertaining to or growing out of or connected with its business or powers, provided the same be not inconsistent with the laws of the Sate of Maryland.

ARTICLE IV

The amount of total authorized capital stock of this corporation shall be represented by a single class of common stock not exceeding 1000 shares, each share having no par value. The amount of paid in capital stock with which this corporation shall commence business is not less than \$8,000.00

When consideration therfore has been fully paid, no share of stock in this corporation shall be liable to any further call or assessment thereof.

ARTICLE V

The duration of the corporation shall be perpetual.

ARTICLE VI

The number of Directors shall be not less than one nor more than five.

ARTICLE VII

The name and post office address of the Director until the first annual meeting of the stockholder, is as follows:

Steven W. Cramer
1828 Foxdale Court
Crofton, MD 21114

ARTICLE VIII

The name and post office address of the sole subscriber of this Certificate of Incorporation and the number of shares of stock which said subscriber agrees to take are as follows:

Steven W. Cramer 100 Shares
1828 Foxdale Court
Crofton, MD 21114

(2)

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CLERK'S NOTATION

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duction.

BOOK 202 PAGE 229

~~BOOK 201 PAGE 265~~

ARTICLE IX

After the first 100 shares of this corporation is authorized shares have been issued, each holder of shares in this corporation shall have the first right to purchase shares (and securities convertible into shares) of this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his pre-empted rights.

ARTICLE X

All corporate powers, excepting the sale, mortgage, hypothecation, and pledge of the whole or any major portion of the corporate property, shall be exercise by the Board of Directors. The Directors, may fill any vacancy in the various offices of the corporation. The Directors shall not be entitled to any salaries or income by reason of service as a Director unless such compensation shall be regularly approved by the Board of Directors.

ARTICLE XI

No contract or other transaction between this corporation and any other corporation shall be affected or invalidated by the fact that any Director of this corporation is interested in, or is a director or officer 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 this corporation is interested; and no contract, act, or transaction of this corporation with any person, firm, Or corporation, shall be affected or invalidated by the fact that any Director of this corporation is a party to, or interested in such contract, act, or transaction, or in any way connected with such person, firm, or corporation, and each person who may become a Director of this corporation, is hereby relieved from 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 any way interested.

ARTICLE XII

The annual stockholder's meeting of the corporation shall be held at its principal office located in Crofton, at 7:00 P.M. on the 4th Monday in December of each year beginning with the year 1987. Stockholder's meetings may be held elsewhere in the State of Maryland upon which duenotice is given.

(3)

2921 2281

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BOOK 202 PAGE 230

ARTICLE XIII

Notice shall be given of annual or special meeting of stockholders, as provided by the By-Laws. . Special meetings of the stockholders may be called as provided by the By-Laws.

Each share of common stock issued and outstanding, as shown by the corporate records, shall be entitled to one vote for each Director and on each question or proposition voted on at all annual stockholders meetings, or special meetings and such vote may be made by proxy.

At each annual meeting, the Director(s) shall lay before the corporation a profit and loss account, and a balance sheet containing a summary of the property and liabilities of the corporation, made up to date not more than one month before the meeting, from the time when the last preceding account and balance sheet were made up, or, in case of the first account and balance sheet, from the incorporation of the corporation. Each such balance sheet shall be accompanied by a report of the Director(s) as to the state and condition of the corporation, and as to the amount which they propose to be paid out of the profits by way of dividend or bonus to the stockholders and the amount, if any, which they propose to carry to the reserve fund and the account report and balance sheet shall be signed by the Director(s) and countersigned by the Secretary.

ARTICLE XIV

The officers of this corporation shall consist of the Director(s), a President, one or more Vice-Presidents, Secretary and Treasurer, and such other officers as may be provided for in the By-Laws. All of the foregoing may be vested in a single person unless prohibited by law.

ARTICLE XV

The duties of each officer shall be those usually incident to his office except as otherwise fixed by the By-Laws of the corporation or by action shown by the minutes of the Director(s).

ARTICLE XVI

The By-Laws of this corporation may be amended from time to time by the Director(s) and the Director(s) may make additional By-Laws at a regular meeting thereof.

(4)

2921 2282

0002 1812

BOOK 202 PAGE 231

BOOK ~~202~~ 207

ARTICLE XVII

The corporation will not commence business until consideration of the value of at least \$500.00 has been received for the issuance of shares.

IN WITNESS WHEREOF, the undersigned as incorporator has hereto set my hand and seal this 29th day of May, 1987.

Steven W. Ganes

(5)

2921 2283

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in a condition not permitting
satisfactory photographic repro-
duction.

0002 1813

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

BOOK 202 PAGE 232

~~BOOK 202 PAGE 232~~

STATE OF MARYLAND

COUNTY OF ANNE ARUNDEL

I, Jean S. Lytle, a Notary Public in and for the State and County aforesaid, do hereby certify that on the 29th day of May 1987, before me personally appeared Steven Cramer known to me to be the same person described in and who executed the foregoing instrument and acknowledged to me that he/she executed the same as his/her free act and deed.

WITNESS my hand and official seal at said County and State the day and year last above written.

Jean S. Lytle
NOTARY PUBLIC

My commission expires:

21 July 1990

(6)

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72



BOOK 202 PAGE 233

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 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.	_____
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>Sherrin W. Cramer</u>
	_____	Other	<u>1828 Foxdale Dr</u>
	_____	Other	<u>Crofton, Md 21114</u>

TOTAL FEES 42.00
 Check _____ Cash _____

Documents on _____ checks _____

APPROVED BY: [Signature]

NOTE:
Note LAA
Name as PO.

2921 2285

0002 1815

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 234

~~CONFIDENTIAL~~

ARTICLES OF INCORPORATION
OF
CRAMER'S ACCOUNTING & TAX SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 9:39 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ 20	\$ 22	\$
D2350460		

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:
STEVEN W. CRAMER
1828 FOXDALE COURT
CROFTON MD 21114

224C3000083

A 232114



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2921 2278

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

BOOK 202 PAGE 235

BOOK ~~201~~ DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION REVISED FOR RECORD

OF 5/28/87 at 2:42 p.m.

MOUNTAIN STATE FEDERAL MORTGAGE CO.
(A Close Corporation)

90

I, the undersigned, THOMAS J. WOHLGEMUTH, whose post office address is 190 Duke of Gloucester Street, Post Office Box 28, Annapolis, Maryland 21404, 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:

MOUNTAIN STATE FEDERAL MORTGAGE CO.

ARTICLE II - PURPOSES

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

To accept mortgage applications and act as a mortgage banker in the State of Maryland.

ARTICLE III - POWERS

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

71528025

RECEIVED IN THE
CLERK'S OFFICE
MOUNTAIN STATE FEDERAL MORTGAGE CO.

1987 SEP 16 PM 3:13

H. ERLE SCHAFER
CLERK

2921 2516

2921 2517

0002 1847



BOOK 202 PAGE 238

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 01 COUNTY 52

P.A. Religious [checked] Close [checked] 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 #53308
NA Foreign Corporation Registration
Other
Other

Code
ATTENTION:

MAIL TO ADDRESS:
Thomas Wohlge mutt
PO Box 28
Annapolis, MD
21404

TOTAL FEES 46 [checked] Check Cash

Documents on checks

NOTE:

APPROVED BY: AS

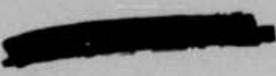
2921 2519

0002 18 18

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.

BOOK 202 PAGE 239



ARTICLES OF INCORPORATION
OF
MOUNTAIN STATE FEDERAL MORTGAGE CO.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1987 AT 2:42 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	\$ _____
D2350726		

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. WOHLGEMUTH
P. O. BOX 28
ANNAPOLIS MD 21404

224C3000109

A 232139



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2921 2515

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

BOOK 202 PAGE 240

ARTICLES OF INCORPORATION
OF
B.C. VIDEO PRODUCTIONS, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
5/25/87 at 12:00

FIRST: We the undersigned, William E. Clark, Sr., whose post office address is 204 Pelican Drive, Glen Burnie, Maryland 21061; Maxine B. Clark, whose post office address is 204 Pelican Drive, Glen Burnie, Maryland 21061; Michael E. Clark, whose post office address is 204 Pelican Drive, Glen Burnie, Maryland 21061 each being at least eighteen years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

- (1) To create, develop and promote video productions; to publish and/or to arrange for publication of videotapes, brochures, books and pamphlets of every type and kind dealing with the production and use of videotapes.
- (2) To purchase, sell, exchange, lease, improve, develop, manage, maintain, finance and operate real property or interests therein.
- (3) To purchase, lease or otherwise acquire, hold, own, mortgage, pledge, encumber and dispose of all kinds of property, real, personal, tangible and intangible, and mixed.
- (4) 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 corporations, co-partnerships of individual (including the estate of a decedent) carrying on or having carried on in whole or in part any 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.
- (5) To enter into and perform contracts of every sort and description with any person, firm, association, corporation, municipality, county, state, nation or other body public, or agency thereof.
- (6) To engage in any other lawful purposes and businesses and to do anything permitted by Section 2-103 of the Corporations and Associations Articles of the Annotated Code of Maryland as amended from time to time.

FOURTH: The post office address of the principle office of the Corporation in this state is 204 Pelican Drive, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this state is Maxine B. Clark, 204 Pelican Drive, Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in this state.

71528022

1987 SEP 16 PM 3:13

H. ERLE SCHAFER
CLERK

2921 2529

0002 1820



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 10 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)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent Address
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>Martine Clark</u>
	_____	Other	<u>204 Pelican Dr</u>
	_____	Other	<u>Glen Burnie, Md</u>
	_____	Other	<u>21061</u>

TOTAL FEES 40
 Check Cash

_____ Documents on _____ checks

APPROVED BY: PCM

NOTE: _____

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

BOOK 202 PAGE 245

~~201-11031~~

ARTICLES OF INCORPORATION
OF
B.C. VIDEO PRODUCTIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1987 AT 12:00 O'CLOCK P.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ 20	\$ 20	\$
D2350742		

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:
MAXINE B. CLARK
204 PELICAN DRIVE
GLEN BURNIE MD 21061

224C3000111

A 232141



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 2921 2528
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

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

BOOK 202 PAGE 246

~~201 11332~~

STATE DEPARTMENT OF REGISTRATION AND LICENSING ARTICLES OF INCORPORATION

APPROVED FOR RECORD GOLD FILLED, LTD.

5/28/87 at 2:30 PM CLOSE CORPORATION

FIRST: We, the undersigned, Ronald L. Jachim whose post office address is 3605 9th Street, Baltimore, Maryland 21225, and Henry W. Klemkowski, Jr., whose post office address is 1713 Bolton Street, Baltimore, Maryland 21217, and each of us being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (which hereinafter called the "Corporation") is: GOLD FILLED, LTD.

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

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

(a) To buy, sell, trade, barter and exchange scrap, used and new precious metals, including, but not limited to gold-filled, gold, silver, platinum, platinum metals, and to do any and all acts necessary and proper pertaining to the operation of said business.

(b) To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every nature and description, including stocks and securities of other corporations and to loan money and to take securities for payment of all sums due the Corporation, and to sell, assign and release such securities.

1987 SEP 16 PM 3:13
H. ERLE SCHAFER
CLERK

71488201
71488202
71488203

MAY 18 AM 10:24

0002 1823

~~BOOK 201 PAGE 230~~

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

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

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

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

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

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

~~BOOK 201 PAGE 248~~
BOOK 202 PAGE 248

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.

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

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

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

~~201-11235~~ BOOK 202 PAGE 249

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

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies.

The foregoing enumeration of the purposes, object and business of the corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and it is not intended by the mention of any particular purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this state.

FIFTH: The post office address of the principal office of Corporation in this state is 3605 9th Street, Baltimore, Maryland 21225. The Resident Agent of the Corporation is Ronald L. Jachim, whose post office address is 3605 9th Street, Baltimore, Maryland 21225.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is ten thousand (10,000) shares, with no par value, all of which shares are of one class and are designated common stock.

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

~~BOOK 201 PAGE 250~~ BOOK 202 PAGE 250

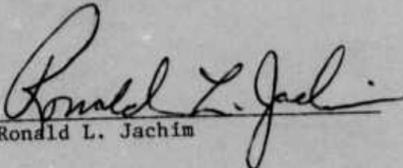
SEVENTH: The Corporation shall have two Directors, and Ronald L. Jachim and Henry W. Klemkowski, Jr. shall act as such until the first annual meeting or until their successors are duly chosen and qualify. The number of Directors of the Corporation may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than two.

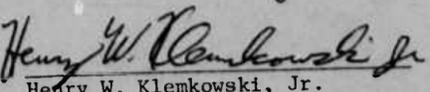
EIGHTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

NINTH: The holders of the common stock of the Corporation shall be accorded pre-emptive rights to subscribe for any increase which from time to time be made in the outstanding common stock of the corporation in the proportions which their holdings of common stock bear to the entire outstanding common stock immediately prior to such increase, and such rights shall accrue to such stockholders with respect to shares issued for any consideration.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 3/21/87 day of March, 1987.


Ronald L. Jachim


Henry W. Klemkowski, Jr.

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

~~XXXXXXXXXX~~ BOOK 202 PAGE 251

I DO SOLEMNLY DECLARE AND AFFIRM under the penalties of perjury
that the contents of the foregoing Articles of Incorporation are true
and correct to the best of my knowledge, information and belief.

Ronald L. Jachin
Ronald L. Jachin

Henry W. Klemkowski, Jr.
Henry W. Klemkowski, Jr.

2921 2552



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

BOOK **202** PAGE **252**

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	Name Change (New Name)
20	<u>40</u>	Organ. & Capitalization	_____
61	<u>70</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	_____

TOTAL FEES 62.00 Check Cash

3 Documents on 3 checks

APPROVED BY: OK

MAIL TO ADDRESS:
Aleksowski + Trapani/Polito
58 Franklyn Rd
Baltimore MD 21202

NOTE:

2921 2553

0002 1829

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

BOOK 202 PAGE 253

	ARTICLES OF INCORPORATION GOLD FILLED, LTD. A CLOSE CORPORATION		KLEMKOWSKI & LAVERGHETTA, P. A. ATTORNEYS AT LAW XXXXXXXXXXXXXXXXXXXX BALTIMORE, MARYLAND 21201 5 East Franklin Street, 21202
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0002 1830

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

BOOK 202 PAGE 254



ARTICLES OF INCORPORATION
OF
GOLD FILLED, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1987 AT 2:30 O'CLOCK P.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ 40	\$ 22	\$
D2350775		

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:
KLEMKOWSKI & LAVERGHETTA
5 E. FRANKLIN STREET
BALTIMORE MD 21202

224C3000114
A 232143



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2921 2546

BOOK 202 PAGE 255

~~801-11234~~

ARTICLES OF INCORPORATION
OF
ERNEST ELECTRICAL SERVICE, INC.

FIRST: I, CURTIS A. DAVIES, whose postoffice address is 43 St. Andrews Road, Severna Park, Maryland, 21146, being at least twenty-one (21) years of age, does hereby designate himself as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation which is hereafter referred to as the Corporation is ERNEST ELECTRICAL SERVICE, INC.

THIRD: The purpose for which the Corporation is formed and the business and objects to be carried on and promoted by it are to do any and all things hereinafter set forth to the same extent as natural persons might or could do in any part of the world.

1. To engage in the ownership, operation, construction, repair and maintenance, franchising, management and marketing and all other lawful activities with respect to all electrical work pertaining to residences, commercial and industrial buildings and any other buildings or structures. To engage in the purchase and sale of all of the products involved in the electrical work pertaining to residences, commercial and industrial buildings and any other buildings or structures.

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

FOURTH: The post office address of the principal office of Corporation in the State of Maryland will be maintained at 8390 Carol Drive, Pasadena, Maryland 21122.

FIFTH: The name and postoffice address of the resident agent in the State of Maryland is James E. Ernest, Sr., 8390 Carol Drive, Pasadena, Md., 21122.

SIXTH: The corporation shall have three (3) or more directors which number may be increased or changed from time to time, subject to the provisions of the By-Laws and James E. Ernest, Sr., Michael E. Ernest and Richard E. Ernest shall act as directors until their successors are duly chosen and qualified.

SEVENTH: The total amount of authorized stock of the Corporation is One thousand (1,000) share of Common Stock of no par value.

HERLE SCHAFER
CLERK

1987 SEP 16 PM 3:14

71478077

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

5/27/87 at 10:03 am
2921 2396

0002 1832



BOOK 202 PAGE 257

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 08 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

Documents on checks

APPROVED BY: m.h.

Code ATTENTION: MAIL TO ADDRESS: James E. Ernest, Sr. 1390 Carol Drive Pasadena, Md 21122

NOTE:

2921 2598

0002 1833

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

BOOK 202 PAGE 258

~~BOOK 202 PAGE 258~~

ARTICLES OF INCORPORATION
OF
ERNEST ELECTRICAL SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 27, 1987 AT 10:03 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:

\$

D2350866

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 E. ERNEST, SR.
8390 CAROL DRIVE
PASADENA

MD 21122

224C3000123

A 232150



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO 2921 2595

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

BOOK 202 PAGE 259

~~201 1235~~

RECEIVED

STATE DEPARTMENT OF REVENUE
AND TAXATION

APPROVED FOR RECORD
Robert A. Schuhl, P.C.

PRESERVE ARUNDEL TRAILS FOR HORSES, INC.
ARTICLES OF INCORPORATION 6/18/87 at 10:35 A.M.

RM

FIRST: I, THOMAS R. SROCK, whose post office address is 821 Meadow Road, Severn, Maryland 21144, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter call "Corporation") is Preserve Arundel Trails for Horses, Inc.

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

(a) The Corporation is organized for the common interest of Anne Arundel County's horsemen and is intended to function as a civic league which qualifies as a tax exempt organization pursuant to Section 501 (c) (4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Law). The corporation will promote interest in horses and horse related activities. The corporation will promote the preservation of existing equestrian trails throughout Anne Arundel County, along with establishing new trail systems to replace those lost due to development. The Corporation is empowered to receive and administer funds for such purposes and for no other purposes, and to that end to take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such

1987 SEP 16 10:35

1987 SEP 16 PM 3:14

H. ERLE SCHAFFER
CLERK

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

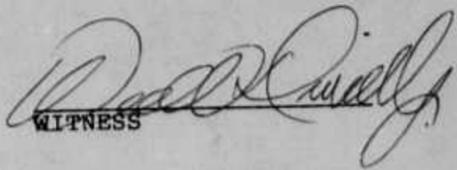
BOOK 202 PAGE 262

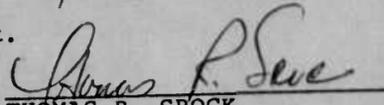
~~BOOK 201 PAGE 209~~

operated exclusively for charitable, educational or scientific purposes and at the time qualify as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of an future United States Internal Revenue Law. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes as said Court shall determine.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30 day of April, 1981, and I acknowledge same to be my act.


WITNESS


THOMAS R. SROCK

PA042101.D22

2922 0853



BOOK 202 PAGE 263

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-P BUSINESS CODE 04 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 codes 20-73 and 75-85 with corresponding fee descriptions like 'Organ. & Capitalization', 'Rec. Fee (Arts. of Inc.)', etc.

TOTAL FEES 49.00
Check Cash

Documents on checks

APPROVED BY: [Signature]

MAIL TO ADDRESS:
Sandra R. Buffington Esq.
c/o Robert A. Schumacher III C.
P.O. Box 140
Hawwood, Md 20776-0008

NOTE:

2922 0854

0002 1837

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

BOOK 202 PAGE 264

~~BOOK 202 PAGE 264~~

ARTICLES OF INCORPORATION
OF
PRESERVE ARUNDEL TRAILS FOR HORSES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 10:35 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:

\$

D2351005

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:
SANDRA R. BULLINGTON, ESQUIRE
C/O ROBERT A. SCHMUHL, P. C.
P. O. BOX 160
FARWOOD MD 20776 0008

226C3000137

A 232166



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS 2922 0849

AND TAXATION OF MARYLAND IN LIBER. FOLIO.

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

BOOK 202 PAGE 268

BOOK 202 PAGE 265

BOOK 202 PAGE 266

FRIENDLY HANDS CLEANING SERVICE, 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

SK

FIRST: We, MARGARET ARMSTRONG, whose post office address is 280 11th Street, Pasadena, Maryland 21122, and DEBORAH SOHN, whose post office address is 259 11th Street, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is: FRIENDLY HANDS CLEANING SERVICE, INC.

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

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

- (1) To provide cleaning services to businesses and individuals; and to engage in any other lawful purposes and business;
- (2) To do such acts and carry on such business as may be permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as

1987 SEP 16 PM 3:14
H. ERLE SCHAFER
CLERK

STEPHEN H. SCHWARTZ
ATTORNEY AT LAW
7400 BALTIMORE ANNAPOLIS BOULEVARD
GLEN BURNIE, MARYLAND 21061
301-760-0767

71528513

2922 0871

0002 1839

dress of the principal
ite is 280 11th Street
office address of th
PHEN H. SCHWARTZ, 745
nie, Maryland 21061.
f shares of capital sto
o issue is Five Thousa
it par value.
lects to have no Board
ave no Board of Direct
(2) Directors whose n
DHN.
the Article EIGHTH,
in Section 2-418 of
le of the Annotated Co
ion"), as amended from
eaning as provided i
oration shall indem
fficer of the Corporat
e fullest extent permi
fication Section.
espect to any cor
nt or former director



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, 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 50.00 Check Cash

Documents on checks

APPROVED BY: [Signature]

MAIL TO ADDRESS: Stephen H. Schwartz Esq, 2454 Balt. Annapolis Blvd, Glen Burnie, Md 21061

NOTE:

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

BOOK 202 PAGE 270
~~BOOK 201 PAGE 300~~

ARTICLES OF INCORPORATION
OF
FRIENDLY HANDS CLEANING SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 10:36 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

\$

D2351039

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 H. SCHWARTZ, ESQUIRE
7458 BALTIMORE-ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

226C3000140

A 232169



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 3922 0870

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

BOOK 202 PAGE 271

~~BOOK 201 PAGE 2807~~

SUBERI GALLERY OF ENCHANTED ART, INC.
A Maryland Close Corporation,
Organized Pursuant to Title Four of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, Nicholas J. Kallis, whose post office address is 439 Lakeland Road, Severna Park, Maryland 21146, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is SUBERI GALLERY OF ENCHANTED ART, 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 export, import, retail, wholesale, marketing and relating services.
- 2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 216 Main Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Nicholas J. Kallis, 439 Lakeland Road, Severna Park, Maryland 21146.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5000) shares of common stock, without par value.

SEVENTH: The number of directors shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the director, who shall act until the first annual meeting or until his successor is duly chosen and qualified is: Max Z. Suberi.

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"),

-1-

2922 0927

71528861

0002 1842

H. ERLE SCHAFER
CLERK

1987 SEP 16 PM 3:14

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION
APPROVED FOR RECORD
6/1/87
10:48



BOOK 202 PAGE 273

004 28000

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)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent Address
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>Nicholas Kallis</u>
_____	_____	Other	<u>67 Franklin St</u>
_____	_____	Other	<u>Annapolis Md 21401</u>

TOTAL FEES 40 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: PCM

NOTE:

2922 0929

0002 1843

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

BOOK 202 PAGE 274

~~004-2340~~
~~10-10-77~~

ARTICLES OF INCORPORATION
OF
SUBERI GALLERY OF ENCHANTED ART, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 10:48 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

\$

D2351120

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:
NICHOLAS KALLIS
67 FRANKLIN ST.
ANNAPOLIS

MD 21401

226C3000149

A 232177



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2922 0926

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

BOOK 202 PAGE 275

~~BOOK 204 PAGE 311~~

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
6/2/87 10:00 A

of file

CUPPY'S CORNER, INC.

ARTICLES OF INCORPORATION

FIRST: I, STEFANIE X. FALZONE, whose post office address is 645 Parkland Place, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is "CUPPY'S CORNER, INC."

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

a. To engage in the sale, manufacture, marketing and distribution of equine apparel and tack and support services incident thereto; and to engage in any other lawful purpose and 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 645 Parkland Place, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Stefanie X. Falzone, 645 Parkland Place, Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in this State.

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

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

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

1987 SEP 16 PM 3:14
H. ERLE SCHAFER
CLERK

MEZGER
MULY &
YATEMAN
ATTORNEYS AND
COUNSELLORS AT LAW
GLEN BURNIE, MD.

71538193

2922 0949

0002 1845

BOOK 202 PAGE 276

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.

The names of the director who shall act until the first annual meeting or until her successor(s) are duly chosen and qualified is: Stefanie X. Falzone.

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

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

b. The board of Directors of the Corporation may classify or reclassify any unissued 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.

c. The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to 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: Holders of any shares of the capital stock of the corporation shall have pre-emptive right to purchase, subscribe for, or otherwise acquire shares of stock of the Corporation of any class now or hereafter authorized, or any

MEZGER
MULY &
YATEMAN
ATTORNEYS AND
COUNSELLORS AT LAW
GLEN BURNIE, MD.

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 277

~~201-1310~~

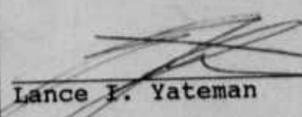
securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, notwithstanding any provision of Maryland law limiting or otherwise conditioning said preemptive rights.

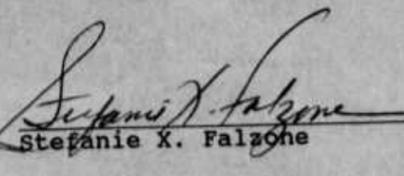
NINTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders thereof:

The Corporation shall issue shares of stock of any class now or hereafter authorized, or any securities exchangeable for, or convertible into such shares, or warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares, only if the issuance of such shares or such securities exchangeable for, or convertible into such shares, or such warrants or any other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, shall be authorized by the unanimous vote of all of the directors comprising the Board of Directors of the Corporation. In the event that the issuance of such shares, or such securities exchangeable for, or convertible into such shares, or such warrants or any other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, shall be authorized by the unanimous vote of all of the directors comprising the Board of Directors of the Corporation, the issuance of such shares or such securities exchangeable for, or convertible into such shares, or such warrants or, any other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, shall be made for such consideration as the Board of directors of the Corporation by the unanimous vote of all of the directors thereof shall deem advisable.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 1st day of June, 1987, and I acknowledge the same to be my act.

WITNESS:


Lance E. Yateman

 (SEAL)
Stefanie X. Falzone

MEZGER
MULY &
YATEMAN
ATTORNEYS AND
COUNSELLORS AT LAW
GLEN BURNIE, MD.



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 13 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	_____	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

MAIL TO ADDRESS: Lance J. Yateman, Esq.,
Arundel Federal Bldg., Suite 200
655 Crain Hwy., S.E. Glen Burnie,
NOTE: MD 21061-3899

APPROVED BY: [Signature]

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

BOOK 202 PAGE 279

~~BOOK 201 PAGE 313~~

ARTICLES OF INCORPORATION
OF
CUPPY'S CORNER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 2, 1987 AT 10:00 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:

\$

D2351161

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:
LANCE I. YATEMAN, ESQUIRE
ARUNDEL FEDERAL BLDG., SUITE 200
655 CRAIN HIGHWAY, S.E.
GLEN BURNIE MD 21061 3899

226C3000153

A 232181



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2922 0948

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

BOOK 202 PAGE 280

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

~~201-11916~~

APPROVED FOR RECORD

6/1/87 at 9:51 a.m.

ARTICLES OF INCORPORATION
OF
SCHWARZ PURCELL ARCHITECTS, P.A.
a Maryland Corporation

FIRST: We, Craig Purcell and John J. Schwarz, of 86 State Circle, P. O. Box 2332, Annapolis, Maryland 21404, 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 Schwarz Purcell Architects, P.A.

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

1. To engage in the professional service of architecture; and
2. To acquire (by purchase, lease or otherwise), own, hold, use, alter, repair, lease, or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situate, within or without the State of Maryland, except as limited by Maryland Code, Corporations Article, section 5-104(b);
3. To do any act or thing and exercise any power suitable, convenient, or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such power;
4. To have and exercise any and all powers and privileges now or hereinafter conferred by the laws of the State of Maryland upon Corporations formed under the acts above referred to, or any act amendatory thereof or supplemental thereto or in substitution thereof.

FOURTH: The post office address of the principal office of the Corporation in this State is 86 State Circle, P. O. Box 2332, Annapolis, Maryland 21404. The name and post office address of the Resident Agent of the Corporation in this State is Craig Purcell, 86 State Circle, P. O. Box 2332, Annapolis, Maryland, 21404. The Resident Agent is an individual actually residing in this State.

71528267

1987 SEP 16 PM 3:14

2922 1123

H. ERLE SCHAFER
CLERK

0002 1850

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

~~CONFIDENTIAL~~

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, and such stock shall be issued only to individuals licensed to practice the profession of architecture.

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

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

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

The names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualified, are Craig Purcell and John J. Schwarz.

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

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

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

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

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

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

BOOK 202 PAGE 283

~~201 25310~~

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

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 27 day of May, 1987, and we acknowledge the same to be our act.

Craig Purcell
Craig Purcell

John J. Schwarz
John J. Schwarz

0040C

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

BOOK 202 PAGE 285

ARTICLES OF INCORPORATION
OF
SCHWARZ PURCELL ARCHITECTS, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 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

\$

D2351476

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 SIMMONS
P. O. BOX 2266
ANNAPOLIS

MD 21404

226C3000184

A 232209

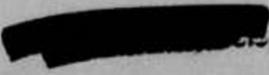


RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO 2922 1122

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

BOOK 202 PAGE 286

BK



ARTICLES OF INCORPORATION

HTE INCORPORATED

6/1/87

11:29 A

FIRST: The undersigned Wayne Van Engen and Priscilla A. MacKie, whose post office addresses are 4933 East Chalk Point Road, West River, Maryland 20778, and 929 Fiorenza Drive, Lothian, Maryland 20711, respectively, 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:

HTE INCORPORATED

THIRD: The purposes for which the Corporation is formed are as follows: to provide consultant and general services in engineering; to serve as the sole licensee in the Baltimore/Washington metropolitan area for L.G. ASSOCIATES, INC., an Arizona corporation trading as GLOBETECH INTERNATIONAL, said licensee to operate under the service mark "GLOBETECH BALTIMORE" for the purchase and sale of automated electronic manufacturing and test equipment; and to conduct and engage in all other lawful trades, businesses, and activities as the stockholders may from time to time determine; and the Corporation shall have all of the general powers granted by law to corporations of the State of Maryland and all other powers necessary or appropriate to such purposes not specifically prohibited by law.

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

RECEIVED FOR RECORD
STATE DEPARTMENT OF LABOR AND TRADE

1987 SEP 16 PM 3:14

H. ERLE SCHAFER
CLERK

62 JUN 1 - 11:29

71528920

2922 1258

0002 1856

BOOK 202 PAGE 287

Suite 5A
428 Fourth Street
Annapolis, Maryland 21403

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

Wayne Van Engen
4933 East Chalk Point Road
West River, Maryland 20778

Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is seven hundred fifty (750) shares, all of which shall be common stock of the par value of One Hundred Dollars (\$100.00) a share, having an aggregate par value of Seventy-five Thousand Dollars (\$75,000.00).

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

EIGHTH: The number of directors of the Corporation shall be two (2) which number may be increased or decreased pursuant to the bylaws of the Corporation, but shall never be less than two (2); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Wayne Van Engen
Priscilla A. MacKie

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:

2922 1259

0002 1857

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

~~CONFIDENTIAL~~

(a) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the stockholders or officers of this Corporation is pecuniarily or otherwise interested in, or is a stockholder, director, or officer of, such other corporation; and stockholders or officers of this Corporation individually, or any firm of which any stockholder or officer of this Corporation may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation; and any stockholder or officer 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, and may, provided the contract or transaction is fair and reasonable to the Corporation, vote thereat to authorize any such contract or transaction.

b) The Corporation shall indemnify any stockholder, director, officer, or employee or former stockholder, 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 reasonably incurred by him or her in connection with the defense of any action, suit, or proceeding, civil, criminal, or administrative, in which he or she is made a party by reason of being or having been such director, officer, or employee, except in relation to matters as to which he or she shall be finally adjudged in such action, suit, or proceeding to be liable

2922 1260

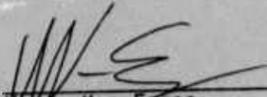
0002 1858

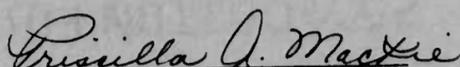
BOOK 202 PAGE 289

for negligence or misconduct in the performance of a duty to the Corporation. The Corporation may also reimburse to any stockholder, director, officer, or employee the reasonable costs of settlement or any such action, suit, or proceeding, if it shall be found by a majority of the stockholders that it is to the interest of the Corporation that such settlement be made and that such stockholder, director, officer, or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such individual may be entitled under any statute, bylaw, agreement, vote of stockholders, or otherwise.

(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 of its stock by classification, reclassification, or otherwise.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation and acknowledged the same to be our act as of this twenty-first day of May, 1987.


Wayne Van Engen


Priscilla A. Mackie

2922 1261

0002 1859



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>10</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>Robert Gathman</u>
_____	_____	Other	<u>428 Fourth St.</u>
_____	_____	Other	<u>Suite 5A</u>
_____	_____	Other	<u>Annapolis, Md 21403</u>

TOTAL FEES 40.00
_____ Check _____ Cash

Documents on _____ checks

APPROVED BY: [Signature]

NOTE: _____

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

BOOK 202 PAGE 291

ARTICLES OF INCORPORATION
OF
HTE INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 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

\$

D2351674

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:
GLOBETECH BALTIMORE
428 FOURTH STREET, SUITE 5A
ANNAPOLIS MD 21403

226C3000204

A 232226



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

2922 1257

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

95

BOOK 202 PAGE 292

ARTICLES OF INCORPORATION
OF
SHER-LO PROPERTIES, INC.

DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
4/2/87 at 10.07a

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

First: The undersigned, Louis I. Kaplan, 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 SHER-LO PROPERTIES, INC.

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

The purchasing, selling, renting, managing and leasing of commercial and residential real estate including related services.

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

71538335

1987 SEP 16 PM 3:14

H. ERLE SCHAFER
CLERK

1987 JUN -2 A 10:07

2922 1291

0002 1862

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

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.

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 registered office of the Corporation is 137 Gibraltar Street, Annapolis, Maryland, 21401. The name and post office address of the Resident Agent of the Corporation in this State is Charles L. Logan, 137 Gibraltar Street, Annapolis, Maryland, 21401, 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 two (2), 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:

Geoffrey Sherwood
Charles L. Logan

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

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

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.

Eighth: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 2nd day of June, 1987, and I acknowledge the same to be my act.

WITNESS:

Chera DeVente

Louis I. Kaplan

Louis I. Kaplan



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>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	_____

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

Code _____
ATTENTION: _____

MAIL TO ADDRESS:
Louis Kaplan
800 N. Charles St #400
Balt Md 21201

TOTAL FEES 40
 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: RS

NOTE:

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

BOOK 202 PAGE 297

~~1501 11000~~

ARTICLES OF INCORPORATION
OF
SHER-LO PROPERTIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 2, 1987 AT 10:07 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:

\$

D2351732

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:
LOUIS KAPLAN
800 N. CHARLES STREET, SUITE 400
BALTIMORE MD 21201

226C3000210

A 232232



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

2922 1290

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

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

BOOK 202 PAGE 298

ARTICLES OF INCORPORATION

OF

GIFT HORSE IN THE MOUTH, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
6/1/57 at 10:08

The undersigned subscriber to these Articles of Incorporation, being of full legal age, hereby presents these Articles to the State Department of Assessments and Taxation with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

Article I

NAME

The name of this Corporation is Gift Horse In The Mouth, Inc. (hereinafter the "Corporation").

Article II

NATURE OF BUSINESS

The purposes for which the Corporation is formed are:

To acquire, own, lease, operate and dispose of any and all types of equipment and otherwise acquire, own, lease and deal in or with real and personal property, securities and investments of every kind, nature and description and provide management and other services for individuals, sole proprietorships, partnerships and corporations seeking to acquire, own, and lease equipment and engaged in any type of business, profession or enterprise in any state or territory of the United States or in any foreign country as the case may be, in which this Corporation may then be doing or performing any of the aforesaid matters.

To conduct the business mentioned within and without the State of Maryland, and to buy, own, mortgage, grant, bargain, sell and convey real and personal property, necessary or convenient for carrying on business of the nature specified herein.

To do each and every thing necessary, suitable, or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects therein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this Corporation.

71528483

2922 1397

1957 SEP 16 PM 3:14
H. EMILE SCHAFER
CLERK

0002 1868

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

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

To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of licenses and privileges, inventions, improvements, and processes, copyrights, trademarks and trade names, relating to or useful in connection with any business of this Corporation.

To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this Corporation is organized.

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

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

Article III

CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to issue is 2000 shares of Common Stock having a par value of \$1.00 per share, such Common Stock being all of one class and bearing one vote per share, which vote shall be noncumulative. No Stockholder shall have a preemptive right to acquire any shares of stock of the Corporation.

2922 1398

0002 1869

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

BOOK 202 PAGE 300

- 3 -

Article IV

ADDRESS AND RESIDENT AGENT

The name of the resident agent and the address of the registered office of the Corporation are:

Alessandra Carollo
1574 Bandury Court
Crofton, MD 21114

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

The address of the principal office of the Corporation:
1575 Bandury Court, Crofton, MD 21114.

Article V

DIRECTORS

This Corporation shall have at least three (3) Directors at all times, provided that:

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

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

The 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.

This Corporation shall have one (1) Director, initially, and W. Edward Thomas shall serve as Director until the first annual meeting or until his successor is duly elected and qualified.

Article VI

CONTRACTS

Any contract or other transaction between this Corporation and any one or more of its Directors, individually or jointly, or between this Corporation and any other firm, corporation, or association of which one or more of its Directors are stockholders, members, officers, directors, or employees, or in which they have an interest, shall be valid

2922 1399

0002 1870

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

for all purposes, notwithstanding the presence of such Director or Directors at the meeting of the Board of Directors which acts upon or in reference to such contract or transaction, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall authorize, approve, or ratify such contract or transaction by the affirmative vote of a majority of the disinterested Directors, even if the disinterested Directors constitute less than a quorum at such meeting. Such Director or Directors may be counted in determining the presence of a quorum at such meeting. Every person who may become a Director of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with this Corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

Article VII

ADDITIONAL CORPORATE POWERS

In furtherance and not in limitation of the general powers conferred by the laws of the State of Maryland and of the purposes and objects hereinabove stated, this Corporation shall have all and singular the following powers:

This Corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture, or otherwise, with any person, firm, or corporation, to carry on any business which this Corporation has the direct or incidental authority to pursue.

This Corporation shall have the power to deny to the holders of the Common Stock of this Corporation any preemptive right to purchase or subscribe to any new issues of any type of stock of this Corporation, and no Stockholder shall have any preemptive right to subscribe to any such stock.

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

2922 1400

0002 1871

Article VIII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment (including an amendment or amendments changing the terms of any of the outstanding stock by classification, reclassification, or otherwise) shall be approved by the Board of Directors, proposed by the Board of Directors to the Stockholders, and approved at a Stockholders' meeting by the affirmative vote of two-thirds (2/3) of all the stock entitled to vote thereon; or, alternatively, all of the Directors and all of the Stockholders shall sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of Stockholders are subject to this reservation.

Article IX

INDEMNIFICATION

Each Director and Officer or former Director or Officer of the Corporation, or any person who may have served at the request of the Corporation as a director or officer of another corporation in which this Corporation owns shares of capital stock or of which it is a creditor, including in each case their respective executors and administrators, shall be indemnified by the Corporation against liabilities, fines, penalties, and claims imposed upon or asserted against him, including amounts paid in settlement, by reason of having been such a Director or Officer, whether or not then continuing so to be, and against all expenses, including counsel fees, reasonably incurred by him in connection therewith, but the indemnification shall be limited to conduct wherein the Director, Officer, former Director or Officer or such other person described above,

(a) Acted in good faith;

(b) Reasonably believed:

(1) In the case of conduct in the Director's official capacity with the Corporation, that the conduct was in the best interests of the Corporation; and

(2) In the case of any criminal proceeding, had no reasonable cause to believe that the conduct was unlawful.

Indemnification may be against judgments, penalties, fines, settlements, and reasonable expenses actually incurred by the Director in connection with any proceeding. However,

2922 1401

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

if the proceeding was one by or in the right of the Corporation, indemnification may be made only against reasonable expenses and may not be made in respect of any proceeding in which the Director shall have been adjudged to be liable to the Corporation.

In the event of a settlement, the indemnification shall be made only upon approval by the court having jurisdiction or upon determination by the Board of Directors, that such settlement was or, if still to be made, is in the best interests of the Corporation. If the determination is to be made by the Board of Directors, it may rely as to all questions of law on the advice of general counsel of the Corporation, if such counsel is not involved therein or, if involved, then on the advice of independent counsel. The right of indemnification hereby provided shall be in addition to any other rights to which any Director or Officer may be entitled.

I, W. Edward Thomas, hereby acknowledge on behalf of the Corporation that the foregoing Articles of Incorporation is the corporate act of the Corporation and further certify under the penalties of perjury to the best of my knowledge, information and belief, the matters and facts set forth in the Articles are true in all material respects.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 19th day of May, 1987, and acknowledged the same to be my act.

W. Edward Thomas
W. Edward Thomas

9070U

2922 1402

0002 1873



BOOK 202 PAGE 304
 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>20</u>	Organ. & Capitalization	_____
61	<u>27</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>12</u>	<u>1</u> Certified Copy <u>6</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 <u>21</u>
85	_____	Termination of Limited Partnership	ATTENTION: <u>W.E. Thomas</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 54
 Check _____ Cash _____

2 Documents on 1 checks

APPROVED BY: PCM

NOTE: _____

2922 1403

0002 1874

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

BOOK 202 PAGE 305

~~201 2541~~

ARTICLES OF INCORPORATION
OF
GIFT HORSE IN THE MOUTH, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 10:08 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

\$

D2351898

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:
FINLEY, KUMBLE, WAGNER, HEINE
UNDERBERG, MANLEY, MYERSON
& CASEY
1120 CONNECTICUT AVENUE, N.W.
WASHINGTON DC 20036

226C3000226

A 232246



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2922 1396

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

BOOK 202 PAGE 306

BOOK 202 PAGE 307

ARTICLES OF INCORPORATION

OF

THE CONSORTIUM OF RURAL AMERICAN PROPERTIES, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
6/1/87 at 10:08

The undersigned subscriber to these Articles of Incorporation, being of full legal age, hereby presents these Articles to the State Department of Assessments and Taxation with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

Article I

NAME

The name of this Corporation is The Consortium of Rural American Properties, Inc. (hereinafter the "Corporation").

Article II

NATURE OF BUSINESS

The purposes for which the Corporation is formed are:

To acquire, own, lease, operate and dispose of any and all types of equipment and otherwise acquire, own, lease and deal in or with real and personal property, securities and investments of every kind, nature and description and provide management and other services for individuals, sole proprietorships, partnerships and corporations seeking to acquire, own, and lease equipment and engaged in any type of business, profession or enterprise in any state or territory of the United States or in any foreign country as the case may be, in which this Corporation may then be doing or performing any of the aforesaid matters.

To conduct the business mentioned within and without the State of Maryland, and to buy, own, mortgage, grant, bargain, sell and convey real and personal property, necessary or convenient for carrying on business of the nature specified herein.

To do each and every thing necessary, suitable, or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects therein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this Corporation.

RECEIVED FOR RECORD
DEPT. OF ASSESSMENTS & TAXATION

1987 SEP 16 PM 3:14

H. ERLE SCHAFFER
CLERK

2922 1405

in cash, stock or bond
good will, rights,
assume the whole or a
ties of any perso

sell, assign, lease
gage or otherwise dis
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or any part or parts
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f a similar character
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Article III

STOCK

shares of stock tha
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ing one vote per share,
No Stockholder shall h
any shares of stock o

0002 1876

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

BOOK 202 PAGE 308

- 3 -

201 1877

Article IV

ADDRESS AND RESIDENT AGENT

The name of the resident agent and the address of the registered office of the Corporation are:

Alessandra Corollo
1574 Bandury Court
Crofton, Maryland 21114

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

The address of the principal office of the Corporation:
1574 Bandury Court, Crofton, Maryland 21114.

Article V

DIRECTORS

This Corporation shall have at least three (3) Directors at all times, provided that:

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

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

The 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.

This Corporation shall have three (3) Directors, initially, and Bonnie Berliner, Guy Berliner, and Claire Gordon shall serve as Directors until the first annual meeting or until their successors are duly elected and qualified.

Article VI

CONTRACTS

Any contract or other transaction between this Corporation and any one or more of its Directors, individually or jointly, or between this Corporation and any other firm, corporation, or association of which one or more of its Directors are stockholders, members, officers, directors, or employees, or in which they have an interest, shall be valid

2922 1407

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CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

for all purposes, notwithstanding the presence of such Director or Directors at the meeting of the Board of Directors which acts upon or in reference to such contract or transaction, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall authorize, approve, or ratify such contract or transaction by the affirmative vote of a majority of the disinterested Directors, even if the disinterested Directors constitute less than a quorum at such meeting. Such Director or Directors may be counted in determining the presence of a quorum at such meeting. Every person who may become a Director of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with this Corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

Article VII

ADDITIONAL CORPORATE POWERS

In furtherance and not in limitation of the general powers conferred by the laws of the State of Maryland and of the purposes and objects hereinabove stated, this Corporation shall have all and singular the following powers:

This Corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture, or otherwise, with any person, firm, or corporation, to carry on any business which this Corporation has the direct or incidental authority to pursue.

This Corporation shall have the power to deny to the holders of the Common Stock of this Corporation any preemptive right to purchase or subscribe to any new issues of any type of stock of this Corporation, and no Stockholder shall have any preemptive right to subscribe to any such stock.

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

2922 1408

0002 1878

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

Article VIII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment (including an amendment or amendments changing the terms of any of the outstanding stock by classification, reclassification, or otherwise) shall be approved by the Board of Directors, proposed by the Board of Directors to the Stockholders, and approved at a Stockholders' meeting by the affirmative vote of two-thirds (2/3) of all the stock entitled to vote thereon; or, alternatively, all of the Directors and all of the Stockholders shall sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of Stockholders are subject to this reservation.

Article IX

INDEMNIFICATION

Each Director and Officer or former Director or Officer of the Corporation, or any person who may have served at the request of the Corporation as a director or officer of another corporation in which this Corporation owns shares of capital stock or of which it is a creditor, including in each case their respective executors and administrators, shall be indemnified by the Corporation against liabilities, fines, penalties, and claims imposed upon or asserted against him, including amounts paid in settlement, by reason of having been such a Director or Officer, whether or not then continuing so to be, and against all expenses, including counsel fees, reasonably incurred by him in connection therewith, but the indemnification shall be limited to conduct wherein the Director, Officer, former Director or Officer or such other person described above,

(a) Acted in good faith;

(b) Reasonably believed:

(1) In the case of conduct in the Director's official capacity with the Corporation, that the conduct was in the best interests of the Corporation; and

(2) In the case of any criminal proceeding, had no reasonable cause to believe that the conduct was unlawful.

Indemnification may be against judgments, penalties, fines, settlements, and reasonable expenses actually incurred by the Director in connection with any proceeding. However,

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

BOOK 202 PAGE 311

- 6 -

if the proceeding was one by or in the right of the Corporation, indemnification may be made only against reasonable expenses and may not be made in respect of any proceeding in which the Director shall have been adjudged to be liable to the Corporation.

In the event of a settlement, the indemnification shall be made only upon approval by the court having jurisdiction or upon determination by the Board of Directors, that such settlement was or, if still to be made, is in the best interests of the Corporation. If the determination is to be made by the Board of Directors, it may rely as to all questions of law on the advice of general counsel of the Corporation, if such counsel is not involved therein or, if involved, then on the advice of independent counsel. The right of indemnification hereby provided shall be in addition to any other rights to which any Director or Officer may be entitled.

I, W. Edward Thomas, hereby acknowledge on behalf of the Corporation that the foregoing Articles of Incorporation is the corporate act of the Corporation and further certify under the penalties of perjury to the best of my knowledge, information and belief, the matters and facts set forth in the Articles are true in all material respects.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 19th day of May, 1987, and acknowledged the same to be my act.

W. Edward Thomas
W. Edward Thomas

9069U

2922 1410

0002 1880



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 P 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)	<input type="checkbox"/> Change of Name
52		Foreign Qualification	<input type="checkbox"/> Change of Principal Office
50		Cert. of Qual. or Reg.	
51		Foreign Name Registration	<input type="checkbox"/> Change of Resident Agent
13	<u>12</u>	<u>1</u> Certified Copy <u>6</u>	<input 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 <u>21</u>
85		Termination of Limited Partnership	ATTENTION: <u>W. E. Thomas</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 54
 Check _____ Cash _____

2 Documents on 1 checks

APPROVED BY: pcm

NOTE:

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

BOOK 202 PAGE 313

~~001-11910~~

ARTICLES OF INCORPORATION
OF
THE CONSORTIUM OF RURAL AMERICAN PROPERTIES,
INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 10:08 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

\$

D2351906

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:
FINLEY, KUMBLE, WAGNER, HEINE
UNDERBERG, MANLEY, MYERSON
& CASEY
1120 CONNECTICUT AVENUE, N.W.
WASHINGTON DC 20036

226C3000227

A 232247



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

2322 1404

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

BOOK 202 PAGE 314

RMC Data Systems, Inc.

A MARYLAND CORPORATION, ORGANIZED PURSUANT TO MARYLAND
CORPORATIONS AND ASSOCIATIONS CODE, ANN.

ARTICLES OF INCORPORATION

I. I, Rickie M. Cauchon, whose post office address is
519 Kenmore Road, Severna Park, Maryland 21146, being at least
18 years of age, do hereby form a corporation under and by the
virtue of the general laws of the State of Maryland.

II. The name of the corporation (which is hereafter
called the "Corporation") is RMC Data Systems, Inc.

III. The purposes for which the corporation is formed
are:

A. To engage in the business of data and word
processing consultation; and

B. To do anything permitted by Section 2-103 of the
Maryland Corporations and Associations Code Ann., as amended.

IV. The post office address of the principal office of
the Corporation in this State is 519 Kenmore Road, Severna
Park, Maryland 21146. The name and post office address of the
Resident Agent of the Corporation in this State is Maria C.
Cauchon, 519 Kenmore Road, Severna Park, Maryland 21146. Said
Resident Agent is an individual actually residing in this
State.

V. The total number of shares of capital stock that
the Corporation has authority to issue is One Hundred (100)
shares of common stock, without par value, all of one class
(the "common stock").

1987 SEP 16 PM 3:14
H. ERLE SCHAEFER
CLERK

ROBERT S. McNEILL
Attorney and Counselor
at Law
Empire Towers-Suite 313
7310 Ritchie Highway
Glen Burnie, Maryland 21061
(301) 766-2800

71528104

1157 1-NRC 1861

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

6/1/87 at 9:11 .m.

2922 1494

0002 1883

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

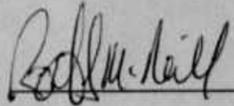
BOOK 202 PAGE 315

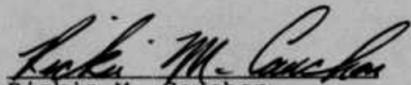
~~001 11951~~

VI. The number of directors shall be one, which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the director, who shall act until the first annual meeting or until her successor is duly chosen and qualified, is Maria C. Cauchon.

VII. The duration of the corporation shall be perpetual.

IN WITNESS HEREOF, I have signed these Articles of Incorporation this 22d of May, 1987, and I acknowledge the same to be my act.




Rickie M. Cauchon

ROBERT S. McNEILL
Attorney and Counselor
at Law
Empire Towers-Suite 313
7310 Ritchie Highway
Glen Burnie, Maryland 21061
(301) 766-2800

FORM 202 PAGE 316
 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)	_____ 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:
Robert McNeill
7310 Ritchie Hwy
313
Glen Burnie Md
21061

APPROVED BY: PCM

2922 1496

0002 1885

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

BOOK 202 PAGE 317

~~BOOK 201 PAGE 300~~

ARTICLES OF INCORPORATION
OF
RMC DATA SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 9:11 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

\$

D2352011

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
ROBERT S. MCNEILL, ESQUIRE
7310 RITCHIE HIGHWAY, SUITE 313
GLEN BURNIE MD 21061

226C3000238

A 232255



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

2922 1493

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

5/28/87 at 9:50

ARTICLES OF INCORPORATION OF SMITH'S MARINA, INC.

FIRST: I, RICHARD A. SMITH, whose post office address is 529 Ridgely Road, Crownsville, Maryland 21032, 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:

SMITH'S MARINA, INC.

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

(1) To engage in the business of owning and operating a marine facility for the commissioning, repairing, servicing, storage, sales and leasing of yachts, boats and related marine equipment; and

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

(3) To acquire (by purchase, lease, or otherwise), own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situated, within or without the State of Maryland; and

(4) To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law; and

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

(6) To do any act or thing and exercise any power suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such powers; and

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

1987 SEP 16 PM 3:14 H. ERLE SCHAFER CLERK

RECEIVED FOR RECORD

2922 1527

71488249

0002 1887

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State of... referred thereto... powers... hereby shares... rized... ay... ltering... uance of... rictions... ices of... power of... no way... m the... the... any... neral... the... hares of... ight to... of stock... ed, or... shares... options... es... ifi-... shall... llows:... r or... reatened... ed... or in... he is or... he... another... ARD A.

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judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding, if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

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

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

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

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~~004 18059~~

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 20 day of May, 1987, and I acknowledge the same to be my act.

WITNESS:

M. Valerie Smith

Richard A. Smith
RICHARD A. SMITH

8879D/35

0002 1889



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

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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>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>1</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 _____	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 51 Check _____ Cash _____

Documents on _____ checks

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

NOTE: _____

APPROVED BY: PCM

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 324

~~BOOK 102~~

STATE DEPARTMENT OF ASSESSMENTS & TAXATION	ARTICLES OF INCORPORATION OF SMITH'S MARINA, INC.		Ronald E. Council, Esquire COUNCIL, BARADEL, KOSMERT, & NOLAN, P.A. ATTORNEYS AT LAW 222 SEVERN AVENUE P. O. BOX 3323 ANNAPOLIS, MARYLAND 21403-0323 4090.01
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duction.

BOOK 202 PAGE 325

~~001-18901~~

ARTICLES OF INCORPORATION
OF
SMITH'S MARINA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MAY 28, 1987 AT 9:50 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	\$
D2352086		

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

226C3000245
A 232260



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2922 1526

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duction.

BOOK 202 PAGE 326

~~004 1893~~

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

6-1-87 at 12:25 p.m.

A CLOSE CORPORATION UNDER TITLE 4 OF CORPORATIONS
AND ASSOCIATIONS ARTICLES MARYLAND ANNOTATED CODE

LINDA D. OAKS, M.D., P.A.

ARTICLES OF INCORPORATION

FIRST: I, LINDA D. OAKS, M.D., whose post office address is 1136 Jeffrey Drive, Crofton, Maryland 21114 being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland, including the Professional Service Corporations Subtitle of the Corporations and Associations Article of the Maryland Annotated Code, as amended.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is LINDA D. OAKS, M.D., P.A.

THIRD: The Corporation shall be a close corporation as authorized by Title 4 of the General Corporation Laws of Maryland, Corporations and Associations Articles.

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

(1) To render obstetric and gynecological evaluation, diagnosis and medical treatment and services as well as related and associated professional medical services; 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 Maryland Annotated Code, and as limited by the Professional Service Corporations Subtitle of said Corporations and Associations Article, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 1136 Jeffrey Drive, Crofton, Maryland 21114. The name and post office address of the Resident Agent of the Corporation

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1507 SEP 16 PM 3:14
H. ERLE SCHAFER
CLERK

LINDA D. OAKS, M.D., P.A.
OSBORNE
LAW OFFICES OF HENAUPT & SYSKO, CHARTERED, 103 Crain Highway, South, Glen Burnie, Maryland 21061 - (971) 768-9000

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 327

in this State are Edwin V. Oaks, 1136 Jeffrey Drive, Crofton, Maryland 21114.

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

SEVENTH: The number of directors of the Corporation shall be One (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than One (1). The name of the Director who shall act until the first annual meeting or until successors are duly chosen and qualified is: Linda D. Oaks, M.D.

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

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

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

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

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Law Offices of HENAU & SYSCO, CHARTERED: 103 Crain Highway, South, Glen Burnie, Maryland 21061 - (301) 768-8300

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duction.

BOOK 202 PAGE 328

~~BOOK 201 PAGE 1100~~

dividends, qualifications, and terms and conditions of redemption of such stock.

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

4. In accordance with the Corporations and Associations Articles, Section 4-504, the affirmative vote of all shareholders shall be necessary, valid and effective, after due authorization, approval and/or advice of such action by the Board of Directors, as required by law, to approve and authorize the following acts of the Corporation:

- (a) the amendment of the Charter of the Corporation.
- (b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;
- (c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;
- (d) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;
- (e) the participation by the Corporation in a share

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Law Offices of HENAUPT & SYSKO, CHARTERED: 103 Crain Highway, South, Glen Burnie, Maryland 21061 - (301) 768-8000

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CLERK'S NOTATION

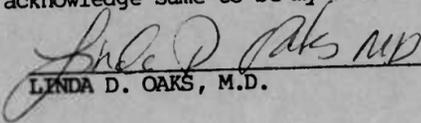
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 329

exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the corporation the stock of which is to be acquired; and

(f) the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21 day of May, 1987 and I acknowledge same to be my act.


LINDA D. OAKS, M.D.

Law Offices of HENAUULT & SYSCO, CHARTERED: 103 Crain Highway, South, Glen Burnie, Maryland 21061 - (301) 768-9300

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~~BOOK 201 PAGE 330~~



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

DOCUMENT CODE 02 B BUSINESS CODE 06 COUNTY 52

_____ V.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>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	_____
_____	_____	Other _____	_____
_____	_____	Other _____	_____

TOTAL FEES 50 Check Cash

_____ Documents on _____ checks

APPROVED BY: [Signature]

MAIL TO ADDRESS: Glenn Sisko
103 Crain Hwy South
Glen Burnie, Md
21061

NOTE: _____

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2923 1069

0002 1897

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 331
~~BOOK 201 PAGE 337~~

ARTICLES OF INCORPORATION
OF
LINDA D. OAKS, M.D., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 12:25 O'CLOCK P.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>D2352292</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:
DENNIS SYSKO
103 CRAIN HIGHWAY, SOUTH
GLEN BURNIE MD 21061

227C3000266

A 232286



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO. 2923 1064

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duction.

of
Mc

ARTICLES OF INCORPORATION
OF
MCINTYRE'S AUTO REPAIR, INC.
(A Close Corporation)

FIRST: We, the undersigned, HAROLD C. GROOM, JR., and CHARLOTTE J. GROOM, being at least twenty-one (21) years of age, do hereby make ourselves incorporators 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 MCINTYRE'S AUTO REPAIR, INC., said Corporation electing to be formed as a "close corporation" under the laws of the State of Maryland.

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

A. To engage in and to own, operate and run, conduct and manage a business engaged in repairing and reconditioning domestic and foreign automotives, automotive and mechanical products, and to engage in the retail and wholsale sales of auto parts and accessories; and to do whatever may be necessary and convenient to carry on such business and to accomplish such objects as may be incident thereto.

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

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

1987 SEP 16 PM 3:15
H. EARLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

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6/2/87 at 2:31 A.M.

1987 NOV -2 A 31 2923 1146

cash, bonds, stocks or other things of value.

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

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

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 the aforesaid business or any other business that the Corporation may be

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authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property rights, business, contracts, good will, franchises or assets by the issuance, in accordance with the laws of the State of Maryland, of stocks, bonds or other securities of this Corporation or otherwise.

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

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

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

J. The foregoing objects and purposes shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these Articles of

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Incorporation, or any amendments thereto, and shall each be regarded as independent and construed as powers as well as objects and purposes.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 4005 Gov. Ritchie Highway, Baltimore Maryland 21225. The name and address of the resident agent for the Corporation is Harold C. Groom, Jr., who resides at 26 Kellington Drive, Pasadena, Maryland 21122, said resident agent being an individual actually residing in this State.

FIFTH: The Corporation shall be authorized to issue Three Thousand (3,000) shares of common stock without par value, all of one class.

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

A. The stock of the Corporation may not be modified without the unanimous consent of all stockholders, and at no time may more than one class of stock be permitted.

B. The maximum number of stockholders, whether as individuals or estates, may not exceed fifteen (15) nor may any nonresident alien be a stockholder or have control over a stockholder.

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satisfactory photographic repro-
duction.

C. No transfer of stock shall be valid unless consented to by all existing stockholders. Provided, that should the proposed bona fide transfer, or transfer occasioned by the death of a stockholder, fail to receive the unanimous approval as herein required, the stockholder or estate requesting the approval may offer the said stock to the dissenting stockholders at the proposed selling price. Should the dissenting stockholder or stockholders refuse the offer to purchase, the proposed transferring stockholder shall have the right to immediately seek the dissolution of the Corporation as provided by law.

D. The Corporation shall be managed by its stockholders without a Board of Directors and the election by the stockholders to so operate the corporation shall take effect upon completion of the organizational meeting.

E. The Corporation shall schedule an annual stockholders meeting for the first Monday of April of each and every year. Provided, that no stockholders' meeting need be held unless a stockholder desiring said meeting imparts notice thereof, in writing, to the other stockholders not less than ten (10) days nor more than thirty (30) days prior to the scheduled meeting date.

F. No contract or other transaction with this Corporation shall be invalidated or in any way affected by the fact that any director, officer or stockholder 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 stockholder is clearly disclosed to all stockholders, so that they might judge for themselves if there are any conflicting interests.

SEVENTH: The duration of the Corporation shall be

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duction.

perpetual.

EIGHTH: After the completion of the organization meeting of the directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have two directors whose names are Harold C. Groom, Jr. and Charlotte J. Groom.

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

- President: Harold C. Groom, Jr.
- Vice President: Charlotte J. Groom
- Secretary: Charlotte J. Groom
- Treasurer: Harold C. Groom, Jr.

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 26 day of May, 1987.

WITNESS:

Elizabeth Austin

Harold C. Groom Jr. (SEAL)
HAROLD C. GROOM, JR.

Elizabeth Austin

Charlotte J. Groom (SEAL)
CHARLOTTE J. GROOM



BOOK 202 PAGE 338

~~BOOK 201 PAGE 371~~

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

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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
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	_____
_____	_____	Other	MAIL TO ADDRESS: <u>Town-</u>
_____	_____	Other	<u>sherd + Kirk, P.A.</u>
			<u>700 Melvin Avenue</u>
			<u>Annapolis, MD</u>
			<u>21401</u>

TOTAL FEES 42.00 Check _____ Cash _____

Documents on _____ checks _____

APPROVED BY: [Signature]

NOTE: _____

2923 1152

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CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 339



<p>TOWNSHEND & KIRK, P.A. MELNIDGE BUILDING - 700 MELVIN AVENUE ANNAPOLIS, MARYLAND 21401</p>				
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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 340

[REDACTED]

ARTICLES OF INCORPORATION
OF
MCINTYRE'S AUTO REPAIR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 2, 1987 AT 8:31 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
\$ _____

D2352441

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:
TOWNSHEND & KIRK, P.A.
700 MELVIN AVENUE
ANNAPOLIS MD 21401

227C3000281

A 232301



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2323 1145

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 341

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

6/2/87 at 9:01 .m.

LEIMBACH DEVELOPMENT CORPORATION

ARTICLES OF INCORPORATION

FIRST: I, Richard T. Stansbury, Esquire, whose post office address is the B & O Building, Suite 814, 2 N. Charles Street, Baltimore, Maryland 21201, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

LEIMBACH DEVELOPMENT CORPORATION

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

(1) to engage in the development and improvement of real estate, including the sale, ownership, construction, transfer, leasing and subleasing of improved and unimproved real estate 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.

FOURTH: The post office address of the principal office of the Corporation in this State is 1021 Dorsey Road, P. O. Box 364, Millersville, Maryland 21108. The name and post office address of the Resident Agent in this State are Ernest J. Litty, Jr., 1021 Dorsey Road, P. O. Box 364, Millersville, Maryland 21108. Said Resident Agent is an individual actually residing in this State.

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

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation, provided that the number of directors shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended. The name of the director who shall act until the first annual meeting and until his successor is duly chosen and qualified is:

Ernest J. Litty, Jr.

71538201

1987 SEP 16 PM 3:15

H. ERLE SCHAFER
CLERK

2923 125

0002 1988

BOOK 202 PAGE 342

~~201 1253~~

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

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

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

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

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

(4) With respect to:

(a) the amendment of the Charter of the Corporation;

(b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;

(c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

203 1253

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~~CONFIDENTIAL~~

(d) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

or
imum
the
of

(e) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the corporation the stock of which is to be acquired;

of
the

(f) the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation;

such action shall be effective and valid if taken or approved by an affirmative vote of a majority of the shares entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article SEVENTH, paragraph (4).

(5) With respect to the issuance of shares of stock of any class now or hereafter authorized, or any securities exchangeable for, or convertible into, such shares, or warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares, such action shall be effective and valid only if, after due authorization and/or approval and/or advice of such action by the Board of Directors, such action is taken or approved by an affirmative vote of not less than a majority of all of the issued and outstanding shares of Common Stock of the Corporation, notwithstanding any provision of law or the provisions of Article SEVENTH, paragraph (1) requiring any action to be taken or authorized other than as provided in this Article SEVENTH, paragraph (5).

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

2923 1254

23 123

0002 1910



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

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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	
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>10</u>	<u>1</u> Certified Copy <u>4</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 _____	

TOTAL FEES 50
 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: PCM

MAIL TO ADDRESS:
Richard Stansbury
2 N. Charles St
814
Baltimore Md 21201

NOTE:

CERTIFIED COPY MADE
1983 1256

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duction.

BOOK 202 PAGE 346

~~BOOK 202 PAGE 346~~

ARTICLES OF INCORPORATION
OF
LEIMBACH DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 2, 1987 AT 9:01 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

\$

D2352607

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:
RICHARD STANSBURY
2 N. CHARLES ST., #814
BALTIMORE MD 21201

227C3000297

A 232315



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2923 1251

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 347

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

6-2-87 at 10:34a m.

ARTICLES OF INCORPORATION

OF

JENNA, INC.

THIS IS TO CERTIFY:

FIRST: I, the undersigned, Irwin J. Meyers, whose post office address is 7018 Pheasant Cross Drive, Baltimore County, Maryland 21209 being at least eighteen (18) years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter called the Corporation) is JENNA, INC.

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

A. To conduct a business which shall offer for sale, at retail, automotive parts, accessories and supplies; bicycles and bicycle accessories, lawn and garden tools, equipment and supplies; electronics, appliances and other goods and merchandise; and to do and engage in all activities of every kind and description associated with or useful in carrying out any or all of such purpose, including customer service and repair.

B. 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

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2923 1400

1987 SEP 16 PM 3:15
HERIE SCHAFER
CLERK

HE:0 V 2-11-164

0002 1913

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 348

~~BOOK 204 PAGE 1001~~

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

FOURTH: The post office address of the principal office of the Corporation in Maryland is 1143 Annapolis Road, Odenton, Maryland 21113. The name and post office address of the Resident Agent of the Corporation in Maryland is Irwin J. Meyers, 7018 Pheasant Cross Drive, Baltimore County, Maryland 21209. Said Resident Agent is a citizen of Maryland and actually resides therein.

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

The following is a description of each class of stock of the Corporation with the preferences, conversion and other rights, voting powers, restrictions, limitations, as to

BOOK 202 PAGE 349

BOOK [REDACTED]

dividends and qualifications of each class:

The single class of stock shall be common stock, with voting powers, and with no other preferences, restrictions or limitations.

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased, but not less than one (1), pursuant to the by-laws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders; and the name of the director who shall act until the first meeting or until his successor(s) is/are duly chosen and qualified is Irwin J. Meyers.

SEVENTH: Except as otherwise provided by the Board of Directors, the holder of stock in the Corporation shall have no 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.

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

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of

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BOOK 202 PAGE 350

~~004 3300~~

shares of stock of any class or classes, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable.

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

(3) The Corporation reserves the right to amend its Articles of Incorporation so that such amendment may alter the contract rights, as expressly set forth in the Articles of Incorporation, 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.

NINTH: (1) As used in this Article, any 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.

(2) The Corporation may, as determined by the Board of



BOOK 202 PAGE 352

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

Table with columns CODE, AMOUNT, FEE REMITTED. Rows include codes 20-73 and 75-85 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 ATTENTION:

MAIL TO ADDRESS: Bendler & Berg, 10 E. Eager St, Balt, Md 21202

TOTAL FEES 40 Check Cash Documents on checks

NOTE:

APPROVED BY: [Signature]

2923 1405

0002 1918

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BOOK 202 PAGE 353

~~004 352000~~

ARTICLES OF INCORPORATION
OF
JENNA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 2, 1987 AT 10:34 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

\$ _____

D2352680

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:
GENDLER & BERG
10 E. EAGER ST.
BALTIMORE

MD 21202

227C3000305

A 232322



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2923 1399

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BOOK 202 PAGE 354

~~XXXXXXXXXXXXXXXXXXXX~~

DEL'S TOWN CENTER, INC.
A CLOSE CORPORATION UNDER TITLE 4
ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

4-387 at 9:16a .m.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, William L. Hudock, whose post office address is 7422 Baltimore-Annapolis Boulevard, Glen Burnie, Maryland 21061, being at least 18 years of age, am forming a Corporation under the General Laws of the State of Maryland by the execution and filing of these articles.

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

DEL'S TOWN CENTER, INC.

THIRD: That the Corporation shall be a Close Corporation as authorized by Title 4 of the General Corporation Law of the State of Maryland.

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

(A). To erect, construct, establish, purchase, lease and/or otherwise acquire, and/or to own, hold, use, equip, supply, service, maintain, manage, operate, control, sell and/or otherwise dispose of, and/or in any manner or form whatsoever to deal in, with or as, one or more 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, carry out shops, drive-inns, banquet halls, catering establishments, concessions, and/or other eating and drinking places and establishments of every and

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2923 2901

8

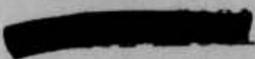
1987 JUN -3 A 9 16

1987 SEP 16 PM 3:15
H. ERLE SCHAFER
CLERK

0002 1920

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duction.

BOOK 202 PAGE 355



any kind, nature and description, and/or checkrooms, newsstands, and/or cigar, cigarette, tobacco, candy and/or confectionery stands and stores, and generally to conduct the business or businesses of restaurateurs, caterers, innkeepers, tobacconists, bakers, butchers, cooks, concessionaires, and/or purveyors, suppliers, preparers, servers and/or dispensers of food and drink, and to engage in all activities, to render all services, and to buy, sell, use, handle and/or deal in or with any and all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products and merchandise incidental or related thereto, or of use therein; and,

To manufacture, produce, treat, purchase and/or otherwise acquire, cook, bake and/or otherwise prepare, can, bottle and/or otherwise package, and/or exchange, distribute, sell and/or otherwise dispose of, handle, market, store, import, export, deal and trade in and with confections, extracts, syrups, food, foodstuffs and food products of every and any kind, nature and description, coffee, tea, cocoa, wines, liquors, ale, beer, sodas and/or other drinks and beverages of every and any kind, nature and description, including alcoholic beverages, ice cubes, crushed and block ice, candy, confections, cigars, cigarettes, tobacco and/or smoking supplies, and products, books, newspapers, magazines and/or other publications and all similar, kindred and allied articles, products and merchandise; and,

To engage generally in the dispensing of food and beverages, including alcoholic beverages, operating as one or more restaurants, taverns or bars, and generally to purchase or otherwise acquire one or more restaurants, taverns or bars, and to own, hold, lease, rent, or sell such business or businesses.

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

2923 2902

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BOOK 202 PAGE 356

~~BOOK 201 PAGE 356~~

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

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

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

(F). To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, 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, exploit, sell and otherwise turn to account, the same.

(G). To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other Corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of

2923 2903

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duction.

BOOK 202 PAGE 357

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

(J). To carry on any of the businesses herein 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

2923 2904

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BOOK 202 PAGE 358

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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). To pay pensions and establish and carry out pension, profit sharing, stock option, stock purchase, stock bonus, retirement, benefit, incentive or commission plans, trusts and provisions for any or all of its directors, officers and employees, and for any or all of the directors, officers, officers and employees of its subsidiaries; to provide insurance for its benefit on the life of any of its directors, officers or employees, or on the life of any Stockholder for the purpose of acquiring at his death shares of its stock owned by such Stockholder; and to provide medical insurance and/or medical reimbursement plans or programs for or on behalf of any or all of its directors, officers or employees, and for any or all of the directors, officers or employees of its subsidiaries.

And the Corporation shall have full power and authority to buy, sell, distribute, dispose of, and/or otherwise deal in such property (real or personal), products, items and merchandise as are deemed by the officers and/or directors thereof to be appropriate, necessary or desirable to the operation of the said business or businesses; and the Corporation shall have full power and authority to conduct any and all of its business or businesses and activities in or upon any land, property or premises, at any place or location, both on and off its premises, or any premises to be acquired, and to do or perform such other things as are incidental, proper, necessary or appropriate to the operation of its business or businesses, or to the carrying out of any or all of the purposes, businesses or activities herein mentioned or otherwise permitted by the

2923 2905

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 359

BOOK 202 PAGE 359

laws of the State of Maryland; and the Corporation shall have full power and authority, for its own account and for or on behalf of or in cooperation with others, to enter into and to perform contracts and undertakings of all kinds in connection with the business or businesses and activities of the Corporation, and to furnish services of every description to any and all persons, firms, Corporations, governments, agencies and any other entity or entities, and to do all such acts and things, and to engage in such business or businesses, and to perform such acts or activities as are within its powers and purposes, as principal, agent, factor, franchisee, franchisor, licensee, licensor, contractor, subcontractor or in any other capacity or combination of capacities, either alone or in association with other Corporations, firms, individuals or entities.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to Corporations which are contained in the general laws of this state.

FIFTH: The post office address of the principal office of the Corporation in this State is: 300 Crain Highway, N, Anne Arundel County, Maryland 21061. The Resident Agent of the Corporation is Robert W. Simms, 503 Second Avenue, S.W., Glen Burnie, Anne Arundel County, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

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

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

BOOK 202 PAGE 360

SEVENTH: After the completion of the organization meeting of the director and the issuance of one or more shares of stock of the Corporation. The Corporation shall have no board of directors. Until such time, the Corporation shall have one (1) director, whose name is James Simms.

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 Stockholders of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock of any class; with or without par value, whether now or hereafter authorized, for such considerations as said Stockholders may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation, or in any Stockholder Agreement then outstanding or as provided by the laws of the State of Maryland.

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

2923 2907

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satisfactory photographic repro-
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BOOK 202 PAGE 361

~~XXXXXXXXXX~~ 1937

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

(D). The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(E). The Stockholders have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or re-classify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such share, 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.

(F). The Stockholders shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise all powers of the

2923 2908

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 362

~~BOOK 201 PAGE 398~~

Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, or other Corporations of un-incorporated business entities.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 2nd day of June, 1987.

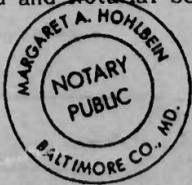
William L. Hudock (SEAL)
William L. Hudock

Margaret A. Hohlben
Witness

STATE OF MARYLAND, BALTIMORE COUNTY to wit:

THIS IS TO CERTIFY, That on this 2nd day of June, 1987, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared WILLIAM L. HUDOCK and he acknowledged the foregoing Articles of Incorporation to be in his act.

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



Margaret A. Hohlben
Notary Public

2923 2909

0002 1928



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 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>28</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)	<input type="checkbox"/> Change of Name
52		Foreign Qualification	<input type="checkbox"/> Change of Principal Office
50		Cert. of Qual. or Reg.	
51		Foreign Name Registration	<input type="checkbox"/> Change of Resident Agent
13		Certified Copy	
56		Foreign Penalty	<input type="checkbox"/> Change of Resident Agent Address
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 48
 Check Cash

Documents on _____ checks

MAIL TO ADDRESS:
William Hudock
7422 Balt-AnnapBlvd
Glen Burnie MD
21061

APPROVED BY: [Signature]

NOTE:

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

BOOK 202 PAGE 364

~~001 7100~~

ARTICLES OF INCORPORATION
OF
DEL'S TOWN CENTER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 3, 1987 AT 9:16 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

\$ _____

D2352961

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 L. HUDOCK
7422 BALTIMORE-ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

227C3000333

A 232347



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

2923 2900

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

BOOK 202 PAGE 365

ARTICLES OF INCORPORATION
FOR

CW TRANSPORT, INC.
A CLOSE CORPORATION

APPROVED FOR RECORD
6/5/87 at 3:07p .m.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Alex J. Soled, whose post office address is Suite 601, 401 Washington Avenue, Baltimore, Maryland 21204, being at least 18 years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

CW TRANSPORT, INC.

THIRD: That the Corporation elects to be a close corporation in accordance with Section 4-201 of Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland.

FOURTH: That the purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are:

- (a) To engage in trucking, shipping, and transportation of property of every kind and nature.
- (b) Purchase, lease, and otherwise acquire, hold, own, mortgage, pledge, encumber and dispose of all kinds of property, real, personal, tangible and intangible, and mixed.
- (c) To carry on the aforesaid business and any related or unrelated business and activity in the State of Maryland, in any

1987 SEP 16 PM 3:15
H. ERLE SCHAFER
CLERK

71568493

71568493

2924 0115

0002 1931

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

BOOK 202 PAGE 366

state, territory, district or dependency of the United States, or in any foreign country.

(d) To exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations by the general laws of the State of Maryland now or hereafter in force.

FIFTH: The address of the principal office of the Corporation shall be 2900 Shipmaster Way, Unit 307, Annapolis, Maryland 21401, and the name and address of the resident agent is Cecil E. Wade, 2900 Shipmaster Way, Unit 307, Annapolis, Maryland 21401, a citizen of the State of Maryland who actually resides in this State.

SIXTH: The total number of shares of stock the Corporation has authority to issue is Ten Thousand (10,000) shares, each with a par value of One (\$1) Dollar, all of one class.

SEVENTH: The Corporation shall initially have one Director, who shall be Cecil E. Wade, to serve until such time as the organization meeting of Directors and the issuance of some stock of the Corporation has been completed, and thereafter shall have no Directors.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of June, 1987, and I acknowledge the same to be my act.

WITNESS:
Andrea Schmidt

Alex J. Soled
ALEX J. SOLED

2924 0116

0002 1932



BOOK 202 PAGE 367
 STATE OF MARYLAND
 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 12 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)	<input type="checkbox"/> Change of Name
52		Foreign Qualification	<input type="checkbox"/> Change of Principal Office
50		Cert. of Qual. or Reg.	
51		Foreign Name Registration	<input type="checkbox"/> Change of Resident Agent
13	<u>8</u>	<u>1</u> Certified Copy <u>20</u>	<input 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>Alex Soled</u>
			<u>401 Wash Av #601</u>
			<u>Towson, Md 21204</u>

TOTAL FEES 40
 Check Cash

Documents on _____ checks

MAIL TO ADDRESS: _____
Alex Soled
401 Wash Av #601
Towson, Md 21204

NOTE: _____

APPROVED BY: JS

CERTIFIED COPY MADE

2924 0117

0002 1933

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

BOOK 202 PAGE 369

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

6/5/87 at 9:19A

*at
real
res.*

FRIENDSHIP REALTY GROUP, INC.
ARTICLES OF INCORPORATION

FIRST: The undersigned Kenneth D. Heisler, whose post office address is 4409 38th Street, N.W., Washington, D.C. 20016, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is Friendship Realty Group, Inc.

THIRD: The purpose(s) for which the Corporation is formed are as follows: to engage generally in the real estate business as principal, agent, broker, or any other lawful capacity, and generally take, lease, purchase, or otherwise acquire, and own, use, hold, sell, exchange, lease, mortgage, work, clear, improve, develop, divide, manage, operate, deal in and dispose real property of any nature with the improvements on and any interest or right in the real property, take, pledge, mortgage, and deal in and dispose of, as principal, agent, broker, or in any other lawful capacity, such personal property, chattels real, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, disposed of; and acquire, purchase, sell, assign, transfer, dispose of, generally deal in and with, as principal, agent, broker, or in any other capacity, mortgages and other interests in real, personal, and mixed properties; carry on a general construction, contracting, building, and management business as principal, agent, representative, contractor, sub-contractor, or in any other lawful capacity.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 919 Boucher Avenue, Annapolis, Anne Arundel County, 21403. The name and post office address of the resident agent of the Corporation in Maryland are Waneeta Mack, 2442 Sun Valley Circle, Silver Spring, Montgomery County, 20906.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 100 shares of the par value of \$10.00 a share, all of one class, and having an aggregate par value of \$1,000.00.

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the bylaws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the name of the director who shall act until the first meeting or until their successor(s) are duly chosen and qualified is Kenneth D. Heisler.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on June 1, 1987, and severally acknowledge the same to be my act.

Kenneth David Heisler
Kenneth D. Heisler

71568287

2924 0141

1987 SEP 16 PM 3:15
HERLE SCHAFER
CLERK

0002 1935

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)	_____ Change of Name
66	_____	Rec. Fee (Revival)	
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	_____ Change of Resident Agent Address
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: Dean T. Hara, 2130 P Street, N.W., #1013, Washington D.C. 20037

TOTAL FEES 40.00
 Check _____ Cash _____
 _____ Documents on _____ checks

APPROVED BY: [Signature]

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

BOOK 202 PAGE 371

ARTICLES OF INCORPORATION
OF
FRIENDSHIP REALTY GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 5, 1987 AT 9:19 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:

\$

D2353324

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:
DEAN T. HARA
2130 P STREET, N.W.
SUITE 1013
WASHINGTON

DC 20037

227C300C369

A 232370



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

2924 0140

ATS-060

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TING, INC.
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Maryland

RPORATION

NORRIS, whose post of
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the State of Maryland.

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CK CONTRACTING, INC.

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yland, as amended.

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e business of and to a
pavers, wreckers, con
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s, cabinet makers, plum
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tinsmiths, floorers,
ers, masons, quarry owne
dealers, stonecutters,
inum, brass, bronze, n
al producers and proce
l workers, smelters, we
actors, elevator contra

APPROVED FOR RECORD
15189 9519A

1987 JUN -5 P 9:19

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

BOOK 202 PAGE 373

waterproofing and fireproofing contractors, painters, decorators, plasterers, paperhangers, draftsmen and designers, and suppliers, equippers, and outfitters for the foregoing and to engage in all other activities render all other services and handle and deal in all materials, supplies, and products incidental or related to or connected with any and every phase of the building and construction trades; to purchase, lease, or otherwise acquire and to erect, construct, build, establish, dredge, pave, mine, quarry, develop, and improve and to raze, tear down, rebuild, repair, restore, remodel, alter, fireproof, waterproof, insulate, and clean and to sell, exchange, rent, license or otherwise dispose of and to outfit, supply, equip, furnish, manage inspect, use, own, hold, service, and operate and to deal and trade in and with real estate lands, lots, acreage, fields, yards, waterways, roads, streets, parks, gardens, piers, docks, wharves, beaches, swimming pools, homes, and buildings of every kind and description and parts thereof and appurtenances thereto, and all other structures, establishments, and shelters of every kind and description.

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

The 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 purposes, object or business, in any manner to limit or restrict the generality of any purpose, object or business mentioned, or to limit or restrict any powers of the corporations.

FIFTH: The post office address of the principal office of the Corporation in this State is 2915 Gladnor Road, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is Jeffrey Scott

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF BLDG
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2924 0162

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0002 1938

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 374

Norris, 2915 Gladnor Road, Pasadena, Maryland 21122. Said Resident Agent is an individual actually residing in this State.

SIXTH: The corporation shall exist as a close corporation until such time as the stockholders, by unanimous consent, shall file Articles of Amendment to change such status all in accordance with Title 4, Corporations and Associations Article, Annotated Code of Maryland.

SEVENTH: The number of directors of the Corporations shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporations. The name of the director who shall act until the first meeting or until his successors are duly chosen and qualified is Jeffrey Scott Norris.

EIGHTH: The total amount of authorized stock of the corporation is One Thousand (1,000) shares of stock of no par value.

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

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

TENTH: The corporation shall provide any indemnification required or permitted by Section 2-418 of the Corporation Article of the Annotated Code and shall indemnify

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2924 0163

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 375

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directors, officers, agents, and employees as follows:

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

(2) The Corporation shall indemnify any director or officer of the Corporation who was or is a part or is threatened to be made a part to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise, against expenses (including attorneys fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect to any claim,

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG.
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2924 0164

- 4 -

0002 1949

BOOK 202 PAGE 376

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

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

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2924 0165

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 377

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

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

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

ELEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 2 day of June, 1987, and I acknowledge the same to be my act.

Vernon E. Frame
WITNESS

Jeffrey S. Norris
JEFFREY SCOTT NORRIS

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2924 0166

- 6 -

0002 1942

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

BOOK 202 PAGE 378

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to Wit:
I HEREBY CERTIFY that on this 2 day of
June, 1987, before me, the subscriber, a Notary Public
of the State and County aforesaid, personally appeared JEFFREY
SCOTT NORRIS and he acknowledged the foregoing Articles of
Incorporation to be his act and deed.
WITNESS my hand and Notarial Seal the day and year
above written.

Nelson G. Frame
Notary Public

My COMMISSION EXPIRES JULY 1, 1990

FRAME, HALL &
DUVALL, P.A.
ATTORNEYS AT LAW
PASADENA PROF. BLDG
3111 MOUNTAIN ROAD
PASADENA, MD 21122

2924 0167

- 7 -

0002 1943



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>24</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

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

74.00

Check _____ Cash

Documents on _____ checks

MAIL TO ADDRESS: Vernon G. Frame, Esq., Frame, Hall + Dyvall, P.A., Pasadena Professional Bldg., 3111 Mountain Road, Pasadena, MD 21122

NOTE: _____

APPROVED BY: [Signature]

2924 0168

8002 1944

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.

BOOK 202 PAGE 380

ARTICLES OF INCORPORATION BROADNECK CONTRACTING, INC.	FRAME, HALL & DUVALL, P.A. ATTORNEYS AT LAW PARADISE PROFESSIONAL BLDG. 2111 MOUNTAIN ROAD PARADISE, MARYLAND 21126
---	---

0002 1945

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
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BOOK 202 PAGE 381

~~XXXXXXXXXX~~
ARTICLES OF INCORPORATION
OF
BROADNECK CONTRACTING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 5, 1987 AT 9:19 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

\$

D2353365

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:
VERNON G. FRAME, ESQUIRE
FRAME, HALL & DUVALL, P.A.
PASADENA PROFESSIONAL BUILDING
3111 MOUNTAIN ROAD
PASADENA MD 21122

227C3000373

A 232374



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO. 0160

2924 016



STATE OF MARYLAND
State Department of Assessments and Taxation

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
6/3/97 at

11501A.D.
OF
GLEN GENERAL CONTRACTORS, INC.

FIRST: The undersigned, GLEN C. HENDRICKS, the Incorporator, being at least 18 years of age and whose post office address is 6 Queen Anne Road, Glenburnie, Maryland, 21061 desires to form, and hereby forms, a corporation in accordance with and by virtue of the General Laws of the State of Maryland, and does hereby certify:

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

GLEN GENERAL CONTRACTORS, INC.

THIRD: The Corporation shall be a close Corporation under Title 4, Corporation and Associations Article, Annotated Code of Maryland.

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

6 Queen Anne Road, Glenburnie, Maryland 21061

FIFTH: The name and address of the resident agent of the Corporation is;

Richard L. Eaton

104 Ridge Road, Glenburnie, Maryland 21061,

and said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The object and purpose for which the Corporation is formed and the business to be carried on and promoted by it are:

- 1- To contract and subcontract all forms of contracting.
- 2- To contract and subcontract all forms of design construction.
- 3- To contract and subcontract all forms of construction.
- 4- To purchase, lease and otherwise acquire, hold, sell and dispose of real and personal property of all kind and in particular lands, buildings, business, concerns and undertakings, shares of stock, mortgages, bonds, securities, merchandise, tradenames, copyrights and any interest in real and personal property.

1987 SEP 16 PM 3:16
H. ERLE SCHAFER
CLERK

NOV 11 4 5 AM '97

2924 0189

71568482

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

90

BOOK 202 PAGE 387

~~STATE DEPARTMENT OF ASSESSMENTS AND TAXATION~~

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
ARTICLES OF INCORPORATION

OF APPROVED FOR RECORD
6-5-87 at 10:25 A.M.
MORGAN'S PURCHASE ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That I, the Subscriber, Stanley S. Fine, whose post office address is Tenth Floor - Sun Life Building, 20 S. Charles Street, Baltimore, Maryland - 21201, being of full legal age, acting as incorporator, do hereby form a corporation pursuant to the General Laws of the State of Maryland.

SECOND: The name of the Corporation (hereinafter called "the Association") is MORGAN'S PURCHASE ASSOCIATION, INC.

THIRD: The Association is not formed for profit or pecuniary gain of any sort inuring to the benefit of the members thereof or to any individuals or corporations. The purposes for which the Association is formed are as follows:

(1) Its general purpose is to provide for the maintenance and preservation of the real property described as the Common Area, in the Declaration of Covenants, Conditions and Restrictions of Morgan's Purchase (hereinafter called the "Declaration"), dated May 5, 1987, recorded among the Land Records of Anne Arundel County, Maryland, in Liber 4342, Folio 340, and with respect to the Common Areas therein described, to promote the health, safety and welfare of the residents and to enforce the covenants, conditions and restrictions described above within the residence community of Morgan's Purchase.

(2) For the general purpose aforesaid, the Association shall have the following specific purposes:

1987 SEP 16 PM 3:16
H. ERLE SCHAFER
CLERK

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

~~CONFIDENTIAL~~

BOOK 202 PAGE 388

(a) To acquire by assignment or deed as the result of gift, purchase, or otherwise, and to own, hold, improve, build on, operate, maintain, mortgage, convey, sell, lease, transfer, dedicate to public use, or otherwise deal with or dispose of the Common Area within the aforesaid community of Morgan's Purchase, other real property, and such personal property as may be necessary or proper for the conduct of the affairs of the Association;

(b) To exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the aforesaid Declaration and as the same may be amended from time to time as therein provided; said Declaration being incorporated herein as if set forth at length;

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

(d) To purchase, lease, option or otherwise acquire, own, hold, preserve, develop, improve, build upon, manage, operate, maintain, convey, sell, exchange, rent, lease, dedicate for public use, or in any manner transfer or dispose of any real or personal property in connection with the affairs of the Association;

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

~~CONFIDENTIAL~~ BOOK 202 PAGE 389

(e) To borrow or to raise money for any of the purposes of the Association, 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, upon authorization of two-thirds (2/3) of the members of each class of membership in the Association, voting separately thereon, to secure the payment of the money borrowed 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 Association;

(f) To dedicate, sell or otherwise transfer all or any part of the Common Areas, property and facilities of the Association to any public agency, authority or utility for such purpose and subject to such conditions as may be agreed upon by the members, provided, however, that no such dedication, sale or transfer shall be effective unless made by an appropriate instrument signed by two-thirds (2/3) of the members of each class of the membership in the Association, computed separately, agreeing to such dedication, sale or transfer;

(g) To participate in mergers and consolidations with other non-profit organizations, organized for the same purpose, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of each class of members of the Association;

(h) To annex to Morgan's Purchase, at any time, and from time to time, within ten (10) years of the date of

 BOOK 202 PAGE 390

the Declaration, any other and additional residential property and Common Areas, provided that any annexation of such other and additional residential property and Common Areas shall have the assent of two-thirds (2/3) of each class of members of the Association;

(i) To have and to exercise any and all powers, rights and privileges which a corporation organized under the non-stock, Non-Profit Corporation Law of the State of Maryland by law may now or hereafter have or exercise without limitation by the foregoing description of specific powers.

The Association is formed under the articles, conditions and provisions expressed herein and in the General Laws of this State. In no event, however, shall the Association: (i) carry on any propaganda or otherwise attempt to influence any legislation or any public administrative action; (ii) participate or intervene in any political campaign on behalf of any candidate for public office, by any means, including the publication or distribution of any statement for or against any such candidate; (iii) carry on any activity not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 528 of the Internal Revenue Code of 1954, or corresponding provisions of any future United States Internal Revenue Law; or (iv) invest in or use any property in such a manner as to jeopardize its exemption from taxation under the aforesaid Section 528 of the Internal Revenue Code of 1954, as now in force or hereafter amended.

FOURTH: The post office address of the principal

office of the Association in this State is 1655 Crofton Boulevard, Suite 200, Crofton, Maryland 21114. The name and post office address of the resident agent of the Association in this State is W. Dennis Gilligan, 1655 Crofton Boulevard, Suite 200, Crofton Boulevard, Suite 200, Crofton, Maryland 21114. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Association shall have two (2) directors, which number may be increased or decreased pursuant to the By-Laws of the Association, but shall never be less than two; and the names of the directors who shall act until their successors are duly chosen and qualify are: W. Dennis Gilligan and Kevin E. Gilligan. No Director need be a member of the Association.

SIXTH: The Association is not authorized or empowered to issue capital stock of any type or class. The Association is and shall be a membership corporation, and every person or entity who is a record owner, as hereinafter defined, of a lot now or hereafter laid out or established in Morgan's Purchase or any annexations thereto. Each member shall be designated either a Class A member or a Class B member. A description of each class of membership with the voting rights and powers of each class is as follows:

(a) Class A Member: Except for Declarant, as hereinafter defined, who shall be a Class B Member, a Class A Member shall be a record owner holding title to one or more lots laid out in Morgan's Purchase, including any annexations thereto. Each Class A member shall be entitled to one vote per lot, for

~~BOOK 204~~

each such lot owned by such member, in all proceedings in which action shall be taken by members of the Association.

(b) Class B Member: A Class B Member shall be Morgan's Purchase, Inc. (the "Declarant" as defined in the Declaration), its successors and assigns, if such successors or assigns should acquire all of the interest of the Declarant in more than one of the lots laid out in Morgan's Purchase or any annexations thereto for the purpose of development thereof through construction of a single-family dwelling thereon. Each Class B Member shall be entitled to three (3) votes per lot, for each such lot owned by such member, in all proceedings in which action shall be taken by members of the Association.

(c) Conversion: Each Class B Member shall be converted to a Class A Member on December 31, 1990, or at such earlier time as the total number of votes entitled to be cast by Class A Members of the Association equals or exceeds the total number of votes entitled to be cast by Class B Members of the Association.

The term "record owner," as used in these Articles, shall mean and include the person, firm, corporation, trustee, or legal entity, or the combination thereof, including contract sellers, holding record title to a lot in Morgan's Purchase or any annexation thereto subject by covenants of record to a lien for charges and assessments levied by the Association, as said lot is now or may from time to time hereafter be created or established, either in his, her, or its own name; or as joint tenants, tenants in common, tenants by the entirety, or tenancy

in co-partnership, if the lot is held in such real property tenancy or partnership relationship. If more than one person, firm, corporation, trustee, or other legal entity, or any combination thereof, hold the record title to any one lot, whether in a real property tenancy, partnership relationship, or otherwise, all of same, as a unit, and not otherwise, shall be deemed a single record owner and shall be or become a single member of the Association by virtue of ownership of such lot.

If any single membership in the Association is comprised of two or more persons, firms, corporations, trustees or other legal entities, or any combination thereof, then each constituent may cast such portion of the vote of the member as shall equal his, her or its proportionate interest in the lot or lots held by said member, provided, however, that if only one votes, he, she, or it may cast the entire vote of the member and such act shall bind all.

The term "record owner," however, shall not include any contract purchaser, nor the owner of any redeemable ground rent issuing out of any lot, nor shall it include any mortgagee, trustee or other grantee named in any mortgage, deed of trust or other security instrument covering any lot, designed solely for the purpose of securing performance of an obligation or payment of a debt. Membership in the Association shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

SEVENTH: The duration of the Association shall be perpetual. However, the Association may be dissolved only under

CLERK'S NOTATION
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~~BOOK 202 PAGE 394~~ BOOK 202 PAGE 394

and in accordance with the laws of the State of Maryland, provided such dissolution first be authorized, in writing, signed by not less than two-thirds (2/3) of the members of the Association, or, if there be more than one class of members, then by not less than two-thirds (2/3) of each class of members of the Association, computed separately. Upon any dissolution of the Association, after discharge of all corporate liabilities, the Board of Directors shall dispose of the assets of the Association, by dedication thereof to an appropriate public agency to be used for purposes similar to those for which the Association was formed.

EIGHTH: Amendment of these Articles shall require the assent of seventy-five per cent (75%) of the entire membership.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on this 5th day of June, 1987.

Stanley S. Fine
Stanley S. Fine



BOOK 202 PAGE 395

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 026 BUSINESS CODE 04 COUNTY 52

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

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	<u>50</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 _____

Name Change
(New Name) _____

Change of Name

Change of Principal Office

Change of Resident Agent

Change of Resident Agent Address

Code _____

ATTENTION: _____

MAIL TO ADDRESS

Kaplan, Heyman
Stanley Fine
20 S. Charles St 10th fl
Baltimore, Md 21201

TOTAL FEES

46 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: RS

NOTE:

2924 0219

0002 1957

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

BOOK 202 PAGE 396

~~201 2101~~

ARTICLES OF INCORPORATION
OF
MORGAN'S PURCHASE ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 5, 1987 AT 10:25 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.

\$

D2353456

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, HEYMAN, GREENBERG, ETAL
ATTN: STANLEY FINE
20 S. CHARLES STREET, 10TH FLOOR
BALTIMORE MD 21201

227C3000382

A 232383



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2924 0210

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0002 1958

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

BOOK 202 PAGE 397

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STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
ARTICLES OF INCORPORATION *Jan 4* at *10:06* a.m.

OF
SHARED DIAGNOSTIC SERVICES OF MARYLAND, INC.

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

SECOND: The name of the Corporation (the "Corporation") is Shared Diagnostic Services of Maryland, Inc.

THIRD: The purposes for which the Corporation is formed are: (1) to engage in the distribution and sale of medical products and services; (2) to provide clinical, laboratory and diagnostic services for hospitals, medical and health clinics, physicians and other individuals, partnerships, corporations and entities engaged in providing health care services; and (3) to engage in any other lawful business. The Corporation shall also have all the general powers granted by law to Maryland corporations and all other powers not inconsistent with law which are appropriate to promote and attain its purposes.

FOURTH: The address of the principal office of the Corporation is 8 Franklin Street, Annapolis, Maryland 21401. The resident agent is Dr. Robert Biern, 8 Franklin Street, Annapolis, Maryland 21401.

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

1987 SEP 16 PM 3:16
H. E. SCHAFER
CLERK

1987
SEP 16
10:06

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Albert M. Ghassemia

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directors or officers
pay or reimburse all
or former director or
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which the present or
advance of the final d
est extent permitted
requirements of, the
ation may indemnify an
d to be indemnified
and to the extent inc
d to be appropriate
law by the Board of Dir
ounsel appointed by the
ired to purchase or
or former directors o
permitted to be indemni



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 400

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	<u>9</u>	<u>1</u> Certified Copy <u>3</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: Jerome

J. Miraglia, 10

Lights St, Balt-

more, Md 21202

TOTAL FEES

49

Check

Cash

Documents on _____ checks

NOTE: _____

APPROVED BY: amb

CERTIFIED COPY MADE

2924 0419

0002 1960

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.

BOOK 202 PAGE 401
~~024 11100~~

ARTICLES OF INCORPORATION
OF
SHARED DIAGNOSTIC SERVICES OF MARYLAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 4, 1987 AT 10:56 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

\$

D2353795

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:
JEROME T. MIROGLIA
10 LIGHT STREET
BALTIMORE

MD 21202

227C3000416

A 232418



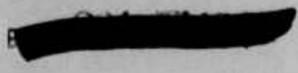
RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2924 0415

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

auth

BOOK 202 PAGE 402



STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

June 4-87 at *9:59 a.m.*

ARTICLES OF INCORPORATION
OF THE
IRISH TALL SHIP COMMITTEE, INC.

FIRST: I, LEE T. TROUTNER, whose address is 708 Harness
Creek View Drive, Annapolis, Anne Arundel County, Maryland 21403,
being at least eighteen (18) years of age and a citizen of the
United States, desiring to form a non-profit corporation under
the Non-Profit Corporation Law of the State of Maryland, do
hereby certify:

SECOND: The name of the Corporation (which is hereafter
referred to as "Corporation") shall be the IRISH TALL SHIP
COMMITTEE, INC.

THIRD: The address of the principal office of the
Corporation in this State is 401 Chester Avenue, Annapolis, Anne
Arundel County, Maryland.

FOURTH: The Corporation is organized exclusively for
charitable and educational purposes, including, for such
purposes, the making of distributions to organizations that
qualify as exempt organizations under Section 501(c)(3) of the
Internal Revenue Code, or corresponding section of any future
Federal tax code, including, but not limited to the organizing of
a committee for the construction and operation of a sailing
vessel to be used for various charitable and educational
purposes.

FIFTH: The Corporation is not organized for profit; it
shall have no capital stock and shall not be authorized to issue
capital stock. The number of qualifications for, and other
matters relating to, its members shall be as set forth in the
By-laws of the Corporation.

71558189

65-5 V n- NAC 1061

1967 SEP 16 PM 3:16

2924 0466

H. ERLE SCHAFER
CLERK

0002 1962

BOOK 202 PAGE 403

SIXTH: The names and addresses of the persons who are the initial directors of the Corporation until the first annual meeting or until their successors are duly chosen and qualified, are:

Michaela Forker Troutner
708 Harness Creek View Drive
Annapolis, Maryland 21403

Thomas Accardi
719 - 8th Street, S.E.
Washington, D. C. 20003

Joseph Behan
500 Applewood Drive
Bel Air, Maryland 21014

SEVENTH: No part of the 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 the Article Third hereof. No substantial part of the activities of the Corporation shall be carrying on 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:

2924 0467

0002 4963

- (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.

EIGHTH: The number of Directors of the Corporation shall never been less than three (3), but may be increased to as many as nine (9) pursuant to the By-laws of the Corporation.

NINTH: The address of the principal office of the Corporation in this State is 401 Chester Avenue, Annapolis, Anne Arundel County, Maryland 21403. The name and address of the Resident Agent of the Corporation in this State are Lee T. Troutner, 401 Chester Avenue, Annapolis, Anne Arundel County, Maryland 21403.

TENTH: Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal Government, or to a State or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of General Jurisdiction of the County in

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

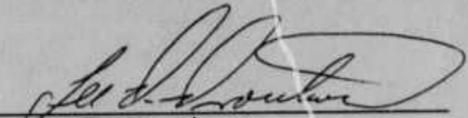
BOOK 202 PAGE 405

which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the said Court shall determine which are organized and operated exclusively for such purposes.

ELEVENTH: 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 not be inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or the United States.

TWELFTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 3RD day of JUNE, 19 87, and I acknowledge the same to be my act.


Lee T. Troutner

2924 0469

0002 1965



BOOK 202 PAGE 406

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

CLERK'S NOTATION
Document submitted for record
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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.	
51		Foreign Name Registration	_____ Change of Resident Agent
13		Certified Copy	
56		Foreign Penalty	_____ Change of Resident Agent Address
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 J. Bell</u> <u>5 Thannurgh Ave</u> <u>Annapolis, Md</u> <u>21403</u>

TOTAL FEES 40 Check _____ Cash

Documents on _____ checks

APPROVED BY: amb

NOTE:

2924 0470

0002 1966

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

BOOK 202 PAGE 407

ARTICLES OF INCORPORATION
OF
IRISH TALL SHIP COMMITTEE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 4, 1967 AT 9:59 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 20

SPECIAL
FEE PAID

\$

D2353886

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 J. BELL
5 WAINWRIGHT AVENUE
ANNAPOLIS

MD 21403

227C3000425

A 232427



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2924 0465

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

anick

BOOK 202 PAGE 408

~~XXXXXXXXXX~~

CHAROB CHARTERS, INC.
ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
6-4-87 at 9:35 A.M.

THIS IS TO CERTIFY:

That the undersigned, Robert Worden Davidson, Jr., whose post office address is 4933 West Chalk Point Road, West River, Maryland, 20778, 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 Law of the State of Maryland.

1. That the name of the Corporation (hereinafter called the "Corporation") is CHAROB CHARTERS, 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 of the following things:
 - A. To engage in the business of boat rental, boat chartering directly or through licensed charter company.
 - B. 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.
 - C. To maintain accounts and to make short sales of all kinds.
 - D. To engage in any other business of whatsoever kind or description within the State of Maryland or elsewhere that may be directly or indirectly calculated to effectuate the objects and purposes of this Corporation or any of them.

71558193
1987 SEP 16 PM 3:16
H. ERLE SCHAFER
CLERK
2922 2577

0002 1988

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.

F. To buy, sell, use, hold, convey, exchange, lease, mortgage, improve, develop and otherwise operate, deal in and dispose of fee simple property, leasehold property, ground rents, and personal property; and 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 consolidate with or merge into any other corporation.

H. 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 hereinafter 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 hereinafter in force.

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

~~CONFIDENTIAL~~

BOOK 202 PAGE 410

-3-

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

4. The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is 4933 West Chalk Point Road, West River, Maryland, 20778. The Resident Agent of the Corporation is Robert Worden Davidson, Jr., whose post office address is 4933 West Chalk Point Road, West River, Maryland, 20778. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

5. The total amount of the authorized Capital Stock of the Corporation is one thousand (1,000) shares at no par value.

6. 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 not 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.

7. 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 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 authorized shares of stock without par value to be issued.

2922 2579

0002 1970

CLERK'S NOTATION
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duction.

8. The Board of Directors may classify or reclassify any unissued shares of 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 conversation rights of, such shares.

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

10. The Corporation shall have not less than three directors and the following named persons shall act as such until the first annual meeting or until their successors are duly chosen and have qualified:

- Robert W. Davidson, Jr.
- Charlotte A. Davidson
- Melody A. Greenwell

2922 2580

0002 1971

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

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.

11. A. Any person who is or 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, cost 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 (other than action by or in the right of the corporation), in which such person may be or may become involved or with which such person may be threatened, as a party or otherwise, by reason of such person's being or having been such a Director or Officer whether or not he continues to be such at the time such liabilities, costs and legal or other expenses shall have been incurred, provided, however, he acted in good faith in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceedings, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal

2922 2381

0002 1972

CLERK'S NOTATION
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BOOK 202 PAGE 413

~~BOOK 201 PAGE 443~~

-6-

proceeding or action, had no reasonable cause to believe his conduct was unlawful.

B. Any person who is or 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 expenses including costs and legal fees reasonably incurred by such persons in connection with or resulting from the defense or settlement of any action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact of such person's being or having been such a Director or Officer, whether or not he continues to be such at the time such expenses including costs and legal fees shall have been incurred, provided, however, he acted in good faith and in a manner he reasonably believed to be in good faith and in a manner he reasonably believed to be in and not opposed to the best interests of the Corporation. Such right of indemnification shall not apply, however, in relation to any claim, issue or matter as to which such person shall be finally adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation; provided the entry of a judgment by consent as a part of the settlement, or a conviction or judgment or upon a plea of nolo contendere or its equivalent shall not, of itself, be deemed a final determination of liability for negligence or misconduct.

C. The right of indemnification under A and B above shall be conditioned upon a determination with respect to any claim, action,

2922 2582

0002 1973

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 414

~~BOOK 201 PAGE 449~~

-7-

suit, investigation or proceeding in which such person is adjudged to be liable to a person other than the Corporation or in which there is no final adjudication, that such person acted in good faith for a purpose he reasonably believed to be in the best interest of the Corporation, and in the case of criminal actions or proceedings, in addition, had no reasonable cause to believe that his conduct was unlawful; and with respect to any action, suit or proceeding in which such person is adjudged to have breached his duty to the Corporation that such person has no liability by reason of negligence or misconduct. Such a determination shall be made by a majority of the disinterested members of the Board of Directors, even if less than a quorum. If there are not at least two (2) such members, the question shall be decided by written opinion of independent legal counsel to whom the matter shall be referred by the Board of Directors.

D. The right of indemnification herein provided shall not be exclusive of any other rights, to which any person may be entitled under any law, by-law, agreement, vote or disinterested directors or otherwise.

E. The executors, administrators and those interested in the estate of any person so indemnified shall be entitled to the benefit of such indemnity.

12. The power to make, alter and repeal by-laws of the Corporation shall be vested in the Board of Directors.

13. 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 ²⁹²² 2583 majority of the total number of votes entitled to be cast thereon.

0002 1974

CLERK'S NOTATION
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duction.

BOOK 202 PAGE 415

~~CONFIDENTIAL~~

-8-

I have signed these Articles of Incorporation, acknowledging the same
to be my act, on this 1st day of June, 1987.

Robert Worden Davidson, Jr.
Robert Worden Davidson, Jr.

2922 2584

0002 1975



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>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>14</u>	<u>1</u> Certified Copy <u>8 pg</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: BH
Parabola, 801 St.
Centra Ave.
Havensville, Md
21035

TOTAL FEES 54
 Check _____ Cash

Documents on _____ checks

NOTE:

APPROVED BY: amb

CERTIFIED COPY MADE

2922 2585

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

BOOK 202 PAGE 417

~~201 1987~~

ARTICLES OF INCORPORATION
OF
CHAROB CHARTERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 4, 1987 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

\$

D2354017

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:
B & W PARALEGAL
801 W. CENTRAL AVENUE
DAVIDSONVILLE MD 21035

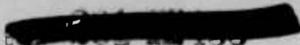
228C3000438

A 232448



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2922 2576

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



HIXCO, INC.

(A CLOSE CORPORATION)

ARTICLES OF INCORPORATION

Handwritten initials: H, M

FIRST: The undersigned Shelley Carole Hix, 1912 Salisbury Road, Edgewater, Maryland, 21037, being at least eighteen years of age, does hereby form a corporation under Title 4 of the Corporation and Association Article of the Annotated Code of Maryland.

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

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

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

To introduce, operate, conduct, manage, maintain, and carry on the business of repairing automobiles and every other kind of motor vehicle; and generally to do and perform everything necessary for carrying out the aforesaid purposes.

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

FIFTH: The post office address of the principal office of the Corporation in Maryland is 1828 George Avenue, Annapolis, Maryland, 21401. The name and post office address of the resident agent of the Corporation in Maryland is Billy Hix, 1912 Salisbury Road, Edgewater, Maryland, 21037. Said resident agent is a citizen of Maryland and actually resides therein.

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

SEVENTH: After the completion of the organization meeting of the directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have two (2) directors, whose names are Billy Hix, 1912 Sallsbury Road, Edgewater, Maryland, 21037 and Shelley Carole Hix, 1912 Sallsbury Road, Edgewater, Maryland, 21037.

EIGHTH: The restriction imposed upon the transferability of shares of this Corporation is:

If any holder of any shares desires to dispose of the same or any part thereof, the shall have no right or

71558001

APPROVED FOR RECORDS
6/4/87 at 8:40 A

STATE DEPARTMENT OF LICENSING

1987 SEP 16 PM 3:16
H. ERLE SCHAFER
CLERK

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

BOOK 202 PAGE 419

power to dispose of same to any person without first making a written offer to sell the same to the Corporation, which shall have the right, within fifteen (15) days after receipt of such offer, to elect to purchase the same at the book value thereof, as shown upon the last annual statement of the Corporation, plus or minus the stock's pro rata proportion of the net profits or losses of the Corporation for the part of the fiscal year elapsed since the date of the last annual statement to the date of acceptance by the Corporation of the offer to sell the stock.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on this 18 day of June, 1987.

WITNESS
Frank B. Walsh, Jr.
Frank B. Walsh, Jr.

Shelley Carole Hix (SEAL)
Shelley Carole Hix

2922 2638

0002 1979



BOOK 202 PAGE 420

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE

02

BUSINESS CODE

03

COUNTY

52

#

P.A.

Religious

Close

Stock

Nonstock

Merging (Transferor)

Surviving (Transferee)

CODE

AMOUNT

FEE REMITTED

20

20

Organ. & Capitalization

61

20

Rec. Fee (Arts. of Inc.)

62

Rec. Fee (Amendment)

63

Rec. Fee (Merger or Consolidation)

64

Rec. Fee (Transfer)

65

Rec. Fee (Dissolution)

66

Rec. Fee (Revival)

52

Foreign Qualification

50

Cert. of Qual. or Reg.

51

Foreign Name Registration

13

Certified Copy

56

Foreign Penalty

54

For. Supplemental Cert.

73

Cert. of Conveyance

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: Frank

B. Walsh, Jr. Esq.

1200 West Street,

Annapolis, MD

21401

TOTAL FEES

40

Check

Cash

Documents on checks

NOTE:

APPROVED BY:

PCM

2922 2639

0002 1980

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.

BOOK 202 PAGE 421

~~201 4430~~

ARTICLES OF INCORPORATION	HIXCO, INC.		LAW OFFICES OF <i>Frank B. Walsh, Jr., P.A.</i> 1200 WEST STREET ANNAPOLIS, MARYLAND 21401
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7154

0002 1981

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

BOOK 202 PAGE 422
~~BOOK 201 PAGE 457~~

ARTICLES OF INCORPORATION
OF
HIXCO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 4, 1987 AT 8:40 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

\$

D2354124

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
FRANK B. WALSH, JR. P.A.
1200 WEST STREET
ANNAPOLIS MD 21401

228C3000449

A 232456



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

2922 2636

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

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

DOCUMENT CODE 02

_____ P.A. _____

Merging
(Transferor) _____

BOOK 202 PAGE 423

OK
one
FINLEY BREESE, INC.

ARTICLES OF INCORPORATION

FIRST: I, Ann M. Fligsten, whose post office address is 507 West Drive, Severna Park, Maryland 21146, being at least eighteen (18) years of age, 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:

FINLEY BREESE, INC.

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

(1) To engage in renovation, home improvement and construction of outside play equipment.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 242 Mill Church Road, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State are Kevin Morse, 242 Mill Church Road, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this State.

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

71558000

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

2922 2755

APPROVED FOR RECORD

June 4, 1987 at 9:56 P.m.

0002 1983

1987 SEP 16 PM 3:16
H. ERLE SCHAFER
CLERK

number of directors of the
number may be increased or
Corporation, but shall not
Section 2-402 of the Co
e Annotated Code of Mary
es of the directors who
r until their successors
Fligsten, Kevin Morse a
following provisions ar
lining, limiting and reg
of the directors and s
Board of Directors of
authorize the issuance fr
whether now or hereaft
into shares of its sto
hereafter authorized.
Board of Directors of
any unissued shares by
ects, from time to tim
ences, rights, voting
the dividends on, the
conversion rights of,
n and definition of a
included in the forego
d by reference to or i
se of this or any othe

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

BOOK 202 PAGE 423

~~██████████~~

FINLEY BREESE, INC.
ARTICLES OF INCORPORATION

of me

FIRST: I, Ann M. Fligsten, whose post office address is 507 West Drive, Severna Park, Maryland 21146, being at least eighteen (18) years of age, 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:

FINLEY BREESE, INC.

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

- (1) To engage in renovation, home improvement and construction of outside play equipment.
- (2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 242 Mill Church Road, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State are Kevin Morse, 242 Mill Church Road, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this State.

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

1987 SEP 16 PM 3:16
H. ERLE SCHAFER
CLERK

71558000
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION 2922 2755

APPROVED FOR RECORD

June 4, 1987 at *3:56 P.m.*

0002 1984

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number required 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: Ann M. Fligsten, Kevin Morse and Maureen Morse.

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

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

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

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the

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~~BOOK 100~~ BOOK 202 PAGE 425

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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 2nd day of June, 1987, and I acknowledge the same to be my act.

WITNESS:

Annette K. Lane

Ann M. Fligsten (SEAL)
Ann M. Fligsten

STATE BOND



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

BOOK 202 PAGE 426

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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ P.A. 0 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	_____	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 40
 Check _____ Cash _____

Documents on _____ checks

MAIL TO ADDRESS: Ann M. Sligsten, 507 West Spruce, Severna Park, Md 21146

NOTE: _____

APPROVED BY: amb

2922 2758

0002 1987

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duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 202 PAGE 428

APPROVED FOR RECORD

6/1/87 at 8:56 .m.

MANAGING CONCEPTS, INC

A MARYLAND CLOSE CORPORATION

ORGANIZED PURSUANT TO TITLE FOUR OF
THE CORPORATIONS AND ASSOCIATIONS ARTICLE
OF THE ANNOTATED CODE OF MARYLAND

ARTICLES OF INCORPORATION

FIRST: I, Steven L. Cohen, whose post office address
is 575 Severna Park Mall, 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: Managing Concepts, Inc.

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

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

- (1) To offer consulting services to the business
community;
- (2) To do such acts and carry on such business as may be
permitted by Section 2-103 of the Corporations and Associations
Article of the Annotated Code of Maryland, as amended from time
to time.

FIFTH: The post office address of the principal office

STEPHEN H. SCHWARTZ
ATTORNEY AT LAW
1044 BALTIMORE ANnapolis BOULEVARD
OLEN BUNNIE, MARYLAND 21041
301-760-0787

1987 SEP 16 PM 3:16
H. ERLE SCHAFER
CLERK

1987 MAY 12 P 10:57

71528062

2922 2844

0002 1989

of the Corporation in this State is 575 Ritchie Highway,
Severna Park, Maryland 21146.

The name and post office address of the Resident Agent
in this State is Stephen H. Schwartz, 7458 Baltimore-Annapolis
Boulevard, Glen Burnie, Maryland 21061.

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

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

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

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

(3) With respect to any corporate representative other
than a present or former director or officer, the Corporation may
indemnify such corporate representative in connection with the

STEPHEN H. SCHWARTZ
ATTORNEY AT LAW
1448 BALTIMORE ANNAPOLIS BOULEVARD
GLEN BURNIE, MARYLAND 21061
301-780-0737

2922 2845

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satisfactory photographic repro-
duction.

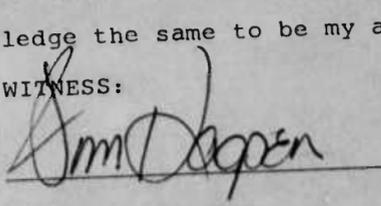
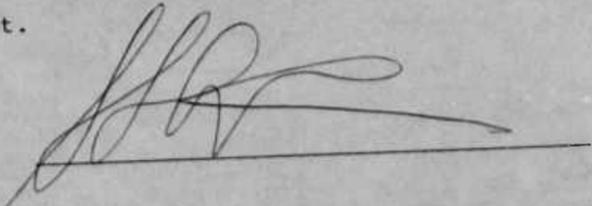
~~201-485~~ BOOK 202 PAGE 430

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

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 5th day of MAY and I acknowledge the same to be my act.

WITNESS:

STEPHEN H. SCHWARTZ
ATTORNEY AT LAW
1148 BALTIMORE ANNAPOLIS BOULEVARD
GLEN BURNIE, MARYLAND 21041
301-780-0787



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

~~BOOK 101 PAGE 100~~

BOOK 202 PAGE 431

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	
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	
13	<u>9</u>	<u>1</u> Certified Copy <u>3</u>	_____ 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 _____	
	_____	Other _____	

TOTAL FEES 49 Check _____ Cash _____

Documents on _____ checks _____

APPROVED BY: A

MAIL TO ADDRESS:
Stephen Schwartz
7458 Balt-Ann Blvd.
Glen Burnie, Md 21061

NOTE:

CLERK'S NOTATION
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2922 2847

0002 1992

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 432

~~BOOK 201 PAGE 437~~

ARTICLES OF INCORPORATION
OF
MANAGING CONCEPTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 1, 1987 AT 8:56 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:

\$

D2354462

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 H. SCHWARTZ
7458 BALTIMORE-ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

228C3000483

A 232490



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2922 2843

CLERK'S NOTATION
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duction.

BOOK 202 PAGE 433

ARTICLES OF INCORPORATION OF
POLICE EMERALD SOCIETY

OF THE STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
WASHINGTON, D.C. AREA, INC.

APPROVED FOR RECORD
6/4/87 at 9:43 .m

We, the undersigned natural persons of age twenty-one years
or more, acting as incorporators of a corporation, do hereby
adopt the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is POLICE EMERALD SOCIETY OF
THE WASHINGTON, D.C. AREA, INC.

ARTICLE TWO
STATUS

The Corporation is a nonprofit corporation.

ARTICLE THREE
PURPOSE

The purposes for which the Corporation are formed are
benevolent, charitable, social, civic and profession, namely:

1. To develop the spirits of fraternalism and fellowship amongst its members.
2. To encourage fuller participation in community activities.
3. To encourage and enhance professionalism within the law enforcement profession to better serve the community.

1987 SEP 16 PM 3:16
H. ERLE SCHAFER
CLERK

71558199

1

2922 2918

0002 1994

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duction.

4. To engender exemplary deportment on the part of its members, thereby creating respect and goodwill for law enforcement.
5. To provide a family oriented, social-cultural atmosphere within the law enforcement community.
6. To uphold and defend the Constitution of the United States of America.
7. To inculcate and preserve in its members the heritage of their Gaelic culture.
8. To recognize and promote the accomplishments and contributions of our ancestors and fellow Gaelic-Americans.

ARTICLE FOUR
AUTHORIZATION

The Corporation shall be formed and shall proceed pursuant to the general laws of the State of Maryland as stated in the Code of Maryland, Corporations & Associations, Titles 1 et. seq.

ARTICLE FIVE
PLACE OF BUSINESS

The principal office or place of business shall be 1890 Eagle Court, Severn, Maryland 21144. ✓

ARTICLE SIX
ASSETS

- (a) The amount of assets which this Corporation possesses is:
- Real property: Zero Dollars (\$0.00)
 - Personal property: One Thousand Two Hundred Twenty-Nine Dollars and Forty-Seven Cents (\$1,229.47).

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~~BOOK 201 PAGE 170~~ BOOK 202 PAGE 435

(b) The Corporation is to be financed under the following general plan. Fund raising activities, membership fees and private donations will be the primary means of financing the activities of this organization.

Under the provisions of the laws of the State of Maryland, the Corporation does not intend to issue shares of stock and shall have no authority to issue capital stock.

ARTICLE SEVEN
DURATION

The term of existence of this proposed Corporation is perpetual, from the date hereof.

ARTICLE EIGHT
DIRECTORS

The business and property of the Corporation shall be managed and controlled by a Board of Directors, also known as the Brehon Council. The number of directors constituting the initial board of directors of the Corporation shall be six (6); but such number constituting the board of directors may be increased or decreased by amendment to the Bylaws as long as there are not fewer than three (3) such directors. The first board of directors shall include the President, Vice President, Secretary, and Treasurer of the Corporation, and two additional directors, known as Trustees, who are Active Members. The names and addresses of the persons who are to serve as the initial directors are:

John J. Day, Sr.
1890 Eagle Court
Severn, Maryland 21144

J.T. Doc Tullis
10752 John Turley Place
Fairfax, Virginia 22032

Karen L. Bryan
2500 North Van Dorn Street
Apartment 235
Alexandria, Virginia 22302

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BOOK 202 PAGE 436

~~BOOK 201 PAGE 471~~

Todd D. Gabryszak
8516 Locust Grove Drive
Laurel, Maryland 20707

John J. O'Connor
4901 Raemore Lane
Bowie, Maryland 20715

The directors named in these articles of incorporation as the first board of directors shall hold office until the first annual meeting of the members, at which an election of officers and directors shall be held as provided in the Bylaws. Thereafter the term of office of each officer and director shall be two years and until the second annual meeting of the members following his election and until the qualification of a successor in office of such director.

ARTICLE NINE
INCORPORATORS

The name and street address of each incorporator is:

John J. Day, Sr.
1890 Eagle Court
Severn, Maryland 21144

J.T. Doc Tullis
10752 John Turley Place
Fairfax, Virginia 22032

Karen L. Bryan
2500 North Van Dorn Street
Apartment 235
Alexandria, Virginia 22302

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duction.

~~BOOK 202 PAGE 437~~

BOOK 202 PAGE 437

ARTICLE TEN
DIRECTORS, OFFICERS AND MEMBERS

No person may become a director of this Corporation other than the incorporating directors or their successors appointed or elected as provided herein. No person may become an officer of this Corporation except those who have duly elected by the Active Members. Only Active Members may serve as either a director or as an officer of the Corporation.

The chairman of the board (who shall be the duly elected president), the vice-president, the secretary, and the treasurer must be members of the board of directors; but other officers may be elected or appointed who are not members of the board of directors. Two additional directors, known as Trustees, shall be elected from the membership.

There shall be three (3) classes of membership: Active, Associate and Honorary. The classes are defined as follows.

Active Membership

- a. Active membership shall be open to all active or retired law enforcement personnel of Gaelic descent, whose sound character is proved to the satisfaction of the members of the Brehon Council (board of directors), and whose patriotism and pride foster the welfare and security of the United States of America, and those who profess to uphold the Constitution of the United States of America.
- b. Only Active members shall be eligible to vote on matters pertaining to the Corporation. This shall include elections, and the adoption, amendment, suspension or repeal of By-laws.

Associate Membership

- a. Associate membership shall consist of non law enforcement individuals of Gaelic ancestry.
- b. Associate Members shall have no voice in nor vote on matters pertaining to the Corporation including elections, and the adoption, amendment, suspension, or repeal of By-laws.
- c. Associate Membership entitles the holder to participate in the social activities of the Corporation.

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duction.

Honorary Membership

- a. Honorary Membership shall consist of such individuals as shall be recommended to and approved by the Brehon Counsel (board of directors).
- b. Honorary Members shall have no vote nor voice in the affairs of the Corporation.

ARTICLE ELEVEN
PROHIBITED ACTIVITIES

Other provisions of these articles of incorporation notwithstanding, the Corporation shall not engage in any act of self-dealing as defined in Section 4941 subdivision (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws; nor retain any excess business holding as defined in Section 4943 subdivision (c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws; nor 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; nor make any taxable expenditures as defined in Section 4945 subdivision (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

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.

ARTICLE TWELVE
BOARD OF DIRECTORS

The board of directors, also known as the Brehon Council, shall be a self-perpetuating body. In the event any vacancy shall occur because of death, resignation, incapacity to act, or removal of a director, the then remaining trustees, shall, with a reasonable time, fill the vacancy, or vacancies.

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~~201 774~~

BOOK 202 PAGE 439

ARTICLE THIRTEEN
TERMINATION OF CORPORATION

In the event the Corporation is terminated or dissolved in any manner for any reason, voluntary or involuntary, its assets, if any, remaining after the payment or provision for payment of all liabilities of the Corporation, shall be distributed to, and only to, one or more organizations described in Section 501(c)(3) of the Internal Revenue Code.

ARTICLE FOURTEEN
INDEMNIFICATION

The Corporation shall indemnify any director or officer or former director or officer of the Corporation, or any person who may have served at its request as a director or officer of another corporation, whether for profit or not for profit, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director or officer, except in relation to matters as to which he shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of a duty. This indemnification shall not be deemed exclusive of any other rights to which such director or officer may be entitled under any by-law, agreement, vote of board of directors, or otherwise. In no case, however, shall the Corporation indemnify or reimburse any person for any Federal excise taxes imposed on such individual under Chapter 42 of the Code. Further, if at any time or times the Corporation is a private foundation within the meaning of Section 509 of the Internal Revenue Code, then, during such time or times, no payment shall be made under this Article if such payment would constitute an act of self-dealing (as defined in Section 4941(d) of the Code), or a taxable expenditure (as defined in Section 4945(d) of the Code).

ARTICLE FIFTEEN
REGISTERED AGENT

The address of the Corporation's initial registered office and name of the initial registered agent are:

John J. Day, Sr.
1890 Eagle Court
Severn, Maryland 21144

7

2922 2924

0002 2000

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duction.

BOOK 202 PAGE 440

In witness whereof, the incorporators have executed these
articles of incorporation in the District of Columbia the day and
year first above written.

John J. Day, Sr.
John J. Day, Sr.

J.T. Doc Tullis
J.T. Doc Tullis

Karen L. Bryan
Karen L. Bryan

ATTEST:

UNITED STATES OF AMERICA
DISTRICT OF COLUMBIA, SS:

I, MARGARET H. PALMISANO, a Notary Public, hereby certify
that on the 1ST day of JUNE, 1987, personally appeared
before me John J. Day, Sr., J.T. Doc Tullis and Karen L. Bryan,
and being by me first duly sworn, declared that they signed the
foregoing document as incorporators, and that the statements
therein contained are true.

My Commission Expires:

My Commission Expires February 14, 1991

Margaret H. Palmisano
Notary Public



BOOK 202 PAGE 441

BOOK 204 PAGE 176

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 62 B 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>26</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)	<input type="checkbox"/> Change of Name
52		Foreign Qualification	<input type="checkbox"/> Change of Principal Office
50		Cert. of Qual. or Reg.	
51		Foreign Name Registration	<input type="checkbox"/> Change of Resident Agent
13	<u>14</u>	<u>1</u> Certified Copy <u>8</u>	
56		Foreign Penalty	<input type="checkbox"/> Change of Resident Agent Address
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 _____
60 Check _____ Cash
_____ Documents on _____ checks

MAIL TO ADDRESS: _____
John Day
1890 Eagle Ct
Sever, Md 21144

APPROVED BY: A

NOTE:

2922 2926

0002 2002

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 442

ARTICLES OF INCORPORATION
OF
POLICE EMERALD SOCIETY OF THE WASHINGTON, D.C.
AREA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 4, 1987 AT 9:43 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

\$

D2354561

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 J. DAY, SR.
1890 EAGLE COURT
SEVERN

MD 21144

228C3000493

A 232500



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO 2922 2917

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

BOOK 202 PAGE 443

BOOK 202 PAGE 443

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ACCURATE CONCRETE, INC.

APPROVED FOR RECORD

6/4/87 at 2:56 .m.

ARTICLES OF INCORPORATION

(A CLOSE CORPORATION UNDER TITLE IV)

FIRST: The undersigned Barbara Acworth, whose post office address is 14 Shorewalk, Riva, MD 21140, being at least twenty-one years of age, does hereby form a Close Corporation under Title IV under the general laws of the State of Maryland.

SECOND: The name of the close corporation (which is hereinafter called the Corporation) is Accurate Concrete, Inc.

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

To engage in the business of and to act as general contractors, builders, pavers, wreckers, concrete breakers and contractors, miners, dredgers, excavators, drilling contractors, riveters, acoustical contractors, glaziers, welldiggers, carpenters, cabinet makers, woodworkers, plumbers, electricians, roofers, tinsmiths, floorers, tile contractors, bricklayers, hod carriers, masons, quarry owners and operators, stone, sand and gravel dealers, stonecutters, sand blasters, copper, tin, lead, aluminium, brass, bronze, nickel, zinc, iron, steel, and other metal producers and processors, smith, sheet metal and other metal workers, smelters, welders, machinists, tool and die makers, steamfitters, gasfitters, heating and air conditioning contractors, elevator contractors, water-proofing, and fireproofing contractors, painters, decorators, plasterers, paperhangers, draftsmen and designers, and suppliers, equippers, and outfitters for the foregoing, and to engage in all other activities, render all other services, and handle and deal in all materials, supplies, and products incidental or related to or connected with any and every phase of the building and construction trades; to purchase, lease, or otherwise acquire and to erect, construct, build, establish, dredge, pave, mine, quarry, restore, remodel, alter, fireproof, waterproof, insulate, and clean and to sell, exchange, rent, license, or otherwise dispose of and to outfit, supply, equip, furnish, manage, inspect, use, own, hold, serve, and operate and to deal and trade in and with real estate lands, lots acreage, fields, yards, waterways, roads, streets, parks, gardens, piers, docks, wharves, beaches, swimming pools, homes, and buildings of every kind and description and parts thereof and appurtenances thereto, and all other structures, establishments, and shelters of every kind and description, mines, oil wells, quarries, sand and gravel pits, tar pits, lime pits, and lumber yards, storehouses, warehouses, processing plants, retail and wholesale shops and establishments, showrooms, laboratories, and other factories, mills, plants, buildings, yards, and fields of every kind and description.

To build, purchase, rent, lease, or otherwise procure any buildings, offices, workshops, plants, and machinery; to deal and supply, and do all other things necessary and useful for purpose of carrying out the objects of the company.

To carry on any other business, whether manufacturing or otherwise, which may seem to the corporation, capable of being conveniently carried on in connection with the above business,

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2922 2928

1987 JUN - 4 P 2 56

1987 SEP 16 PM 3: 16

1987 SEP 16 PM 3: 16

H. ERLE SCHAFER
CLERK

0002 2004

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

BOOK 202 PAGE 444

or its objects, or calculated directly or indirectly, to enhance the value of or render profitable any of the company's property or rights.

To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any purposes of the corporation, and issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for any other lawful consideration, and to secure payment thereof and of the interest hereon, 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.

The foregoing enumeration of purposes, objects, and business of the corporation is made in furtherance, and not intended by the mention of any particular purpose, object or business mentioned, or to limit or restrict any of the powers of the corporation.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 14 Shorewalk, Riva, MD 21140. The name of and post office address of the resident agent of the Corporation in Maryland is Barbara Acworth, 14 Shorewalk, Riva, MD 21140. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has the authority to issue to ten thousand (10,000) shares of the par value of One Dollar (\$1) per share, all of one class, and having an aggregate par value of Ten Thousand Dollars (\$10,000).

SIXTH: The duration of the Corporation shall be perpetual. *

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 29th day of May, 1987.

Barbara Acworth

Witness:

Audrey C. Acworth

*The corporation elects to have no board of directors. Until that election becomes effective the director will be Barbara Acworth.

2922 2929

0002 2005

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 445

~~001 2400~~

STATE OF MARYLAND

SS:

County of

I HEREBY CERTIFY that on the 29 day of May, 1987,
before me, the subscriber, a notary public of the State of Maryland
in and for the County of Baltimore personally appeared Barbara
Acworth and acknowledged the foregoing Articles of Incorporation to
be his act.

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



Mae S. Carter

My Commission Expires July 1, 1990

2922 2930

0002 2006



~~XXXXXXXXXX~~ 31

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.	
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	<u>9</u>	<u>1</u> Certified Copy <u>3</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>Barbara Acworth</u>
	_____	Other _____	<u>14 Shorewalk</u>
	_____	Other _____	<u>Arva, Md 21140</u>

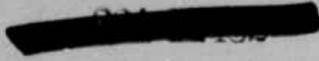
TOTAL FEES 49 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: A

NOTE: _____

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

BOOK 202 PAGE 447



ARTICLES OF INCORPORATION
OF
ACCURATE CONCRETE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 4, 1987 AT 2:56 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

\$ _____

D2354579

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:
BARBARA ACWORTH
14 SHOREWALK
RIVA

MD 21140

228C3000494

A 232501



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO

2922 2927

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

BOOK 202 PAGE 448

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

6/8/87 at 9:01

ARTICLES OF INCORPORATION

OF

UNIGLOBE THE TRAVEL SOURCE, INC.

FIRST: The undersigned, Robert S. Downs, whose post office address is 201 North Charles Street, 26th Floor, Baltimore, Maryland 21201, being over eighteen years of age and acting as incorporator, hereby forms a corporation under the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called "the Corporation") is: Uniglobe The Travel Source, Inc.

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

- (a) To operate as a travel agency.
- (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 paragraph of this Article, as well as all activities and things necessary and incidental thereto, to the full extent empowered by such Laws.

FOURTH: The post office address of the principal office in this State is 510 Whitehorse Court, Millersville, Maryland 21108. The resident agent of the Corporation in this State is Kathleen J. Wilusz, whose post office address is 1510

1987 SEP 16 PM 3:17

71598309

2923 0610

H. ERLE SCHAFFER
CLERK

0002 2009

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

BOOK 202 PAGE 449
~~202 449~~

Whitehorse Court, Millersville, Maryland 21108. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

SIXTH: The Corporation shall have five (5) directors. (which number may be increased or decreased pursuant to the Bylaws of the Corporation), and Kathleen J. Wilusz, Charles J. Wilusz, Dianna J. Wilusz, Robert S. Downs, and Nancy Lee Alba shall act as such until the first annual meeting of the stockholders or until their successors are duly chosen and qualified.

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

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

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 450

~~001 2165~~

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

(c) The Board of Directors shall have the power to classify or reclassify any unissued stock, whether now or hereafter authorized, by 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.

(d) 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, the Corporation, 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 4th day of June, 1987, and have acknowledged such Articles to be my act.

WITNESS:

Carmelita D. King

Robert S. Downs
Robert S. Downs

2923 0612

- 3 -

0002 2011



BOOK 202 PAGE 451

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 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	_____

TOTAL FEES 40
 Check _____ Cash _____

Documents on _____ checks

MAIL TO ADDRESS:
Tydings + Rosenberg
201 N. Charles St
Baltimore Md 21201

APPROVED BY: PCm

2923 0613

0002 2012

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

BOOK 202 PAGE 452

~~BOOK 201 PAGE 197~~

ARTICLES OF INCORPORATION
OF
UNIGLOBE THE TRAVEL SOURCE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 8, 1987 AT 9:01 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:

\$

D2354959

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:
TYDINGS & ROSENBERG
201 N. CHARLES STREET, 26TH FLOOR
BALTIMORE MD 21201

229C3000609

A 232532



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS 2923 0609

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

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

BOOK 202 PAGE 453

~~BOOK 202 PAGE 453~~ STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
6/5/87 at 9:00 .m.

ARTICLES OF INCORPORATION

of

MID ATLANTIC SECURITY, INC.
(A Close Corporation)

I, the undersigned, LEO W. DOYLE, whose post office address is 12 Francis 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:

MID ATLANTIC SECURITY, 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 selling, installing and maintaining security and locking systems, alarms and security steel and the selling of hardware on a wholesale or retail basis.

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

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

1987 SEP 16 PM 3:17
H. ERLE SCHAFER
CLERK

00 3 V S. MAR 1987

2923 0642

71568273

0002 2014

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 454
~~BOOK 201 PAGE 439~~

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 1556 Ellsworth Avenue, Crofton, MD 21114. The resident agent of the Corporation is Patrick Joseph O'Haver, whose post office address is 1556 Ellsworth Avenue, Crofton, MD 21114 and he is an individual actually residing in this State.

ARTICLE VI - STOCK

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

ARTICLE VII - DIRECTORS

The number of directors shall be two (2), pursuant to §4-301 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

0002 2015

CLERK'S NOTATION
Document submitted for record
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duction.

BOOK 202 PAGE 455
~~BOOK 202 PAGE 455~~

by law. The names of the directors who shall act until then are:

- PATRICK JOSEPH O'HAVER
- JOHN CARMINE STAMATO

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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 2 day of June, 1987, and I acknowledge the same to be my act.

Witness:

Kathleen P. [Signature] Scott Doyle (SEAL)

2923 0644

0002 2016



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 026 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>46</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>Leo Doyle</u>
			<u>12 Francis St.</u>
			<u>Annapolis Md.</u>
			<u>21401</u>

TOTAL FEES 60 Check _____ Cash _____

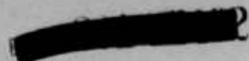
Documents on _____ checks

APPROVED BY: PCM

NOTE:

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

BOOK 202 PAGE 457



ARTICLES OF INCORPORATION
OF
MID ATLANTIC SECURITY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 5, 1987 AT 9:00 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ 40	\$ 20	\$
D2355006		

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:
LEO W. DOYLE
12 FRANCIS STREET
ANNAPOLIS MD 21401

229C3000614

A 232537



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS,
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2923 0641

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

ARTICLES OF INCORPORATION of TAGER ACCOUNTING SERVICES, INC. APPROVED FOR RECORD 6-5-87 at 9:11 A.M.

I, the undersigned, James Tager, whose address is 8329 Old Marlboro Pike Upper Marlboro, Md. 20772, being at least twenty-one (21) years of age, hereby act as incorporator with the intention of forming a close corporation under the General Corporation Laws of the State of Maryland authorizing the formation of corporations.

Article I

The name of the Corporation (which is hereafter called the Corporation) is: TAGER ACCOUNTING SERVICES, INC.

Article II - Purpose

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

1. Provide accounting services and financial consulting services to the general community, and in addition, this Corporation shall have any and all powers set forth in the General Laws of the State of Maryland as fully as natural persons, whether as principals, agents, trustees or otherwise. It is intended that each of the objects, purposes and powers hereinbefore set out shall be regarded as independent objects, purposes and powers and that together with all the powers conferred by the Laws of the State of Maryland, this Corporation shall also have the power to carry on any other business which may be usual, useful, necessary or convenient in connection with or incidental to any of the business, objects and powers of the Corporation as above expressed.

Article III - Address and Resident Agent

The post office address of the principal office of this Corporation in the State of Maryland is 1685 Underwood Road, Gambrills, Maryland 21054. The resident agent of the Corporation is James Tager, 8329 Old Marlboro Pike Upper Marlboro, Md. 21054. 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 close corporation until such time as the stockholders by unanimous consent shall file Articles of Amendment to change such status.

Article V - Directors

The Corporation shall have one (1) director who shall be selected at the organization meeting. Until the completion of the organization meeting and the issuance of one or more shares of stock, James Tager shall manage the Corporation.

71568281

11 6 V 5-1000 1881

1987 SEP 16 PM 3:17

H. ERLE SCHAFFER
CLERK

2923 0636

Article VI - Officers

The officers of the Corporation shall be a President and a Secretary-Treasurer. They shall be elected and take office in the manner prescribed in the By-laws and shall hold office for a period of one (1) year or until their successors are duly elected and qualified.

Article VII - Capital Stock

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be 10,000 shares of Common Stock of \$1 par value. All stock is issued pursuant to Section 1244 of The Internal Revenue Code.

The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with one dollar (\$1) par value, for such consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such consideration, after first obtaining the unanimous approval of all stockholders of the Corporation.

Article VIII - Regulation of the Corporation's Internal Affairs

Section 1. Meetings of Shareholders and Directors. Meetings of the shareholders and directors of this Corporation may be held either within or without the State of Maryland at such place or places as may from time to time be designated in the Code of By-laws or by resolution of the Board of Directors.

Section 2. Code of By-laws. The initial Code of By-laws of this Corporation shall be adopted by its Board of Directors. The power to amend or repeal the By-laws or to adopt a new code of By-laws shall be in the shareholders. The Code of By-laws may contain any provisions for the regulation and management of this Corporation which are consistent with the Act and these Articles of Incorporation.

Section 3. Compensation of Directors. The Board of Directors shall have the authority to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which this compensation shall be paid. Any director may also serve the Corporation in any other capacity and receive compensation therefrom.

Article IX - Dividends

Dividends in any amount may be declared and paid by the directors upon the outstanding shares of common stock from unappropriated retained earnings.

Article X - Quorum Requirements for Shareholders' Meeting

No resolution may be adopted at any general meeting of shareholders unless a quorum of the holders of at least two-thirds of the outstanding capital stock are present or represented, and all resolutions shall be adopted by at least a majority of two-thirds of the vote cast. In the event that such a majority and quorum cannot be obtained a second meeting must be held and if the required quorum cannot be obtained at said second meeting then a third meeting must be called and held. At the third meeting valid resolutions may be taken with a majority of the votes cast regardless of the proportion of the capital stock present or represented thereat.

2923 0697

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 460

BOOK

Article XI - Amendment

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

Article XII - Duration

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this first day of March 1987 and acknowledge the same to be my act.

James Tager
James Tager

As sworn to before me this 12 day of MAY, 1987.

Kathleen C. Hargess
NOTARY

my commission expires 7-1-90

2923 0698

0002 2021

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

DOCUMENT CODE 02-6 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	_____
_____	_____	Other	_____

TOTAL FEES 40.00
 Check _____ Cash _____
 _____ Documents on _____ checks

MAIL TO ADDRESS: Mark L. Kressin, Esq. Taxman
Baum + Kressin P.A.
3 Bethesda Metro
Center Suite 750,
Bethesda, MD
20814

NOTE: _____

APPROVED BY: [Signature]

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

BOOK 202 PAGE 462

~~BOOK 201 PAGE 437~~

ARTICLES OF INCORPORATION
OF
TAGER ACCOUNTING SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 5, 1987 AT 9:11 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:

\$ _____

D2355097

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. KREISER, ESQUIRE
TANENBAUM & KREISER, P.A.
3 BETHESDA METRO CENTER
SUITE 750
BETHESDA MD 20814

229C3000623

A 232546



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2323 0695

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

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION
APPROVED FOR RECORD
6/8/87 at 8:40

FESTIVAL LIQUORS, INC.
A Maryland Close Corporation
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

That we, the subscribers; JEFFREY CHARLES HELFERSTAY, whose post office address is 500 Hodges Lane, Severna Park, Maryland 21146, KATHLEEN ANNE HARMON, whose post office address is 8124 Riverside Drive, Pasadena, Maryland 21122 and MAURICE HARMON, III, whose post office address is 8124 Riverside Drive, Pasadena, Maryland 21122, all 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 Close Corporation.

ARTICLE I - NAME

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

FESTIVAL LIQUORS, 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 package goods liquor business and in general to do every act and thing commonly done by a package good liquor business and everything necessary, suitable, and proper for the accomplishment of any of the purposes herein set

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71598045

1987 SEP 16 PM 3:17
HELEN SCHAFER
CLERK

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

forth.

(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, 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

~~BOOK 201 PAGE 500~~

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

therein; and improve, alter, and/or rebuild the same in any way; 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: Building "D" 2311-D Forest

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

~~1001 2001~~
Drive, Annapolis, Maryland 21401. The resident agent of the corporation shall be JEFFREY CHARLES HELFERSTAY, whose business post office address is: 500 Hodges Lane, Severna Park, Maryland 21146. 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 Close Corporation until such time as the stockholders by unanimous consent shall file Articles of Amendment to change such status.

ARTICLE V - DIRECTORS

The Corporation shall have three (3) Directors and JEFFREY CHARLES HELFERSTAY, KATHLEEN ANNE HARMON and MAURICE HARMON, III, 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.

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

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 in connection with such action, suit, or proceeding if he acted in good faith and in a manner which is reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

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

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in a condition not permitting
satisfactory photographic repro-
duction.

[REDACTED]

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 indemnification 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 shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article VIII.

(4) Any indemnification under paragraph (1) or (2) of this

2923 0722

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 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 is entitled to be indemnified by the Corporation as authorized in this section.

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

(7) Any indemnification pursuant to this Article VIII shall

BOOK ~~202~~ 203

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satisfactory photographic repro-
duction.

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 4th day of June, 1987, and we acknowledge the same to be our act.

WITNESS:

Joseph C. Asensio

Jeffrey Charles Helfestay
JEFFREY CHARLES HELFESTAY

Joseph C. Asensio

Kathleen Anne Harmon
KATHLEEN ANNE HARMON

Joseph C. Asensio

Maurice Harmon III
MAURICE HARMON, III



BOOK 202 PAGE 471

BOOK 101-1500

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 BUSINESS CODE 03 COUNTY 52

_____ P.A. 0 Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>26</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>14</u>	<u>1</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	
22		State Transfer Tax	
23		Local Transfer Tax	
31		Corp. Good Standing	
NA		Foreign Corporation Registration	
		Other _____	MAIL TO ADDRESS: _____
		Other _____	<u>Joseph Asunsio</u>
			<u>7 Central Ave</u>
			<u>Glen Burnie, Md</u>
			<u>21061</u>

TOTAL FEES 60
 Check Cash
Documents on 2 checks

APPROVED BY: Pcm

CERTIFIED COPY MADE

2923 0725

0002 2032

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

BOOK 202 PAGE 472

~~1987-11-10~~

ARTICLES OF INCORPORATION
OF
FESTIVAL LIQUORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 8, 1987 AT 8:40 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:

\$

D2355139

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

229C30C0627

A 232550



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

2923 716

0002 2033

CLERK'S NOTATION
Document submitted for record
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duction.

BOOK 202 PAGE 473

BOOK ~~201 4508~~

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

ARTICLES OF INCORPORATION
OF
ARGE, INC.

6/5/87 at 11:47 .m.

THIS IS TO TESTIFY:

FIRST: That I, the subscriber, AARON KADISH, whose post office address is 11 E. Lexington Street, Baltimore, Maryland 21202, being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, 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:

ARGE, INC.

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

a) To manufacture and sell chocolate candies and other candies and confections, both wholesale and retail, as well as resell chocolate candies, confections, etc., both wholesale and retail, and all related items, as well as soft drinks and other food products within any retail establishment owned and operated by said corporation.

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

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

d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, or any corporation,

1987 SEP 16 PM 3:17
H. ENLE SCHAFER
CLERK

11:11 A S-MAR 1988

W

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CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

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, businesses, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

e) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, trade-names, rights, processes, 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 re-issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer any bonds or other certificates for any shares of stock, or any bonds, or other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependence of the United States of America, or of any foreign country.

g) To guarantee the payment of the 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.

h) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property 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.

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

2923 0894

~~BOOK 201 475~~

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

enhance the value of its property, business or rights.

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

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

The foregoing enumeration of purposes, objects and business of the Corporation shall not limit the powers conferred upon the Corporation by law, and the mention of any particular purpose, object or business shall not limit or restrict the generality of any other purpose, object or business mentioned, or limit or restrict any of the powers of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in this State is 1016 Rose Anne Road, Glen Burnie, Maryland 21061. The Resident Agent of the Corporation is Olga Juanteguy, whose post office address is 2908 Caves Road, Owings Mills, Maryland 21117. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of all classes which the Corporation has authority to issue is One Thousand (1,000), no par value.

SIXTH: The Corporation shall initially have three Directors. Olga A. Juanteguy, Edward A. Juanteguy, and John A.

2923 0895

0002 2036

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

Juanteguy shall act as said Directors until the time of the Corporation's organizational meeting or until their successors are duly chosen and qualify. At that time, or at any time thereafter, stockholders may elect to alter the number of Directors.

SEVENTH: The following provisions are adopted for the purposes of defining and regulating the powers of the Corporation and of the Director(s) and/or stockholders.

a) Except as otherwise provided herein, the affirmative vote of a majority of all the votes entitled to be cast thereon shall be required for the taking or authorization or any action by the stockholders.

b) The affirmative vote of two-thirds of all of the votes entitled to be cast thereon shall be required for the approval by the stockholders of any amendment to this Charter, any amendment to the by-Laws of the Corporation, the participation of this Corporation in a merger or consolidation and the sale, lease, exchange and transfer of all or substantially all property and assets of this Corporation.

c) The Director is empowered to authorize the issuance from time to time of shares of stock of any class, whether now or hereafter authorized, into shares of stock of any class or classes whether now or hereafter authorized.

d) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall be in any way affected or invalidated by the fact that any of the directors or officers of such other corporation, any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation, who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, as if he were not such director or officer of such other corporation or not so interested.

2923 0896

0002 2037

~~BOOK 201 PAGE 512~~

e) 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 5th day of June, 1987, and acknowledge the same to be my act, under the penalties of perjury.


AARON KADISH

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

2923 0897

0002 2038



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>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>	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 _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>Clara Kadish</u>
_____	_____	_____	<u>11 E. Lexington St</u>
_____	_____	_____	<u>Balt. Md 21202</u>

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

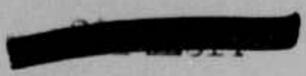
MAIL TO ADDRESS: _____
Clara Kadish
11 E. Lexington St
Balt. Md 21202

NOTE: _____

APPROVED BY: A *Copy made*

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

BOOK 202 PAGE 479



ARTICLES OF INCORPORATION
OF
ARGE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 5, 1987 AT 11:47 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
\$

D2355451

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:
AARON KADISH
11 EAST LEXINGTON STREET
BALTIMORE MD 21202

229C 3000659

A 232567



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2923 0892

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

BOOK 202 PAGE 481

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

BOOK 202 PAGE 480

ARTICLES OF INCORPORATION
A Maryland Close Corporation
R & R TRIM CARPENTRY, INC.

J

FIRST: I, Jerold K. Nussbaum, Esquire, whose post office address is 7 Old Solomons Island Road, Suite 201, Annapolis, Maryland 21401, being over eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

R & R TRIM CARPENTRY, 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 provide general and trim carpentry services; to provide all goods and services commonly associated with the operation of a business enterprise involved in general and trim carpentry; and to engage in all related lawful activities incident to the operation of said business enterprise.
- (2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/9/87 at 10:01 .m.

71908083

1987 SEP 22 AM 8:53

H. ERLE SCHAFER
CLERK

2934 1369

0002 2041



BOOK 202 PAGE 482

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 54

_____ 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: _____
Jerald K. Nussbaum
7 old Solomons Island Rd.
Suite 201
Annapolis, Md. 21401

TOTAL FEES 40
 Check _____ Cash _____
Documents on _____ checks

NOTE: _____

APPROVED BY: J.M.T.

2934 1371

0002 2042

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

BOOK 202 PAGE 483

~~1937~~

ARTICLES OF INCORPORATION
OF
R & R TRIM CARPENTRY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 9, 1937 AT 10:01 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:

\$

D2374346

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:
JEROLD K. NUSSBAUM
7 OLD SOLOMONS ISLAND RD.,
SUITE 201
ANNAPOLIS MD 21401

008C3010664

A 235803



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

2334 1368

~~CONFIDENTIAL~~

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

J.

OF

FRESH S FANCY BAKERY, INCORPORATED

FIRST: We, the undersigned, Linda J. Christman, whose post office address is Churchton, Maryland 20733, Penny M. Brown, whose post office address is Shady Side, Maryland 20764, and Paul Christman, whose post office address is Churchton, Maryland 20733, each being at least twenty-one years of age, do hereby associates ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

FRESH S FANCY BAKERY, INCORPORATED

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

(a) To own, operate, run and manage the business of retail bakery in all types and forms, and other types of business related thereto.

(b) To acquired the necessary real estate and plans to carry out the above objects and to subscribe for, purchase, sell and exchange, assign, pledge, mortgage, own, hold stock and otherwise dispose of bonds, notes, securities or evidences of indebtedness, of other corporations, to direct the operations of other corporations, transfer and to issue in exchange therefore shares of capital stock, bonds, notes or other obligations of the corporation and while the owner thereof to exercise all the rights, powers and privileges of voting trust certificates so owned; to promote, to lend money to, and guarantee the dividends, stocks, bonds, notes, evidence of indebtedness, contracts or other obligations of and otherwise aid in any manner which shall be lawful, any corporation or association on which this corporation shall have any interest.

(c) To engage in and transact the business of research in any field, to carry in investigations and experiments of all kinds, to originate, develop, improve, record and preserve any discoveries, inventions, processes, formulas and improvements, systems, and to build, purchase, lease, acquire, own, hold, use, maintain, improve and operate laboratories, factories, offices, structures and works and any articles, materials, machinery and equipment used for or in connection with any business of the corporation.

(d) To manufacture, produce, develop, assemble, fabricate, import, lease, purchase or otherwise acquire; to invest in, own, hold, use, license the use of, install, handle, maintain, service or repair; to sell, pledge, mortgage, exchange, export distribute, lease, assign and otherwise dispose of, and generally to trade and deal in and with as principal or agent, at wholesale, retail, on commission or otherwise, devices, instruments and machines in all branches of science; and goods, wares, merchandise, commodities, articles of commerce and property of every kind and description, and any and all products, machinery, equipment and supplies used or useful in connection therewith, and to engage in, conduct and carry on a general manufacturing merchandising, mercantile and trading business in any and all branches thereof.

1987 JUL -9 A 9:40

71908157
1987 SEP 22 AM 8:53
H. ERLE SCHAFFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
7/9/87 at 9:40 a.m.

0002 2044

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

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

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

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

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

(j) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country.

(k) To carry on any of the business 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.

(l) To construct, purchase, charter or otherwise acquire and deal with ships, yachts, boats and vessels of all kinds for any of the purpose of the corporation.

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

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

The foregoing 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

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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

✓ FOURTH: The Post Office address of the principal office of the Corporation in this State is 5720 Deale-Churchton Road, Unit H Herring Bay Plaza Deale, Maryland 20751. The resident agent of the Corporation is Linda J, Christman, whose post office address is 1076 Broadwater Point Drive, Churchton, Maryland 20751. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is one million (1,000,000) of a par value of ten cents (\$0.10) per share, all of which shares are of one class and are designated as Common Stock. The aggregate par value of all shares having par value is \$100,000.00.

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

No stockholder of the corporation shall because of his ownership of stock, have a pre-emptive or other right to purchase, subscribe for, or take any part of any stock of any part of the notes, debentures, bonds, or other securities convertible into carrying options or warrants to purchase stock of the corporation issued, optioned, or sold by or after its corporation. Any part of the capital stock and any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warranties to purchase stock of the corporation authorized by this certificate of incorporation or by an amended certificate duly filed, may at any time be issued, options for sale, and sold or disposed of by the corporation pursuant to resolution of its board of directors to such persons and upon such terms as may to such board seem proper without first offering such stock or securities or any part thereof to existing stockholders.

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

SIXTH: The number of directors of the corporation shall be three which number may be increased or decreased pursuant to the BY-Laws of the corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: Linda J. Christman, Penny M. Brown, and Paul Christman.

SEVENTH: The corporation reserves the right from time to time to make any amendment to its charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its charter, of any outstanding securities.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on July 8, 1987.

Linda J. Christman
Linda J. Christman

Penny M. Brown
Penny M. Brown

Paul Christman
Paul Christman

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 8th day of July 1987 before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Linda J. Christman, Penny M. Brown, and Paul Christman and they acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notary Seal.

Russ P. Huff
Notary

My Commission Expires
July 1, 1990

2934 1445

0002 2047



BOOK 202 PAGE 488

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.	
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>Linda J Christman</u>
	_____		<u>1076 Broadwater point</u>
	_____		<u>Churchton, Md. 20733</u>

TOTAL FEES 40
 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: J.M.T.

NOTE:

2934 1446

0002 2048

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

BOOK 202 PAGE 489

[REDACTED]

ARTICLES OF INCORPORATION
OF
FRESH & FANCY BAKERY, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 9, 1987 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:

\$

D2374478

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 J. CHRISTMAN
1076 BROADWATER POINT DRIVE
CHURCHTON MD 20733

008C3010677

A 235816



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

2934 1441

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

BOOK 202 PAGE 490

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
ARTICLES OF INCORPORATION
OF
FALCON TRAVEL, INC.

APPROVED FOR RECORD
7/9/84 at 8:56 A.M.

FIRST: I, David C. Barelay, whose post office address is 2660 Riva Road, Fourth Floor, Annapolis 21401, being at least eighteen (18) years of age, hereby file these Articles of Incorporation under and by virtue of the General Laws of the State of Maryland.

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

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

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

1987 JUL -8 A 9-23
1987 JUL -9 A 8-56

RECORDED
1987 SEP 22 AM 8:53
H. ERLE SCHAFFER
CLERK
2934 1448

21908149

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 7720 Ritchie Highway, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is J. H. Seaborne, 7720 Ritchie Highway, Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 10,000 shares of common stock, with par value of \$1.00.

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the Bylaws of the Corporation, and shall remain less than three only in the following events:

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

2934 1449

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CLERK'S NOTATION
Document submitted for record
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duction.

BOOK 202 PAGE 492

2. If there is stock outstanding, 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 are J. H. Seaborne

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

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

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

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

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

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

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

~~CONFIDENTIAL~~

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

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

CLERK'S NOTATION

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

BOOK 202 PAGE 494

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

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

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

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

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

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

BOOK 202 PAGE 495

~~BOOK 201 PAGE 200~~

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation
this 7 day of July, 1987, and I acknowledge the same to be
my act.

WITNESS:

Charlene D. Kenstler

David C. Barclay
David C. Barclay

002702MM.ART



202 PAGE 496

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 02D 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 for various fees like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), etc.

TOTAL FEES 54.00 / Check Cash

Documents on checks

Code ATTENTION: MAIL TO ADDRESS: Hartman & Crain 2060 River Rd Annapolis, MD 21401

APPROVED BY: [Signature]

CERTIFIED COPY MADE

2934 1454

0002 2056

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

BOOK 202 PAGE 497

~~BOOK 202 PAGE 497~~

ARTICLES OF INCORPORATION
OF
FALCON TRAVEL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 9, 1987 AT 8:56 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ 20	\$ 22	\$
D2374486		

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:
HARTMAN & CRAIN
2661 RIVA ROAD
ANNAPOLIS MD 21401

008C3010678

A 235817



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

2934 1447

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

BOOK 202 PAGE 498

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/7/87 at 8:44 .M.

ARTICLES OF INCORPORATION
OF

HOWARD'S UPHOLSTERY, INC.
A MARYLAND CLOSE CORPORATION

FIRST: The undersigned, Gerald L. Moschel, whose post office address is 1707 Saunders Way, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, under and by virtue of the General Laws of the State of Maryland, does hereby form a corporation by the execution and filing of these articles.

SECOND: That the name of the Corporation (which is hereinafter called the "Corporation") is: HOWARD'S UPHOLSTERY, INC. The Corporation shall be a close corporation as authorized by Title Four of the Corporations and Associations Volume of the Annotated Code of Maryland, as amended.

THIRD: The nature of the business and the objects and purposes to be transacted, promoted or carried on by the Corporation are as follows:

- (a) To operate a upholstery shop; and
- (b) To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is 7620 Baltimore-Annapolis Blvd., Glen Burnie, Maryland 21061. The resident agent of the Corporation is Gerald L. Moschel whose post office address is 1707 Saunders Way, Glen Burnie, Maryland 21061. Said resident

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1987 JUL 1 - 1061

1987 SEP 22 AM 8:53

H. ERLE SCHAFER
CLERK

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

BOOK 202 PAGE 501

HOWARD'S UPHOLSTERY, INC.

PAGE 4 OF 5

of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(e) Notwithstanding any provisions of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter and by Section 4-504 of the Corporations and Associations Article of the Annotated Code of Maryland.

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

(g) The Board of Directors shall have power to declare and authorize the payments of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a

2934-1548

0002 2060

CLERK'S NOTATION
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BOOK 202 PAGE 502

[REDACTED]

HOWARD'S UPHOLSTERY, INC.

PAGE 5 OF 5

vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchise, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, I have signed these Articles of Incorporated and acknowledged the same to be by act on this

day of ³⁰ ~~23~~ *March* 1987. *Gerald L. Moschel* *Pres.*
Gerald L. Moschel (SEAL)
GERALD L. MOSCHEL

2934 1549

0002 2061



BOOK 202 PAGE 503

~~201 503~~

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	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	_____ Change of Resident Agent Address
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>Geoff Moschel</u>
	_____	Other	<u>1707 Sanchez Way</u>
	_____	Other	<u>Glen Burnie, Md 21061</u>

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 reproduction.

2904 1550

0002 2062

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

BOOK 202 PAGE 504



ARTICLES OF INCORPORATION
OF
HOWARD'S UPHOLSTERY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 7, 1987 AT 8:44 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:

\$

D2374627

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 L. MOSCHEL
1707 SAUNDERS WAY
GLEN BURNIE

MD 21061

00BC3010692

A 235831



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO 2934 1544

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

BOOK 202 PAGE 505

ARTICLES OF INCORPORATION
OF
ANNAPOLIS DIRT CONTRACTORS, INC.

A MARYLAND CLOSE CORPORATION

FIRST: The undersigned, WILLIAM R. SCHMIDT III, whose post office address is 7546 Ritchie Highway, Glen Burnie, Maryland, 21061, being at least eighteen (18) years of age, under and by virtue of the General Laws of the State of Maryland, does hereby form a corporation by the execution and the filing of these articles.

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

ANNAPOLIS DIRT CONTRACTORS, INC.

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

THIRD: The nature of the business and the objects and purposes to be transacted, promoted or carried on by the Corporation are as follows:

(a) To engage in all forms of land excavation and related activities.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 22 Willow Road, Annapolis, Maryland 21401. The Resident Agent of the Corporation is DOUGLAS PRUETT, whose post office address is 22 Willow Road, Annapolis, Maryland 21401. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 5,000 shares without par value, all of which shares are of one class and are designated common stock.

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STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD 1583

7-7-87 at 8:52 a.m.

1987 SEP 22 AM 8:53
HERLE SCHAFER
CLERK

7-7-87 A 8:52

0002 2064

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

BOOK 202 PAGE 506

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. The name of the directors who shall act until the first annual meeting or until their successors are duly elected and have qualified are:

DOUGLAS PRUETT and SALVATORE LEVA

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 stockholder:

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

(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 its dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent, in such manner 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.

2934 1584

0002 2065

BOOK 202 PAGE 507

(d) No holder of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors, in its discretion, may determine, and at such price as the Board of Directors, in its discretion, may fix; and any shares of 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 same existing.

(e) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter and by Section 4-504 of the Corporations and Associations Article of the Annotated Code of Maryland.

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

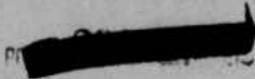
(g) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of any class holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or

2934 1585

0002 2066

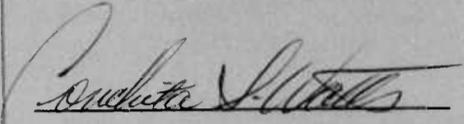
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

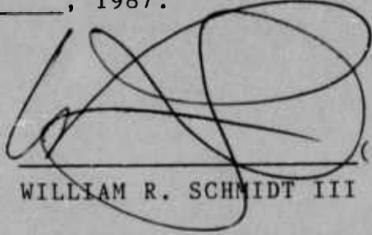
BOOK 202 PAGE 508



otherwise acquire the business, assets or franchise, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on this 6th day of July, 1987.


Witness


(SEAL)
WILLIAM R. SCHMIDT III

Corporate Seal

MADE IN U.S.A.
-TAG-EX-107-

2934 1586

0002 2067



BOOK 202 PAGE 300
 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 6 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)	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 Req.	
51		Foreign Name Registration	
13		Certified Copy	
56		Foreign Penalty	
54		For. Supplemental Cert.	
73		Cert. of Conveyance	
75		Special Fee	
80		For. Limited Partnership	
83		Cert. Limited Partnership	
84		Amendment to Limited Partnership	
85		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: Hulliam
R. Schmitt, Jr.
7546 Ritchie Hwy.
Brooklyn, Md.
21061

TOTAL FEES 40
 Check Cash
 Documents on _____ checks

APPROVED BY: amb

NOTE:

2934 1587

0002 2068

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

BOOK 202 PAGE 510

~~BOOK 202 PAGE 510~~

ARTICLES OF INCORPORATION
OF
ANNAPOLIS DIRT CONTRACTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 7, 1987 AT 8:52 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

\$

D2374684

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 R. SCHMIDT, III
7546 RITCHIE HIGHWAY
GLEN BURNIE MD 21061

008C3010698

A 235837



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

2934 1582

0002 2069

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
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BOOK 202 PAGE 511

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1987 JUL -8 A 9 48

EDMONDS QUALITY PRODUCE, INC.
(a Maryland Corporation)

ARTICLES OF INCORPORATION

FIRST: THE UNDERSIGNED INDIVIDUALS 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.

1. Blaine Edmonds
12301 Chalfont Lane
Bowie, Maryland 20715
2. Curtis J. Edmonds
12301 Chalfont ~~Drive~~ LANE
Bowie, Maryland 20715

SECOND: THE NAME OF THE CORPORATION IS:

Edmonds Quality Produce, Inc.

THIRD: The CORPORATION SHALL BE A CLOSE CORPORATION AS AUTHORIZED BY TITLE FOUR OF THE CORPORATION AND ASSOCIATIONS ARTICLE OF THE ANNOTATED CODE OF MARYLAND, AS AMENDED.

FOURTH: THE PURPOSE FOR WHICH THE CORPORATION IS FORMED IS AS FOLLOWS:

To erect, purchase, lease or otherwise acquire, and to maintain and operate a Wholesale & Retail Produce sales operation. To purchase, acquire and sell to the general public Produce & General Merchandise of every kind. And to do all other things incidental to the business of conducting a Wholesale & Retail Sales business, or profitability therewith.

FIFTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS: 1509 Branchwood Terrace, Gambrills, Maryland 21054.

- ✓ The name and post office address of the Resident Agent of the Corporation in this State is: William S. Larrimore, 1509 Branchwood Terrace, Gambrills, Maryland 20754.

The Above registered agent is a resident of Maryland and a director of the Corporation.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

71898293

APPROVED FOR RECORD

7-8-87 at 9:48 a.m.

1987 SEP 22 AM 8:53

H. ERLE SCHAFER
CLERK

2934 1599

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
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~~XXXXXXXXXX~~ BOOK 202 PAGE 513

NINTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

TENTH: THAT PURSUANT TO THIS FOREGOING "PLAN TO ISSUE SECTION 1244 STOCK", THE CORPORATION SHALL OFFER FOR SALE AND ISSUE THE FOLLOWING NUMBER OF SHARES OF STOCK TO THE FOLLOWING INDIVIDUALS:

- A. 100 SHARES TO BLAINE EDMONDS
- B. 100 SHARES TO CURTIS J. EDMONDS

IN WITNESS WHEREOF, I HAVE SIGNED THESE ARTICLES OF INCORPORATION ON MAY 27, 1987, AND SEVERALLY ACKNOWLEDGE THE SAME TO BE OUR ACT.

WITNESS:

[Signature]

Blaine Edmonds
BLAINE EDMONDS
PRESIDENT

[Signature]

Curtis J. Edmonds
CURTIS S. EDMONDS
SECRETARY/TREASURER

2934 1601

0002 2071



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 514

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: 20 Organ. & Capitalization Name Change, 61 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), 52 Foreign Qualification Change of Name, 50 Cert. of Qual. or Req. Change of Principal Office, 51 Foreign Name Registration Change of Resident Agent, 13 Certified Copy 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

TOTAL FEES 40 Check Cash

Documents on checks

MAIL TO ADDRESS: William S. Larrimore, 1509 Branchwood Lane, Hanover, MD 21054

NOTE:

APPROVED BY: amb

2934 1602

0002 2072

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

BOOK 202 PAGE 515

ARTICLES OF INCORPORATION
OF
EDMONDS QUALITY PRODUCE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 8, 1987 AT 9:48 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:

\$

D2374718

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. LARRIMORE
1509 BRANCHWOOD TERRACE
GAMBRILLS MD 21054

008C3010701

A 235840



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2934 1536

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

[REDACTED] BOOK 202 PAGE 516

7-7-87 at 8:52 a.

ARTICLES OF INCORPORATION
OF

CHESAPEAKE OFFICE PRODUCTS, INC.

A MARYLAND CLOSE CORPORATION

amb

FIRST: The undersigned, WILLIAM R. SCHMIDT III, whose post office address is 7546 Ritchie Highway, Glen Burnie, Maryland, 21061, being at least eighteen (18) years of age, under and by virtue of the General Laws of the State of Maryland, does hereby form a corporation by the execution and the filing of these articles.

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

CHESAPEAKE OFFICE PRODUCTS, INC.

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

THIRD: The nature of the business and the objects and purposes to be transacted, promoted or carried on by the Corporation are as follows:

(a) To engage in all forms of distribution, sale and servicing of office equipment and related activities.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 597 Park Road, Severna Park, Maryland 21146. The Resident Agent of the Corporation is CHARLES H. COLLINS, whose post office address is 597 Park Road, Severna Park, Maryland 21146. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 5,000 shares without par value, all of which shares are of one class and are designated common stock.

HENRIE SCHAFER
CLERK

SEP 22 AM 8:53

1987 JUL -1 A 8 52

71888074

2934 1589

0002 2074

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

BOOK 202 PAGE 517

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. The name of the directors who shall act until the first annual meeting or until their successors are duly elected and have qualified are:

CHARLES H. COLLINS and MARY VOGT

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 stockholder:

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

(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 its dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent, in such manner 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.

2934 1590

0002 2075

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

BOOK 202 PAGE 518

(d) No holder of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors, in its discretion, may determine, and at such price as the Board of Directors, in its discretion, may fix; and any shares of 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 same existing.

(e) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter and by Section 4-504 of the Corporations and Associations Article of the Annotated Code of Maryland.

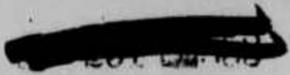
(f) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance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

(g) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of any class holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or

0002 2076

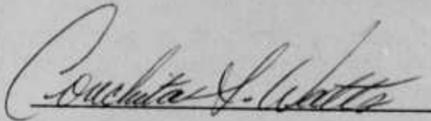
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 519

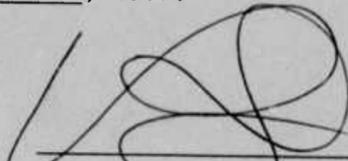


otherwise acquire the business, assets or franchise, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on this 6th day of July, 1987.



Witness



(SEAL)

WILLIAM R. SCHMIDT III

Faint, illegible text, possibly a stamp or watermark.

2934 1592

0002 2077



BOOK 202 PAGE 520

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious X Close X 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 40 Check Cash

Documents on checks

APPROVED BY: amb

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

MAIL TO ADDRESS William R. Schmidt III 7546 Ritchie Hwy Glen Burnie, Md 21061

NOTE:

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

BOOK 202 PAGE 521

ARTICLES OF INCORPORATION
OF
CHESAPEAKE OFFICE PRODUCTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 7, 1987 AT 8:52 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.

\$

D2374692

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 R. SCHMIDT, III
7546 RITCHIE HIGHWAY
GLEN BURNIE MD 21061

008C3010699

A 235838



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

2934 1588

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

BOOK 202 PAGE 522
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
7/2/87 at 9:12 .m.

1987 JUL - 7 A 9 12

ROSSITER ENTERPRISES, INC.

ARTICLES OF INCORPORATION
(Close Corporation)

FIRST: I, BELINDA ROSSITER, whose post office address is 8017 Cuba Drive, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

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

(1) To engage in the business of cleaning and maintaining, under contract or otherwise, residential or commercial buildings and all other buildings of whatever name and nature; to make estimates on and bid for the cleaning and maintenance of such buildings and to do every act and thing commonly done by cleaning and maintenance contractors.

(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 8017 Cuba Drive, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is Belinda Rossiter, 8017 Cuba Drive, Pasadena, Maryland 21122. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one hundred (100) shares of common stock, without par value.

SEVENTH: After the completion of the organization meeting of the director and the issuance of one or more shares of stock in the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one (1) Director, whose name is Belinda Rossiter.

1987 SEP 22 AM 8:53
H. ERLE SCHAFFER
CLERK

71888037

1

[ARTICLES, INC.]

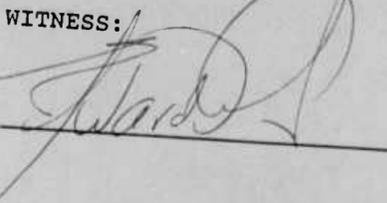
2834 1862

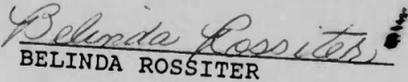
0002 2080

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

BOOK 202 PAGE 523

IN WITNESS WHEREOF, I signed these Articles of Incorporation
this 30th day of June, 1987, and I acknowledge the same to be my
act.

WITNESS:



BELINDA ROSSITER



BOOK 202 PAGE 524

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)	_____
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	_____	Certified Copy	Change of Resident Agent Address
56	_____	Foreign Penalty	_____
54	_____	For. Supplemental Cert.	_____
73	_____	Cert. of Conveyance	_____
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	Code _____
83	_____	Cert. Limited Partnership	ATTENTION: _____
84	_____	Amendment to Limited Partnership	_____
85	_____	Termination of Limited Partnership	_____
21	_____	Recordation Tax	MAIL TO ADDRESS: _____
22	_____	State Transfer Tax	<u>Edward Goh</u>
23	_____	Local Transfer Tax	<u>1021 Coyle Dr.</u>
31	_____	Corp. Good Standing	<u>apt. 206</u>
NA	_____	Foreign Corporation Registration	<u>Elba Burner, Ed 21061</u>
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES 40 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: A

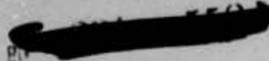
NOTE: _____

2934 1864

0002 2082

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

BOOK 202 PAGE 525



ARTICLES OF INCORPORATION
OF
ROSSITER ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 7, 1987 AT 9:12 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	\$
02375160		

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 D. GROH
1021 CAYER DRIVE, APT. 206
GLEN BURNIE MD 21061

008C3010746
A 235881



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2934 1861

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

1987 JUN 26 A 8 57

BOOK 202 PAGE 526

1987 JUL -7 A 8 56

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/7/87 at 8:56 .m.

ARTICLES OF INCORPORATION

OF

DAVID J. WOOD, CONTRACT HAULING, INC.

(A Close Corporation)

FIRST: The undersigned, David J. Wood, whose post office address is 8297 Elvaton Road, Millersville, Maryland 21108, being at least twenty-one (21) years of age, does hereby form a close corporation under the general laws of the State of Maryland.

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

David J. Wood, Contract Hauling, Inc.

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

- (1) To engage in the business of transporting heavy contractor's equipment; and to engage in any other lawful purpose and/or business.
- (2) To invest its funds in real estate, mortgages, stocks, bonds or any other type of investment or to own real or personal property necessary for the conduct of any business as described above.
- (3) To do anything permitted by the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 8297 Elvaton Road, Millersville, Maryland, Anne Arundel County, Maryland 21108. The name and post office address of the Resident Agent of the

71888077

1987 SEP 22 AM 8:53
H. ERLE SCHIAFER
CLERK

2934 1866

0002 2084

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

BOOK 202 PAGE 527

Corporation in Maryland is David J. Wood, 8297 Elvaton Road, Millersville, Maryland, Anne Arundel County, Maryland 21108. Said Resident Agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares without par value, all of one class.

SIXTH: The Corporation shall have two (2) directors. 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; and the name of the director who shall act until the first annual meeting, or until his successor is duly chosen and qualified is David J. Wood.

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 to 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 Amendment be made. All rights of stockholders are subject to this reservation.

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

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

2934 1867

0002 2085

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

BOOK 202 PAGE 528

(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 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 and acknowledged the same to be my act on this 22 day of June, 1987.

WITNESS:

Nina A. Hook

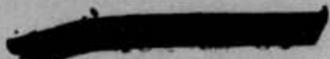
David J. Wood
David J. Wood

2934 1868

0002 2086

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

BOOK 202 PAGE 529



STATE OF MARYLAND, ANNE ARUNDEL COUNTY, TO WIT:

I HEREBY CERTIFY that on this 22nd day of June,
1987, before me, the undersigned officer, personally appeared David J. Wood,
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 notarial seal.

Theresa P. Hook
Notary Public

My Commission Expires 7/1/90

2934 1869

0002 2087



BOOK 202 PAGE 530

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>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)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent Address
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>Goodman, Cohen + Bennett</u>
	_____		<u>PO Box 909</u>
	_____		<u>Annapolis, Md 21404</u>

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

APPROVED BY: A

NOTE:

2934 1870

0002 2088

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.

BOOK 202 PAGE 531

ARTICLES OF INCORPORATION
OF
DAVID J. WOOD, CONTRACT HAULING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 7, 1987 AT 8:56 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 40

RECORDING
FEE PAID:

\$ 20

SPECIAL
FEE PAID:

\$

D2375178

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:
GOODMAN, COHEN & BENNETT, P.A.
P. O. BOX 909
ANNAPOLIS MD 21404

008C3010747

A 235882



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

2934 1865

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

BOOK 202 PAGE 532

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7-9-87 at 11:44a .m.

LUKE TATE GUYTON AND SON'S CONSTRUCTION COMPANY, INC.
ARTICLES OF INCORPORATION

FIRST: I, David Wofford Guyton, whose post office address is
P.O. Box 253, Deale, Maryland 20751 304 Oakwood Rd. Edgewater, Md.
being at least eighteen (18) years of age, hereby form a corporation under 2,1037
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 Luke Tate Guyton and Son's Construction Company,
Inc.

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

(1) To engage in every aspect of the business of construction and the
rendering of related services, including, but not limited to the buying,
selling, remodeling, and constructing of residential and commercial build-
ings and to engage in any other lawful purpose related to the construction
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 Cor-
poration in this State is P.O. Box 253, Deale, Maryland 20751
304 Oakwood Rd. Edgewater, Md.. The name and post office address of the Resi-
dent Agent of the Corporation in this State is David W. Guyton. Said Resi-
dent Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corpora-
tion 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 two (2),
which number 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.

hh:ll v b- 700 1871
RECORDED
C. A. COUNTY

1987 SEP 22 AM 8:53

71918150

H. ERLE SCHAFER
CLERK

2934 1872

0002 2090

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: David Wofford Guyton, President, P.O. Box 253, Deale, Maryland 20751 and John Felton Guyton, Sec. and Trea., 8514 Madison Street, New Carrollton, Maryland, 20784.

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

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

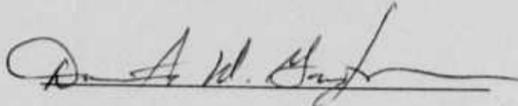
(2) The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications,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

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

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

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

7th IN WITNESS WHEREOF, I have signed these Articles of Incorporation this day of July, 1987, and I acknowledge the same to be my act.



David W. Guyton



BOOK 202 PAGE 534

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)

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

TOTAL FEES 46
Check Cash

Documents on checks

APPROVED BY: [Signature]

ATTENTION:

MAIL TO ADDRESS:
Nancy Jenkins
PO Box 142
Glen Burnie Md
21061

NOTE:

2934 1874

0002 2092

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

BOOK 202 PAGE 535

ARTICLES OF INCORPORATION
OF
LUKE TATE GUYTON AND SON'S CONSTRUCTION
COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 9, 1987 AT 11:44 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:

\$

D2375186

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:
NANCY GALE JENKINS
P. O. BOX 142
GLEN BURNIE

MD 21061

008C3010748

A 235883



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO 2934 1871

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

BOOK 202 PAGE 536

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION
7/9/87 APPROVED FOR RECORD
at 8:48

J.

~~71908121~~

A CLOSE CORPORATION
ARTICLES OF INCORPORATION
OF

HARBOUR TECH ASSOCIATES, INC.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, JACOB B. DAVIS, whose post office address is 7439 Baltimore-Annapolis Boulevard, Post Office Box 849, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

HARBOUR TECH ASSOCIATES, INC.

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

FOURTH: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, within the State of Maryland, or elsewhere, are as follows:

(a) To act as a construction manager and a general contractor respecting the construction of all types of buildings and structures.

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, to limit or restrict any other purpose, object or business, or to limit or restrict any of the powers of the Corporation, and the said Corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute

71908121

2932 2110

1987 SEP 22 AM 8:53
HENLE SCHAEFER
CLERK

0002 2094

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

BOOK 202 PAGE 537

upon corporations.

FIFTH: The post office address of the principal office of the Corporation in this State is 7954 Covington Avenue, Glen Burnie, Maryland 21061. The Resident Agent of the Corporation is JOHN W. KEITH, whose post office address is 7954 Covington Avenue, Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

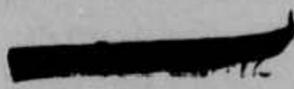
SIXTH: The Corporation shall have one (1) Director, JOHN W. KEITH, who shall act as such until such time as the First and Organizational Meeting of the Director and the issuance of one or more shares of stock of the Corporation have been completed. After such time the Corporation shall have no Board of Directors.

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

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

(a) Any Stockholder individually, or any firm of which any Stockholder may be a member, or any corporation or association of which any Stockholder may be an officer or director or in which any Stockholder may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided that in case a Stockholder, or firm of which a Stockholder is a member, or a corporation or association of which a Stockholder is an officer or director or in which a Stockholder is interested as the holder of any amount of its capital stock or otherwise, such fact shall be disclosed or shall have been known to the Stockholders or a majority thereof. Any Stockholder of the Corporation who is also a director or officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may

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



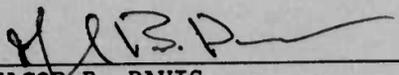
be counted in determining the existence of a quorum at any meeting of the Stockholders of the Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or association or were not so interested or were not a member of a firm so interested.

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

(c) Except as otherwise provided in this Charter or by the By-Laws of the Corporation, as from time to time amended, the business of the Corporation shall be managed by its Stockholders, who shall have and may exercise all the powers of the Corporation.

NINTH: Except as the By-Laws may otherwise provide, the Corporation shall indemnify any person against reasonable expenses to the extent that he has been successful in defense of any action, suit or proceeding to which he was made a party by reason of his serving or having served the Corporation, or any other entity at the request of the Corporation, in any capacity, while an officer of the Corporation. Except as the By-Laws may otherwise provide, no other indemnification shall be provided for any employee or agent of the Corporation, unless the Stockholders shall, in their discretion, subject to the By-Laws, so direct.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act on this 8th day of July, 1987.



JACOB B. DAVIS



BOOK 202 PAGE 539
STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02B 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	<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)	<input type="checkbox"/> Change of Name
52	_____	Foreign Qualification	<input type="checkbox"/> Change of Principal Office
50	_____	Cert. of Qual. or Req.	_____
51	_____	Foreign Name Registration	_____
13	<u>9</u>	<u>1</u> Certified Copy <u>3</u>	<input type="checkbox"/> Change of Resident Agent
56	_____	Foreign Penalty	_____
54	_____	For. Supplemental Cert.	<input type="checkbox"/> 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>Jacob Davis</u>
_____	_____	_____	<u>P.O. Box 849</u>
_____	_____	_____	<u> Glen Burnie Md</u>
_____	_____	_____	<u>21061-0849</u>

TOTAL FEES 49
 Check Cash

Documents on _____ checks

APPROVED BY: PCM

NOTE: _____

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

2932 2113

0002 2097

CLERK'S NOTATION
Document submitted for record
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duction.

BOOK 202 PAGE 540

ARTICLES OF INCORPORATION
OF
HARBOUR TECH ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 9, 1987 AT 8:48 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:

\$

D2375400

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
JACOB DAVIS
P. O. BOX 849
GLEN BURNIE

MD 21061 0849

009C3010770

A 235633



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

2932 2109

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

91

BOOK 202 PAGE 541

████████████████████

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

NANCY G. JENKINS, P.A. 7-9-89 at 11:44 a.m.

ARTICLES OF INCORPORATION

FIRST: I, Nancy G. Jenkins, whose post office address is 304 Oakwood Road, Edgewater, MD 21037, Maryland, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland, including the Professional Service Corporations Subtitle of the Corporations and Associations Article of the Maryland annotated Code, as amended.

SECOND: The name of the Corporation (which is hereafter called the Corporation") is Nancy G. Jenkins, P.A.

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

- (1) To engage in every aspect of the general practice of law and the rendering of legal services, including, but not limited to, providing legal services in connection with domestic relations, real estate, etc, and to engage in any other lawful purpose and business related to the practice of law.
- (2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Maryland Annotated Code, and as limited by the Professional Service Corporations Subtitle of said Corporations and Associations Article, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 304 Oakwood Road, Edgewater, MD 21037. The name and post office address of the Resident Agent of the Corporation in this State is Nancy G. Jenkins, 304 Oakwood Road, Edgewater, MD 21037. Said Resident Agent is an individual actually residing in the 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 number may be increased 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 or until their successors are duly chosen and qualified are: Nancy G. Jenkins.

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

71918151

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 H. ERLE SCHAFER
 CLERK

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BOOK 202 PAGE 544

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

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duction.

DOCUMENT CODE 02 BUSINESS CODE 06 COUNTY 52

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 40
Check Cash

Documents on checks

APPROVED BY: [Signature]

ATTENTION:
MAIL TO ADDRESS:
Nancy Jenkins
PO Box 142
Helen Burner, Md
21061

NOTE:

234 1879

0002 2100

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

BOOK 202 PAGE 545

~~██████████~~
ARTICLES OF INCORPORATION
OF
NANCY G. JENKINS, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 9, 1987 AT 11:44 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:

\$

D2375194

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:
NANCY G. JENKINS
P. O. BOX 142
GLEN BURNIE

MD 21061

008C3010749

A 235884



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

2934 1875

CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 202 PAGE 546

APPROVED FOR RECORD
7/10/87 at 9:16

ARTICLES OF INCORPORATION
OF
MARINE SPORTS, INC.

J.

FIRST: I, LOUIS PETER ALCAMO, JR. whose post office address is 175 Admiral Cochrane Drive, Annapolis, Maryland 21401, being at least 18 years of age, hereby form a corporation under and by virtue of the general laws of the State of Maryland.

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

MARINE SPORTS, INC.

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

- (1) To engage in the business of the sale and rental of boats, trailers and sporting equipment;
- (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

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H. ERLE SCHAFFER
CLERK

2932 2418

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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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BOOK 202 PAGE 550

(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.

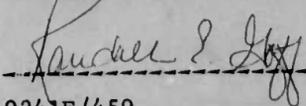
(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standard and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

(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.

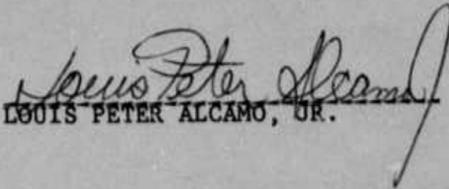
TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8th day of July, 1987, and I acknowledge the same to be my act.

WITNESS:



0241E/459



LOUIS PETER ALCAMO, JR.

- 5 -

2932 2422

0002 2104



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

BOOK 202 PAGE 551

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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	
20	23 20 20	Organ. & Capitalization	Name Change (New Name) _____
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)	_____ 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>1</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 _____	MAIL TO ADDRESS: _____
		Other _____	<u>Council, Baradel, Kosmerl & Nolan, P.A.</u>
			<u>222 Severn Ave</u>
			<u>P.O. BOX 3323</u>
			<u>Annapolis, Md. 21403</u>

TOTAL FEES 54
 Check _____ Cash _____
 _____ Documents on _____ checks

APPROVED BY: J.M.T.

CERTIFIED COPY MADE

2932 2423

0002 2105

CLERK'S NOTATION
Document submitted for record
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duction.

BOOK 202 PAGE 552

ARTICLES OF INCORPORATION
OF
MARINE SPORTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 10, 1987 AT 9:16 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 23

RECORDING
FEE PAID:

\$ 20

SPECIAL
FEE PAID:

\$

D2375889

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, P.A.
222 SEVERN AVENUE
P. O. BOX 3323
ANNAPOLIS

MD 21403

009C3010818

A 235678



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO 2932 2417

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

BUSINESS EQUITY ASSOCIATES, LTD.

FIRST: I. Howard Jay, whose post office address is 3 Church Circle, Suite 188, Annapolis, Md. 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: BUSINESS EQUITY ASSOCIATES, LTD.

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 manufacture, development, sales, leasing and rental of all manner and forms of electronic communications equipment;
- (2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;
- (3) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world;
- (4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipments;
- (5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation;
- (6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character;
- (7) To apply for, obtain, register, purchase, lease or otherwise acquired or own by concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, trade name or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;
- (8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any State, territory, municipality or other political subdivision, and to issue in exchange therefore, in the same manner provided by law, shares of the capital stock, bonds, or other obligations of the corporation; and while the holder or owner of any such shares of capital stock, script, voting trust certificates, bonds, mortgages or other

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H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
7/10/87 at 9:13 a.m.
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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 554

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 3 Church Circle, Suite 188, Annapolis, Md. 21401. The name and post office address of the Resident Agent of the Corporation are Howard Jay, 3 Church Circle, Suite 188, Annapolis, Md. 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 (5000) shares of capital stock without par value.

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

2932 2369

0002 2108

BOOK 202 PAGE 555

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:

Howard Jay

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

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

TENTH: The duration of this Corporation shall be perpetual.

2932 2370

0002 2109

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

BOOK 202 PAGE 556

~~204 3 33~~

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 15th day of April, 1987, and
I acknowledge the same to be my act.

WITNESS:

Deborah Reed

Howard Jay

Howard Jay

RACERASE BOND
SOUTHWORTH CO., U.S.A.
25% COTTON FIBER

2932 2371

0002 2110



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 557

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 descriptions of fees such as Organ. & Capitalization, Name Change, etc.

TOTAL FEES 40
Check Cash
Documents on checks

ATTENTION:

MAIL TO ADDRESS:
Howard Jay
3 Church Circle
#188
Annapolis, MD 21401

APPROVED BY: pcm

2982 2372

0002 2111

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

BOOK 202 PAGE 558

~~001~~

ARTICLES OF INCORPORATION
OF
BUSINESS EQUITY ASSOCIATES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 10, 1987 AT 9:13 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:

\$

D2375806

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:
HOWARD JAY
3 CHURCH CIRCLE, SUITE 188
ANNAPOLIS MD 21401

009C3010810

A 235670



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

AT5-080

2937 7367
0002 2112

BOOK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
7/14/87 at 10:44

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

ARTICLES OF INCORPORATIONS

OF

T.D. SKERRITT AND SON, INC.

J.

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

FIRST The undersigned Terry David Skerritt whose post office address is 505 Wilson Road, Crownsville, Maryland 21032, being at least 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 call the the "Corporation") is T.D. SKERRITT AND SON, INC.

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

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

(1) To engage in the general business of air conditioning and heating, selling, installing, maintaining, lease, rent or otherwise acquire, own operate, maintain, sell, trade deal in, equipment, goods, wares, and items of any kind and nature, and to carry on such business as lessors or rentors, to acquire all such equipment, supplies, materials and other articles as shall be necessary or incidental to the air conditioning and heating business in general and/or incidental to such business.

(2) To generally engage in, do, and perform any enterprise act or vocation that a natural person might or could do or perform.

(3) To do anything permitted in Section 2-103 of the

1987 SEP 22 AM 8:54
H. ERLE SCHAFER
CLERK

71958303

1987 JUL 14 A 10 44

2932 2768

0002 2113

001-17502

2

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

Corporations and Associates Article of the Annotated Code of Maryland, as amended from time to time.

(4) 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 the time to time vary any investment or employment of the capital of the Corporation.

(5) To build, erect, construct, alter, reconstruct and improve any and all buildings and structures upon any lands or waters whatsoever.

(6) To acquire, build, charter, buy, lease, rent, operate and use vehicles and other means of transportation of any kind of character whatsoever.

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

✓ FIFTH The Post office address of the principal office of the corporation in the State is 505 Wilson Road, Crownsville, Maryland 21032. The name and Post Office address of the Resident Agent of the Corporation in the State is Terry D. Skerritt, 505 Wilson Road, Crownsville, Maryland 21032.

SIXTH The total number of shares of capital stock which the Corporation has authority to issue is 1,000 shares common stock, without par value.

2932 2769

0002 2114

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

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 Terry Skerritt.

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 its shares of its stock of any class, whether now or hereinafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(2) Any directors individually, or any firm of which any directors 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 interested in any contract or transaction of the Corporation, and in the absence of fraud, no contract or other transaction shall be thereby effected or invalidated; provided that in case a director, or a firm of which a director is a member in 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 whom, or other form of which he is a member, is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such

2932 2770

0002 2115

director or officer of such other corporation or association or not so interested or a member of a firm so interested.

(3) Any contract, transaction or act of the Corporation 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.

(4) Unless the By-Laws otherwise provide, any officer or employee of the Corporation (other than a Director) may be removed at any time with or without cause by the Board of Directors or by any committed or superior officer upon whom such power of removal may be conferred by the By-Laws or by authority of the Board of Directors.

(5) The Corporation reserves the right from time to time to make any amendments to its Charter which may now or hereafter be authorized by law, 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 the change in the terms thereof shall be authorized by the holders of fifty-one (51%) percent of the shares or in writing with or without a meeting.

NINTH (1) As used in this Article Nineth, 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 for time to time, shall have the same meaning as provided in the Indemnification Section.

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

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 depends 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 proceedings, the Corporation shall not indemnify such corporate representative other than a present or former Director or Officer under the Indemnification Section unless 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 Director ii) an affirmative vote at a duly constituted meeting of a majority of all votes cast by stockholders who were not parties to the proceedings, that indemnification of such corporate representative than a present or former Director or Officer is proper in the circumstance.

TEN The duration of the Corporation shall be perpetual.

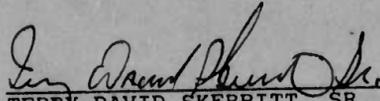
ELEVENTH The private property of the stockholders, directors and officers shall not be subject to the payments of corporate debts to any extent whatsoever.

TWELFTH With the consent in writing or pursuant to an affirmative vote of the holders of fifty-one (51%) percent of the voting stock issued and outstanding, the directors shall have Authority to dispose, in any manner, of thr whole property of

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satisfactory photographic repro-
duction.

this Corporation.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this June 8 day of June, 1987,
and I acknowledge the same to be my act.


TERRY DAVID SKERRITT, SR.



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 565

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 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.

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change (New Name). Rows include 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 54 Check Cash Documents on checks

ATTENTION: MAIL TO ADDRESS: Terry David Skerritt 505 Wilson Rd. Crownsville, Md. 21032

APPROVED BY: J.M.T.

CERTIFIED COPY MADE 2774

0002 2719

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.

[REDACTED]

BOOK 202 PAGE 566

ARTICLES OF INCORPORATION
OF
T.D. SKERRITT AND SON, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 14, 1987 AT 10:44 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:

\$

D2376184

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:
TERRY D. KERRITT
505 WILSON ROAD
CROWNSVILLE

MD 21032

010C3010848

A 235702



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

2932 2767

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

██████████
BOOK 202 PAGE 567
1987 JUL 10 A 9 25

ARTICLES OF INCORPORATION
OF
UTZ ENTERPRISES, INC.

FIRST: I, Robert W. Warfield, whose post office address is 4 Evergreen Road, Severna Park, Maryland, 21146, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the general laws of the State of Maryland.

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

UTZ ENTERPRISES, INC.

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

- (1) To engage in the business of dealing in real property and to perform in connection therewith any and all related services and to engage in any and all activities incident thereto.
- (2) To enter into partnerships, joint ventures and other business associations for any lawful purpose.
- (3) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real property 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.

RECEIVED FOR RECORD
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

1987 SEP 22 AM 8:54 71918093 1

H. ERLE SCHAFFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/10/87 at 9:25

0002 2121

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

~~201-53034~~ BOOK 202 PAGE 568

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

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

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

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

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duction.

BOOK 202 PAGE 569

purposes of carrying on any of the business of the character hereinbefore referred to.

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

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

(12) To purchase, hold and reissue 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.

BOOK 202 PAGE 570

FOURTH: The post office address of the principal office of the Corporation in this State is 1511 Ritchie Highway, Suite 105 Arnold, Maryland, 21012. The name and post office address of the Resident Agent of the Corporation in this State is W. F. Utz, 1511 Ritchie Highway, Suite 105, Arnold, Maryland, 21012. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 5000 shares of capital stock without par value.

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

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

The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: W. F. Utz, Robert W. Warfield and Michael L. Wilsman.

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

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

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

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

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

NINTH: (1) As used in his 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

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

BOOK 202 PAGE 572

BOOK 202 PAGE 572

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8th day of July, 1987, and I acknowledge the same to be my act.

WITNESS:
[Signature]

[Signature]
Robert W. Warfield

r.505735.aol



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 573

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 Req.
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: Corbin, Winfield, Schaff

4 Evergreen Rd
Severna Park Md

TOTAL FEES 42 Check _____ Cash _____

Documents on _____ checks _____

NOTE: 21146

APPROVED BY: PCM

2932 2829

0002 2127

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.

BOOK 202 PAGE 574

~~RECORDED~~

ARTICLES OF INCORPORATION
OF
UTZ ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 10, 1987 AT 9:25 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:

\$

D2376267

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:
CORBIN, WARFIELD, SCHAFFER
4 EVERGREEN RD.
SEVERNA PARK MD 21146

010C3010856

A 235710



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

2932 2822

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

~~108~~

BOOK 202 PAGE 575

J.

DENNIS GRUBB MEMORIAL SCHOLARSHIP FUND, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Peter W. Coakley, whose post office address is 1795 Rochester Street, Crofton, Maryland 21114; Leonard J. Popa, #3 Hobart Court, Randallstown, Maryland 21133; and Cynthia K. Hunt, 1620 Hog Farm Road, Millersville, Maryland 21108, being at least eighteen years of age, do hereby form a Corporation under the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is herein after called the Corporation) is Dennis Grubb Memorial Scholarship Fund, Inc.

THIRD: The purpose for which the Corporation is formed is as follows: May award one or several scholarships annually to men and/or women for the purpose of providing financial aid to obtain post-secondary education.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 1795 Rochester Street, Crofton, Maryland 21144. The name and post office address of the resident agent of the Corporation in Maryland is Peter W. Coakley, 1795 Rochester Street, Crofton, Maryland 21114.

FIFTH: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

HERBIE SCHAFER
CLERK

SEP 22 AM 8:54

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/14/87 at 10:15 .m.

1987 JUL 14 A 10:15

71958292

2534 2161

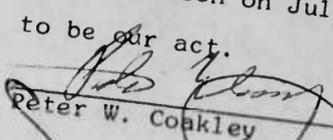
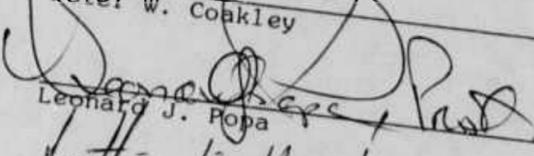
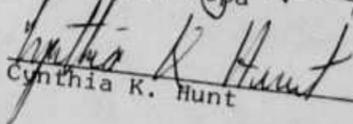
0002 2129

SIXTH: The number of directors of the Corporation shall be three which number may be increased or decreased pursuant to the bylaws of the Corporation, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Peter W. Coakley, Leonard J. Popa, and Cynthia K. Hunt.

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: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE THIRD hereof.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on July 7, 1987, and severally acknowledge the same to be our act.


Peter W. Coakley

Leonard J. Popa

Cynthia K. Hunt

2934 2162



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

BOOK 202 PAGE 577

DOCUMENT CODE 02 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>70</u>	Organ. & Capitalization	_____
61	<u>70</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	_____

TOTAL FEES 40
 Check _____ Cash _____
 Documents on _____ checks

Change of Name _____
 Change of Principal Office _____
 Change of Resident Agent _____
 Change of Resident Agent Address _____
 Code _____
 ATTENTION: _____
 MAIL TO ADDRESS: _____
Assoc. of Heating & Air Conditioning Contractors of Md., Inc.
P.O. Box 209
Severna Park, Md. 21146
 NOTE: _____

APPROVED BY: J.M.T.

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

2934 2163

0002 2131

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



000202132



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

BOOK 202 PAGE 578

ARTICLES OF INCORPORATION
OF
DENNIS GRUBB MEMORIAL SCHOLARSHIP FUND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 14, 1987 AT 10:15 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:

\$

D2376358

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:
ASSOC. OF HEATING & AIR
CONDITIONING CONTRACTORS OF MD.
P. O. BOX 209
SEVERNA PARK MD 21146

011C3010865

A 235902



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2934 2160

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

BOOK 202 PAGE 579

9. MID-ATLANTIC DOOR SERVICES CO.
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, KENNETH R. HORRELL, whose post office address is 107 Virginia Avenue, Pasadena, MD 21122, 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: MID-ATLANTIC DOOR SERVICES CO.

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

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

- (1) The sale, installation, repair, service and maintenance of commercial doors; 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 107 Virginia Avenue, Pasadena, MD 21122. The name and post office address of the Resident Agent of the Corporation in this State is Kenneth R. Horrell, 107 Virginia Avenue, Pasadena, MD 21122. Said Resident Agent is an individual actually residing in this State.

H. H. SCHAFER
CLERK

1987 SEP 22 AM 8:54

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

71958222

APPROVED FOR RECORD

7-14-87 at 9:21 a.m.

1987 JUL 14 A 9 21

2934 2143

0002 2134

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

BOOK 202 PAGE 580

~~CONFIDENTIAL~~ 13

SIXTH: The total number of shares which the Corporation has authority to issue is Eight Hundred (800) shares of common stock, without par value.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 13 day of July, 1987, and I acknowledge the same to be my act.

Kenneth R. Horrell
KENNETH R. HORRELL

W. E. BAKER
Trotan Bond
225 COTTON STREET



BOOK 202 PAGE 581

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)

Table with columns: CODE, AMOUNT, FEE REMITTED, 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, 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 48 Check Cash

Documents on checks

APPROVED BY: J.M.T.

CERTIFIED COPY MADE

2934 2145

0002 2136

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.

BOOK 202 PAGE 582

ARTICLES OF INCORPORATION

MID-ATLANTIC
DOOR SERVICES CO.

~~CONFIDENTIAL~~

HALL & DUVALL, P.A.
ATTORNEYS AT LAW
2320 MOUNTAIN ROAD
PASADENA, MARYLAND 21122

0002 2137

2

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

BOOK 202 PAGE 583

~~BOOK 202 PAGE 583~~
ARTICLES OF INCORPORATION
OF
MID-ATLANTIC DOOR SERVICES CO.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 14, 1987 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:

\$

D2376325

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:
HALL & DUVALL, P.A.
2520 MOUNTAIN RD.
PASADENA

MD 21122

011C3010862

A 235899



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2584 2142

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

GEORGETTE CORPORATION

A MARYLAND CLOSE CORPORATION ORGANIZED PURSUANT TO TITLE FOUR OF THE CORPORATIONS AND ASSOCIATIONS ARTICLE OF THE ANNOTATED CODE OF MARYLAND

ARTICLES OF INCORPORATION

FIRST: I, GEORGE C. PEVERLEY 111, WHOSE POST OFFICE ADDRESS IS 2314 MERRYMAN MILL ROAD, PHOENIX, MARYLAND 21131, BEING AT LEAST (21) YEARS OF AGE, HEREBY FORM A CORPORATION UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND.

SECOND: THE NAME OF THE CORPORATION (WHICH IS HERE-AFTER CALLED THE "CORPORATION") IS:

GEORGETTE CORPORATION

THIRD: THE CORPORATION SHALL BE A CLOSE CORPORATION AS AUTHORIZED BY 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 CONDUCT, MAINTAIN AND OPERATE THE BUSINESS OF SALES AND OR DISTRIBUTION OF HARDWARE GOODS AND OTHER MERCHANDISE OF EVERY KIND AND DESCRIPTION WHATSOEVER, AND TO GENERALLY CARRY ON AND OPERATE A SALES AND SERVICE BUSINESS.

2. TO CARRY ON, MAINTAIN AND OPERATE THE BUSINESS OF WAREHOUSING, STORING, PACKING, HAULING AND TRANSFERRING OF HARDWARE GOODS AND ANY OTHER MERCHANDISE, AND TO DO ANY SUCH THINGS DEEMED NECESSARY THERE TO. TO OWN, OPERATE, MAINTAIN, HOLD AND USE, PURCHASE, CONSTRUCT, LEASE OR OTHERWISE DISPOSE OF OR DEAL WITH EQUIPMENT, APPURTENANCES, MACHINES, PROPERTIES, AND ANY AND ALL OTHER PROPERTY, REAL, PERSONAL OR MIXED AND WHERESOEVER SITUATE, WHICH MAY BE NECESSARY OR USEFUL OF INCIDENT TO OR CONNECTED WITH THE USUAL CONDUCT OF THE BUSINESSES OF THE COMPANY.

3. TO MANUFACTURE, PROCESS, PURCHASE, SELL AND GENERALLY TO TRADE AND DEAL IN AND WITH GOODS, COMMODITIES, WARES AND MERCHANDISE OF EVERY KIND, NATURE AND DESCRIPTION, TO ENGAGE AND PARTICIPATE IN ANY MERCANTILE, MANUFACTURING OR TRADING BUSINESS OF ANY KIND OR CHARACTER WHATSOEVER, AND TO DO ANY AND EVERY ACT OR ACTS, THING OR THINGS NECESSARY OR INCIDENT TO, GROWING OUT OF, OR CONNECTED WITH THE USUAL CONDUCT OF SUCH BUSINESSES, OR ANY OF THEM, OR OF ANY PART OR PARTS THEREOF, FOR THE ACCOMPLISHMENT OF ANY OF SUCH PURPOSES.

1917 SEP 22 AM 8:54
H. FRILE SCHAFER
CLERK

71958296

2934 2160

0002 2139

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

P

APPROVED FOR RECORD
21487 at 9:54 .m.

1957 JUL 14 A 9 54

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

4. TO BUY, SELL, DEAL IN, LEASE, RENT, HOLD OR IMPROVE REAL ESTATE, AND THE FIXTURES AND PERSONAL PROPERTY INCIDENTAL THERETO OR CONNECTED THERewith, AND WITH THAT END IN VIEW TO ACQUIRE, BY PURCHASE, LEASE, HIRE OR OTHERWISE, LANDS, TENNEMENTS, HEREDITAMENTS, OR ANY INTEREST THEREIN, AND TO IMPROVE THE PROPERTY OF THE COMPANY, AND TO SELL, RENT, LEASE, MORTGAGE, PLEDGE OR OTHERWISE DISPOSE OF THE LANDS, TENEMENTS AND HEREDITAMENTS OR OTHER PROPERTY OF THE COMPANY.

5. TO ENGAGE IN ANY OTHER LAWFUL PURPOSE AND OR BUSINESS AND TO DO ANYTHING PERMITTED BY SECTION 2-103 OF THE CORPORATIONS AND ASSOCIATIONS ARTICLE OF THE ANNOTATED CODE OF MARYLAND, AS AMENDED FROM TIME TO TIME.

FIFTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 224 MOUNTAIN ROAD, PASADENA, MARYLAND 21122. THE NAME AND POST OFFICE ADDRESS OF THE RESIDENT AGENT OF THE CORPORATION IN THIS STATE IS MICHELLE R. PEVERLEY, 2314 MERRYMAN'S MILL ROAD, PHOENIX, MARYLAND 21131. SAID RESIDENT AGENT IS AN INDIVIDUAL ACTUALLY RESIDING IN THIS STATE.

SIXTH: THE TOTAL NUMBER OF SHARES OF CAPITAL STOCK WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS ONE THOUSAND (1,000) SHARES OF COMMON STOCK, WITHOUT PAR VALUE.

SEVENTH: THE CORPORATION ELECTS TO HAVE NO BOARD OF DIRECTORS. UNTIL THE ELECTION TO HAVE NO BOARD OF DIRECTORS BECOMES EFFECTIVE, THERE SHALL BE THREE (3) DIRECTORS, WHOSE NAMES ARE: MICHELLE R. PEVERLEY, GEORGE C. PEVERLEY 111, AND NANCY L. PEVERLEY.

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

2934 2181

0002 2140

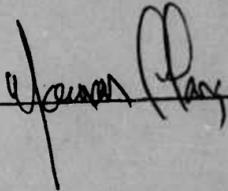
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

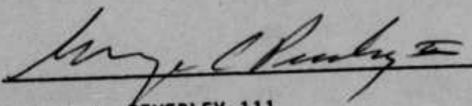
SECTION UNLESS AND UNTIL IT SHALL HVE BEEN DETERMINED AND AUTHORIZED IN THE SPECIFIC CASE BY (i) AN AFFIRMATIVE VOTE AT A DULY CONSTITUTED MEETING OF THE BOARD OF DIRECTORS WHO WERE NOT PARTIES TO THE PROCEEDING, OR, (ii) AN AFFIRMATIVE VOTE, AT A DULY CONSTITUTED MEETING OF A MAJORITY OF ALL THE VOTES 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 THIS CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, I HAVE SIGNED THESE ARTICLES OF INCORPORATION THIS 9 DAY OF July, 1987, AND ACKNOWLEDGE THE SAME TO BE MY ACT.

WITNESS:




GEORGE C. PEVERLEY, 111



STATE OF MARYLAND

BOOK

202 PAGE 587

State Department of Assessments and Taxation

Gene L. Burner, Director

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 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 Req., 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 [checked] Check Cash

Documents on checks

APPROVED BY: pem

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

MAIL TO ADDRESS: Georgette Corporation 224 Mountain Rd Pasadena Md 21122

NOTE:

294 2183

0002 2142

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

BOOK 202 PAGE 588

ARTICLES OF INCORPORATION
OF
GEORGETTE CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 14, 1987 AT 9:54 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

\$

D2376382

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:
GEORGETTE CORPORATION
224 MOUNTAIN ROAD
PASADENA

MD 21122

011C3010868

A 235905



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2334 2179

J.

NEW BEGINNINGS, INC., A CLOSE CORPORATION
ARTICLES OF INCORPORATION
STATE OF MARYLAND

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION
APPROVED FOR RECORD
7/13/82 at 9:40

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

FIRST:

THE UNDERSIGNED, Patrick E. Murphy whose Post Office Address is 6524 Bricktown Circle, Glen Burnie, Maryland 21061 being at least eighteen years of age does hereby form a corporation under the general laws of the State of Maryland.

SECOND:

The name of the corporation is NEW BEGINNINGS, INC. which is hereinafter called the Corporation.

THIRD:

THE PURPOSES FOR WHICH THIS CORPORATION IS FORMED ARE AS FOLLOWS: (a) To sell food and beverages, including beer and wine, retail and for wholesale on or off premises.

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

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

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

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

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

71948369

2934 2330

1987 JUL 13 P 9 40

1987 SEP 22 AM 8:54
H. FRILE SCHAFER
CLERK

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

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

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

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

(c) To do business anywhere in the world;

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

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

FOURTH:

✓ THE POST OFFICE of the principle office of the Corporation in Maryland is 6524 Bricktown Circle, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in Maryland is Patrick E. Murphy, 6524 Bricktown Circle, Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of Maryland.

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

FIFTH:

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

SIXTH:

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

NAME	Patrick E. Murphy
ADDRESS	6524 Bricktown Circle Glen Burnie, Maryland 21061

SEVENTH:

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

EIGHTH:

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

NINTH:

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

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

~~201 133 25~~

TENTH:

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

ELEVENTH:

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

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

TWELFTH:

THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation the 9th day of July, 1987.

Karen M. Voit
Witness

Patrick E. Murphy
Patrick E. Murphy, Incorporator

STATE OF MARYLAND

COUNTY OF ANNE ARUNDEL

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on the 9th day of July, 1987.

Karen M. Voit
Witness

Patrick E. Murphy
Patrick E. Murphy, Incorporator



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 593

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, 61, 62, 63, 64, 65, 66, 52, 50, 51, 13, 56, 54, 73, 75, 80, 83, 84, 85, 21, 22, 23, 31, NA.

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

TOTAL FEES 40 Check Cash

Documents on checks

APPROVED BY: J.M.T

Code ATTENTION:

MAIL TO ADDRESS: Many Happy Returns, Inc. 112-2nd Ave., S.W. Glen Burnie, Md. 21061

NOTE:

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

2934 2324

0002 2148

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

BOOK 202 PAGE 594

~~CONFIDENTIAL~~

ARTICLES OF INCORPORATION
OF
NEW BEGINNINGS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 13, 1987 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

\$

D2376580

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:
MANY HAPPY RETURNS, INC.
112-2ND AVE., S.W.
GLEN BURNIE MD 21061

011C3010888

A 235923



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2934 2319

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

BOOK 202 PAGE 595

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

9/13/87

at

9448

.m.

SILVERSTAR, INC.

ARTICLES OF INCORPORATION

FIRST: I, Thomas J. Aversa, Jr., whose post office address is 2634 Mountain Road, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the corporation is:

SILVERSTAR, INC.

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

(a) To engage in the business of performing investment and other consulting services for individuals, partnerships, corporations and any other type of entity; and to engage in any other lawful purpose and/or business.

(b) To purchase, sell, lease or otherwise acquire, hold, develop, improve, mortgage, exchange, let or in any manner encumber or dispose of real property, fee simple and leasehold, wherever situate.

(c) To borrow money and to pledge as collateral therefor, any and all of the assets of the Corporation.

(d) To engage in any other business of whatsoever kind and description within the State of Maryland or elsewhere

HERLE SCHAFER
CLERK

1987 SEP 22 AM 8:54

71948353

2934 2350

0002 2150

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

BOOK 202 PAGE 596

that may be directly or indirectly calculated to effectuate the objects and purposes of the Corporation or any of them.

(e) To acquire goodwill, trade name, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm or association or corporation engaged in a similar business, and to pay for same in cash and stock of this Corporation or otherwise.

(f) To take part in the management, supervision or control of the business or operations of any corporation or other entity in which the Corporation holds any shares, bonds, debentures or other securities or in which the Corporation owns any property, assets, or rights and for that purpose, to appoint and remunerate any accountants or other experts or agents.

(g) In general, to carry on any lawful business and to have and to exercise all powers conferred by the general laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon corporations of this character by said general laws, now or hereafter in force; and the enumeration of certain powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said Corporation is formed under these articles, conditions, and provisions herein

BOOK 202 PAGE 597
~~202 597~~

expressed and subject in all particulars to the limitations pertaining to corporations which are contained in the general laws of this State.

✓ FOURTH: The post office address of the place at which the principal office of the Corporation shall be located is 2634 Mountain Road, Pasadena, Maryland 21122. The Resident Agent of the Corporation is Thomas J. Aversa, Jr., whose post office address is 2634 Mountain Road, Pasadena, Maryland 21122. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock is ONE HUNDRED THOUSAND (100,000) shares at a par value of One Dollar (\$1.00) per share of one class of stock.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be changed in accordance with the By-Laws of the Corporation, but shall at no time 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 qualify are:

Albertus Fellingga
Nicolas Franssen
James Horrynga

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

BOOK 202 PAGE 598

[REDACTED] 1

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

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

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

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 599

[REDACTED]

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

EIGHTH: The above granted powers of the Corporation are in furtherance and not in limitation of the general powers conferred by law upon the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 8th day of July, 1987.

Bernadette S. Gesser
WITNESS

Thomas J. Aversa, Jr.
THOMAS J. AVERSA, JR.

STATE OF MARYLAND, Anne Arundel County, to wit:

I HEREBY CERTIFY, that on this 8th day of July, 1987, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared THOMAS J. AVERSA, JR., and acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS, my hand and Notarial Seal.

Bernadette S. Gesser
Bernadette S. Gesser
Notary Public

My Commission Expires:
July 1, 1990



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 600

BOOK 202 PAGE 600

DOCUMENT CODE 02

BUSINESS CODE 03

COUNTY 32

_____ 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	_____
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 _____
ATTENTION: _____

MAIL TO ADDRESS: _____
Thomas J. Aversa, Jr.
2634 Mountain Rd.
Pasadena, Md. 21122

TOTAL FEES 40
 Check _____ Cash _____
2 Documents on 1 checks (80.00)

NOTE:

APPROVED BY: J.M.T.

2934 2355

0002 2155

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.

ALL STATE LEGAL SUPPLY CO. VA

BOOK 202 PAGE 601

	ARTICLES OF INCORPORATION OF SILVERSTAR, INC.	Dated: July 2, 1987	714-77004
--	---	---------------------	----------------------

LAW OFFICES
Thomas J. Aversa, Jr.
2694 MOUNTAIN ROAD
PASADENA, MARYLAND 21122
13011255-1320

0002 2156

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

BOOK 202 PAGE 602

ARTICLES OF INCORPORATION
OF
SILVERSTAR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND JULY 13, 1987 AT 9:48 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:

\$

D2376622

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. AVERSA, JR.
2634 MOUNTAIN ROAD
PASADENA

MD 21122

011C3010892

A 235927



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2349

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

BOOK 202 PAGE 603

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/13/87

at

9:48

J.m.

DATA SOFT, INC.

ARTICLES OF INCORPORATION

FIRST: I, Thomas J. Aversa, Jr., whose post office address is 2634 Mountain Road, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the corporation is:

DATA SOFT, INC.

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

(a) To engage in the business of performing investment and other consulting services for individuals, partnerships, corporations and any other type of entity; and to engage in any other lawful purpose and/or business.

(b) To purchase, sell, lease or otherwise acquire, hold, develop, improve, mortgage, exchange, let or in any manner encumber or dispose of real property, fee simple and leasehold, wherever situate.

(c) To borrow money and to pledge as collateral therefor, any and all of the assets of the Corporation.

(d) To engage in any other business of whatsoever kind and description within the State of Maryland or elsewhere

H. ERLE SCHAFER
CLERK

1987 SEP 22 AM 8:54

2934 2337

0002 2158

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

BOOK 202 PAGE 605

expressed and subject in all particulars to the limitations pertaining to corporations which are contained in the general laws of this State.

✓ FOURTH: The post office address of the place at which the principal office of the Corporation shall be located is 2634 Mountain Road, Pasadena, Maryland 21122. The Resident Agent of the Corporation is Thomas J. Aversa, Jr., whose post office address is 2634 Mountain Road, Pasadena, Maryland 21122. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock is ONE HUNDRED THOUSAND (100,000) shares at a par value of One Dollar (\$1.00) per share of one class of stock.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be changed in accordance with the By-Laws of the Corporation, but shall at no time 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 qualify are:

Gerard Jansen
Hendrikus Smit
Koenraad Claessen

BOOK 202 PAGE 606

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

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

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



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

BOOK 202 PAGE 608

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>Thomas J. Aversa, Jr</u>
	_____	Other	<u>2634 Mountain Rd.</u>
	_____	Other	<u>Pasadena, Md. 21122</u>

TOTAL FEES 40
 Check _____ Cash _____

2 Documents on 1 checks (80.00)

APPROVED BY: J.M.T

NOTE: _____

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

2334 2362

0002 2162

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

ALL STATE LEGAL SUPPLY CO. VA.

BOOK 202 PAGE 609

	ARTICLES OF INCORPORATION OF DATA SOFT, INC.	Dated: July 2, 1987	LAW OFFICES Thomas J. Aversa, Jr. 2634 MOUNTAIN ROAD PASADENA, MARYLAND 21122 (301) 255-1320
--	--	---------------------	--

SOLD

8002 2163

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

BOOK 202 PAGE 610

~~201-1111~~
ARTICLES OF INCORPORATION
OF
DATA SOFT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 13, 1987 AT 9:48 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:

\$

D2376630

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. AVERSA, JR.
2634 MOUNTAIN ROAD
PASADENA MD 21122

011C3010893

A 235928



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

2934 2356

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
7/1/82 at 9:25 .m.

BOOK 202 PAGE 611

ARTICLES OF INCORPORATION
OF
BEST CONNECTION TRAVEL, LTD.
A MARYLAND CLOSE CORPORATION,
ORGANIZED PURSUANT TO TITLE 4 OF THE
CORPORATION AND ASSOCIATIONS ARTICLE OF THE
ANNOTATED CODE OF MARYLAND

FIRST: I, SAMUEL J. BROWN, whose post office address is 221 DUKE OF GLOUCESTER STREET, 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:

BEST CONNECTION TRAVEL, LTD.

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

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

- (1) to engage in, conduct, promote, advertise, and carry-on a travel service business, including arranging, planning, and booking of nationwide, worldwide and international passenger transportation, making reservations at hotels and resorts, making land arrangements for tours and local transportation and conducting tours on a commission basis or on a buy/sell or charter basis;
- (2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;
- (3) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world;
- (4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipments;
- (5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation;
- (6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character;
- (7) To apply for, obtain, register, purchase, lease or otherwise acquired or own by concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, trade name or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;
- (8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or

1987 SEP 22 AM 8:54
HERLE SCHAFER
CLERK

1987 JUN - 1 A 9 2

2933 1475

71828227

0002 2155

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satisfactory photographic reproduction.

BOOK 202 PAGE 612

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

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

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

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

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

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

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

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

✓ **FIFTH:** The post office address of the principal office of the corporation in this State is 221 DUKE OF GLOUCESTER STREET, ANNAPOLIS, MARYLAND 21401. The name and post office address of the Resident Agent is Samuel J. Brown, 221 Duke of Gloucester Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

2931 1535
2933 1476

CLERK'S NOTATION
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duction.

BOOK 202 PAGE 613

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 5000 shares of capital stock without par value.

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

Samuel J. Brown

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

NINTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 29 day of July, 19 87, and I acknowledge the same to be my act.

WITNESS:

James F. Carr

SAMUEL J. BROWN

2933 1477
2934 1536



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 614

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 Req.

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:

Samuel J. Brown

221 Duke of Gloucester St.

Annapolis, Md. 21401

TOTAL FEES

50

Check

Cash

Documents on

checks

NOTE:

APPROVED BY:

J.M.T.

2933 1478

2931 1537

0002 2168

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.

BOOK 202 PAGE 615

~~XXXXXXXXXX~~

ARTICLES OF INCORPORATION
OF
BEST CONNECTION TRAVEL, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 1, 1987 AT 9:25 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 21

RECORDING
FEE PAID:

\$ 20

SPECIAL
FEE PAID:

\$

D2371599

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
SAMUEL J. BROWN
221 DUKE OF GLOUCESTER STREET
ANNAPOLIS MD 21401

005C3010389

A 235288



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2903 1474

~~2901 1033~~

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

BOOK 202 PAGE 616

**ARTICLES OF INCORPORATION
OF
LIBERTY CAR PHONES, INC.**

mes J

THIS IS TO CERTIFY:

FIRST: I, **James L. Wint**, whose address is 1150 Silverleaf Drive, Arnold, Maryland 21012 being at least eighteen (18) years of age, do hereby form a Corporation under and by virtue of the General Laws of the State of Maryland.

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

LIBERTY CAR PHONES, INC.

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

(1.) To engage generally in the business of cellular communication device service, repair and parts supply and particularly in the sale, purchase, manufacture, installation, repair, service and distribution of all types of cellular communications devices together with all services allied thereto.

(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 1150 Silverleaf Drive, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State is **James L. Wint**, 1150 Silverleaf Drive, 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 Ten Thousand (10,000) shares having a par value of Ten (\$10.00) Dollars per share, all of one class and having an aggregate par value of One Hundred Thousand (\$100,000) Dollars.

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

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION 2933 1494

APPROVED FOR RECORD: 1557

June 30, '87 at *8:53 a.m.*

71828107

1

1987 SEP 22 AM 8:54
H. ERLE SCHAFER
CLERK

BALD & HALE
ATTORNEYS AT LAW
ANNAPOLIS, MD

0002 2178

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

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

The name of the Director who shall act until the first annual meeting or until his successor is duly chosen and qualifies is **James L. Wint.**

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

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

(4) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, provided such change shall have been authorized by the holders of two-thirds (2/3rds) of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting, 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.

BALD & HALE
ATTORNEYS AT LAW
ANNAPOLIS, MD

2933 1495

2931 1554

0002 2171

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

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

(6) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock; and shall have authority to exercise, without a vote of Stockholders, all powers of the Corporation, whether conferred by Law or by these Articles, to purchase, lease, or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

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 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, as amended from time to time, (the "Indemnification Section"), shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to a director and/or officer 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 on the 26 day of June, 1987.

Joni Marie Persua James L. Wint (SEAL)
James L. Wint

BALD & HALE
ATTORNEYS AT LAW
ANNAPOLIS, MD

2933 1496

2931 1555

0002 2172

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

BOOK 202 PAGE 619

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, To Wit:

I HEREBY CERTIFY that on this 26 day of June, 1987, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared JAMES L. WINT, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and he acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Seal Notarial.

Dorothy Mathias
NOTARY PUBLIC

My Commission Expires July 1, 1990

PDH:tmp D55 - L-6347

BALD & HALE
ATTORNEYS AT LAW
ANNAPOLIS, MD

2933 1497

2931 1556

0902 2173

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



MARYLAND

State Department of Assessments and Taxation

[Redacted]

BOOK 202 PAGE 620

25910

DATE: June 23, 1987

You are advised that the application to reserve the name

LIBERTY CAR PHONES, INC.

has been received. The Department finds that the said name is available for corporate or limited partner-
ship use and has reserved it for your exclusive use for a period of thirty days from the date hereof.

6/29/87

BY:.....JOSEPHINE MOSS.....

AT-5-040

1987 JUN 30 8 55

2933 1496

2931 1557

0002 2174



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

BOOK 202 PAGE 621

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	
50	_____	Cert. of Qual. or Req.	_____ Change of Principal Office
51	_____	Foreign Name Registration	
13	<u>10</u>	<u>1</u> Certified Copy <u>4 pages</u>	_____ 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 _____	
	_____	Other _____	

TOTAL FEES 50
 Check _____ Cash _____

Documents on _____ checks

MAIL TO ADDRESS: Phillip D. Hale, P.O. Box 947, Annapolis, Md. 21404

NOTE:

APPROVED BY: amb

2933 1499

2971 1558

0002 2175

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

BOOK 202 PAGE 622

~~RECORDED~~
ARTICLES OF INCORPORATION
OF
LIBERTY CAR PHONES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 30, 1987 AT 8:55 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:

\$

D2371623

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:
PHILLIP D. HALE
P. O. BOX 947
ANNAPOLIS

MD 21404

005C3010392

A 235291



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO. 235291

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

BOOK 202 PAGE 623

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
7/6/82 at 10:03 .m.

THC BUILDERS, INCORPORATED

A Maryland Close Corporation
Organized Pursuant to Title 4 of
the Corporations and Associations
Article of the Annotated Code of
The State of Maryland

ARTICLES OF INCORPORATION

FIRST: I, Christopher R. Wampler whose post office address is 3413 Canberra Street, Silver Spring, Maryland, being at least eighteen (18) years of age hereby form a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter referred to as the "Corporation") is THC BUILDERS, Incorporated.

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

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

(1) To serve in an advisory, managerial, and consultative capacity generally in the business of providing, promoting, and establishing systems, methods, controls for construction and managerial efficiency and operations.

To engage in the business of and to act as general contractors, miners, dredgers, excavators, welldiggers, carpenters, woodworkers, cabinet makers, plumbers, electricians, drilling contractors, riveters, acoustical contractors, glaziers, roofers, tinsmiths, floorers, tile contractors, bricklayers, sod carriers, masons, quarry owners and operators, machinists, and to engage in administrative functions necessary to operate a business whose primary purpose is bulding and dwelling construction.

To buy, aquire, lease, sell, and otherwise deal in lands and interest in lands; to construct, erect, hold, improve, develop, maintain, operate, let

1987 JUL -6- 9 10 03

1987 SEP 22 AM 8:54
HELEN E. SCHAFER
CLERK

71878195

2933 1501

~~2934 1500~~

0002 2177

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

BOOK 202 PAGE 624

lease, mortgage, sell, and dispose of real or personal property of all kinds, including but not limited buildings and dwellings.

To import, export, manufacture, 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 engage in any other lawful purpose and 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.

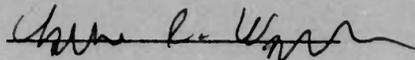
✓ FIFTH: The post office address of the principle office of the Corporation in this State is 822 Bywater Farm Road Annapolis, Md. 21401.

The name and post office of the Resident Agent of the Corporation in this State are Christopher R. Wampler, 3413 Canberra Street, Silver Spring, Maryland Said Resident Agent is an individual actually residing in this State

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is five-thousand (5000) shares of common stock, 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 Tony Janowskie

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 6th day of July, 1987, and I acknowledge the same to be my act



Christopher R. Wampler

2933 1502

2931 1561

0002 2178



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

BOOK 202 PAGE 625

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	F&E 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>8</u>	<u>1</u> Certified Copy <u>2</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>Christopher R. Wampler</u>
	_____		<u>3413 Canberra St</u>
	_____		<u>Silver Spring, Md.</u>
	_____		<u>20904</u>

TOTAL FEES 48 _____ Check Cash

Documents on _____ checks

NOTE:

APPROVED BY: J.M.T.

CERTIFIED COPY MADE

2933 1503

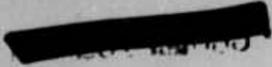
2931 1562

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

0002 2179

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

BOOK 202 PAGE 626



ARTICLES OF INCORPORATION
OF
THC BUILDERS, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 6, 1987 AT 10:03 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:

\$

D2371631

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:
CHRISTOPHER R. WAMPLER
3413 CANBERRA STREET
SILVER SPRING MD 20904

005C3010393

A 235292

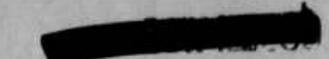


RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO

2933 1388

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

BOOK 202 PAGE 627



ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
7/6/87 at 8:49

1987 JUL -6 A 8 49

OF

AMERICAN BUSINESS TECHNOLOGIES INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, whose post office address is 2910 W. Almondbury Dr., Pasadena, MD 21122 being of full legal age, do, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations declare my intention of forming a corporation, pursuant to the provisions of the Corporations and Associations Article, Annotated Code of Maryland, Sections 4-101, et seq.

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

AMERICAN BUSINESS TECHNOLOGIES INC.

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

1. To operate the business of the manufacture, assembly, creation, repair, sale, and distribution of any and all products or services especially related but not limited to computer software and hardware.
2. To acquire, operate, lease, buy, sell and deal in stores, stations and other places for any of the business of this Corporation.

1987 SEP 22 AM 8:54
H. ERLE SCHAFER
CLERK

71878151

2933 1535

~~2933 1535~~

0002 2181

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

BOOK 202 PAGE 628

[REDACTED]

3. To do any and all lawful acts and things usual, necessary, incidental or convenient in connection with the manufacture and distribution of the above items, including the right to deal in and with such other kinds of merchandise as may be useful, necessary or convenient in connection with any of said businesses.

4. To manufacture, purchase or otherwise acquire goods, wares, merchandise and personal property of every class and description, and to hold, own, sell or otherwise dispose of, trade in, and deal with the same.

5. To appoint agents in this and foreign countries and to do any act or thing pertaining to foreign and domestic trade.

6. To act as financial business agent for domestic or foreign corporations, individuals, partnerships, states, associations or other bodies.

7. To borrow or raise monies for any of the purposes of the Corporation, and to issue bonds, debentures, or other obligations of the Corporation and, at the option of the Corporation, to secure the same by mortgage, pledge, deed of trust or otherwise.

8. To acquire and undertake the good will, property rights, franchises, contracts and assets of every manner and kind and the liabilities of any person, firm, association or corporation, either wholly or in part, and pay for the same in cash, stock or bonds of the Corporation, or otherwise.

9. To apply for, purchase, register or otherwise acquire any patent rights, licenses, trademarks, tradenames and copyrights, to hold, use, exercise or develop or grant licenses in respect of the property and rights so acquired.

2933 1536

2931 185

0002 2182

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

BOOK 202 PAGE 629

10. In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of the State of Maryland upon corporations formed under said laws, and to do any and all the rights hereinbefore set forth to the same extent a natural person might or could do.

11. It is intended that each of the objects, purposes and powers hereinabove set out shall be regarded as an independent object, purpose and power and, in addition to all the powers conferred by the laws of the State of Maryland, the Corporation shall have the power to do any and all lawful acts and to carry on any other business which may be usual, necessary, incidental or convenient in connection with any businesses, objects and powers of the Corporation as above expressed.

✓ FOURTH: The principal office of the corporation in the State of Maryland will be located at 2910 W. Almondbury Dr, Pasadena, MD 21122 and, Randall L. Ambuel a citizen of the State of Maryland, and actually residing therein, and whose post office address is 2910 W. Almondbury Dr., Pasadena, MD 21122, shall act as resident agent of the corporation.

FIFTH: The total number of shares of stock which the corporation has authority to issue is 60,000 shares without par value, all of one class.

SIX: The corporation shall have three directors:

Wayne W. Boblitt

Randall L. Ambuel

Clarence L. Martin

2933 1537

2931 1596

0002 2183

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

BOOK 202 PAGE 630

[REDACTED]

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
seal this 6'th day of July, 1987.

TEST:

Randall L. Ambuel

(SEAL)

2933 1538

2931 1597

0002 2184

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

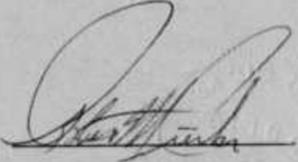
~~001 57001~~

BOOK 202 PAGE 631

STATE OF MARYLAND, TO WIT:

I HEREBY CERTIFY that on this 6'th day of July, 1987, before me,
the subscriber, a Notary Public of the State of Maryland, personally
appeared Randall L. Ambuel, the party named in the foregoing Articles of
Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.



NOTARY PUBLIC

2933 1539

2931 1598

0002 2185



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 632

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 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, 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 251 Check Cash

Documents on checks

APPROVED BY: J.M.T

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

Code ATTENTION: MAIL TO ADDRESS: Randall L. Ambuel 2910 W. Almondbury Dr Pasadena, Md 21122

NOTE:

2933 1540 2931 1539

0002 2186

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

BOOK 202 PAGE 633

ARTICLES OF INCORPORATION
OF
AMERICAN BUSINESS TECHNOLOGIES INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 6, 1987 AT 8:49 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 220

RECORDING
FEE PAID:

\$ 20

SPECIAL
FEE PAID:

\$

D2371706

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:
RANDALL L. AMBUEL
2910 W. ALMUNDBURY DRIVE
PASADENA MD 21122

005C3010400

A 235299



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 2933 1534
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2934 1534

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

BOOK 202 PAGE 634

ARTICLES OF INCORPORATION

FIRST: I, David R. Sanders, the Incorporator, whose address is 1110 Vermont Avenue, N.W., Washington, D.C. 20005, being at least eighteen years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

Handwritten initials

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

CARTER TRANSPORTATION, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION THIRD: The purposes for which the Corporation is formed are:

- APPROVED FOR RECORD *9-2-89 at 10:56A*
- (a) To lease trucks to others for the hauling of trailers and goods;
 - (b) To lease truck trailers to others for the hauling of goods;
 - (c) To provide contract and common carrier services; and
 - (d) To carry on such other business as may be necessary, convenient, or desirable to accomplish the above purposes, and to do all other things incidental thereto which are not forbidden by law or by these Articles of Incorporation.

FOURTH: The address of the principal office of the Corporation in this State is 278 Thor Bridge Road, Severna Park, Maryland 21146. The name and address of the resident agent of the Corporation in this State is Milton C. Armes, 278 Thor Bridge Road, Severna Park, Maryland 21146.

✓

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is 5,000 shares of Common Stock, without par value.

SIXTH: The number of directors of the Corporation shall be three (3), which numbers may be increased or decreased pursuant to the Bylaws 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; 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.

1987 SEP 22 AM 8:54
H. ERLE SCHAFER
CLERK

71878896

71878139

2933 1553

2931 1512

0002 2188

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

BOOK 202 PAGE 635

The names of those who will serve as directors until the first annual meeting and until their successors are elected and qualify are Milton C. Armes, Josephine E. Armes and Paul A. Kelly.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act this 1st day of July, 1987 and further acknowledge that, to the best of my knowledge the matters and facts set forth herein are true in all material respects under the penalties of perjury.

David R. Sanders

David R. Sanders

2933 1854
2931 1613



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

BOOK 202 PAGE 636

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

DOCUMENT CODE 02 6 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>20</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 <u>07</u>
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>CT</u>

TOTAL FEES 48
Check _____ Cash _____

Documents on _____ checks _____

NOTE: _____

APPROVED BY: [Signature]

CERTIFIED COPY MADE

2933 1555

2931 1614

0002 2190

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

BOOK 202 PAGE 637

ARTICLES OF INCORPORATION
OF
CARTER TRANSPORTATION, INC.

STATE OF MARYLAND

Retrun To: C T CORPORATION SYSTEM
Attn: Kathryn H. Stevenson
1030-15th Street, N.W.
Washington, D.C. 20005

0002 2191

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

BOOK 202 PAGE 638

~~XXXXXXXXXX~~

ARTICLES OF INCORPORATION
OF
CARTER TRANSPORTATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 2, 1987 AT 10:56 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:

\$

02371730

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:
CT CORPORATION SYSTEM
32 SOUTH STREET
BALTIMORE MD 21202

009C3010403

A 235302



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2933 1552
3371 1011

0002 2192

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

BOOK 202 PAGE 639

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7-6-87 at 10:39 a.m.

CHASE COMMUNICATIONS CORPORATION

A CLOSE CORPORATION UNDER TITLE IV

ARTICLES OF INCORPORATION

FIRST: The undersigned Gary A. Holcomb and Judith O. Holcomb, whose post office address is 1741 Mayfair Place, Crofton, Maryland 21114, 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 Chase Communications Corporation.

THIRD: The Corporation shall be a close corporation as authorized by Title IV.

FOURTH: The purpose for which the Corporation is formed is to engage in any lawful act or activity for which authorized corporations may be organized under the laws of the State of Maryland, including, but not limited to, the sale and/or lease of telecommunications and similar electronic equipment.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 2151 Defense Highway, Suite H, Crofton, Maryland 21114, which is located in Anne Arundel County. The name and post office address of the resident agent of the Corporation in Maryland are Gary A. Holcomb, 1741 Mayfair Place, Crofton, Maryland 21114, which is located in Anne Arundel County. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is 5000 shares of common stock, each having no par value.

1987 SEP 22 AM 8:54
H. ENLE SCHAFER
CLERK

71878607

2933 1651

~~2931 1697~~

0002 2193

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

BOOK 202 PAGE 640

██████████

SEVENTH: The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than one (1); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Gary A. Holcomb and Judith O. Holcomb.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation and severally acknowledged the same to be our act this 2nd day of April, 1987.

Gary A. Holcomb
GARY A. HOLCOMB

Judith O. Holcomb
JUDITH O. HOLCOMB

2933 1652

2931 1698

0002 2194



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 641

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

DOCUMENT CODE 028 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 codes 20-73 for various fees like Organ. & Capitalization, Rec. Fee, Foreign Name Registration, etc.

TOTAL FEES 48
Check Cash

Documents on checks

ATTENTION:

MAIL TO ADDRESS:

Gary Holcomb
1741 Mayfair Place
Croyton Md 21114

NOTE:

APPROVED BY: [Signature]

CERTIFIED COPY MADE

0002 2195

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

BOOK 202 PAGE 642

~~001 075~~
ARTICLES OF INCORPORATION
OF
CHASE COMMUNICATIONS CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 6, 1987 AT 10:39 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ 20	\$ 20	\$
D2371847		

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 A. HOLCOMB
1741 MAYFAIR PLACE
CROFTON MD 21114

005C3010414
A 235312



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2933 1650
~~2931 1695~~

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

BOOK 202 PAGE 643

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION APPROVED FOR RECORD

7/15/87 at 9:12 .M.

FIRST: I, Frank Yozsa III, whose address is 53 Fox Run Way, Arnold, Maryland 21012, being at least eighteen years of age, am hereby forming a corporation under and by virtue of the general laws of the State of Maryland.

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

BLUE FOX BUILDERS, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, within the State of Maryland, or elsewhere, are to carry on, conduct and engage in any business or activity not contrary to the General Corporation Law of Maryland, and to have and exercise all of the powers conferred upon corporations formed thereunder, including the power or powers, for its own account and for or on the account of others:

- (1) To carry on, conduct and engage in the business of a general contractor, construction company and builder and to engage and deal in all aspects of the business or businesses of construction, building, contracting, subcontracting, repairing, remodeling, altering, rehabilitating, designing, dwellings, structures and realty, of every nature and description, and the accessories, appurtenances and fixtures thereon and thereto;
- (2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;
- (3) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world;
- (4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipment;
- (5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation;
- (6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character;
- (7) To apply for, obtain, register, purchase, lease or otherwise acquire or own by concessions, rights, options, patents, patent rights, privileges, inventions, processes, copy-

H. ERLE SCHAFER
CLERK

1987 SEP 22 AM 8:54

71968076

2933 1127

0002 2197

BOOK 202 PAGE 644

rights, trade-marks, trade names or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;

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

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

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

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

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

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

BOOK 202 PAGE 645

(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 address of the principal office of the Corporation in this State is 53 Fox Run Way, Arnold, Maryland 21012. The name and address of the Resident Agent of the Corporation in this State is Frank Yozsa, III, 53 Fox Run Way, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this State. ✓

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

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased pursuant to the By-laws of the Corporation, but shall never be less than one (1). The name of the Director who shall act until the first annual meeting and until a successor shall be duly chosen and qualified shall be Frank Yozsa, III.

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, of the Director and Stockholders:

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

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

BOOK 202 PAGE 646

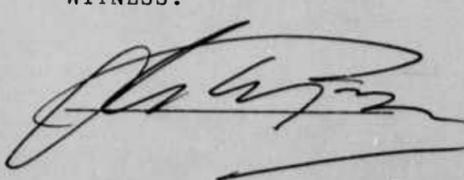
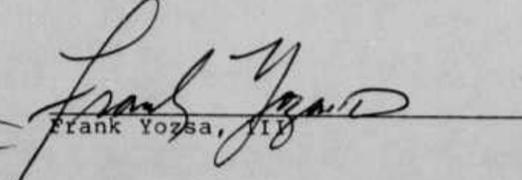
(2) Any Director, individually, or any firm of which any Director may be a member, or any corporation or association of which any Director may be an Officer or Director or in which any Director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided, however, that in the event that a Director, or any firm of which a Director is a member, or any corporation or association of which a Director may be an Officer or Director is so interested, such fact shall be disclosed or shall have been known to the Board of Directors of the Corporation or a majority thereof, and any Director of the Corporation who is also a Director or Officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at the meeting of the Board of Directors of the Corporation which shall authorize, ratify, or confirm any such contract or transaction with like force and effect as if he were not such a Director or Officer of such other corporation or association or not so interested or a member of a firm so interested.

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

NINTH: The duration of the Corporation shall be perpetual.

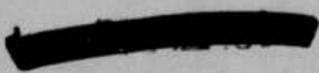
IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 13 day of July, 1987, and I acknowledge the same to be my act;

WITNESS:



Frank Yozsa, NY

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

BOOK 202 PAGE 647



STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 13th day of July, 1987, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Frank Yozsa, III, who acknowledged the foregoing Articles of Incorporation consisting of four (4) pages to be his act.

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

Suzanne M Calvert
Notary Public

My Commission expires: July 1, 1990





STATE OF MARYLAND
State Department of Assessments and Taxation

BOOK 202 PAGE 648

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

20 20 Organ. & Capitalization
61 20 Rec. Fee (Arts. of Inc.)
62 _____ Rec. Fee (Amendment)
63 _____ Rec. Fee (Merger or Consolidation)
64 _____ Rec. Fee (Transfer)
65 _____ Rec. Fee (Dissolution)
66 _____ Rec. Fee (Revival)
52 _____ Foreign Qualification
50 _____ Cert. of Qual. or Req.
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: _____

Frank Upgass
53 Fort Belvoir Way
Annapolis, Md 21012

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 reproduction.

2935 1132

0002 2202

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 649

~~201 123 304~~
ARTICLES OF INCORPORATION
OF
BLUE FOX BUILDERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 15, 1987 AT 9:12 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:

\$

D2378008

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

012C3011030

A 236050



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2955 1126

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 202 PAGE 650

APPROVED FOR RECORD

7/15/87 4:00

ONE TSA CORPORATION

ARTICLES OF INCORPORATION
(Close Corporation)

FIRST: I, GARY A. CARR, whose post office address is 796 Cool Glade Court, 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 referred to as "Corporation") is ONE TSA CORPORATION.

THIRD: The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Maryland Annotated Code.

FOURTH: The purposes for which the Corporation is formed are:

(1) To sell, trade, exchange in computer products and equipment and consult with users.

(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 796 Cool Glade Court, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in this State is Gary A. Carr, 796 Cool Glade Court, Millersville, Maryland 21108. 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 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. The names of the officers who shall act as Directors until the first annual meeting or until successors are duly chosen and qualified are: President, Gary A. Carr; Vice-President, Steve Carson.

EIGHTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accor-

1987 SEP 22 AM 8:54
H. G. SCHAFER
CLERK

1

[ONETSA.INC]

2935-1255

71978033

0002 2204

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 651

dance with Section 2-418 of the Corporations and Associations
Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I signed these Articles of Incorporation
this 15th day of July, 1987, and I acknowledge the same to be
my act.

WITNESS:

Stu Carr

Gary A. Carr
GARY A. CARR



STATE OF MARYLAND

BOOK 202 PAGE 652

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 052

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

CODE AMOUNT FEE REMITTED

20 20 Organ. & Capitalization
61 20 Rec. Fee (Arts. of Inc.)
62 Rec. Fee (Amendment)
63 Rec. Fee (Merger or Consolidation)
64 Rec. Fee (Transfer)
65 Rec. Fee (Dissolution)
66 Rec. Fee (Revival)
52 Foreign Qualification
50 Cert. of Qual. or Req.
51 Foreign Name Registration
13 11 2 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:

MAIL TO ADDRESS:

Gene Carr
296 Coal Block Co
Millersville, Md 21108

TOTAL FEES

Check \$105 Cash

Documents on checks

NOTE:

APPROVED BY: A

CERTIFIED COPY MADE

2935 1297

0002 2206

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 653

ARTICLES OF INCORPORATION
OF
ONE TSA CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 15, 1987 AT 4:00 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.

\$

02378230

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 A. CARR
796 COOL GLADE COURT
MILLERSVILLE MD 21108

012C3011053

A 236065



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO.

2935 1254



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burnet, Director

BOOK 202 PAGE 656

DOCUMENT CODE

02

BUSINESS CODE

03

COUNTY

52

#

P.A.

Religious

Close

Stock

Nonstock

Surviving

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 202 PAGE 654

ARTICLES OF INCORPORATION

STATE OF MARYLAND

OF

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

7/14/87 at 10:39 a.m.

EXCLUSIVE APPAREL OF MARYLAND, INC.

I the undersigned, being a natural person and of full age do hereby organize a Corporation pursuant to the provisions of the Maryland Business Corporation Law, and do hereby certify and set forth as follows:

FIRST: The name of the Corporation is:

EXCLUSIVE APPAREL OF MARYLAND, INC.

SECOND: The purpose or purposes for which the corporation is formed is:

To engage in the business of retail sales of ladies and girls clothing.

THIRD: The aggregate number of shares which the corporation shall have authority to issue is 5000 shares, all of which shall be without par value.

FOURTH: The initial principal office within the State of Maryland will be Store No. G, Baybridge Market Place, 595 Revells Highway, Annapolis, Maryland 21401.

The Resident Agent of the Corporation and his address will be Theodore Kligman, Esq., 401 Kimblewick Drive, Silver Spring, Maryland 20904.

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is Two. The name and address of each person who is to serve as a director until the first annual meeting of

1987 JUL 14 A 10:39

1987 SEP 22 AM 8:54

71958320

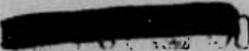
H. ERLE SCHAFER
CLERK

2935 1158

0002 2208

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 657


ARTICLES OF INCORPORATION

STATE OF MARYLAND

OF

EXCLUSIVE APPAREL OF MARYLAND, INC.

0002 2209

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 658

~~XXXXXXXXXX~~
~~XXXXXXXXXX~~

ARTICLES OF INCORPORATION
OF
EXCLUSIVE APPAREL OF MARYLAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 14, 1987 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

\$

D2378081

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:
XL CORPORATE SERVICES
62 WHITE STREET
NEW YORK NY 10013

012C3011038

A 236051



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 1157

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 659

ARTICLES OF INCORPORATION
OF
J. LEE, INC.

amb

FIRST: I, ANDREW SCOTT CHELLIS,
whose post office address is 9 Whittier Court, Severna
Park, Maryland 21146 being at least eighteen
(18) years of age, hereby form a corporation under
and by virtue of the State of Maryland.

SECOND: The name of the Corporation (which
is hereafter referred to as the "Corporation") is
J. LEE, INC.

THIRD: The purposes for which the
corporation is formed are:

(1) To engage in the sales, design and
installation of kitchen cabinets and bathroom vanities.

(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
9 Whittier Court, Severna Park, Maryland 21146.
The name and post office address of the Resident Agent
of the Corporation in this State are ANDREW SCOTT
CHELLIS,
9 Whittier Court, Severna Park, Maryland 21146.
Said redsident agent is an individual actually
residing in this State.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

71968119

APPROVED FOR RECORD 1286

-1 July 15, 87 at 8:15 a.m.

1987 SEP 22 AM 8:55
H. ENLE SCHAFER
CLERK

1987 JUL 15 P 8:17

0002 2211

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 660

FIFTH The total number of shares of capital stock which the corporation has authority to issue is five thousand (5000) shares of common stock, without par value.

SIXTH: The number of directors of the corporation shall be 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:

ANDREW SCOTT CHELLIS

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:

BOOK 202 PAGE 661
████████████████████

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

CLERK'S NOTATION
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duction.

BOOK 202 PAGE 662



IN WITNESS WHEREOF, I have signed these
Articles of Incorporation this 19
day of June 1987, and I
acknowledge the same to be my act.

Andrew Scott Chellis
ANDREW SCOTT CHELLIS

/jwr

SPHINX
ERASABLE
MEMORANDUM

2335 1289



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
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 Req.	_____ 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	_____
_____	_____	Other	_____

TOTAL FEES 40
 Check _____ Cash _____
 _____ Documents on _____ checks

MAIL TO ADDRESS: William C. Trevillian, 413 Crain Highway, S.E. New Orleans, La. 7061

APPROVED BY: amb

233 1290

0002 2215

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 664

~~XXXXXXXXXX~~

ARTICLES OF INCORPORATION

OF

S C INC.

PREPARED BY:

W.C. TREVILLIAN
413 Crain Highway, SE
Glen Burnie, Md. 21061
761-2430

0002 2216

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 665

ARTICLES OF INCORPORATION
OF
J. LEE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 15, 1987 AT 8:15 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:

\$

D2378305

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 C. TREVILLIAN
413 CRAIN HIGHWAY, S.E.
GLEN BURNIE MD 21061

01203011060

A 236070



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2955 1285

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

~~BOOK 201 PAGE 700~~ BOOK 202 PAGE 666

APPROVED FOR RECORD
7/17/87 at 9:15

ARTICLES OF INCORPORATION
OF
INFOTEK SYSTEMS, INCORPORATED

FIRST: I, Mark P. Gembicki, whose post office address is 306 Mountain Ridge Court, Apt. K, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is: "InfoTek Systems, Incorporated."

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

- (1) To engage in the business of research, development, marketing, and sales of computers, electronics, communications and any associated business, and in connection therewith to buy and sell at wholesale and/or retail, products of any kind and to do everything necessary to carry on the aforesaid business, and to perform in connection therewith any and all related services and to engage in any and all activities incident thereto.
- (2) To enter into partnerships, joint ventures and other business associations for any lawful purpose.
- (3) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real property 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

1987 SEP 22 AM 8:55
HEIDI SCHAFER
CLERK

71988234 1987 JUL 17 9 15

2935 1704

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Document submitted for record
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 667

or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation.

(6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character.

(7) To apply for, obtain, register, purchase, lease or otherwise acquire or own by concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, trade names or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto.

(8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, scrip or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any state, territory, municipality or other political subdivision, and to issue in exchange therefor, in the same manner provided by law, shares of the capital stock, bonds, or other obligations of the corporation; and while the holder or owner of any such shares of capital stocks, scrip, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon.

(9) To acquire by purchase, lease or otherwise to own, use and operate factories, shops, manufacturing plants, including lands, buildings, machinery,

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Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

~~201 131702~~

BOOK 202 PAGE 668

equipment and appliances, warehouses, stores and other properties within and without the State of Maryland, which may be useful to accomplish any and all of the purposes of carrying on any of the business of the character hereinbefore referred to.

(10) To enter into, make and perform contracts without limit as to the character or amount, execute, issue and endorse drafts, bills of exchange and negotiable instruments of all kinds, as permitted by law.

(11) To borrow money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stocks, notes or other obligations, and to secure the same by pledge or mortgage of the whole or any part of the property of this Corporation whether real or personal or to issue bonds, debentures, debenture stock or notes without any such security.

(12) To purchase, hold and reissue 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 306 Mountain Ridge Court, Apt. K, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Mark P. Gembicki, 306 Mountain Ridge Court, Apt. K, Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is one hundred thousand (5,000) shares of capital stock without par value.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3) provided that:

- (1) If there is no stock outstanding, the number of directors may be less than three (3) but not less than one (1); and
- (2) If there is stock outstanding and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders.

The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

MARK P. GEMBICKI
RONALD W. TELFORD
KATHERINE T. BOOTH

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

- (1) The Board of Directors of the Corporation is hereby empowered to

authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: (1) As used in his 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

BOOK 202 PAGE 671

and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this ___
17 day of July, 1987, and I acknowledge the same to be
my act.

WITNESS:

Mark P. Gembicki (Seal)

K:7007.aoi



STATE OF MARYLAND
State Department of Assessments and Taxation
 Gene L. Burner, Director

BOOK 202 PAGE 672

CLERK'S NOTATION
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 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
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	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	<u>12</u>	<u>1</u> Certified Copy <u>6</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>Mark P. Bembicki</u>
_____	_____	_____	<u>306 Mountain Ridge Court</u>
_____	_____	_____	<u>Apt K.</u>
_____	_____	_____	<u>Glen Burnie, Md. 22061</u>

TOTAL FEES 54
 Check _____ Cash _____

_____ Documents on _____ checks

MAIL TO ADDRESS: _____
Mark P. Bembicki
306 Mountain Ridge Court
Apt K.
Glen Burnie, Md. 22061

NOTE: _____

APPROVED BY: J.M.T.

CERTIFIED
 COPY MADE

2935 1710

0002 2224

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

2

BOOK 202 PAGE 673

		ARTICLES OF INCORPORATION FOR INFOTEK SYSTEMS, INCORPORATED	
			
			CORBIN, WARFIELD, SCHAFER & MEREDITH CHARTERED A PROFESSIONAL CORPORATION ATTORNEYS AND COUNSELLORS AT LAW 4 EMBURY ROAD SEVERNA PARK, MARYLAND 21146-3897

0002 2225

3

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 674

ARTICLES OF INCORPORATION
OF
INFOTEK SYSTEMS, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 17, 1987 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

\$

D2378594

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 P. GEMBICKI
306 MOUNTAIN RIDGE COURT, APT. K
GLEN BURNIE MD 21061

013C3011089

A 236100



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2935 1703

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 202 PAGE 675

APPROVED FOR RECORD
7/16/87 at 9:15

ARTICLES OF INCORPORATION
OF
POTOMAC BINDERY, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Philip J. McNutt, whose post office address is 7315 Wisconsin Ave, #400N, Bethesda, MD 20814, being of full legal age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, intend to form a corporation as follows:

SECOND: The name of the corporation is:

POTOMAC BINDERY, INC.

THIRD: The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

To conduct and operate a bindery for the binding of books, magazines, pamphlets, and printed and written matter of all kinds; to buy, sell, and otherwise deal in binding materials of all kinds; to acquire and hold, with power to sell, mortgage, or lease, such real estate as may be necessary to accomplish such purposes; and to acquire or erect such plants as may be necessary to the conduct of the business.

1987 SEP 22 AM 8:55
HEMILE SCHAFER
CLERK

71978270

71978280 1987 JUL 19

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 676

To buy, sell, exchange, lease and otherwise acquire, hold, own, control, work, develop, improve, alter, operate, manage, let, mortgage, convey, deal in and otherwise turn to account, real estate and personal property of every class and description.

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 for any of the business of the corporation.

To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage, operate and in any manner dispose of, and to aid and subscribe toward the acquisition, construction or improvement of, plants, mills, factories, works, buildings, machinery, equipment and facilities, and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the corporation.

To acquire all or any part of the goodwill, 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

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in a condition not permitting
satisfactory photographic repro-
duction.

~~204 744~~ BOOK 202 PAGE 677

acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

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.

To borrow or raise money for any of the purposes of the corporation, and to issue bonds, debentures, notes or to issue other obligations of any nature, and in any manner permitted by law, for monies so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon by mortgage or pledge or conveyance or assignment in trust of the whole or any part of the property of the corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, debentures, notes or other obligations of the corporation for its corporate purposes.

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 evidence of indebtedness created or issued by any such other corporation or association.

2935 1850

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

~~_____~~ 2 BOOK 202 PAGE 678

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 any or all of its branches in any or all states, territories, districts and possessions of the United States of America and in foreign countries.

To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the corporation.

The foregoing objects and purposes 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 this Articles of Incorporation

BOOK 202 PAGE 679

or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance and not in limitation of the powers conferred upon the corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the corporation.

✓ FOURTH: The Post Office address of the principal office of the corporation will be 4918 Olive Street, Shady Side, Anne Arundel County, Maryland 20764.

The Registered Agent of the corporation is Donald F. Mastroni, of full age, whose Post Office address is 4918 Olive Street, Shady Side, Maryland 20764. Said Registered Agent, a director of the corporation, is a citizen of the State of Maryland and actually resides therein.

FIFTH: The number of directors of the corporation shall not be less than one (1) nor more than three (3), and the names and addresses of the directors who shall act until the first annual meeting of the corporation, or until their successors are duly chosen and qualified is:

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 680

Donald F. Mastroni
4918 Olive Street
Shady Side, Maryland 20764

Lynn E. Hitchings
4918 Olive Street
Shady Side, Maryland 20764

Elizabeth Ann Bartley
7279 Robert Lane
Falls Church, VA 22042

SIXTH: The total number of authorized shares of stock of the corporation is one thousand (1,000) shares of the class of common voting stock, One Dollar (\$1.00) nominal or par value, all of one class. Common Stock shall not be assessable for any purpose.

The holders of common stock shall be entitled to one (1) vote for every share recorded on the stock records in the holder's name, and to receive all dividends, whether stock or cash, declared and distributed out of the profits earned by the corporation. Common stock shall carry no pre-emptive rights.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors:

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

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 681

class, whether now or hereafter authorized, for such con- sideration as said Board of Directors may deem advisable, sub- ject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the corporation.

The Board of Directors may cause to be accumulated all or any part of that portion of the net earnings accruing to the benefit of common stockholders for use in the furtherance of the business of the corporation, and the Board of Directors may declare and distribute stock dividends of common stock con- verting all or any part of said earnings into capital.

The Corporation reserves the right from time to time to make any amendments of its Charter or Articles of Incorporation which may now or hereafter be authorized by law, including any 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 affirmative vote of more than two-thirds (2/3) of the shares of such stock at the time outstanding.

The Board of Directors shall be empowered to fix, determine from time to time and vary the amount to be reserved as working capital; to determine the times for the declaration and payment and the amount of each dividend on stock; to deter-

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

~~BOOK 201 PAGE 110~~ BOOK 202 PAGE 682

mine and direct the use and disposition of any surplus or net profits and to authorize and cause to be executed mortgages, deeds of trust and loans upon the real and personal property of the corporation.

The Corporation shall be empowered to sell, assign, transfer or otherwise dispose of the property, including the franchises of the corporation as an entity in the ordinary course of business, as shall be authorized by the Board of Directors.

EIGHTH: In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any partnership or association shall be affected or invalidated by the fact that any director or officer of this corporation is pecuniarily or otherwise interested in or is a director, member or officer of such other corporation or of such firm, association or partnership or is a party to or is pecuniarily or otherwise interested in such contract or other transaction or in any way connected with any person or persons, firms, association, partnership or corporation pecuniarily or otherwise interested therein; any director may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation for the purpose of authorizing any such contract or transaction with like force and effect as if he were not so interested or were not a director, member or officer of such other corporation, firm, association or partnership.

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

~~BOOK 202 PAGE 683~~ BOOK 202 PAGE 683

NINTH: The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts in any manner or extent whatsoever.

TENTH: The duration of the corporation shall be PERPETUAL.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged same to be my act on the 13th day of July, 1987.

I DO SOLEMNLY DECLARE AND AFFIRM under the penalties of perjury that the contents of the foregoing Articles of Incorporation are true and correct to the best of my knowledge, information and believe.

Witness:

Mary Lou Armstrong

Philip J. McNutt

Philip J. McNutt
Incorporator

0002 2235



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 684

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)

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 (Arts. of Inc.), etc.

TOTAL FEES 63
Check Cash

1 Documents on 2 checks (48.00 + 15.00)

Code 31
ATTENTION: Mary Lou Armstrong

MAIL TO ADDRESS:

APPROVED BY: J.M.T.

2935 1857

0002 2236

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 685

~~201 2719~~
ARTICLES OF INCORPORATION
OF
POTOMAC BINDERY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 16, 1987 AT 9:15 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 28

SPECIAL
FEE PAID

\$

D2378842

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:
GOLDSTEIN, BLITZ,
E. ROSENBERG, P.A.-M.L. ARMSTRONG
7315 WISCONSIN AVENUE
SUITE 400N
BETHESDA MD 20814

013C3011114

A 236121



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO 2935 1847

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

15:f1922/10641-2:1
04:071487**

BOOK 202 PAGE 686

BOOK 202 PAGE 687

ARTICLES OF INCORPORATION

OF STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ROLLS AND ASSOCIATES, LTD.

APPROVED FOR RECORD

7-17-87 at 9:59 A.M.

THIS IS TO CERTIFY:

FIRST: I, Anthony P. Palaigos, whose post office address is 1200 Mercantile Bank and Trust Building, 2 Hopkins Plaza, Baltimore, Maryland 21201, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

ROLLS AND ASSOCIATES, LTD.

THIRD: The purposes for which the Corporation is formed are:

(a) To buy, sell, exchange, let for hire, and deal in, at wholesale or retail and as principal or agent, firearms and their appurtenances; ammunitions; fishing rods, tackle and bait; blankets, footwear, headwear, clothing; goods, supplies and equipment of all kinds for hunters, campers, fishermen, athletes, and for all persons pursuing out-of-door sports, recreations, or callings of any kind.

(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 7533 Baltimore/Annapolis Boulevard, Glen Burnie, Maryland 21061. The name and post office address of the resident agent of the Corporation in this State is David P. Rolls, 829 Creek View Road, Severna Park, Maryland 21146. 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.

tors of the Corporation be increased or decreased at any time; provided, however, any time, have more than directors shall be at least corporation has fewer than directors may be less than of stockholders. The until the first annual duly elected and qualified

shall have the power to By-Laws, by Agreement of olders or disinterested following classes of individuals and/or officers of the ents and/or employees of ministrators, trustees or it sharing, deferred comp plan maintained by the r who have served at the the aforementioned capacity, ership, joint venture, d, however, that the to indemnify any person y to Section 2-418 of the of the Annotated Code of lation of similar impor

tors of the Corporation powered, from time to ti ent of its By-Laws, now y any amendment which al forth in its Charter, c

entary to these Articles is hereby specifically o time, in its discreti ed shares by fixing or before the issuance of ng powers, restrictions the terms and prices of ts of such shares.

1987 JUN 17 11 17 A

71988376

1987 SEP 22 AM 8:55

2935 1772

H. ERLE SCHAFER
CLERK

0002 2238



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 689

DOCUMENT CODE 000

BUSINESS CODE 03

COUNTY J2

_____ 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>9</u>	<u>1</u> Certified Copy <u>3p</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
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: _____

M. Blake
Blum, Yumkas
2 Hopkins Plaza #1200
Baltimore, Md 21201

TOTAL FEES 49

Check _____ Cash _____

Documents on _____ checks _____

NOTE: _____

APPROVED BY: [Signature]

2935 1775

0002 2239

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.

BOOK 202 PAGE 690

ARTICLES OF INCORPORATION
OF
ROLLS AND ASSOCIATES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 17, 1987 AT 9:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID:

\$ 20

SPECIAL
FEE PAID:

\$

D2378719

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:
N. BLAKE
BLUM & YUMKAS
2 HOPKINS PLAZA, #1200
BALTIMORE MD 21201

013C3011101

A 236109



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2935 1771

~~BOOK 201 PAGE 725~~

amt

ARTICLES OF INCORPORATION
OF
ROBLIS ONE, INC.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

FIRST I, Robert J. Dvorak, whose post office address is 650 Ritchie Highway, Severna Park, Maryland 21146, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the general laws of the State of Maryland.

SECOND The name of the Corporation (which is hereinafter called the "Corporation") is

ROBLIS ONE, INC.

THIRD The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(1) To acquire, hold and dispose of title to real or personal property, and to perform in connection therewith any and all related services and to engage in any and all activities incident thereto; and for that purpose;

(2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;

(3) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world;

(4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipment;

(5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation;

(6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character;

(7) To apply for, obtain, register, purchase, lease or otherwise acquire or own by concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, trade names or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;

(8) To acquire by purchase, subscription or otherwise, and to hold, sell, own,

71978029

1987 JUL 19 8 55

RECORDED FOR RECORD

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

1987 SEP 22 AM 8:55

APPROVED FOR RECORD

2936 0364

H. ERLE SCHAFER
CLERK

July 16, '87 at 8:59 a.m.

0002 2241

negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any State, territory, municipality or other political subdivision, and to issue in exchange therefor, in the same manner provided by law, shares of the capital stock, bonds, or other obligations of the corporation; and while the holder or owner of any such shares of capital stocks, script, voting trust certificates, bonds, mortgage or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;

(9) To acquire by purchase, lease or otherwise to own, use and operate factories, shops, manufacturing plants, including lands, buildings, machinery, equipment and appliances, warehouses, stores and other properties within and without the State of Maryland, which may be useful to accomplish any and all of the purposes of carrying on any of the business of the character hereinbefore referred to;

(10) To enter into, make and perform contracts without limit as to the character or amount, execute, issue and endorse drafts, bills of exchange and negotiable instruments of all kinds, as permitted by law;

(11) To borrow money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stocks, notes or other obligations, and to secure the same by pledge or mortgage of the whole or any part of the property of this Corporation, whether real or personal or to issue bonds, debentures, debenture stock or notes without any such security;

(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, but 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 and 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 forgoing powers shall not be deemed to exclude any powers, rights or privileges, so granted or conferred.

FOURTH The post office address of the principal office of the corporation in this State is 650 Ritchie Highway, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is Phyllis Sachs Dixon, 650 Ritchie Highway, Severna Park, Maryland 21146. Said Resident Agent is an individual actually residing in this State.

FIFTH The total number of shares of capital stock which the Corporation has authority to issue is 1,000 shares of capital stock without par value.

SIXTH The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3) provided that:

(1) If there is no stock outstanding, the number of directors may be less than three (3) but not less than one (1); and

(2) If there is stock outstanding and so long as there are less than three 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 Bobbie L. Jaworski, Robert J. Dvorak and Phyllis Sachs Dixon.

SEVENTH The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH Except as may otherwise be provided by the Board of Directors, no

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satisfactory photographic repro-
duction.

holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH (1) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

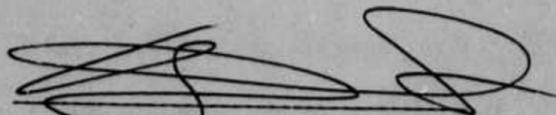
(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of 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 1st day of July, 1987, and I acknowledge the same to be my act.

WITNESS

Robert J. Dworak


ROBERT J. DVORAK



BOOK 202 PAGE 695

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE

020

BUSINESS CODE

03

COUNTY

52

P.A. Religious Close Stock Nonstock

Merging

(Transferor)

Surviving

(Transferee)

CODE AMOUNT FEE REMITTED

20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance

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:

Thyllis
Lachs Dixon, 650
Ritchie Highway
Severna Park,
MD 21146

TOTAL FEES

40

Check

Cash

Documents on checks

NOTE:

APPROVED BY: amh

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

2936 0368

0002 2245

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 696

[REDACTED]

ARTICLES OF INCORPORATION
OF
ROBLIS ONE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 16, 1987 AT 8:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20

RECORDING
FEE PAID:

\$ 20

SPECIAL
FEE PAID:

\$

D2379622

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:
PHYLLIS SACHS DIXON
650 RITCHIE HIGHWAY
SEVERNA PARK

MD 21146

014C3011132

A 236137



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

236 0363

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

~~71978035~~ BOOK 202 PAGE 697

H.R.E. AUTOMOTIVE, INC.
(a close corporation under Section 4-101 et seq.
of the Corporations and Associations Article)

and

ARTICLES OF INCORPORATION

FIRST: The undersigned, William Clague, whose post office address is 4701 Sangamore Road, Bethesda, Maryland, being at least eighteen years of age, does hereby form a close corporation under the laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is H.R.E. AUTOMOTIVE, INC.

THIRD: The Corporation shall be a close corporation as authorized by Section 4-101 et seq. of the Corporations and Associations Article of Maryland.

FOURTH: The purposes for which the Corporation is formed are as follows:

To engage in the business of repairing automobiles with particular emphasis on repair of collision damage, and to buy sell, trade and deal in automobile equipment, parts, supplies and servicing materials as well as motor fuels, lubricants and goods, wares and merchandise of other types and descriptions.

To borrow or raise moneys for any of the purposes of the Corporation and to issue bonds, debentures or other obligations of the Corporation, and at the option of the Corporation, to secure the same by mortgage, pledge, deed of trust or otherwise.

To conduct its business, carry on its operations,

RECEIVED FOR RECORD
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

1987 SEP 22 AM 8:55

H. ERLE SCHAFER
CLERK

71978035

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/16/87 at 8:29 .m.

0002 2247

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

have offices, and exercise the powers granted by law in any part of the world.

With a view to the working and development of the properties of the Corporation, and to effectuate, directly or indirectly, its objects and purposes, or any of them, the Corporation may, in the discretion of the directors, from time to time, carry on any other related business, manufacturing or otherwise, to any extent and in any manner not unlawful, as principal, factor, agent, contractor or otherwise, either along or as a partner with 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 contracts and to do any acts and things, and to exercise any and all objects and purposes specified, or which at any time may appear conducive for the accomplishment of any such objects and purposes, or to exercise any powers granted by law.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 204 Oakwood Road, Edgewater, Anne Arundel County, Maryland 21037. The name and post office address of the resident agent of the Corporation in Maryland is Robert Parker Beard, Jr., 1415 East West Highway, Hyattsville, Prince George's County, Maryland 20783. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue One Hundred (100) shares without par value, all of one class.

0002 2248

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

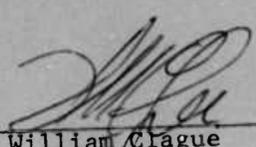
BOOK 202 PAGE 699

[REDACTED]

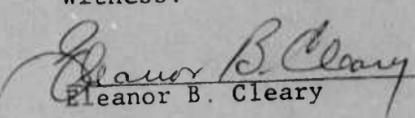
SEVENTH: The Corporation shall have two directors who shall serve only until such time as stock in the Corporation is issued and officers are elected. Robert Parker Beard, Jr. and Joseph James Rotolane shall act as the directors until such time as stock in the corporation is issued and officers are elected; thereafter the Corporation shall have no directors.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on this 15th day of July, 1987.



William Clague
Incorporator

Witness:

Eleanor B. Cleary



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 700

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)	<input type="checkbox"/> Change of Name
52		Foreign Qualification	<input type="checkbox"/> Change of Principal Office
50		Cert. of Qual. or Reg.	<input type="checkbox"/> Change of Resident Agent
51		Foreign Name Registration	<input type="checkbox"/> 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	
		Other	

TOTAL FEES 40 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: POM

MAIL TO ADDRESS: Corporation Guarantee
4761 Sangamore Rd
Bethesda Md 20816

NOTE:

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

2936 0412

0002 2250

ARTICLES OF INCORPORATION
FOR
H.R.E. AUTOMOTIVE

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

WILLIAM CLAGUE
Attorney at Law
4701 Sogomore Rd.
Bethesda, MD. 20816

0002 2251

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 702

~~001 7105~~
ARTICLES OF INCORPORATION
OF
H.R.E. AUTOMOTIVE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 16, 1987 AT 8:29 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

\$

D2379105

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:
CORPORATION GUARANTEE
4701 SANGAMORE RD.
BETHESDA MD 20816

014C3011140

A 236143



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2936 D408

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 703

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION APPROVED FOR RECORD

OF

7/14/87 at 8:02 .m.

MARYLAND MEDICAL ULTRASOUND, INC.

FIRST: The undersigned, Ellenora deWaal, whose post office address is Suite 351, The World Trade Center, Baltimore, Maryland 21202, being over eighteen years of age, acting as incorporator, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is:

MARYLAND MEDICAL ULTRASOUND, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To perform ultrasound service for the diagnosis of various pathologies. The Corporation will specialize in the sonographic evaluation of abdomen, pelvis, pregnant uterus and breast.

(b) The foregoing enumeration of the purposes, objects, and businesses of the Corporation is made in furtherance of and not in limitation of the powers conferred upon the Corporation by law, and is not intended by the mention of any particular purpose, object or business, in any manner, to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation, the Corporation having the right to engage in any other businesses for which it shall be lawful for Corporations in

71958091

1987 SEP 22 AM 8:55

H. ERLE SCHAFER
CLERK

2936 0699

0002 2253

BOOK 202 PAGE 704

the State of Maryland to engage in, including the performance of all lawful and appropriate actions and things with respect thereto, from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 518 Camp Meade Road, Suite One, Linthicum, Maryland 21090. The name and address of the resident agent of the Corporation in this State is Feridun Eren, 518 Camp Meade Road, Suite One, Linthicum, Maryland 21090. The resident agent is an individual who is a citizen of Maryland actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares, without par value, all of one class and designated as Common Stock.

SIXTH: The number of Directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than two, 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

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

~~001 2255~~

qualified are Feridun Eren and Janet Kroschinsky.

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) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors, officers or stockholders of this Corporation are pecuniarily or otherwise interested in, or are directors, officers, or stockholders of such other corporation. Any officer, director or stockholder individually, or any firm of which any director, officer, or stockholder is a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director or stockholder of this Corporation who is also a director, stockholder 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 or of the stockholders of the Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director, stockholder or officer of such other corporation, or not so interested.

(b) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares

2936 0701

0002 2255

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 706

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 available, irrespective of the value or amount of such consideration, subject to such limitations and restrictions, if any, as may be set forth in the Bylaws of the Corporation.

(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 term of and class of its stock by classification, reclassification or otherwise.

(d) Except as otherwise provided in this charter or the Bylaws of the Corporation, the Board of Directors shall have the power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and I acknowledge the same to be my act on this 13 day of July, 1987.

WITNESS:

Wm. H. Klug, Jr.

Ellenora deWaal
Ellenora deWaal
Incorporator

2936 0702

0002 2256



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

~~BOOK 101 PAGE 152~~

BOOK 202 PAGE 707

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 Req.
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:

Ellenora de Waal
World Trade Center #351

Balt, Md 21202

TOTAL FEES

40 Check Cash

Documents on checks

APPROVED BY:

A

NOTE:

2936 0703

0002 2257

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.

BOOK 202 PAGE 708

~~BOOK 202 PAGE 708~~

ARTICLES OF INCORPORATION
OF
MARYLAND MEDICAL ULTRASONIC, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 14, 1987 AT 8:02 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

\$

02379501

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:
ELLENORA DEWAAL
WORLD TRADE CENTER, #351
BALTIMORE MD 21202

014C3011180

A 236178



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 709

ARTICLES OF INCORPORATION
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

HARBOUR WEST BUILDERS, INC. APPROVED FOR RECORD

7-17-87 at 10:24 a.m.

FIRST: I, William F. Jones, whose post office address is 13 Francis Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby for a corporation under and by virtue of the General Laws of Maryland.

SECOND: The name of the Corporation (hereinafter called the "Corporation") is:

HARBOUR WEST BUILDERS, INC.

THIRD: The Corporation shall be a CLOSE Corporation as authorized in Title 4 of the Annotated Code of Maryland as limited by Section 5-104 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 building and remodeling of residential and commercial structures.

2. To do anything permitted by Section 5-104 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 961 Central Lane, Gambrills, Maryland 21054. The name and post office address of the Resident Agent of the Corporation in this State, is William F. Jones, whose address is 13 Francis Street, Annapolis, Maryland 21401. Said Resident Agent is an individual residing in the State of Maryland.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 5,000 shares, with no par value.

SEVENTH: The number of Directors of the Corporation shall be three, which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one, provided that:

1. If there is not stock outstanding, the number of Directors may be less than three, but not less than one; and

2. If there is stock outstanding and so long as there

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1987 SEP 22 AM 8:55

H. ERLE SCHAFER
CLERK

2936 0513

0002 2259

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:

STEPHEN SIEGEL

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders.

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized ~~or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.~~

2. The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

NINTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of stock of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

TENTH: (1) As used in the Article TENTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance

BOOK 202 PAGE 711

with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) and (c) of the Indemnification Section; or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, the Indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 16th day of July, 1987.

WITNESS:

Patricia P. Zipp

William F. Jones
WILLIAM F. JONES, INCORPORATOR

HWBA

2936 0615

0002 2261

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 713

ARTICLES OF INCORPORATION
OF
HARBOUR WEST BUILDERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 17, 1987 AT 10:24 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:

\$

D2379279

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 F. JONES
13 FRANCIS STREET
ANNAPOLIS

MD 21401

014C3011157

A 236157



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2936 0512

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 714

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7-17-87 at 7:58a.m.

ARTICLES OF INCORPORATION

OF

ANNAPOLIS PLASTIC SURGERY CENTER, INC.

A CLOSE CORPORATION

THIS IS TO CERTIFY THAT:

FIRST: I, the undersigned incorporator, John W. Frost, Jr., whose post office address is 485 Joyce Lane, Arnold, Maryland 21012, being at least eighteen years of age, am forming a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation, hereinafter referred to as "the Corporation" is:

ANNAPOLIS PLASTIC SURGERY CENTER, INC.

THIRD: The purposes for which the Corporation is formed and the businesses which the Corporation shall be authorized and empowered to carry on and promote are as follows:

(a) To acquire, own, hold, and develop real and personal property of every description, and to apply the same in whole or in part, to all lawful uses.

(b) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of improved and unimproved land, real property, and personal property of every kind wherever situated.

(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

1987 SEP 22 AM 8:55
H. ERLE SCHAFER
CLERK

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2936 0933

1987 JUL 17 A 7 58

0002 2264

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

~~881-11710~~

any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, in stocks, bonds, or other securities of the corporation or otherwise.

(d) 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 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 the 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, chattel mortgages or other obligations of any nature, and

2936 0934

0002 2265

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 716

~~BOOK 201 PAGE 711~~

in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the corporation for its corporate purposes.

(g) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(h) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

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 that the mention of any particular purpose, object or business be construed 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 or special laws of this State.

FOURTH: The post office address of the principal office of

2936 0935

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 717

the Corporation shall be 1300 Ritchie Highway, Arnold, Maryland 21012. The Resident Agent of the Corporation shall be John W. Frost, Jr., whose post office address is 485 Joyce Lane, Arnold, Maryland 21012, and said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1000) shares of common stock without par value.

SIXTH: The Corporation is a close corporation and elects to have no board of directors; but the following person shall serve as director until this election to have no board of directors becomes effective: John W. Frost, Jr.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulation the powers of the Corporation and of the stockholders:

1. The stockholders 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.
2. The stockholders 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, and the time and prices of redemption of, such shares.
3. The Corporation reserves the right to amend its charter so that such amendment may alter the contract rights, as expressly set forth in the charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to the rights of an objecting stockholder in respect of consolidation, merger, share exchange, or transfer of all or substantially all of the assets of the Corporation.

2936 0936

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 718

4. Any stockholder, individually, or any firm of which any stockholder may be a member, or any corporation or association of which any stockholder may be an officer or director or in which any stockholder may have a material financial interest as the holder of any amount of its capital stock or otherwise, may be a party to, or be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided, however, that the contract or transaction is otherwise fair and reasonable to the corporation or that such common directorship or material financial interest is disclosed or shall have been known to 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, and any stockholder of the Corporation who is also a director or officer of or interested in such other corporation or association, and the stock owned by such stockholder, or by the firm of which he is a member, may be counted in determining the existence of a quorum at the meeting of the stockholders of the corporation which shall authorize, ratify, or confirm any such contract or transaction, and such stockholder may vote to authorize, ratify, or confirm any such contract or transaction with like force and effect as if he were not such a director or officer or stockholder of such other corporation or association or not a member of or financially interested in a firm so interested.

The enumeration and definition of a particular power of the directors included in this Article Seventh shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other Article of the charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the stockholders under the General Laws of the State of

2936 0937

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 719

Maryland now or hereafter in force.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 30 day of June, 1987, and I acknowledge
the same to be my act.

John W. Frost, Jr.
John W. Frost, Jr.

2936 0938

BOOK 202 PAGE 720
 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>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.	
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>George Obrecht</u>
			<u>520 W. Fayette St # 310</u>
			<u>Balt, Md 21201</u>

TOTAL FEES 42
 Check _____ Cash _____

_____ Documents on _____ checks

APPROVED BY: AB

NOTE: owning operating room,
not practicing medicine
by GFO / AS

2926 0939

0002 2270

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ALL STATE LEGAL SUPPLY CO.
ONE CAMDEN DRIVE, CAMDEN, N.J. 08105 509 CL

BOOK 202 PAGE 721

	ARTICLES OF INCORPORATION OF ANNAPOLIS PLASTIC SURGERY CENTER, INC.		LAW OFFICES OBRECHT AND OBRECHT MARYLAND BAR CENTER SUITE 310, 520 WEST FAYETTE STREET BALTIMORE, MARYLAND 21201 AREA CODE 301 685-6938
--	--	--	---



0002 2271



CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 202 PAGE 723

APPROVED FOR RECORD

RECORDED 8/21/87 at 9:58 a.m.

HAMMER CONSTRUCTION, LTD.

ARTICLES OF INCORPORATION

FIRST: I, STANLEY A. SNYDER, whose post office address is 200 Court Square Building, Lexington and Calvert Streets, Baltimore, Maryland 21202, being at least eighteen (18) years of age, do hereby form a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (hereinafter called "Corporation") is:

HAMMER CONSTRUCTION, LTD.

THIRD: The purposes for which the Corporation is formed and the business or objectives to be carried on or promoted by it are as follows: To operate a business for the purpose of general construction work, whether it be residential, commercial, or industrial, and to deal with property of every kind, nature, and description, including but not limited to buying, selling, leasing, exchanging, and otherwise engaging in transactions concerning real estate and other property; to do any and all things necessary and appropriate to conduct said business and to engage in such other lawful businesses or activities as the Board of Directors may from time to time determine; in general, to carry on any lawful business and to have and exercise all powers conferred by general laws of the State of Maryland upon corporations formed thereunder and to

2936 1393

1987 JUL 21 A 9 58

72028333

1987 SEP 22 AM 8:55
H. ERLE SCHAFER
CLERK

0002 2273



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 726

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 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 Req., 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 49 Check Cash Documents on checks

MAIL TO ADDRESS: Horn, Bennett + Richmond 200 Cant Square Bldg Bath, Md 21202

APPROVED BY: A

2936 1396

CLERK'S NOTATION Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0002 2274

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 727

ARTICLES OF INCORPORATION
OF
HAMMER CONSTRUCTION, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 21, 1987 AT 9:58 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:

\$

02380152

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:
HORN, BENNETT & REDMOND
200 COURT SQUARE BUILDING
BALTIMORE MD 21202

016C3011245

A 236248
2936 1392



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 728

ARTICLES OF INCORPORATION
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

KEVIN RIDGLEY LANDSCAPING, INC.

APPROVED FOR RECORD

7-17-87
A Maryland Close Corporation at 8:39a .m.
Organized Pursuant To Title 4 Of The Corporations
And Associations Article Of The Annotated Code of Maryland

FIRST: I, KEVIN RIDGLEY, whose post office address is 206 Magothy Bridge Road, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is

KEVIN RIDGLEY LANDSCAPING, 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 engage in the business of residential and commercial landscaping and all related activities thereto.

(b) To conduct any activity as permitted and set forth in Section 2-103 of the Corporations and Associations Article of the Annotated Code Of Maryland, as amended from time to time.

1987 SEP 22 AM 8:55
H. ERIC SCHAFER
CLERK

71988203

2936 1086

0002 2276



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BGJK 202 PAGE 730

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, 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 [checked] Check Cash

Documents on checks

APPROVED BY: [Signature]

CLERK'S NOTATION Document submitted for record in a condition not permitting satisfactory photographic reproduction.

Code ATTENTION:

MAIL TO ADDRESS: Peter S. O'Neill 900 Crain Highway SW Glen Burnie Md 21061

NOTE:

2936 1068

0002 2277

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 732

ARTICLES OF INCORPORATION

OF

BERGEN INSURANCE SERVICES, INC.

FIRST: I, Yvonne M. Kisiel, whose post office address is Seven St. Paul Street, Suite 1400, Baltimore, Maryland 21202-1626, of the age of majority, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter called the Corporation") is:

BERGEN INSURANCE SERVICES, INC.

THIRD: The purposes for which the Corporation is formed are:

(1) To act as an agent for insurance companies in soliciting, procuring, receiving and forwarding applications for property and casualty, life and accident and health, credit life, and all kinds of insurance, together with the collection of premiums and the doing of such other business as may be designated to agents by insurance companies and to conduct a general insurance agency and insurance brokerage business, and to do any and all things incidental to the operation of an insurance agency which is not forbidden by statute or by these articles of incorporation.

1987 SEP 22 AM 8:55
H. ERNE SCHAFER
CLERK

720283482-01 A 10-28-87

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/21/87 at 10:28 .m.
2936 157

0082 2279

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 733 ~~201 158~~

(2) To do anything permitted in Section 2-103, Corporations and Associations Article, Annotated Code of Maryland, as amended from time to time, and any and all other lawful acts.

✓ FOURTH: The post office address of the principal office of the Corporation in this State is 650 Governor Ritchie Highway, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is RESAGENT, INC., Seven St. Paul Street, Suite 1400, Baltimore, Maryland 21202-1626; said Resident Agent is a Maryland corporation.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares, with a par value of One Dollar (\$1.00) per share.

SIXTH: The number of directors of the Corporation shall be one (1) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the lesser of (a) three or (b) the number of shareholders. The name of the director, who shall act until the first annual meeting or until his successor(s) is/are duly chosen and qualified is:

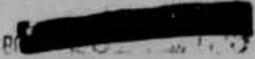
Harald Bakkebo

SEVENTH: The Corporation shall indemnify its directors, officers, employees and agents to the maximum extent possible in accordance with the provisions of Section 2-418, Corporations and Associations Article, Annotated Code of Maryland; and the Corporation may, in its By-Laws, extend or restrict the power of

0002 2280

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 734


its directors and/or stockholders to indemnify such directors,
officers, employees and agents provided nothing in said By-Laws
is inconsistent with the terms of Section 2-418, Corporations and
Associations Article, Annotated Code of Maryland.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles
of Incorporation to be my act this 20th day of July, 1987.

WITNESS:

Russell K. Jolly

Yvonne M. Kisiel
Yvonne M. Kisiel
"INCORPORATOR"



BOOK 202 PAGE 735

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)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent Address
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 _____

Code 67
ATTENTION: Lynn Totty

MAIL TO ADDRESS: _____

TOTAL FEES 40
 Check _____ Cash _____
_____ Documents on _____ checks

NOTE:

APPROVED BY: J.m.T

2936 1575

0002 2282

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 736

ARTICLES OF INCORPORATION
OF
BERGEN INSURANCE SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 21, 1987 AT 10:28 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: \$
D2380426

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:
WHITEFORD, TAYLOR & PRESTON
ATTN: LYNN TOTTY
1400 UNION TRUST TOWER
7 ST. PAUL STREET
BALTIMORE MD 21202

016C3011272

A 236274



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2936 1571

0002 2283

CL
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satisfac
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/20/87 at

9:30 J.m.

[REDACTED]

BOOK 202 PAGE 737

ARTICLES OF INCORPORATION

of

LEWIS AUTO ELECTRIC, INC.

FIRST: I, Thomas P. Lewis, Jr., whose post office address is 1757 Underwood Road, Gambrills, Maryland 21054 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 hereinafter shall be called the Corporation) is:

Lewis Auto Electric, Inc.

THIRD: The purposes for which the Corporation is formed are:

(a) To repair and install electric systems, and parts for electrical systems in automobiles, heavy equipment, industrial equipment, and agricultural equipment. Also to repair and rebuild carburetors and sell parts for carburetors.

(b) 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.

(c) To manufacture, assemble, install, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, deal in or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general agents, and manufacturers.

(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 coporation, co-partnership, or individual (including the estate of a decedent carrying on or having carried on 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, franchise or assets by the issue in accordance with the law of Maryland of stock, bonds, or other securities of the Corporation or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulæ, and the like, which might be sued for any of the purposes of the Corporation.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock 2936 1651

138 A
1987 SEP 22 AM 8:55
H. ERLE SCHAFER
CLERK

72018327

0002 2284

of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of or any bonds or other securities or evidence 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 other 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 all shares of the stock so held or owned; and upon distribution of the assets or a division of the profits of this Corporation to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

(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, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge, or conveyance, or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(j) To carry on any businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or business, or any of them, or any part thereof, or to enhance the value of its property, businesses or rights.

(k) To carry out all or any of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies, countries; and to maintain offices and agencies in any and all 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 Annotated Code of Maryland, as amended from time to time 2936 1652

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 to restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions, and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

✓ FOURTH: The Post Office address of the principal office of the Corporation in this state is 1230 Cronson Boulevard, Crofton, Maryland, 20747. The name and post office address of the Resident Agent of the Corporation is Thomas P. Lewis, Jr., 1757 Underwood Road, Gambrills, Maryland 21054. 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 One Hundred (100) shares of common stock, without par value. These shares are of one class and are designed to be one (1) vote for each share in all proceedings in which action shall be taken by stockholders 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), provided that:

(a) If there is no stock outstanding, the number of Directors may be less than three (3), but not less than one (1);

(b) If there is no stock outstanding, and so long as there are less than three (3) stockholders, the number of Directors may be less than three (3), but not less than the number of stockholders.

The name of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Thomas P. Lewis, Jr., 1757 Underwood Road, Gambrills, Maryland 21054, Mary Ellen Lewis, same address and Thomas P. Lewis, III, 1180 Marlboro Road, Lothian, Maryland 20711.

SEVENTH: The following provisions are hereunder 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 or not hereafter authorized, or securities convertible into shares of its stock, of any class or classes, whether or not hereafter authorized.

(b) No contract or other transaction between this Corporation and any other corporation and not act of this Corporation shall in any way be affected or invalidated by the fact

that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporations; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested provided that provisions of Section 2-419 of the Corporations and Associations Articles of the Annotated Code of Maryland are complied with.

(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 no amendment of its charter shall be valid unless it shall have been authorized by the holders of two-thirds (2/3) of the common stock outstanding by a vote at a meeting or in writing or without a meeting.

(d) No holders of the stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may 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 valid if taken or authorized by the affirmative vote or a majority of the total number of votes entitled to be cast thereof, except as otherwise provided in this charter.

(f) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law to classify or reclassify any unissued shares of stock whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares the preference, rights, voting powers, restrictions and qualifications of, the dividends on, the times and process of redemption of, and

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 741

the conversion rights of, such shares.

(g) The Board of Directors shall have the power to declare and authorize the payments of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all the powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of such corporation or unincorporated business entities.

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 upon the Board of Directors under the General Laws of the State of Maryland, now or hereafter in force.

EIGHTH:

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have hereunto signed these Articles of Incorporation on this 13TH day of JULY, 1987, and I acknowledge the same to be my act.

Thomas P. Lewis, Jr.
Thomas P. Lewis, Jr.

Witness:

Thomas P. Lewis, Jr.

2936 1655

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 742

~~CONFIDENTIAL~~

STATE OF MARYLAND

COUNTY OF PRINCE GEORGE'S

SS: to wit:

THIS IS TO CERTIFY that on this 13th day of July, 1987,
before me the subscriber, a Notary Public in and for the aforesaid State and County, personally
appeared THOMAS P. LEWIS, JR., known to me (or satisfactorily proven) to be the person whose
name is subscribed to the within instrument, and acknowledged the foregoing Articles of
Incorporation to be his true act and deed.

WITNESS my hand, and notarial seal, the day and the year last above written.



(seal)

Martha A. Ahern
Notary Public, Maryland

My commission expires: 7-1-90

2936 1656

0002 2289



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 743

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 and 75-85 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

TOTAL FEES 42 Check Cash

Documents on checks

Code ATTENTION: MAIL TO ADDRESS: Domenic Tesaurro 14753 Main St. Upper Marlboro, Md. 20772

APPROVED BY J.M.T.

2936 1657

0002 2290

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.

BOOK 202 PAGE 744

ARTICLES OF INCORPORATION
OF
LEWIS AUTO ELECTRIC, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 20, 1987 AT 9:31 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:

\$ _____

D2380582

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:
DOMENIC TESAURO
14753 MAIN ST.
UPPER MARLBORO

MD 20772

016C3011288

A 236286



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2936 1650

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 745

B.C. CONSULTANTS, INC.
A MARYLAND CLOSE CORPORATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

2/17/87 at 8:00 .m.

FIRST: We, William C. O'Neill, Jr. and Florence C. O'Neill, Jr., whose post office address is 1712 Tarrytown Avenue; Crofton, Maryland 21114, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is B.C. Consultants, Inc.

THIRD: The purposes for which the Corporation is formed are:

- (1) To engage in the business of providing educational, training, and psychological counseling and conducting workshops; and
- (2) To engage in any other lawful purpose and business 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;
- (3) To enter into partnerships, joint ventures, syndicates, and other business associations for any lawful purpose; and
- (4) To purchase, lease and otherwise acquire, hold, own, mortgage, pledge, encumber and dispose of all kinds of property, real, personal, tangible and intangible, and mixed, both in this state and in any part of the world.

FOURTH: The post office address of the principal office of the Corporation in this State is 1712 Tarrytown Ave.; Crofton, Maryland 21114. The name and post office address of the Resident Agent of the Corporation in this State are William O'Neill, Jr.; 1712 Tarrytown Ave.; Crofton, MD 21114. Said Resident Agent is an individual actually residing in this State.

1987 SEP 22 AM 8:55
H. SCHAFER

72028330

2936 1618

0002 2292

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

~~XXXXXXXXXX~~ BOOK 202 PAGE 746

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is two (2) shares of common stock, without par vlaue.

SIXTH: The number of directors shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the directors who shall act until the first annual meeting or until his successor is duly chosen and qualified are William C. O'Neill, Jr. and Florence C. O'Neill, Jr.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 9 day of July, 19 87, and we acknowledge the same to me our act.

William C. O'Neill, Jr.
William C. O'Neill, Jr.

Florence C. O'Neill
Florence C. O'Neill, Jr.

(2)

2936 1619

0002 2293



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 747

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>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 Req.	_____ 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>Florence O'Neill</u>
_____	_____	Other	<u>1712 Tammyton Ave</u>
_____	_____	Other	<u>Crofton, Md 21114</u>

TOTAL FEES 40 Check _____ Cash _____ Documents on _____ checks

APPROVED BY: A

NOTE: _____

293 1620

0002 2294

CLERK'S NOTATION Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 748

**ARTICLES OF INCORPORATION
OF
B.C. CONSULTANTS, INC.**

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 17, 1987 AT 8:00 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID:

\$ 20

SPECIAL
FEE PAID:

\$ _____

D2380517

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:
FLORENCE O'NEILL
1712 TARRYTOWN AVE.
CROFTON

MD 21114

016C3011281

A 236283



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 93, 1617

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 749

BOOK 202 PAGE 7

J

~~XXXXXXXXXX~~ 74

R B PROMOTIONS, INC.

(A CLOSE CORPORATION UNDER TITLE 4 OF CORPORATIONS & ASSOCIATIONS ARTICLE)

ARTICLES OF INCORPORATION

FIRST: The undersigned Robert J. Buist whose address is 376 Centerhill Avenue, Linthicum, Maryland 21090, 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 R B Promotions, Inc.

THIRD: The Corporation shall be a close corporation as authorized by Title 4 of Corporations and Associations article.

FOURTH: The purposes for which the Corporation is formed are as follows:

1. To engage in the leasing of Coin Operated Games and all related enterprises and business investments.
2. To acquire (by purchase, exchange, lease, hire or otherwise), hold, own, use, assign, lease, sell, convey or mortgage, either along or in conjunction with others, the rights, property and business of any person, entity partnership, association, or corporation heretofore or hereafter engaged in any business, the purpose of which is similar to the purpose of this Corporation.
3. Generally to carry on and engage in any lawful business, undertaking, enterprise, venture or activity, directly or indirectly related to the general purposes of the Corporation, as fully as any natural person might do, whether the same relates to services, or to any other matter, object or thing whatever, the principal, agent, or otherwise.

principal office of the
ue, Linthicum, Maryland
ant agent of the Corpora
1 Avenue, Linthicum, Ma
Maryland and actually re

stock which the Corpora
00) shares without par v

e organizational meeting
ares of stock of the Corp
ctors. Until such time
name is Robert J. Buist.
ation shall be perpetual.
these Articles of Incorpo

Robert J. Buist
Robert J. Buist

I these Articles of Incorporation
on the 17th day of July

Robert J. Buist
Robert J. Buist

1987 SEP 22 AM 8:57
ALAN J. BLOOM, P.A.
CLERK

LAW OFFICES
ALAN J. BLOOM, P.A.
401 WASHINGTON AVE.
TOWSON, MD. 21284
296-7444

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION 2936 1693

APPROVED FOR RECORD

7/20/87 at 8:24 .m.

72018293

0002 2296



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 751

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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 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.

Change of Name
Change of Principal Office
Change of Resident Agent
Change of Resident Agent Address

Code
ATTENTION:

MAIL TO ADDRESS:
Alan J. Bloom, P.A.
Suite 406
401 Washington Ave.
Towson, Md. 21204

TOTAL FEES
Check Cash
Documents on checks

APPROVED BY: [Signature]

2936 1695

0002 2297

CLERK'S NOTATION
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duction.

BOOK 202 PAGE 752

~~REDACTED~~
ARTICLES OF INCORPORATION
OF
R B PROMOTIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 20, 1987 AT 8:24 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:

\$

D2380640

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 J. BLOOM, P.A.
401 WASHINGTON AVE., SUITE 406
TOWSON MD 21204

016C3011294

A 236292



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2936 1692

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 202 PAGE 753

APPROVED FOR RECORD

~~_____~~ 7/17/87 at 8:00 .m.
ARTICLES OF INCORPORATION

OF

WEN'S MID-ATLANTIC INVESTMENT GROUP, INC.

FIRST: I, the undersigned, Edward O. Wayson, Jr., whose address is 80 West Street, Suite 110, P.O. Box 868, Annapolis, MD 21404-0868, being at least eighteen (18) years of age, do hereby act as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is herein after called the "Corporation") is

WEN'S MID-ATLANTIC INVESTMENT GROUP, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To purchase, lease, or otherwise acquire, hold, plan, design, develop, construct, improve, manage, operate, and exchange and in any manner encumber, and sell or otherwise dispose of, all types of structures, buildings, and establishments, industrial, commercial, and residential, and any and all structures, improvements, and facilities relating or incident thereto; to acquire and deal in and with real estate required, suitable, or desirable in connection therewith and to plan, finance, manage, and direct the acquisition, construction, operation, and maintenance of all such properties, improvements, and facilities.

(b) To survey, plan, subdivide, and develop lands, and to establish subdivisions and developments thereon and to dedicate lands for roadways, parkways, sidewalks, parks, and other purposes; and to engage in, conduct, and carry on any business or undertaking or improvement of property in which the Corporation may have any interest.

(c) To act as manager, advisor, designer, planner, or consultant in connection with the acquisition, development, management, and productive utilization of real estate, improved or unimproved, and any interest, rights, or privileges therein for its own account or for the account of others and to do all such things proper or useful in connection with the active management of and/or the furnishing of advice or consultation with respect to acquiring, owning, maintaining, operating, managing, utilizing, and disposing of real and leasehold property of every kind, nature, and description.

71988067

1 1987 SEP 22 AM 8:57

2936 1719

H. ERLE SCHAFFER
CLERK

0002-2299

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 754

(d) To buy, lease, or otherwise acquire, to manufacture, improve, service, and repair, to own, use, operate, and manage, and to sell, lease, or otherwise dispose of, and generally to deal in and with personal property of every class and description.

(e) 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, bonds, debentures, notes, mortgages, or other instruments evidencing rights or options to receive, purchase, or subscribe for the same, or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or subdivision thereof; and to possess and exercise in respect thereto any and all rights, powers and privileges of individual holders.

(f) To borrow money and to issue, sell, pledge, or otherwise dispose of, its bonds, bills of exchange, notes, debentures, warrants, trust certificates, and other obligations and evidences of indebtedness, and to secure the same by mortgage, pledge, trust, assignment, and reassignment of accounts receivable or other instruments evidencing property rights of this Corporation, deed or other encumbrance on property of any kind.

(g) To purchase, acquire, deal in or pledge shares of its own stock or other securities of any nature issued by it, without exception and limitation.

(h) To carry out all or any part of the aforesaid objects as principal, distributor, dealer, factor, broker, 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.

(i) To carry on any other business which may be calculated directly or indirectly to effectuate the aforesaid

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duction.

BOOK 202 PAGE 755

objects or any of them or to facilitate the transaction by the Corporation of the aforesaid business which may be calculated directly or indirectly to enhance the value of its assets and property.

The foregoing clauses shall be construed both as objects and powers and shall be deemed to be cumulative and none of them shall be deemed as restricting or limiting the other, nor shall the foregoing enumeration of specific powers be deemed in any way to limit or restrict in any manner the general powers hereinbefore enumerated or the general powers of the Corporation and the enjoyment thereof as conferred by the laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation is 80 West Street, Suite 110, P.O. Box 868, Annapolis, MD 21404. The name and post office address of the Resident Agent of the Corporation in this State is Edward O. Wayson, Jr., 80 West Street, Suite 110, P.O. Box 868, Annapolis, MD 21404. 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, with no par value, of one class.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three (3), and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Edward O. Wayson, Jr., Harry C. Blumenthal and K. Houston Matney.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation and of the Directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized and may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares or securities, the preferences, rights, voting powers, restrictions, and qualifications of, the dividends on, the times and prices of the redemption of, and the conversion rights of such shares or securities and may authorize the conversion of any outstanding debt into preferred stock, whether now or hereafter authorized.

(b) No contract or other transaction between this

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duction.

BOOK 202 PAGE 756

~~001 2302~~

Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors or officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers, of such other corporation; and Directors or officers of this Corporation individually, or any firm of which any Director or officer of this Corporation may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, and any Director or officer of this Corporation, who is also a Director or officer of such other Corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such Director or officer of such other corporation or not so interested.

(c) 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 reasonably incurred by him in connection with the defense of any action, suit or proceeding, civil, criminal, or administrative, in which he 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 shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty to the Corporation. 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 the stockholders that it was to the interest of the Corporation that such settlement be made and that such director, officer or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such individual may be entitled under any statute, by-law, agreement, vote of stockholders, or otherwise.

(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 of its stock by classification, reclassification, or otherwise. Any such amendment which changes the terms of any of the outstanding stock or rights of stockholders 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.

(e) Except as may otherwise be provided by the Board of

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in a condition not permitting
satisfactory photographic repro-
duction.

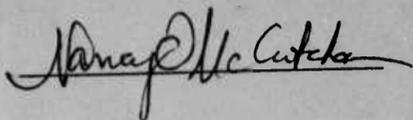
BOOK 202 PAGE 757

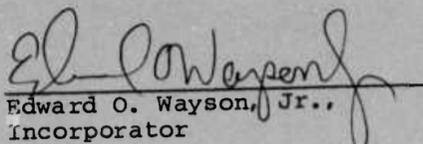
Directors from time to time, no holder of any shares of the stock of the Corporation shall have any preemptive right to subscribe for, purchase, or otherwise acquire any shares of stock of the Corporation of any class, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares, whether now or hereafter authorized.

(f) Notwithstanding any provision of law now or hereafter in effect 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, such action shall be valid and effective if taken or authorized upon the concurrence of a majority of the aggregate number of votes entitled to be cast thereon.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this 15th day of July, 1987, acknowledging the same to be his act.

WITNESS:




Edward O. Wayson, Jr.,
Incorporator

INCORP2.jmh



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 758

DOCUMENT CODE 025 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 40 Check Cash Documents on checks

APPROVED BY: A

CLERK'S NOTATION Document submitted for record in a condition not permitting satisfactory photographic reproduction.

MAIL TO ADDRESS: Blumenthal, Wagonetal 80 West St #100 PO Box 868 Annapolis, Md 21404

2936 1724

0002 2304

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 759

ARTICLES OF INCORPORATION
OF
MEN'S MID-ATLANTIC INVESTMENT GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 17, 1987 AT 8:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 20

SPECIAL
FEE PAID

\$ _____

02380707

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 & ETAL.
P. O. BOX 868
ANNAPOLIS MD 21404

016C3011300

A 237658



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2936 1718

1987 JUL 20 A 8:06

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION

OF

INTERMEZZO, INC.

FIRST: I, Steven G. Tyler, Esquire, whose post office address is 80 West Street, Suite 110, 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 "Intermezzo, Inc."

THIRD: The purposes for which the Corporation is formed are:

(a) To engage in the retail restaurant business, including the sale, distribution and other dealing in freshly prepared and pre-packaged beverages (alcoholic and non-alcoholic) and foodstuffs; to perform all necessary and proper related services and activities in connection therewith.

(b) To acquire, by purchase or exchange, or otherwise, all or any sort of, or any interest in, the properties, assets, business, and goodwill of any one or more persons, firms, partnerships 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, and to purchase all or any part of the shares of stock in any such corporation or acquire all of any part of the partnership interest in any such partnership.

(c) To purchase, or in any way acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, buildings, improvements, and any other real property of any kind or any interest therein, and as the consideration for same to pay cash or to issue the capital stock, debenture bonds, mortgage bonds, or other obligations of the corporation, and to sell, convey, lease, release, sublet,

H. ERLE SCHAFER
CLERK

1987 SEP 22 AM 8:58

72018261

1

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD 849

7/20/87 at 8:06 .m.

0002 2306

mortgage, deed of trust, or otherwise deal with all or any part of the property of the corporation including the property of any subsidiary corporation; to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise; and to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the good will, stock, rights, and property of any person, firm, association, or corporation.

(d) To purchase, acquire, through the issuance of its capital stock or otherwise, own, hold, lease, either as lessor or lessee, sell, exchange, subdivide, mortgage, deed in trust, plant, improve, cultivate, develop, construct, maintain, equip, operate, and generally deal in any and all lands, improved and unimproved, and in business blocks, office buildings, manufacturing works and plants, and other buildings of any kind, and the products and avails thereof, and any and all other property of any and every kind or description, real personal, and mixed, wheresoever situated.

(e) To purchase, lease and otherwise acquire, hold, own, mortgage, pledge, encumber and dispose of all kinds of property, real, personal, tangible and intangible, and mixed, both in this State and in any part of the world; and

(f) To do anything permitted by the Corporations and Associations Article (Section 2-103) of the Maryland Annotated Code, as amended from time to time.

✓ FOURTH: The post office address of the principal office of the Corporation in this State is 222 Long Point Road, Crownsville, Maryland 21032. The name and post office address of the Resident Agent of the Corporation in this State is Steven G. Tyler, Esq., 80 West Street, Suite 110, Annapolis, Maryland

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

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), without par value.

SIXTH: The number of directors of the Corporation shall be three (3) or the minimum number permitted by the Corporations and Associations Article, whichever number is lower. The names of the directors who shall act until the first annual meeting of the stockholders of the Corporation and until their successors are duly chosen and qualified: Craig T. Mullen and Mignon M. Mullen.

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 issue shares of stock of any class now or hereafter authorized, or any securities exchangeable for, or convertible into such shares, or warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares, only if the issuance of such shares or such securities exchangeable for, or convertible into such shares, shall be authorized by the unanimous vote of all of the directors comprising the Board of Directors of the Corporation. In the event that the issuance of such shares, or such securities exchangeable for, or convertible into such shares, or such warrants or any other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, shall be authorized by the unanimous vote of all of the directors comprising the Board of Directors of the Corporation, the issuance of such shares or such securities exchangeable for, or convertible into such shares, or such warrants or, any other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, shall be made for such consideration as the Board of Directors of the Corporation by the unanimous vote of all of the directors thereof shall deem advisable.

(b) The Board of Directors may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights, of such shares.

(c) Any director, individually, or any form 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 maybe 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 contracts or transaction of the Corporation, and in the absence of fraud, no contract or other transaction shall be thereby affected or invalidated; provided, however, that in the event that a director or any firm of which a director is a member, or any corporation or association of which a director may be an officer or director is so interested, such fact shall be disclosed or shall have been known to the Board of Directors of the Corporation or a majority thereof, and any director of the Corporation who is also a director or officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at the meeting of the Board of Directors of the Corporation which shall authorize, ratify, or confirm any such contract or transaction, and may vote thereat to authorize, ratify, or confirm any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation or association or not so interested or a member of a firm so interested.

(d) 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

[REDACTED]

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

same rights as an objecting stockholder in the case of a consolidation or merger.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

(e) With respect to: (1) the amendment of the Charter of the Corporation; (2) the consolidation of the Corporation with one or more other corporations to form a new consolidated corporation; (3) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation; (4) the sale, lease, exchange or transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises; and (5) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the Corporation the stock of which is to be acquired; (6) the voluntary liquidation, dissolution, or winding-up of the Corporation, notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of two-thirds (2/3) of the votes entitled to be cast thereon, such action shall be effective and valid if taken or authorized by a majority of the votes entitled to be cast thereon.

(f) As used in this Article Seventh, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland ("the Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

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.

With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

(d) No holder of any share of stock of any class 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 not or hereafter authorized, or any securities exchangeable for, or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

EIGHTH: The Corporation shall have perpetual existence.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8th day of July, 1987, and I acknowledge the same to be my act.

WITNESS:

Diane Hengstach

m35153.int

John J. R. (SEAL)



STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

BOOK 202 PAGE 766

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>30</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)	<u> </u> Change of Name
52		Foreign Qualification	<u> </u> Change of Principal Office
50		Cert. of Qual. or Reg.	<u> </u> Change of Resident Agent
51		Foreign Name Registration	<u> </u> Change of Resident Agent Address
13	<u>12</u>	<u>1</u> Certified Copy <u>6</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 <u> </u>
85		Termination of Limited Partnership	ATTENTION: <u> </u>
21		Recordation Tax	
22		State Transfer Tax	
23		Local Transfer Tax	
31		Corp. Good Standing	
NA		Foreign Corporation Registration	
		Other <u> </u>	
		Other <u> </u>	

TOTAL FEES 54
 Check Cash
 Documents on checks

MAIL TO ADDRESS:
Blumenthal, Wayson, Downs and
OFFUTT, P.A.
Suite 110
80 West St.
Annapolis, Md. 21404
 NOTE:

APPROVED BY: J. m. T.

2937 0855

0002 2312

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 767

	ARTICLES OF INCORPORATION INTERREZZO, INC.	CONFIDENTIAL	Return to: Steven G. Tyler P.O. Box 868 Annapolis, Maryland 21404
--	---	-------------------------	--

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 768

~~XXXXXXXXXX~~
ARTICLES OF INCORPORATION
OF
INTERMEZZO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 20, 1987 AT 8:06 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:

\$

D2381069

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, DOWNS
AND OFFUTT, P.A.
80 WEST STREET, SUITE 110
ANNAPOLIS MD 21404

017C3011336

A 237683



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2937 0848

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

202 771

BOOK 202 PAGE 769

2 PAGE 770

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION
APPROVED FOR RECORD
7/21/87 at [Signature] 7:25

ARTICLES OF INCORPORATION

OF
WASHINGTON DRYWALL, INC.

A CLOSE CORPORATION Art. 23 Sect. 100

THIS IS TO CERTIFY:

FIRST: That I the subscriber, Bruce Saylor, whose post office address is 490 Riverview Drive, Edgewater, Maryland, 21037. I being at least twenty-one years of age, do hereby act as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called corporation) is: Washington Drywall, Inc.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To engage in the business of construction and improvements, including, but not limited to the following: to conduct a drywall installation business, to enter into contracts and to own property and to do everything ordinarily done by those engaged in that line of business, and to engage in any other lawful purpose and/or business; and

(b) To do anything permitted by Section 2-103 of the Corporation and Associations Articles of the Annotated Code of Maryland, as amended from time to time.

1987 SEP 22 AM 8:58
HERLE SCHAFER
CLERK

722 A 722
1987 JUL -6 A 9 43

72028092

2937 1068

2937

0002 2315

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 773

- 5 -

corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(d) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock

2937 1072

0002 2316

CLERK'S NOTATION
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satisfactory photographic reproduction.

~~201 799~~

BOOK 202 PAGE 774

- 6 -

of the Corporation, or any of its bonds or other evidences of indebtedness, to such extend and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 10th day of May, 1987.

Karen Ebel
Witness

Bruce Saylor
Bruce Saylor

Karen Ebel
Witness

Mary Saylor
Mary Saylor

In witness whereof, we have signed these articles and acknowledge same to be our act on the 15th day of July, 1987.

Karen Ebel
Witness

Bruce Saylor
Bruce Saylor

Karen Ebel
Witness

Mary Saylor
Mary Saylor

2937 1073

0002 2317



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 775

DOCUMENT CODE 02

BUSINESS CODE 03

COUNTY 52

P/A Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

20	20	Organ. & Capitalization
61	22	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		Certified Copy
56		Foreign Penalty
54		For. Supplemental Cert.
73		Cert. of Conveyance

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: _____

Washington Drywall, Inc
490 Riverview Dr
Edgewater, Md. 21037

TOTAL FEES

42

Check Cash

Documents on _____ checks

NOTE:

APPROVED BY: J.M.T.

2937 174

0002 2318

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.

BOOK 202 PAGE 776

~~XXXXXXXXXX~~
ARTICLES OF INCORPORATION
OF
WASHINGTON DRYWALL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 21, 1987 AT 7:25 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

\$

D2381416

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:
WASHINGTON DRYWALL, INC.
490 RIVERVIEW DRIVE
EDGEWATER MD 21037

017C3011371

A 237713



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2937 1067

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

APPROVED FOR RECORD

1/20/87 at 8:40

ARTICLES OF INCORPORATION

OF

J

B and E's Painting and General
Contracting, Incorporated

FIRST: We, the undersigned, William Albert Collins, whose Post Office address is 6309 Shadyside Road, Shadyside, Md., 20764, Eileen Patricia Collins whose Post Office address is 6309 Shadyside Road, Shadyside, Md., 20764, William Randall Bradley whose Post Office address is 4928 Lerch Drive, Shadyside, Md., 20764 and Barbara Kennedy Witten, whose Post Office address is 4928 Lerch Drive, Shadyside, Md., 20764 each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

WITTEN

SECOND: The name of the corporation (which is hereafter called the Corporation) is: B and E's Painting and General Contracting, Incorporated.

THIRD: The purpose for which the Corporation is formed are as follows:

(a) To own, operate, run, and manage the business of general contracting and all other types of business related thereto.

(b) Market skills, plan, negotiate contracts, purchase materials and perform the duties related to the business of a General Contractor. These duties include, but are not restricted to, painting, drywall replacement and repair, rough and finish carpentry, renovations, additions, and all work associated with renovations and additions. Duties also include the ability to contract with contractor to provide the services and duties previously listed. To acquire the necessary real estate and plans or to carry out the above objects and to subscribe for, purchase, sell and exchange, assign, pledge, mortgage, own, hold stock and otherwise dispose of bonds, notes, securities or evidence of indebtedness; of other corporations, to direct the operations of other corporations, transfer and to issue in exchange thereof shares of capital stock, bonds, notes or other obligations of the corporation and while the owner thereof to exercise all the rights, powers and privileges of ownership including the right to vote on any shares of stock or voting trust certificates so owned; to promote, to lend money to, and guarantee the dividends, stock, bonds, notes, evidence of indebtedness, contracts or other obligations of and otherwise aid in any manner which shall be lawful, any corporation or association on which this corporation shall have any interest.

72018045

2937 1315

1987 JUL 20 A 8-10

1987 SEP 22 AM 8:58
HEINLE SCHAFER
CLERK

0002 2320

(c) To engage in and transact the business of research in any field, to carry on investigations and experiments of all kinds, to originate, develop, improve, record and preserve any discoveries, inventions, processes, formulas and improvements, systems, and to build, purchase, lease, acquire, own, hold, use, maintain, improve and operate laboratories, factories, offices, structures and works and any articles, materials, machinery and equipment used for or on connection with any business of the Corporation.

(d) To manufacture, produce, develop, assemble, fabricate, import, lease, purchase or otherwise acquire to invest in, own, hold, use, license the use of, install, handle, maintain, service or repair; to sell, pledge, mortgage, exchange, export, distribute, lease, assign and otherwise dispose of, and generally to trade and deal in and with as principal or agent, at wholesale, retail, on commission or otherwise, devices, instruments and machines in all branches of sciences; and goods, wares, merchandise, commodities, articles of commerce and property of every kind and description, and any and all products, machinery, equipment and supplies used or useful in connection therewith, and to engage in, conduct and carry on a general manufacturing, merchandising, mercantile and trading business in any and all branches thereof.

(e) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of any kind.

(f) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(g) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufactures, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every descriptions.

(h) To purchase, lease or otherwise acquire, all or any part of the property, rights, business, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness 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.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

(i) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulas, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(j) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country.

(k) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(l) To construct, purchase, charter or otherwise acquire and deal with ships, yachts, boats and vessels of all kinds for any of the purposes of the Corporation.

(m) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

(n) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations, relative to corporations which are contained in the general laws of this State.

2937 1317

✓
FOURTH: The Post Office address of the principal office of the Corporation in this State is 6309 Shadyside Road, Shadyside, Md., 20764. The resident agent of the Corporation is William Albert Collins whose post office address is 6309 Shadyside Road, Shadyside, Md., 20764. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one million (1,000,000) of a par value of ten cents (\$0.10) per share, all of which shares are of one class and are designated as Common Stock. The aggregate par value of all shares having par value of \$100,000.00.

The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time shares of its stock of any class, whether now or hereafter authorized.

No stockholder of the corporation shall because of his ownership of stock, have a preemptive or other right to purchase, subscribe for, or take any part of any stock of any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase stock of the corporation issued, optioned, or sold by it after its incorporation. Any part of the capital stock and any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warranties to purchase stock of the Corporation authorized by this certificate of incorporation or by an amended certificate duly filed, may at any time be issued, optioned for sale, and sold or disposed of by the corporation pursuant to resolution of its board of directors to such persons and upon such terms as may to such board seem proper without first offering such stock or securities or any part thereof to existing stockholders.

SIXTH: The number of directors of the Corporation shall be three which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the directors who shall set until the first annual meeting or until their successors are duly chosen and qualify are: William Albert Collins, Eileen Patricia Collins and William Randall Bradley.

SEVENTH: The corporation reserves the right from time to time to make any amendment to its charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its charter, of any outstanding securities.

EIGHT: The duration of the Corporation shall be perpetual.

2937 1318

0002 2323

CLERK'S NOTATION
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duction.

80 [REDACTED]

IN WITNESS WHEREOF: we have signed
these Articles of Incorporation on June 29,
1987.

William Albert Collins
William Albert Collins

Eileen Patricia Collins
Eileen Patricia Collins

William Randall Bradley
William Randall Bradley

Barbara Kennedy Whitten
Barbara Kennedy Whitten

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, That on this 29th day of
June, 1987, before me, the subscriber, a Notary
Public in and for the State and County
aforesaid, personally appeared William Albert
Collins, Eileen Patricia Collins, William
Randall Bradley and Barbara Kennedy Whitten
and they acknowledge the foregoing Articles of
Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Russ P. Hoff

My Commission Expires July 1, 1990



STATE OF MARYLAND

80

BOOK 202 PAGE 782

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: _____

B & E Painting and General Contracting
6309 Shady Side Rd.
Shady Side Md. 20764

TOTAL FEES

40

Check _____ Cash _____

Documents on _____ checks

NOTE: _____

APPROVED BY: J. m. T.

237 1320

0002 2325

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.

BOOK 202 PAGE 783

~~SECRET~~ JS

ARTICLES OF INCORPORATION
OF
B AND E'S PAINTING AND GENERAL CONTRACTING,
INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 20, 1987 AT 8:40 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$ 20

\$ 20

\$

D2381820

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:
B & E PAINTING AND GENERAL
CONTRACTING
6309 SHADYSIDE ROAD
SHADYSIDE MD 20764

017C3011412

A 237749



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2937 1314

0002 2326



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202

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.P. _____ Religious _____ Close Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

BOOK 202 PAGE 784

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

7/20/87 at 9:26 .m.

DELPHI ENTERPRISES, INC.
ARTICLES OF INCORPORATION

FIRST: I, Jerome I. Feldman, whose post office address is 79 West Street, Annapolis, Maryland, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is Delphi Enterprises, Inc.

THIRD: The purposes for which the Corporation is formed are:

- (1) To invest in, own, manage, develop and sell real estate and all things related thereto.
- (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 572 Wayward Drive, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Jerome I. Feldman, 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 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:

1987 SEP 22 AM 8:58
H. ERLE SCHAFER
CLERK

1987 JUL 20 A 9:26

Principal Office
Resident Agent
Resident Agent

SS: Feldman
591
572 Wayward 21404

72018320

ERMIS SFAKIYANUDIS

2937 1119

2937 1122

0002 2327

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
7/21/87 at 7:15 *J*

BOOK 202 PAGE 789

~~CONFIDENTIAL~~
ARTICLES OF INCORPORATION
OF
EAST COAST HOME INSPECTIONS, INC.
(A Close Corporation)

The undersigned, Howard C. Kelly, Sr., whose post office address is 606 Wood Street, Brooklyn Park, Maryland 21225, being at least twenty-one (21) years of age, does hereby form a Corporation under the General Laws of the State of Maryland.

FIRST: The name of said corporation is:
EAST COAST HOME INSPECTIONS, INC.

SECOND: The Corporation shall be a Close Corporation as authorized by Title 4 of the Corporation and Associations Article of the Annotated Code of Maryland.

THIRD: The purpose or purposes for which the Corporation is formed, and the business or objects to be carried on and promoted by it are as follows:

a. To provide inspection services for both commercial and residential real property.

b. To take purchase or otherwise acquire and to hold, sell, convey, exchange, hire, lease, pledge, mortgage and otherwise deal in and dispose of all kinds of personal property, chattels, chattels real, choses in action, notes, bonds, mortgages and securities.

514 7.12.1987
To make mortgages and other loans and advances,

1987 SEP 22 AM 8:58
MERLE SCHAFER
CLERK

72028073

0002 2328

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

 BOOK 202 PAGE 790

secured by liens on real and personal property, or other evidences of indebtedness or securities.

d. To act as agent in the managements of operation and handling of real and personal property, of every nature and description and wheresoever situated.

e. To purchase, own, hold, lease, convey, mortgage, pledge, transfer, or otherwise acquire, or dispose of, land, water rights, mills, factories, building and other structures, and all other property, both real and personal, of every description or any interest therein, necessary or desirable for carrying on the aforesaid business.

f. To acquire by purchase, lease, or otherwise, the property rights, business, goodwill, franchises, and assets of every kind of any corporation, association, firm or individual, carrying on in whole or in part, the aforesaid business, or any other business, in whole or in part, that the corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay any property rights, business, goodwill, franchise and assets so acquired in the stocks, bonds, or other securities of the corporation or otherwise, in the manner prescribed by law.

g. To borrow money, to make and issue its bond, notes, bills of exchange and other obligations, and to mortgage, pledge, and hypothecate any stocks, bonds or other evidences of indebtedness, and any other property held by it, as the law will permit.

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Document submitted for record
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 791

6

h. To hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage, pledge, or otherwise dispose of bonds, certificates of indebtedness, share of the corporation, stocks and securities, created by any other corporation or corporations and while the holder thereof, to exercise all the privileges of ownership, including the right to vote thereon.

i. To acquire, purchase and hold real and personal property, of every nature and description and wheresoever situated, for and on behalf of any individual or corporation, and to manage, control, operate, purchase, sell, mortgage, lease, improve, invest, and deal in said real and personal property.

Provided, however, that nothing herein contained shall be construed as limited or restricting in any way the general powers granted a corporation, incorporated under the General Incorporation Laws of the State of Maryland, and all the foregoing shall be done in accordance with the Laws of the State of Maryland.

THIRD: The corporation may exercise all or any of its corporate powers and rights, in the State of Maryland, and in the various other States, Territories, or possessions of the United States, or in the District of Columbia, and in all or any foreign countries, so far as permitted by the laws thereof.

✓ FOURTH: That the principal office of said corporation in the State of Maryland shall be located at 221 Fifth Avenue,

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duction.

BOOK 202 PAGE 792

S.E., Suite 202, Glen Burnie, Maryland 21061 and the corporation's resident agent is HOWARD C. KELLY, SR., a citizen of the State of Maryland.

FIFTH: The total amount of authorized capital stock of said corporation shall consist of One Thousand (1,000) shares at no par value.

SIXTH: After the completion of the organizational meeting of the Directors, and the issuance of one (1) or more shares of stock in the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one Director whose name is Howard C. Kelly, Sr.

SEVENTH: The duration of the Corporation shall be perpetual.

WITNESS the hand and seal of the aforementioned incorporator, this 17th day of July, 1987, in Anne Arundel County, State of Maryland.

WITNESS:

Robert M. Paddock Howard C. Kelly, Sr.
HOWARD C. KELLY, SR.

STATE OF MARYLAND
COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY that on this 17th day of July, 1987 before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Howard C. Kelly, Sr., the aforesaid incorporator and did make oath in due form of law that the foregoing Articles of Incorporation is his

0002 2331

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BOOK 202 PAGE 793

~~CONFIDENTIAL~~

deed and respective act, in my presence, signed and sealed by
him.

AS WITNESS, my hand and Notarial Seal.

Walter M. Pollard
Notary Public

My Commission expires: 7-1-90





STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 794

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

P.A. Religious [X] Close [X] Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Includes items like Organ. & Capitalization, Name Change, Change of Name, etc.

TOTAL FEES 40 [X] Check Cash

Documents on checks

APPROVED BY: J.M.T

MAIL TO ADDRESS: Raymond O. Blumberg III, 7412 Baltimore & Annapolis Blvd, Glen Burnie, Md. 21061

NOTE:

CLERK'S NOTATION: Document submitted for record in a condition not permitting satisfactory photographic reproduction.

2937 1367

0002 2333

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 795

[REDACTED]
ARTICLES OF INCORPORATION
OF
EAST COAST HOME INSPECTIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 21, 1987 AT 7:15 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

\$

D2381929

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:
RAYMOND O. BLUMMER III, P.A.
7412 BALTIMORE & ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

017C3011422

A 237756



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2937 1361

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

TIDEWATER LACROSSE CAMP, INCORPORATED
ARTICLES OF INCORPORATION

FIRST: I, Amy R. Goldstein, whose address is 312 McDonough Road, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is TIDEWATER LACROSSE CAMP, INCORPORATED.

THIRD: The purposes for which the Corporation is formed are:

(1) To engage in and carry on the business of training, teaching, instructing, supervising, advising, and counseling in the methods and procedures, rules, regulations, strategy, fundamentals, and finer-points associated with the game of lacrosse and associated with the proper physical and mental preparation for participating, officiating and observing the game of lacrosse; and

(2) To engage in and carry on the business of selling on a wholesale and/or retail basis, goods, equipment, material, supplies and/or services of all kinds and description associated with the game of lacrosse and/or the physical preparation therefore; and

(3) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 312 McDonough Road, Annapolis, Maryland 21401. The name and address of the Resident Agent of the Corporation is Amy R. Goldstein, 312 McDonough Road, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has the 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 numbers may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3), provided that:

RECEIVED FOR RECORD
ANNAPOLIS, MARYLAND COUNTY

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

72028210 SEP 22 AM 8:58 Page 1 of 3

H. ERLE SCHAFER
CLERK

APPROVED FOR RECORD

7/21/87 at 8:48 .m.

0002 2335

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

(1) If there is no stock outstanding, the number of Directors may be less than three (3) but not less than one (1); and

(2) If there is no stock outstanding, the number of Directors may be less than three (3) but not less than the number of stockholders.

The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Amy R. Goldstein

Mark R. Sweeney

Laura Beall

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 share by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the time and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may be otherwise 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 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 to their instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

2937 1377

NINTH: (1) as used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former Director or Officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section of any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (1) 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 15th day of July, 1987, and I acknowledge the same to be my act.

WITNESS:

Yvonne A. Beal

Amy R. Goldstein
Amy R. Goldstein



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 799

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>Lawrence B. Goldstein</u>
	_____	Other	<u>107 Ridgely Ave.</u>
	_____	Other	<u>P.O. Box 291</u>
	_____	Other	<u>Annapolis, Md. 21404</u>

TOTAL FEES 40 Check Cash

Documents on _____ checks

APPROVED BY: J. M. T.

NOTE:

2937 1379

0002 2338

CLERK'S NOTATION
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CLERK'S NOTATION
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BOOK 202 PAGE 800

			<p>LAWRENCE B. GOLDSTEIN, CHARTERED <i>Attorney at Law</i> 107 Ridgely Avenue P. O. Box 291 Annapolis, Maryland 21404-0291</p> <p>25</p>
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CLERK'S NOTATION
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duction.

BOOK 202 PAGE 801

[REDACTED]

ARTICLES OF INCORPORATION
OF
TIDEWATER LACROSSE CAMP, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 21, 1987 AT 8:48 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ 20

\$ 20

\$

D2381945

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:
LAWRENCE B. GOLDSTEIN
107 RIDGELY AVE., P. O. BOX 291
ANNAPOLIS MD 21404

017C3011424

A 237758



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 37 1375

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

AMERICAN BUILDING PRODUCTS, INC., CLOSE CORPORATION

ARTICLES OF INCORPORATION

STATE OF MARYLAND

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/22/87 at 9:12 .m.

P

FIRST:

THE UNDERSIGNED, Keith Risser, whose Post Office Address is 7761 Jessup Road, Jessup, Maryland 20794, being at least eighteen years of age does hereby form a corporation under the General Laws of the State of Maryland.

SECOND:

The name of the corporation is AMERICAN BUILDING PRODUCTS, INC., which is hereinafter called the Corporation.

THIRD:

THE PURPOSES FOR WHICH THIS CORPORATION IS FORMED ARE AS FOLLOWS: (a) To buy and sell lumber products, both retail and wholesale, and to maintain a lumber storage yard.

To manufacture, purchase, or otherwise acquire, invest in, own, mortgage, pledge, sell, assign, and transfer, or otherwise dispose of, trade, deal in and with goods, wares, merchandise, personal property and real property of every class and description.

To acquire and pay for in cash, stock or bonds of the Corporation or otherwise, the goodwill, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association, or corporation.

To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic, government, or colony or dependency thereof.

To borrow or raise monies for any of the purposes of the Corporation and, from time to time, without limit as to amount, to draw, raise, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures or other negotiable and non-negotiable instruments and evidence of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the Corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the Corporation for its corporate purposes.

1987 SEP 22 AM 8:58
H. ERLE SCHAFER
CLERK

72038110

2937 1441

0002 2341

To loan to any person, firm, or corporation any of its surplus funds, either with or without security.

To purchase, hold, sell, and transfer the shares of its own capital stock, provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

To have one or more offices, to carry on all or any of its operations and business without restriction of limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the states, districts, territories, or colonies of the United States, and in any and all foreign countries, subject to the laws of such states, districts, territories, colonies, or countries.

The Corporation shall be authorized to exercise and enjoy all of the powers, rights, and privileges granted to or conferred upon corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights, or privileges so granted or conferred.

(b) To engage in any business related or unrelated to those described in paragraph (a) of this Article III and from time to time authorized or approved by the Board of Directors of this Corporation.

(c) To do business anywhere in the world;

(d) To act as principal, agent, partner or joint venturer in any transaction;

The previous purpose clause shall not be limited by reference to or inference from one another, but each such purpose clause shall be construed as separate conferring independent purposes and powers upon the Corporation.

FOURTH:

THE POST OFFICE ADDRESS OF THE principle office of the Corporation in Maryland is 7761 Jessup Road, Jessup, Maryland 20794. The name and post office address of the Resident Agent of the Corporation in Maryland is Keith Risser, 7761 Jessup Road, Jessup, Maryland 20794. Said Resident Agent is a citizen of Maryland.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 804

FIFTH:

The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5,000) shares of common stock, \$1 par value.

SIXTH:

The total number of Directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders; the name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is:

NAME	Keith Risser
ADDRESS	7761 Jessup Road Jessup, Maryland 20794

SEVENTH:

The directors of the Corporation shall have the power, if the By-Laws so provide, to hold their meetings either within or without the state; and the Corporation may have one or more offices in addition to the principal office in Maryland.

EIGHTH:

The Board of Directors is expressly authorized to make, alter, amend, and repeal the By-Laws of the Corporation to the extent permitted by law; to fix the times for the declaration and payment of dividends; to fix and vary the amount to be reserved as working capital; to authorize and cause to be executed mortgages and loans upon all property owned by the Corporation or any part thereof. The Board of Directors may remove at any time any officer elected or appointed by the Board of Directors, but only by the affirmative vote of the majority of the whole Directors. Any other employee of the Corporation may be removed at any time by a vote of the Board of Directors. Any removal of any person made hereunder shall be subject to any contractual right of any such person.

2937 1443

0002 2343

CLERK'S NOTATION
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duction.

BOOK 202 PAGE 805

NINTH:

Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or prescribed by statute, and all rights conferred upon stockholders granted subject to this reservation.

as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

ELEVENTH:

The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation and of the directors and stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock or any class, whether now or hereafter authorized.
2. The Board of Directors may classify or re-classify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the time and prices of redemption of, and the conversion rights of, such shares.

TWELFTH:

THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation the 18 day of July, 1987.

Witness [Signature]

[Signature]
Keith Risser, Incorporator

BOOK 202 PAGE 804

The Corporation has common stock, \$1 par

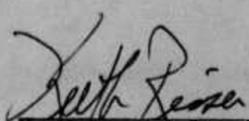
(1), which number Corporation, and of directors holders; the until his

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Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 806

STATE OF MARYLAND
COUNTY OF ANNE ARUNDEL

WITNESS WHEREOF, I have signed these Articles of Incorporation and
agree the same to be my act on the 18 day of July.


Keith Risser, Incorporator

BOOK 202 PAGE 805

amend, alter, change or repeal any pro-
visions of Incorporation in the manner now or
rights conferred upon stockholders
Directors, no holder of any
pre-emptive right to
stock of the Corpor-
ation is exchangeable
instruments
acquire



STATE OF MARYLAND

State Department of Assessments and Taxation

BOOK 202 PAGE 807

Gene L. Burner, Director

021

BUSINESS CODE 03

COUNTY 52

Religious Close Stock Nonstock

Surviving (Transferee)

REMITTED

- 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

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:

American Bulking Products
7761 Jessup Rd
Jessup Md 20794

TOTAL FEES

40

Check

Cash

Documents on checks

NOTE:

APPROVED BY:

PCM

2937 1446

0002 2346

CLERK'S NOTATION

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BOOK 202 PAGE 806

Incorporation and day of July

erator

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 808

ARTICLES OF INCORPORATION
OF
AMERICAN BUILDING PRODUCTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 22, 1987 AT 9:12 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:

\$

D2382075

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:
AMERICAN BUILDING PRODUCTS, INC.
7761 JESSUP ROAD
JESSUP MD 20794

017C3011437

A 237770



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS 2937 1440

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 809

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
7/22/87 at 8:18

UNIVERSAL SHEET METAL, INC.

A Maryland Close Corporation
Organized Pursuant to Title Four of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, Edith Thompson, whose post office address is
8807 Hunting Lane (T-4), Laurel, Maryland 20708, 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 UNIVERSAL SHEET METAL, INC.

THIRD: The Corporation shall be a close corporation as
authorized by Title Four of the Corporations and Associations
Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed
are to fabricate sheet metal parts as well as to purchase or
otherwise acquire, own, mortgage, sell, assign and
transfer, or otherwise dispose of, to invest, trade, deal in and
develop real and personal property of every class and description
and to engage in any enterprise calculated or designed to be
profitable to this corporation in conformity with the laws of the
State of Maryland.

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 do all and everything necessary and proper for the
accomplishment of the objects and purpose enumerated herein or
necessary or incidental to the protection and benefit of this
corporation and in general, to carry on any lawful business
necessary or incidental to the objects of this corporation or any
corporation, whether or not such business is similar in nature to
the objects set forth in these Articles of Incorporation or any
amendment thereto and to do any or all of the things herein above
set forth and to do any or all of the things herein above
as natural persons might or could do. 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 1815 Cedar Drive, Severn,
Maryland 21144. The name and post office address of the President
is

72038102

1987 SEP 22 AM 8:58
H. ERLE SCHAFER
CLERK

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 Page 810

Agent of the Corporation in this State are Christian Wieland, Sr., 1815 Cedar Drive, Severn, Maryland 21144. 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 will act until the first annual meeting or until his successor is duly chosen and qualified is: Christian Wieland, Sr.

EIGHTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREFORE, I have signed these Articles of Incorporation this 25th day of June, 1997, and I acknowledge the same to be my act.

WITNESS


Edith Thompson

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 810

Agent of the Corporation in this State are Christian Wieland, Sr., 1815 Cedar Drive, Severn, Maryland 21144. Said resident Agent is an individual actually residing in this State.

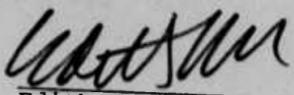
SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand (1,000) shares of common stock without par value.

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 will act until the first annual meeting or until his successor is duly chosen and qualified is : Christian Wieland, Sr.

EIGHTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREFORE, I have signed these Articles of Incorporation this 25th day of June 1987, and I acknowledge the same to be my act.

WITNESS


Edith Thompson

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02

STATE OF MARYLAND
201 2008

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 81

Merging (Transferor) _____

P.A. _____

BUSINESS CODE 03

Religious _____

Close

Stock

COUNTY 52

Surviving (Transferee) _____

Nonstock _____

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 Cert. of Qual. or Reg.
50		Foreign Name Registration
51		Certified Copy
13		Foreign Penalty
56		For. Supplemental Cert.
54		Cert. of Conveyance
73		
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 _____

TOTAL FEES

40

Documents on _____

Check

_____ Cash

APPROVED BY: PCM

Name Change (New Name) _____

Change of Name _____

Change of Principal Office _____

Change of Resident Agent _____

Change of Resident Agent Address _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Edith Thompson
8807 Huntington Lane T-4
Lansel Md 20708

NOTE: _____

237 1457

0002 237

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 812

~~XXXXXXXXXX~~

ARTICLES OF INCORPORATION
OF
UNIVERSAL SHEET METAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 22, 1987 AT 8:18 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	\$
	D2382091	

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:
EDITH THOMPSON
8807 HUNTING LANE, T-4
LAUREL MD 20708

017C3011439

A 237772



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2937 1454

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 202 PAGE 813

APPROVED FOR RECORD
7/20/87 at 3:14

ARTICLES OF INCORPORATION

of

KING'S RETREAT HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Corporations and Association, Title 2, Annotated Code of Maryland (1975), and any amendments thereto, the undersigned, EDWARD C. GIBBS, JR., whose post office address is 864 King's Retreat Drive, Davidsonville, Maryland 21035; RONALD B. KNODE, whose post office address is 870 King's Retreat Drive, Davidsonville, Maryland 21035; and CHARLES E. MOON, whose post office address is 840 King's Retreat Drive, Davidsonville, Maryland 21035, each being at least eighteen (18) years of age, have this day, by execution and filing of these Articles, voluntarily declared themselves to be incorporators for the purpose of forming a non-stock, non-profit corporation pursuant to the general laws of Maryland, and do hereby certify:

ARTICLE I
Name of Corporation

The name of the Corporation is King's Retreat Homeowners Association, Inc., hereinafter called the "Association".

ARTICLE II
Principal Office

The post office address of the principal office of the Association is 870 King's Retreat Drive, Davidsonville, Anne Arundel County, Maryland 21035.

ARTICLE III
Resident Agent

The name of its resident agent is RONALD B. KNODE, whose post office address is 870 King's Retreat Drive, Davidsonville, Anne Arundel County, Maryland 21035.

ARTICLE IV
Powers and Purposes

The Association is not formed for pecuniary gain or profit,

1987 SEP 22 AM 8:58
H. ERLE SCHAFER
CLERK

W

1987 JUL 20 P 3 14

72028191

2936 2592

0002 2353

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 814

direct or indirect, to itself or its members. The purposes for which the Association is formed is as follows:

To organize and operate a nonprofit, civic organization, which shall be organized and operated exclusively for civic and community purposes, and for the promotion of the health, safety, common good and social welfare of the owners of property in, and the residents of, that community known as King's Retreat, located in the First Assessment District of Anne Arundel County.

For the general purpose aforesaid, and limited to that purpose (hereinafter sometimes referred to as the "Purpose"), the Association shall have the following specific purposes:

(a) To do any and all lawful things and acts within its powers, as hereinafter set forth, which the Association from time to time may deem to be appropriate in order to benefit, aid, promote and provide for peace, health, safety, convenience, comfort and the general welfare of the owners of property in, and the residents of, the community of King's Retreat.

(b) To operate and maintain any and all property or facilities which it may acquire for the use and benefit of its members.

Solely in aid of the purposes of the Association, the Association, shall have the following powers:

(1) to purchase, lease, hire, receive donations of, or otherwise acquire, hold, own, develop, improve, maintain and operate and to aid and subscribe toward the acquisition, development or improvement, of real and personal property, and rights and privileges therein, suitable or convenient for the Purposes of the Association;

(2) to purchase, lease, hire, receive donations of, or otherwise acquire, hold, own, develop, erect, improve, manage, maintain, and operate, and to aid and subscribe toward the acquisition, construction or improvement of, systems, buildings, machinery, equipment and facilities, and any other property or appliances which may appertain to or be useful in the accomplishment of the Purposes of the Association;

(3) to impose, collect and disburse dues and assessments in accordance with and subject to the provisions of the Association's by-laws and resolutions as resolved by the membership from time to time;

(4) to solicit, receive and accept donations of money or property or any interest in property from the State of Maryland, Anne Arundel

County, or any subdivision of either the Federal government or any agency or instrumentality thereof, or from any person or entity;

(5) to raise money for any particular facility or service which the Association proposes to provide by means of payment of dues or special assessments by its members and to provide, operate and maintain, and supervise the use of any such facility or service upon the voluntary payment of such dues or assessments by its members.

(6) to make contracts, incur liabilities, and borrow money and to issue bonds, notes or other obligations and secure the same by mortgage or deed of trust of all or any part of the property, franchise or income owned by the Association and to guarantee the obligations of others in which it may be interested for the furtherance of the Purposes of the Association;

(7) to undertake and prepare or cause to be prepared studies, plans, recommendations, budgets and any other similar things which relate to any phase or aspect of the physical, social, recreational, or cultural development of the community, and to create, or cause to be created, committees and other organizations for the supervision and implementation thereof;

(8) to engage in and sponsor civic activities relating to the cultural, educational, social and civic affairs of the owners of property in, or residents of, the community, and to appear before and represent its members in or before other civic groups, associations, boards or other like organizations;

(9) to sponsor, engage in, conduct and encourage cultural, educational, recreational, social and civic and other beneficial activities relating to the community;

(10) to have and exercise to the extent necessary or desirable for the accomplishment of the aforesaid specific purposes and to the extent that they are not inconsistent with the Purposes of the Association, any and all powers conferred upon corporations of a similar character by the General Laws of the State of Maryland.

ARTICLE V
No Capital Stock

This Association is not authorized to issue any capital stock and shall not be operated for profit. The Association does not anticipate distributing dividends, gains or profits to its members. No member shall have any personal liability for the debts or obligations of the Association.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 816

[REDACTED] 1

ARTICLE VI
Board of Directors

The affairs of this Association shall be managed by a Board initially consisting of three (3) directors whose names and addresses are hereinafter listed. Commencing with the first annual meeting of the Association, the Board shall consist of not less than three (3) nor more than five (5) directors. The names and addresses of the persons who are to initially act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
EDWARD C. GIBBS, JR.	864 King's Retreat Drive Davidsonville, MD 21035
RONALD B. KNODE	870 King's Retreat Drive Davidsonville, MD 21035
CHARLES E. MOON	840 King's Retreat Drive Davidsonville, MD 21035

The number, qualifications, powers, duties and tenure of the office of the directors and the manner by which directors are to be chosen shall be as prescribed and set forth in the By-Laws of the Association. Officers of the Association shall be elected and shall serve as provided for in said By-Laws.

ARTICLE VII
Duration

This Association shall exist perpetually.

ARTICLE VIII
Amendments

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

ARTICLE IX
Miscellaneous

The foregoing enumeration of the purposes, objectives and business of the Association is made in furtherance, and not in limitation, of the powers conferred upon the Association by law, and it is not intended, by the mention of any particular purpose,

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

~~BOOK 204 PAGE 12~~

objective or business, to limit or restrict any of the powers of the Association. The Association 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.

IN WITNESS WHEREOF, EDWARD C. GIBBS, JR., RONALD B. KNODE and CHARLES E. MOON have signed, sealed and delivered these Articles of Incorporation as their own free act and deed on this 28th day of April, 1987.

WITNESS:

Claudia A. Ferrar
Blaine S. Lutz
Donald D. Zeman

Edward C. Gibbs, Jr.
Edward C. Gibbs, Jr.
Ronald B. Knode
Ronald B. Knode
Charles E. Moon
Charles E. Moon

STATE OF MARYLAND :
COUNTY OF Calvert : to wit:

On this 28th day of April, 1987, before me, a Notary Public in and for the above County and State, personally appeared EDWARD C. GIBBS, JR., and acknowledged that he signed the foregoing Articles of Incorporation for the purposes therein stated.

WITNESS my hand and Notarial Seal.

My Commission Expires: 7/1/90
[NOTARIAL SEAL]

Claudia A. Ferrar
Notary Public
CLAUDIA A. FERRAR
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires July 1, 1990

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 818

STATE OF MARYLAND :
COUNTY OF Anne Arundel : to wit:

On this 6th day of April, 1987, before me, a Notary Public in and for the above County and State, personally appeared RONALD B. KNODE, and acknowledged that he signed the foregoing Articles of Incorporation for the purposes therein stated.

WITNESS my hand and Notarial Seal.

Claire L. Suitt
Notary Public

My Commission Expires: 7/1/90

[NOTARIAL SEAL]



STATE OF MARYLAND :
COUNTY OF Prince George's : to wit:

On this 7th day of April, 1987, before me, a Notary Public in and for the above County and State, personally appeared CHARLES E. MOON, and acknowledged that he signed the foregoing Articles of Incorporation for the purposes therein stated.

WITNESS my hand and Notarial Seal.

Theresa D. Zuman
Notary Public

My Commission Expires: 7/1/90

[NOTARIAL SEAL]

0002 2358



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 819

DOCUMENT CODE

026

BUSINESS CODE

804

COUNTY

52

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

20	20	Organ. & Capitalization
61	22	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	12	1 Certified Copy 6
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: _____

Linowes + Blocher

6411 Ivy Ln

600

Greenbelt Md 20770

TOTAL FEES

54

Check _____ Cash _____

_____ Documents on _____ checks

NOTE: _____

APPROVED BY: *PCM*

2936 2598

0002 2359

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.

BOOK 202 PAGE 820

ARTICLES OF INCORPORATION
OF
KING'S RETREAT HOMEOWNERS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 20, 1987 AT 3:14 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20

RECORDING
FEE PAID

\$ 22

SPECIAL
FEE PAID

\$

D2382125

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:
LINOWES & BLOCHER
6411 IVY LANE, #600
GREENBELT MD 20770

018C3011442

A 237781



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2936 2591

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 821

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
7/22/87 at 9:29

MICHAEL OREM AND ASSOCIATES, INCORPORATED

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, Michael A. Christianson, whose post office address is 208 Duke of Gloucester Street, Annapolis, MD 21401, being at least eighteen (18) years of age, hereby form a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is MICHAEL OREM AND ASSOCIATES, 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 business of computer systems analysis including, without limitation, the creation of computer software products; 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 281 Peat Bog Lane -- Eagle Hill, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is Michael Orem, 281 Peat Bog Lane -- Eagle Hill, Pasadena, Maryland 21122. Said Resident Agent is an adult individual actually residing in this State.

1987 SEP 22 AM 8:58
HERLE SCHAFER
CLERK

72038092

2936 2600

0002 2361

BOOK 202 PAGE 822

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5000) shares of common stock, without par value.

SEVENTH: The number of directors shall be one (1), which number may be increased 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 chose and qualified is: Michael Orem.

EIGHTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

(1) The Corporation shall indemnify any director or officer of the Corporation who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation 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 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

2936 2601

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 823

of the Corporation to procure a judgment in its favor by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense which such court shall deem proper.

(3) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs (1) and (2) of this Article Eighth, or in defense of any claim, issue, or matter therein, he shall be indemnified against expense (including attorney's fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article Eighth.

(4) Any indemnification under paragraph (1) or (2) of this Article Eighth (unless ordered by a court) shall be made by the Corporation

2936 2602

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 824

~~CONFIDENTIAL~~ 9

only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph (1) or (2) of this Article Eighth. Such determination shall be made: (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding, or (b) if such a quorum is not obtainable, or, even if obtainable, if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

(5) Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors, in the specific case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

(7) Any indemnification pursuant to this Article Eighth shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director

2936 2608

0002 2364

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 825

 or officer and shall inure to the benefit of the heirs and personal representatives of such a person.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20 day of July, 1987, and I acknowledge the same to be my act.

WITNESS

Sandra Woodward
SANDRA WOODWARD

Michael A. Christianson
MICHAEL A. CHRISTIANSON
208 Duke of Gloucester St.
Annapolis, MD 21401
1-301-269-0244

2936 2604

5

0002 2365



STATE OF MARYLAND
State Department of Assessments and Taxation
 Gene L. Burner, Director

BOOK 202 PAGE 826

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>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 _____	MAIL TO ADDRESS: _____
_____	_____	Other _____	<u>Michael Christanson</u>
_____	_____	_____	<u>208 Duke of Gloucester St</u>
_____	_____	_____	<u>Annapolis Md 21401</u>

TOTAL FEES 51 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: PCM

NOTE:

CLERK'S NOTATION
 Document submitted for record in a condition not permitting satisfactory photographic reproduction.

2936 2605

0002 2366

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 827

**ARTICLES OF INCORPORATION
OF
MICHAEL OREM AND ASSOCIATES, INCORPORATED**

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **JULY 22, 1987** AT **9:28** 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:

\$ _____

02382133

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 CHRISTIANSON, P.A.
208 DUKE OF GLOUCESTER ST.
ANNAPOLIS MD 21401

018C3011443

A 237782



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2936 2599

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 202 PAGE 828

[REDACTED]

APPROVED FOR RECORD

2/24/87 at 9:31 a.m.

OWENS PAINTING, INC.

(A Close Corporation)

ARTICLES OF INCORPORATION

ARTICLE I. The undersigned, JAMES W. OWENS, whose post office address is 125 Harwood Street, Baltimore, Maryland 21225, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE II. The name of the Corporation (which is hereinafter called the Corporation) is OWENS PAINTING, INC.

ARTICLE III. The Corporation shall be a close corporation as authorized by Title 4, Corporations and Associations, of the Annotated Code of Maryland.

ARTICLE IV. The purpose for which the Corporation is formed is as follows:

(a) The general nature of its business is to own, lease, operate and engage in the painting business, both residential and commercial, and in the selling, installation and servicing of painting materials of all kinds, their parts, appurtenances, accessories, supplies, tools, fixtures and equipment. 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 the corporation. To do all and everything necessary, suitable or proper for the accomplishment of the foregoing services, either alone or in conjunction with other corporations, firms or

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BOOK 202 PAGE 829

~~BOOK 204 PAGE 1054~~

individuals, and either as contractor or subcontractor or principal or agent. The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance and not in limitation of the powers conferred upon the corporation by law, and it is not intended by the mention of any particular purpose, object or business in any manner to limit or to restrict the generality of any other purpose, objects or business mentioned or to limit or to 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; and generally to engage in other business which may be carried on conveniently or advantageously in connection with the general business of the corporation.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, lease, or in any manner encumber or dispose of goods, wares, merchandise, implements, equipment or personal property of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situate.

(d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchise and assets of every kind, of any corporation, co-partnerships, associations or individual (including the estate of a decedent) carrying on or having carried on in whole or in part any of the aforementioned business or any other businesses

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BOOK 202 PAGE 830

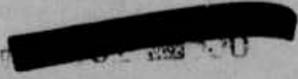
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that the corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchise or assets by the issue, in accordance with the laws of Maryland, of stock, bonds or other securities of the corporation or otherwise.

(e) To 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 notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for the property purchased, or for any other lawful consideration, and to secure thereon, the whole or any part of the property of the corporation, real or personal including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such notes or other obligations of the corporation for its corporate purposes.

(f) To carry on any of the businesses hereinabove mentioned for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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BOOK 202 PAGE 831



(g) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof.

ARTICLE V. The post office address of the principal office of the corporation in Maryland is 125 Harwood Road, Baltimore, Maryland, 21225. The name and post office address of the resident agent of the Corporation in Maryland is JAMES W. OWENS, 125 Harwood Road, Baltimore, Maryland, 21225. Said resident agent is a citizen of Maryland and actually resides therein.

ARTICLE VI. 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. Said stock as presently distributed and owned is one hundred (100) shares to JAMES W. OWENS and JOANN OWENS, as tenants by the entireties.

ARTICLE VII. That each and every share of the stock of the Corporation heretofore authorized or which may be hereafter authorized is and shall be held, owned and transferred subject to all the terms, conditions and options herein contained:

(a) If any holder of shares of the common stock of this corporation desires to dispose of the same or any part thereof, he shall not transfer or otherwise dispose of the same to any

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BOOK 202 PAGE 832 [REDACTED] 7

person, unless and until he has given the other common stockholders of the corporation, if any, an opportunity to purchase the same as herein provided. The common stockholder desiring to dispose of all or any of his stock shall give notice of such desire to each of the officers of the corporation stating the number of shares he desires to sell. Any other common stockholder or stockholders of the corporation, may, within ninety (90) days after the service of such notice upon the last officer to be served, elect to purchase any part or all of the common stock so offered, and, in the event of the exercise of such option, the common stockholder so giving notice of his desire to sell shall forthwith, sell, assign, transfer and set over his said shares of common stock to the common stockholder or stockholders electing to purchase the same at market value.

(b) In the event of the death of either or any of the common stockholders, the survivor or survivors shall have the right to purchase his stock from the estate of the deceased stockholder at market value.

(c) All the conditions, covenants and options herein contained shall bind each of the parties hereto, their heirs, personal representatives and assigns.

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BOOK 202 PAGE 833 [REDACTED]

ARTICLE VIII. The number of directors of the corporation shall be one which number may be increased or decreased pursuant to a majority vote of the stockholders, but shall never be less than one (1) and the name of the director who shall act until his successor is duly chosen and qualified is JAMES W. OWENS.

ARTICLE IX. The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the directors:

(a) The Board of Directors is hereby empowered to authorize the issuance from time to time of shares of stock, whether now or hereafter authorized.

(b) No contract or other transaction between this corporation and any other corporation and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of other corporations; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been made known to all members of the Board of Directors.

(c) The Board of Directors shall have power, from time to time to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, if any,

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BOOK 202 PAGE 834

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what part, of the surplus of the corporation or of the net profits arising from its business shall be declared as dividends and paid to stockholders, and to direct and determine the use and disposition of any surplus or net profits.

(d) The general business and affairs of the Corporation shall be conducted and controlled by such board.

(e) The Board of Directors shall have the power to acquire by purchase, gift, or any other lawful manner, any property, both real and personal, rights, or privileges that the corporation may lawfully acquire, at such price and on such terms and conditions as the Board shall deem proper. The Board shall also have the power to create, make and deliver mortgages, bonds, deeds of trust, trust agreements, security interests, and any other kind of lawful encumbrances on such property or for any other lawful corporate purposes; provided however, that the prior approval of the stockholders of the corporation shall be required under any such provision of the general law. The connection with the acquisition, holding and encumbering of property of the corporation, the Board of Directors shall have the power to appoint any person, persons or corporations to act as trustee for the corporation with respect to any such property and to authorize such trustee to execute such instruments and do all such acts and things as may be required in relation to the trust and the trust property.

(f) To make provision for the prompt discharge of corporate obligation as they mature, including payment for any property or rights acquired by the corporation, either in money

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BOOK 202 PAGE 835
of in stocks, bonds, debentures, or other securities of the
company lawfully issued for the purpose.

(g) To borrow money on the credit of the corporation.
No loan shall be contracted on behalf of the corporation, and no
evidence of indebtedness shall be issued in its name unless
authorized by resolution of the Board of Directors. Such
authorization may be general or may be confined to specified
transactions.

(h) To set apart out of the funds of the corporation
available for dividends, a reserve for any proper corporate
purpose, and to provide for the use of such reserve under
appropriate regulations and for its termination when the purpose
for which it was created has been served. The purpose for which
reserve funds may be established shall include, but not be
limited to, the following: To meet contingencies, anticipated
or unanticipated; to equalize dividends; and to repair, maintain
or enlarge any property of the corporation.

(i) To fix the salaries of the corporate officers and
to review the same from time to time; and to establish salary
schedules for employees of the corporation.

(j) To designate the officer, officers, or employees
who shall be authorized to sign checks, drafts, orders for the
payment of money, notes and other specialties in behalf of the
corporation. Until and unless other provisions are made by the
Board of Directors, all such instruments shall be signed by the
President.

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BOOK 202 PAGE 836

ARTICLE X. Executive officers of the corporation shall be President, Vice-President and Secretary-Treasurer. The office of any two may be held by the same person, except that of President and Vice-President. Such executive officers as presently nominated and elected are JAMES W. OWENS, President and JOANN OWENS, Secretary-Treasurer and Vice-President.

ARTICLE XI. The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the executive officers:

(a) The President of the corporation shall be the corporation's principal executive officer and shall exercise supervision and control over all the business and affairs of the corporation as authorized by the Board of Directors.

(b) The President shall have the specific powers and duties to preside at all meetings of the stockholders; to have general superintendance and direction of all other officers of the corporation and of the agents and employees thereof and to see that their respective duties are properly performed; and

(c) To operate and conduct the business and affairs of the Corporation according to the orders and resolution of the Board of Directors, and according to his own discretion whenever it is not expressly limited by such orders and resolutions.

(d) The Vice-President shall exercise the powers and perform the functions that are from time to time assigned to him or her by the President or the Board of Directors.

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BOOK 202 PAGE 837

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(e) The Secretary of the Corporation shall be the custodian of and shall maintain the corporate books and records and shall be the recorder of the corporation formal actions and transactions. The Secretary shall have the specific powers and duties to record the minutes and transactions of all the meetings of the directors and the stockholders and to maintain separate minute books at the principal office of the Corporation; to keep at the principal office of the corporation record books showing the details with respect to the stock of the corporation, including ledgers and transfer books showing all shares issued and transferred, and the date of each issuance and transfer; and to attend to such correspondence and make such reports as may be assigned to him or her.

(f) The Treasurer of the corporation shall be its chief fiscal officer and the custodian of its funds, securities and property. The Treasurer shall have the following specific powers and duties: To keep and maintain, open to inspection by the President and any Director at all reasonable times, adequate and correct accounts of the properties and business transactions of the corporation, which shall include all matters required by law and which shall be in form as required by law; to have the care and custody of the funds and valuables of the corporation and deposit the same in the name and to the credit of the corporation; to maintain accurate lists and descriptions of all capital assets of the corporation including land, buildings and equipment; to see to the proper drafting of all checks, drafts, notes for the payment of money as required in the business of

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BOOK 202 PAGE 838

the corporation, and to sign such instruments as authorized; to disburse the funds of the corporation for proper expenses and dividends, and as he or she may be ordered by the Board of Directors, to take proper vouchers for such disbursements; and to render to the President or to the Board of Directors, whenever they may require it, an account of all transactions as Treasurer.

ARTICLE XII. The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on the 10th day of June 1987.

TEST:

Ronald J. Riebert

James W. Owens
JAMES W. OWENS

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STATE OF MARYLAND
State Department of Assessments and Taxation
 Gene L. Burner, Director

BOOK 202 PAGE 839

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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

PA Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>32</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>17</u>	<u>1</u> Certified Copy <u>11</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>Ronald Rinehart</u>
_____	_____	_____	<u>4023 Orchard Ave</u>
_____	_____	_____	<u>Balt, Md 21225</u>

TOTAL FEES 69 Check _____ Cash _____
1 Documents on 2 checks

APPROVED BY: A

MAIL TO ADDRESS:
Ronald Rinehart
4023 Orchard Ave
Balt, Md 21225

NOTE:

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BOOK 202 PAGE 841

J

SEVERN RUN BUSINESS PARK CORPORATION
ARTICLES OF INCORPORATION

FIRST: I, James C. Praley, whose post office address is 7419 Baltimore-Annapolis Boulevard, P.O. Box 1330, Glen Burnie, Maryland 21061-3592, being at least 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:

SEVERN RUN BUSINESS PARK CORPORATION

THIRD: The purposes for which the Corporation is formed are:

(A) To acquire, develop, lease, offer for sale and otherwise deal in real property; and,

(B) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is:

SEVERN RUN BUSINESS PARK CORPORATION
844 Ritchie Highway
P.O. Box 1071
Severna Park, Maryland 21146

The name and post office address of the Resident Agent of the Corporation in this State are:

Richard E. Polm
844 Ritchie Highway
P.O. Box 1071
Severna Park, Maryland 21146

Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1000) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be three (3), which numbers may be increased or decreased from time to time pursuant to the By-Laws of the Corporation, but shall

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CLERK

1987 JUN 21 A 7:12

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STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION 2937 0317

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7/21/87 at 7:15

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never be less than three (3), provided that:

(A) If there is no stock outstanding, the number of directors may be less than three (3) but not less than one (1); and

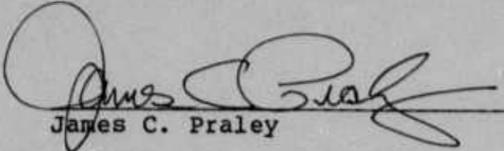
(B) If there is stock outstanding and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders.

The name of the Director who shall act until the first annual meeting or until his successor is duly chosen and qualified is:

Richard E. Polm

SEVENTH: Except as may otherwise 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 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 20th day of July, 1987, and I acknowledge the same to be my act.


James C. Praley

Return to: James C. Praley
Lessans and Tate
P.O. Box 1330
Glen Burnie, Maryland 21061



STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

BOOK 202 PAGE 843

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 53

_____ P.A. 1 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>8</u>	<u>1</u> Certified Copy <u>2</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>Lessans and Tate</u>
_____	_____	_____	<u>7419 Baltimore-Annapolis Blvd</u>
_____	_____	_____	<u>P.O. Box 1330</u>
_____	_____	_____	<u>Glen Burnie, Md. 21061</u>

TOTAL FEES 48
 Check _____ Cash _____

Documents on _____ checks

APPROVED BY J.M.T.

NOTE: _____

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CLERK'S NOTATION
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BOOK 202 PAGE 844

ARTICLES OF INCORPORATION
OF
SEVERN RUN BUSINESS PARK CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 21, 1987 AT 7:15 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:

\$ _____

D2382646

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:
LESSANS AND TATE
7419 BALTIMORE-ANNAPOLIS BLVD.,
P. O. BOX 1330
GLEN BURNIE MD 21061

018C3011494

A 237825



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2937 0316

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BOOK 202 PAGE 845

ARTICLES OF INCORPORATION
OF
WALLACE SHIPBUILDING COMPANY, INC.
a Maryland Corporation

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
7/22/87 at 9:37 .m.

P

FIRST: I, JAMES R. WALLACE, of 623 Sixth Street, Annapolis, Maryland 21403, being at least eighteen (18) years of age, hereby form a Corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter referred to as "the Corporation") is Wallace Shipbuilding Company, Inc.

THIRD: The purposes for which the Corporation is formed are:

1. To engage in the business of ship construction and design; and
2. To acquire (by purchase, lease or otherwise), own, hold, use, alter, repair, lease, or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situate, within or without the State of Maryland;
3. To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;
4. To do any act or thing and exercise any power suitable, convenient, or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such power;
5. To have and exercise any and all powers and privileges now or hereinafter conferred by the laws of the State of Maryland upon Corporations formed under the acts above referred to, or any act amendatory thereof or supplemental thereto or in substitution thereof.

FOURTH: The post office address of the principal office of the Corporation in this State is P. O. Box 3324, 623 Sixth Street, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is James R. Wallace, P. O. Box 3324, 623 Sixth Street, Annapolis, Maryland, 21403. The Resident Agent is an individual actually residing in this State.

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H. EARLE SCHAFER
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BOOK 202 PAGE 846

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3), provided that:

1. If there is no stock outstanding, the number of directors may be less than three (3), but not less than one (1); and

2. If there is stock outstanding, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3), but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualified, are James R. Wallace and Jan P. Wallace.

SEVENTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify officers, agents and employees as follows:

1. The Corporation shall indemnify any officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee, or agent of another Corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such suit, or proceeding, if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

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BOOK 202 PAGE 847

2. The Corporation shall indemnify any officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such an officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee, or agent of another Corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation, unless (and only to the extent that) the Court in which such action or suit was brought, or any other Court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense as such Court shall deem proper.

3. To the extent that an officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs 1 and 2 of this Article Seventh or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph 4 of this Article Seventh.

4. Any indemnification under paragraphs 1 or 2 of this Article Seventh (unless ordered by a Court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraphs 1 or 2 of this Article Seventh. Such determination shall be made: (a) by a majority vote of a quorum consisting of shareholders who were not parties to such action, suit, or proceeding, or (b) if such a quorum is not obtainable, or even if obtainable, if such a quorum of disinterested shareholders so directs, then by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

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duction.

BOOK 202 PAGE 848

5. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit, or proceeding, as authorized by the shareholders in the specific case, upon receipt of an undertaking by or on behalf of the officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

6. Agents and employees of the Corporation who are not officers of the Corporation may be indemnified under the same standard and procedures set forth above, in the discretion of the shareholders of the Corporation.

7. Any indemnification pursuant to this Article Seventh shall not be deemed exclusive of any other rights to which those indemnified may be entitled, and shall continue as to a person who has ceased to be an officer, and shall inure to the benefit of the heirs and personal representatives of such a person.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20th day of July, 1987, and I acknowledge the same to be my act.

Peter D. Chayman

James R. Wallace

0071C



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 849

DOCUMENT CODE 02 4 BUSINESS CODE 03 COUNTY 52

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	20	Organ. & Capitalization	Name Change (New Name) _____
61	25	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 _____	
		Other _____	

TOTAL FEES 40

Check _____ Cash _____

Documents on _____ checks

APPROVED BY: PCM

MAIL TO ADDRESS: William Simmons, PO Box 2266, Annapolis, Md 21404

NOTE:

2937 0380

0002 2389

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BOOK 202 PAGE 850

~~BOOK 202 PAGE 850~~
ARTICLES OF INCORPORATION
OF
WALLACE SHIPBUILDING COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND JULY 22, 1987 AT 9:37 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

\$

5
D2382745

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 SIMMONS
P. O. BOX 2266
ANNAPOLIS

MD 21404

018C3011504

A 237835



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2937 375

0002 2390

CLERK'S NOTATION
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duction.

BOOK 202 PAGE 851

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

THE JIM CRONK DISTRIBUTION COMPANY
A Maryland Close Corporation
Organized Pursuant to Title 4 of the
Corporation and Associations Article of the
Annotated Code of Maryland

APPROVED FOR RECORD

7/22/87

at 12:20 .m.

ARTICLES OF INCORPORATION

FIRST. I, RACHEL M. WOLMAN-HESS, whose post office address is One East Redwood Street - Suite 502, Baltimore, MD 21202, being at least eighteen (18) years of age, hereby forms a corporation under and by virtue of the Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is THE JIM CRONK DISTRIBUTION COMPANY.

THIRD: The corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

- (1) To distribute computer products.
- (2) 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 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.

1987 JUL 22 P 12:20

W

72048093

1987 SEP 22 AM 8:59

2937 2686

THELIE SCHAFFER
CLERK

0002 2391

2

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

BOOK 202 PAGE 853

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)	_____ 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	_____
_____	_____	Other	_____

TOTAL FEES 40 Check _____ Cash _____
Documents on _____ checks

MAILED TO ADDRESS:
Resnick, Joseph & Pulver
1 E. Redwood St # 400
Balt, Md 21202

APPROVED BY: A

2937 2698

0002 2392

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CLERK'S NOTATION
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satisfactory photographic repro-
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BOOK 202 PAGE 854

ARTICLES OF INCORPORATION
OF
THE JIM CRONK DISTRIBUTION COMPANY


RESNICK, SOPHER & PERLOW, P.A.
ONE EAST REDWOOD STREET
SUITE 400
BALTIMORE, MARYLAND 21202

RMP/KSP

0002 2393

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BOOK 202 PAGE 855

ARTICLES OF INCORPORATION
OF
THE JIM CRONK DISTRIBUTION COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 22, 1987 AT 12:20 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20

RECORDING
FEE PAID:

\$ 20

SPECIAL
FEE PAID:

\$

D2383461

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:
RESNICK, SOPHER & PERLOW, P.A.
ONE E. REDWOOD STREET, SUITE 400
BALTIMORE MD 21202

019C3011576

A 237937



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2937 2685

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duction.

BOOK 202 PAGE 856

WHEELER GOODMAN MASEK & ASSOCIATES, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Annette Rooney Fries, whose address is 250 West Pratt Street, Baltimore, Maryland 21201, being at least eighteen years of age and the sole incorporator of WHEELER GOODMAN MASEK & ASSOCIATES, INC., 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 hereafter referred to as the "Corporation") is

WHEELER GOODMAN MASEK & ASSOCIATES, INC.

THIRD: The purposes for which the Corporation is formed are:

(1) To offer architecture, landscape architecture, interior design and related services; and to own real and personal property necessary for the rendering of architectural and related services.

(2) To engage in and perform any activities or function which may lawfully be performed by a business corporation organized under the laws of the State of Maryland.

The foregoing enumerated purposes and objects shall be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article of the Charter of the Corporation, and each shall be regarded as independent; and they are intended to be and shall be construed as powers as well as purposes and objects of the

REC'D JUL 27 11 54 AM '58

72088303 SEP 22 AM 8:59
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION 2937 288
APPROVED FOR RECORD
7/27/58 at 8:50 .m.

0002 2395

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BOOK 202 PAGE 856

WHEELER GOODMAN MASEK & ASSOCIATES, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Annette Rooney Fries, whose address is 250 West Pratt Street, Baltimore, Maryland 21201, being at least eighteen years of age and the sole incorporator of WHEELER GOODMAN MASEK & ASSOCIATES, INC., 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 hereafter referred to as the "Corporation") is

WHEELER GOODMAN MASEK & ASSOCIATES, INC.

THIRD: The purposes for which the Corporation is formed are:

(1) To offer architecture, landscape architecture, interior design and related services; and to own real and personal property necessary for the rendering of architectural and related services.

(2) To engage in and perform any activities or function which may lawfully be performed by a business corporation organized under the laws of the State of Maryland.

The foregoing enumerated purposes and objects shall be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article of the Charter of the Corporation, and each shall be regarded as independent; and they are intended to be and shall be construed as powers as well as purposes and objects of the

RECEIVED FOR RECORD
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION 2937 2883
72088303 SEP 22 AM 8:59
N. ERLE SCHAFFER
CLERK
APPROVED FOR RECORD
7/27/87 at 8:50 .m.

0002 2396

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 202 PAGE 857

Corporation and shall be in addition to and not in limitation of the general powers of corporations under the General Laws of the State of Maryland.

FOURTH: The present address of the principal office of the Corporation in this State is 910A Bestgate Road, Annapolis, Maryland 21401. ✓

FIFTH: The name and address of the resident agent of the Corporation in this state are Charles R. Goodman, 910A Bestgate Road, Annapolis, Maryland 21401. The Resident Agent is an individual actually residing in this State. ✓

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is twenty-five thousand (25,000), divided into fifteen thousand (15,000) shares of Class A Common Stock with a par value of one cent (.01), amounting in the aggregate to one hundred fifty dollars (\$150.00), and ten thousand (10,000) shares of Class B Common Stock with a par value of one cent (.01), amounting in the aggregate to one hundred dollars (\$100.00), with a total combined aggregate of two hundred fifty dollars (\$250.00).

The following is a description of each class of stock of the Corporation with the preferences, conversion and other rights, restrictions, voting powers, and qualifications of each class:

1. Except as hereinafter provided with respect to voting powers, the Class A Common Stock and the Class B Common Stock of the Corporation shall be identical in all respects.

~~004 2398~~ BOOK 202 PAGE 858

2. With respect to voting powers, the holders of Class A Common Stock shall possess all voting powers for all purposes, including by way of illustration and not of limitation, the election of directors, and the holders of Class B Common Stock shall have no voting power whatsoever, and no holder of Class B Common Stock shall vote on or otherwise participate in any proceedings in which actions shall be taken by the Corporation or the stockholders thereof or be entitled to notification as to any meeting of the Board of Directors or the stockholders.

SEVENTH: The Board of Directors shall manage the business and affairs of the Corporation and may exercise all of the powers of the Corporation except those conferred on, or reserved to, the stockholders by law. The number of Directors of the Corporation shall be that established by the By-Laws of the Corporation, but shall never be less than Three (3) unless there are less than Three (3) stockholders in which case 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: Edward A. Masek, Jr. and Charles R. Goodman.

EIGHTH: The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(1) The Board of Directors shall have power from time to time and in its sole discretion (a) to determine in accordance

with sound accounting practice, what constitutes annual or other net profits, earnings, surplus or net assets in excess of capital; (b) 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; (c) to set apart out of any funds of the Corporation such reserve or reserves in such amount or amounts and for such proper purposes as it shall determine and to abolish or redesignate any such reserve or any part thereof; (d) 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 (e) to determine whether and to what extent and to 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 of the Corporation, and, except as so provided, no stockholder shall have the right to inspect any book, account or document of the Corporation unless authorized so to do by resolution of the Board of Directors.

(2) 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 solely because of any one or more of the following:

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BOOK 202 PAGE 860

(a) the common directorship or interest; (b) the presence of the Director at the meeting of the Board or a committee of the Board which authorizes, approves or ratifies the contract or transaction; or (c) the counting of the vote of the Director for the authorization, approval, or ratification of the contract or transaction; provided that (i) the fact of the common directorship or interest is disclosed or known to the Board of Directors or its committee, and the Board or committee authorizes, approves or ratifies the contract or transaction by the affirmative vote of a majority of disinterested Directors, even if the disinterested Directors constitute less than a quorum; (ii) the fact of the common directorship or interest is disclosed or known to 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 (iii) 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 the meeting of the Board of Directors or a committee of the Board 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 this

BOOK 202 PAGE 861

paragraph, 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.

(3) The Corporation may indemnify its Directors and Officers to the full extent permitted by the General Laws of the State of Maryland now or hereafter in force, including the advance of related expenses. Upon authorization by the Board of Directors, the Corporation may indemnify other employees and/or agents to the same extent provided herein for Directors and Officers.

(4) No holders of stock of the Corporation of whatever class shall have any preemptive rights or preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares of convertible securities which the Board of Directors may determine, may 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.

(5) The Board of Directors of the Corporation shall have the power in its sole discretion and without limitation, subject only to any restrictions imposed by law, to authorize the issuance from time to time of shares of the Corporation's stock,

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duction.

BOOK 202 PAGE 862

with or without par value, of any class, and of securities convertible into shares of the Corporation's stock, with or without par value, of any class, for such consideration (irrespective of the value or amount of such consideration) and in such manner and by such means as said Board of Directors may deem advisable.

(6) The Board of Directors shall have the power in its sole discretion and without limitation, subject only to any restrictions imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by setting, altering or eliminating in any one or more respects, from time to time before the issuance of such shares, any feature of such shares, including but not limited to the designation, par value, preferences, conversion or other rights, voting powers, qualifications, and terms and conditions of redemption of, and limitations as to dividends and any restrictions on, such shares.

(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 of contract rights, as expressly set forth in its charter, of any of its outstanding stock by classification, reclassification or otherwise.

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

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BOOK 202 PAGE 863

terms of any other clause of this or any other Article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

NINTH: The duration of the Corporation's existence will be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, on this 24th day of July, 1987, and I acknowledge the same to be my act.

WITNESS:

Jody A. Abbott

Annette Rooney Fries
Annette Rooney Fries



STATE OF MARYLAND
State Department of Assessments and Taxation

BOOK 202 PAGE 864

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>26</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)	_____
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	_____	Certified Copy	_____ Change of Resident Agent Address
56	_____	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>54</u>
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: _____
87	_____	Limited Part. Good Standings	_____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	_____
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES

46

_____ Check _____ Cash
 Documents on _____ checks

APPROVED BY: PCM

2937 2891

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0002 2404

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 866

ARTICLES OF INCORPORATION
OF
LM HEALTH SERVICES, INC.

FIRST: I, Bruce D. Davis, whose post office address is
Seven St. Paul Street, Suite 1400, Baltimore, Maryland 21202-
1626, of the age of majority, hereby form a corporation under and
by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter called the
Corporation") is:

LM HEALTH SERVICES, INC.

THIRD: The purposes for which the Corporation is formed
are:

(1) (a) To own, lease, develop, or otherwise
acquire, and to manage nursing homes, domiciliary care
homes, convalescent homes and other health care related
facilities and services.

(b) To manufacture, purchase or otherwise
acquire and to hold, own, mortgage or otherwise lien,
pledge, lease, sell, assign, exchange, transfer or in any
manner dispose of, and to invest, deal and trade in and with
goods, wares, merchandise and personal property of any and
every class and description, within or without the State of
Maryland.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

72688570

1987 JUN 27 A 11:02

APPROVED FOR RECORD

1987 SEP 22 AM 8:59

7/27/87 at 11:02 .m.

2937 2168

H. ERLE SCHAFER
CLERK

0002 2406

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duction.

BOOK 202 PAGE 867

(c) To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of this company, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(d) To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of indebtedness created by other corporations and while the holder of such stock to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.

(e) To enter into, make and perform contracts of every kind for any lawful purpose with any person, firm, association or corporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

(f) To borrow money for any of the purposes of the corporation and to draw, make, accept, endorse, discount, execute, issue, sell, pledge or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable, transferable or non-transferable instruments and evidences

0002 2407

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BOOK 202 PAGE 868

[REDACTED]

of indebtedness and to secure the payment thereof and the interest thereon by mortgage or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation at the time owned or thereafter acquired.

(g) To purchase, hold, sell and transfer the shares of its capital stock.

(h) To have one or more offices and to conduct any or all of its operations and business and to promote its objects, within or without the State of Maryland, without restrictions as to place or amount.

(i) The Corporation is expressly authorized to do all and everything necessary, suitable lawful and proper for the accomplishment of any of the purposes or the attainment of any of the objects set forth herein, in any state, district, territory or possession of the United States or any foreign country, and to the same extent as natural persons might or could do, either alone, in cooperation with, or through the agency of other cooperations, organizations, foundations, institutions, governmental bodies or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, and to do all things not forbidden by the laws of the State of Maryland and with all powers conferred upon corporations by the laws of said State.

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satisfactory photographic repro-
duction.

BOOK 202 PAGE 869

(2) To do anything permitted in Section 2-103, Corporations and Associations Article, Annotated Code of Maryland, as amended from time to time, and any and all other lawful acts.

FOURTH: The post office address of the principal office of the Corporation in this State is 11-A-1 Spa Creek Landing, Shearwater, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is RESAGENT, INC., Seven St. Paul Street, Suite 1400, Baltimore, Maryland 21202-1626; said Resident Agent is a Maryland corporation.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares, with a par value of One Dollar (\$1.00) per share.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the lesser of (a) three or (b) the number of shareholders. The name of the director, who shall act until the first meeting or until successors are duly chosen and qualified is:

Lois A. McGovern, R.N., M.S., L.N.H.A.

SEVENTH: The Corporation shall indemnify its directors, officers, employees and agents to the maximum extent possible in accordance with the provisions of Section 2-418, Corporations and Associations Article, Annotated Code of Maryland; and the Corporation may, in its By-Laws, extend or restrict the power of

CLERK'S NOTATION
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satisfactory photographic repro-
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BOOK 202 PAGE 870

its directors and/or stockholders to indemnify such directors,
officers, employees and agents provided nothing in said By-Laws
is inconsistent with the terms of Section 2-418, Corporations and
Associations Article, Annotated Code of Maryland.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles
of Incorporation to be my act this 24th day of July, 1987.

WITNESS:

Russelyn K. Jolly

Bruce D. Davis
Bruce D. Davis
"INCORPORATOR"



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 R 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	_____	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
87	_____	Limited Part. Good Standings
71	_____	Financial
600	_____	Personal Property Reports and late filing penalties
_____	_____	Other _____
_____	_____	Other _____

Name Change (New Name) _____

_____ Change of Name
_____ Change of Principal Office
_____ Change of Resident Agent
_____ Change of Resident Agent Address

Code 67

ATTENTION: _____

MAIL TO ADDRESS: _____

TOTAL FEES

40

Check _____ Cash
Documents on _____ checks

APPROVED BY: PCM

NOTE:

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 872

ARTICLES OF INCORPORATION
OF
LM HEALTH SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 27, 1987 AT 11:02 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:

\$

D2384071

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:
WHITEFORD, TAYLOR & PRESTON
1400 UNION TRUST TOWER
7 ST. PAUL STREET
BALTIMORE MD 21202

020C3011637

A 238012



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 237 2167

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/24/87

at 8:13

ARTICLES OF INCORPORATION
BLACKWATER CONSTRUCTION, INC.

BOOK 202 PAGE 873

THIS IS TO CERTIFY:

FIRST: That the subscriber, Douglas R. Thomas, does hereby declare the intention of forming a close corporation under Title Four of the Corporations and Associations Article of the Annotated Code of Maryland, as amended. Said incorporator being an adult over eighteen (18) years of age.

SECOND: The corporation name is BLACKWATER CONSTRUCTION, INC. (hereinafter referred to as the "Corporation").

THIRD: The purpose or purposes for which the Corporation is organized are:

(a) To carry on and conduct a business specializing in general residential and commercial construction and other related matters.

(b) To engage in any business, allied or kindred or associated with any of the principal objects of the Corporation.

(c) 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.

(d) To manufacture, purchase or otherwise acquire and to hold, own, mortgage or otherwise lien, pledge, lease, sell, assign, deal and trade in and with goods, wares, merchandise and personal property of any and every class and description, within or without the State of Maryland.

(e) To adopt, apply for, obtain, register, purchase, lease, or otherwise acquire and to maintain, protect, hold, use, own, exercise, develop, manufacture under, operate, and introduce, and to sell and grant licenses or other rights in respect of, assign, or other dispose of, or in any manner deal with and contract with reference to, any trademarks, trade names, patents, patent rights, patents pending, concessions, franchises, designs, copyrights, and improvements, processes, recipes, formulas, and the like, including, but not limited to, such thereof as may be covered by, used in connection with, or secured or received under, letters patent of the United States of America or elsewhere, and any licenses in respect thereof and any or all rights connected therewith or appertaining thereto.

(f) To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association, or corporation: to pay for the same in cash, the stock of the Corporation, bonds or otherwise: to hold or in any manner to dispose of the whole or any part of the property so purchased: to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient to and about the conduct and management of such business.

(g) To guarantee, purchase, or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds, or other such evidences of indebtedness created by other corporations and while the holder of such stock, to exercise all the rights and privileges of ownership, including the right to vote thereon, and to the same extent as a natural person might or could do.

(h) To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association or corporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

1587 SEP 22 AM 8:59
H. ERLE SCHAFER
CLERK

LAW OFFICES
Douglas R. Thomas, P.A.
10601 BALTIMORE BLVD.
BELTSVILLE, MD 20705
(301) 937-4250

72058214

0002 2413

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

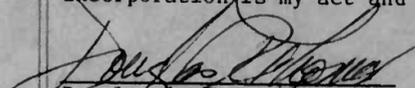
BOOK 202 PAGE 874

Which number may be increased pursuant to the by-laws of the Corporation, but shall not be less than one (1) if there is no capital stock outstanding; or if there is capital stock outstanding, all of which is owned by less than two (2) stockholders, the number of directors may be less than two (2) but not less than the number of such stockholders; and following is the name of the director who shall act until the first annual meeting and his successor is duly elected and qualified or until his earlier resignation, removal from office or death:

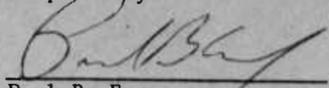
Rainer T. Rose

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I, as Subscriber to these Articles of Incorporation, acknowledge, on the 21st day of July, 1987, under the penalty of perjury, that the matters and facts contained in these Articles of Incorporation are true and correct in all material respects to the best of my knowledge, information and belief, and that the execution of these Articles of Incorporation is my act and deed.


Douglas R. Thomas
Incorporator

Prepared by:


Paul B. Essex
Attorney At Law

LAW OFFICES

Douglas R. Thomas, P.A.
10801 BALTIMORE BLVD.
BELTSVILLE, MD 20705
(301) 937-4250

(i) To borrow money for any of the purposes of the Corporation and to draw, make, accept, endorse, discount, execute, issue, sell, pledge, or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debentures or other negotiable or non-negotiable instruments, and evidences of indebtedness and to secure the payment thereof and the interest thereon by mortgage or pledge, conveyance or assignment in trust of the whole or part of the property of the Corporation at this time owned or thereafter acquired.

(j) To conduct business in any of the states, territories, colonies or dependencies of the United States, in the District of Columbia, or in any and all foreign countries, to have one or more offices therein, and therein to hold, purchase, mortgage, and convey real and personal property without limit as to amount.

(k) To do any and all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees, or otherwise, and either alone or in company with others.

(l) To purchase, hold and reissue any of the shares of its capital stock pursuant to the provisions of the General Laws of the State of Maryland.

(m) 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 contract 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 anytime may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

(n) The foregoing enumeration of the purposes, powers, object and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by the laws of the State of Maryland and the mention of any particular purpose, power, object or business is not intended in any manner to limit or restrict any of the purposes, powers, objects or business of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of the State of Maryland.

FOURTH: The Post Office address at which the principal office of the Corporation in this State shall be located will be 3475 Olympia Road, Davidsonville, Anne Arundel County, Maryland, 21035. The resident agent of the Corporation is Douglas R. Thomas, P. A., whose Post Office address is 10601 Baltimore Boulevard, Beltsville, Maryland 20705, said resident agent being a citizen of the State of Maryland who actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is Five Thousand (5,000) shares of common stock having a par value of Ten Cents (\$.10) each.

SIXTH: The number of officers of the Corporation shall be four (4): They shall be the President, the Vice President, the Secretary and the Treasurer.

SEVENTH: The number of directors of the Corporation shall be ~~12~~ (1620)



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 876

DOCUMENT CODE 02 4 BUSINESS CODE 23 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		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		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	
87		Limited Part. Good Standings	MAIL TO ADDRESS: _____
71		Financial	<u>Douglas R. Thomas, P.A.</u>
600		Property Reports and late filing	<u>10601 Baltimore Blvd</u>
		penalties	<u>Beltsville, Md. 20705</u>
		Other _____	
		Other _____	

TOTAL FEES 42

Check _____ Cash _____
Documents on _____ checks

APPROVED BY: J.M.T.

2938 1621

0002 2416

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.

BOOK 202 PAGE 877

~~██████████~~

ARTICLES OF INCORPORATION
OF
BLACKWATER CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 24, 1987 AT 8:13 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 22

RECORDING
FEE PAID:

\$ 20

SPECIAL
FEE PAID:

\$

D2384592

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:
DOUGLAS R. THOMAS, P.A.
10601 BALTIMORE BOULEVARD
BELTSVILLE MD 20705

021C3011689

A 238055



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2938 1617

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 878

BACKYARD DESIGNS, INC.
ARTICLES OF INCORPORATION

FIRST: I, HARRY D. HUGHES, whose post office address is 1109 Odenton Road, P.O. Box 8, Odenton, Maryland 21113, 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 BACKYARD DESIGNS, INC.

THIRD: The purposes for which the Corporation is formed are:

- (1) To operate a business engaged in landscaping, construction, and the planting and growing of plants used in landscaping.
- (2) To purchase, stock and sell at retail and wholesale plants and other commodities; and to engage in any other lawful purpose and business.
- (3) To purchase, lease and otherwise acquire, hold, own, mortgage, pledge, encumber and dispose of all kinds of property, real, personal, tangible and intangible, and mixed, both in this state and any part of the world.
- (4) To do anything permitted by Section 2-103 of the Annotated Code of Maryland as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 538 Wilson Lane, Crownsville, Maryland 21032. The name and post office address of the Resident Agent of the Corporation in this State are PATRICK STEVENS, 538 Wilson Lane, Crownsville, Maryland 21032. 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: Except as may be provided by law or by the Board of Directors:

- (a) dividends may be declared and paid or set apart for payment upon the common stock out of any assets or funds of the Corporation legally available for the payment of dividends;
- (b) the holders of common stock shall have the exclusive right to vote for the election of directors and on all other matters requiring stockholder action, with each share being entitled to one vote; and
- (c) upon the voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the net assets of the Corporation shall be distributed pro rata to the holders of

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/24/82 at 8:11

H. ERNE SCHAFER
CLERK

1982 SEP 22 AM 8:59

HARRY D. HUGHES
ATTORNEY AT LAW
1109 ODENTON ROAD
ODENTON, MD 21113
(301) 674-3911

1987 JUL 24 A 8 11

72058203

2938 1628

0002 2418

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 873

the common stock in accordance with their respective rights and interests.

SEVENTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, 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: PATRICK STEVENS and JANELLE ANTONELLI.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

- (1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.
- (2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

NINTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the capital 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.

OF, I have signed these
nd day of July
to be my act.

Harry D. Hughes
HARRY D. HUGHES

HARRY D. HUGHES
ATTORNEY AT LAW
1109 ODENTON ROAD
ODENTON, MD 21113
(301) 674-3911

0002 2419



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 881

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

CODE AMOUNT FEE REMITTED

Table with columns CODE, AMOUNT, FEE REMITTED. Rows include 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 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, 87 Limited Part. Good Standings, 71 Financial, 600 Personal Property Reports and late filing penalties, Other, Other.

Name Change (New Name) Change of Name Change of Principal Office Change of Resident Agent Change of Resident Agent Address

Code ATTENTION:

MAIL TO ADDRESS: Harry D. Hughes 4020 Haskell Dr Arnold, Md. 21012

TOTAL FEES 40 Check Cash Documents on checks

APPROVED BY: JMT

2938 1631

CLERK'S NOTATION Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0002 2420

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 882

ARTICLES OF INCORPORATION
OF
BACKYARD DESIGNS, INC.

~~202 007~~

HARRY D. HUGHES
ATTORNEY AT LAW
1108 ODESSON ROAD (P. O. BOX 8)
ODESSON, MARYLAND 21113

0002 2421

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 883

ARTICLES OF INCORPORATION
OF
BACKYARD DESIGNS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 24, 1987 AT 8:11 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

\$

D2384618

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:
HARRY D. HUGHES
402 HASKELL DRIVE
ARNOLD

MD 21012

021C3011691

A 238057



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 1938 1627

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 884

ARTICLES OF INCORPORATION
OF
BACEGG CORPORATION

FIRST: I, Nicholas J. Kallis, whose post office address is 439 Lakeland Road (N), Severna Park, Maryland 21146, being at least eighteen (18) years of age, hereby forms a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is:

BACEGG CORPORATION

THIRD: The purposes for which the Corporation is formed are:

(1) To engage in, conduct and operate the business of development, building, construction and land acquisition and to engage in any other lawful purpose and/or business.

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 67 Franklin Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Nicholas J. Kallis, 67 Franklin Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing

1987 SEP 22 AM 8:59
H. ERIC SCHAEFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

1987 JUL 24 A-8-01

2938 1637

APPROVED FOR RECORD

7/24/87 at 8:05 72058200

0002 2423

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 885

[REDACTED]
in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased, pursuant to the By-Laws of the Corporation, but shall never be less than three (3) provided that:

(1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders. The names of the directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Michael Badger
Thomas Egeberg
Nicholas J. Kallis

SEVENTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have 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 of options to subscribe for, purchase, or otherwise acquire such

BOOK 202 PAGE 886

shares.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders.

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the time and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the term of any other clause of this or any other article of the Charter of 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.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 887.


NINTH: (1) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 888

parties to the proceeding; or, (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, the indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20th day of July, 1987, and I acknowledge the same to be my act.

WITNESS:

Samuel Elizabeth Suckels

Nicholas U. Kallis
Nicholas U. Kallis



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.	
51	_____	Foreign Name Registration	
13	_____	Certified Copy _____	_____ Change of Resident Agent
56	_____	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	
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	
600	_____	Property Reports and _____ Personal late filing penalties	<u>Nicholas J Kallis</u>
	_____	Other _____	<u>67 Franklin St.</u>
	_____	Other _____	<u>Annapolis, Md. 21401</u>

TOTAL FEES 40
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: J.M.T.

2938 1642

0002 2428

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 890

ARTICLES OF INCORPORATION
OF
BACEGG CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 24, 1987 AT 8:05 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

\$

D2384634

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:
NICHOLAS J. KALLIS
67 FRANKLIN STREET
ANNAPOLIS

MD 21401

02103011693

A 238059



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 1636

0002 2429

BOOK 202 PAGE 891

BOOK 202 PAGE 02

ARTICLES OF INCORPORATION

OF
REPLEX, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/24/87 at 2:06 .m.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THIS IS TO CERTIFY:

FIRST: That we the undersigned, Jack Boudreaux, whose address is Post Office Box 52, 4 1/2 Church Circle, Annapolis, Maryland 21404, Robert Jernigan, whose address is Post Office Box 52, 4 1/2 Church Circle, Annapolis, Maryland 21404, and Charles H. Wheatley, III, Post Office Box 52, 4 1/2 Church Circle, Annapolis, Maryland 21404, being at least eighteen (18) years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

REPLEX, INC.

THIRD: This Corporation shall be a close corporation under the provisions of Title 4, Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The purposes for which the Corporation is formed are as follows:

(a) To engage in the research, development, operation, manufacture, distribution and marketing of a wide variety of computer software products or services and activities relating thereto.

(b) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights processes, formulae, and the like which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(c) To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, and selling or otherwise disposing of the same, or any part thereof, or interest therein.

(d) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

marketing programs for the promotion,
es and services.

lease, or otherwise acquire, all or
es, contracts, good will, franchises,
tion, co-partnership, or individual (C
ing on or having carried on in whole
of any other businesses that the Co
to undertake, guarantee, assume and
thereof, and to pay for any such p
ll, franchises or assets by the iss
Maryland, of stock, bonds or other

of the businesses hereinbefore en
ers, or through others for its own
ich may be deemed by it to be calc
ctuate, or facilitate the transac
, or any of them, or any part th
ty, business or rights.

chase, exchange, lease or otherw
ll, assign, lease, transfer, con
dispose of or deal in and with re
ription and rights and privilege

pt, endorse, discount, execute,
f exchange, warrants, bonds, de
instruments and evidences of in
erwise, as well as to secure t
ay be permitted by the laws of

ss, purchase, sell and genera
erchandise of every kind, nat
cipate in any mercantile, in
acter whatsoever.

1987 SEP 22 AM 8:59
H. ERLE SCHAFER
CLERK

1987 JUN 24 P 2:06

72089103

0002 2430

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

~~BOOK 202 PAGE 00~~ BOX N 202 PAGE 893

(k) To have all the general powers granted to corporations organized under the laws of the State of Maryland whether granted by specific statutory authority or by construction of law.

The aforesaid enumeration of the purposes, objectives and businesses of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law and is not intended by the mention of any particular purpose, object or business mentioned, or to limit or restrict any of the power of the Corporation. The Corporation is formed upon the Articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this state.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 4 1/2 Church Circle, Annapolis, Post Office Box 52, Annapolis, Maryland 21404. Furthermore, the mailing address for the principal office of the Corporation is 4 1/2 Church Circle, Post Office Box 52, Annapolis, Maryland 21404. The name and post office address of the resident agent of the Corporation in Maryland are Robert Jernigan, 4 1/2 Church Circle, Post Office Box 52, Annapolis, Maryland 21404. 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 Four Thousand Five Hundred (4,500) at no par value, all of which shares are of one class and are designated common stock.

SEVENTH: The number of directors of the Corporation shall be three which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Jack Boudreaux, Robert Jernigan, and Charles H. Wheatley, III.

EIGHTH: The duration of the Corporation shall be perpetual.

293 1693

0002 2431

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

~~BOOK 202 PAGE 894~~ BOOK 202 PAGE 894

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on
the 24th day of July, 1987, and I acknowledge same to be my act.

Jack Boudreaux
Jack Boudreaux
Robert Jernigan
Robert Jernigan
Charles H. Wheatley, III
Charles H. Wheatley, III

0002 2432



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK 202 PAGE 895

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 4 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	_____	Corp. Good Standing
NA	_____	Foreign Corporation Registration
_____	_____	Other _____
_____	_____	Other _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS:

Charles T. Heatley

PO Box 52

Annapolis, Md 21404

TOTAL FEES

40 Check _____ Cash

Documents on _____ checks

NOTE:

APPROVED BY: A

238 1695

0002 2433

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 896

Articles of Incorporation
of
REPLEX, INC.

Charles H. Wheatley, III
Attorney and Counsellor at Law
4 1/2 Church Circle
P.O. Box 52
Annapolis MD 21404

0002 2434

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 897

~~022 07~~
ARTICLES OF INCORPORATION
OF
REPLEX, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 24, 1987 AT 2:06 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	\$
D2384717		

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 H. WHEATLEY
P. O. BOX 52
ANNAPOLIS MD 21404

021C3011701
A 238066



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2938 1690

0002 2435

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 898 ~~202 88~~

qm

WILLIAM PALO & SONS, INC.

A Maryland Close Corporation
STATE DEPARTMENT OF ASSESSMENTS
ARTICLES OF INCORPORATION AND TAXATION

APPROVED FOR RECORD

THIS IS TO CERTIFY:

9-28-87 at 9:00a .m.

That we, the subscribers; WILLIAM PETER PALO, JR., whose post office address is 1847 Poplar Ridge Road, Pasadena, Maryland 21122 and MARILYN SLANKER PALO, whose post office address is 1847 Poplar Ridge Road, Pasadena, Maryland 21122, both 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 Close Corporation.

ARTICLE I - NAME

The name of the Corporation (which is hereafter referred to as the Corporation) is:

WILLIAM PALO & SONS, 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 carry on a contract hauling, excavation and demolition business in general to do every act and thing commonly done by hauling, excavation and demolition firms and to do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes herein set forth.

1987 SEP 22 AM 8:59
HERLE SCHAFER
CLERK

72098050

72098053

2938 1735

0002 2436

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 899

(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, 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; to construct, purchase, or otherwise dispose of any and all

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0002 2437

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

~~BOOK 202 PAGE 900~~
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: 1847 Poplar Ridge Road, Pasadena, Maryland 21122. The resident agent of the corporation shall be WILLIAM PETER PALO, JR., whose business post office address is: 1847 Poplar Ridge Road, Pasadena, Maryland 21122. Said Resident

2938 1737

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Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV - STATUS OF CORPORATION

The Corporation shall exist as a Close Corporation until such time as the stockholders by unanimous consent shall file Articles of Amendment to change such status.

ARTICLE V - DIRECTORS

The Corporation shall have two (2) Directors and WILLIAM PETER PALO, JR. and MARILYN SLANKER PALO, 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.

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:

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 902

BOOK ~~202~~ 12

(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 in connection with such action, suit, or proceeding if he acted in good faith and in a manner which is reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

(2) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such 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

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 903

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 indemnification 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 shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article VIII.

(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 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

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0002 2441

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 904 [REDACTED] 14

Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding, or (b) if such a quorum is not obtainable, or, even if obtainable, if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

(5) Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

(7) Any indemnification pursuant to this Article 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.

2938 1741

0002 2442

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 905

ARTICLE X - INCLUSIVENESS OF REFERENCES

Whenever used (i) any reference to the masculine gender shall include the feminine and neuter, and visa versa, and (ii) any reference to the singular shall include the plural, and visa versa.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 23rd day of July, 1987, and we acknowledge the same to be our act.

WITNESS:

Joseph C. Asensio

William Peter Palo Jr
WILLIAM PETER PALO, JR.

Joseph C. Asensio

Marilyn Slanker Palo
MARILYN SLANKER PALO

2938 1742

0002 2443



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 Cr 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>26</u>	Rec. Fee (Arts. of Inc.)	
62	_____	Rec. Fee (Amendment)	
63	_____	Rec. Fee (Merger or Consolidation)	
64	_____	Rec. Fee (Transfer)	
65	_____	Rec. Fee (Dissolution)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent Address
51	_____	Foreign Name Registration	
13	<u>14</u>	<u>1</u> Certified Copy <u>8p</u>	
56	_____	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	
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Joseph Asencio</u>
600	_____	Property Reports and <u>Personal</u> late filing	<u>7 Central Ave</u>
	_____	penalties	<u>Glen Burnie, Md</u>
	_____	Other _____	<u>21061</u>
	_____	Other _____	

TOTAL FEES 60
 ² Check _____ Cash _____
Documents on _____ checks

APPROVED BY: 90

Copy Made

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 202 PAGE 907

ARTICLES OF INCORPORATION
OF
WILLIAM PALO & SONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JULY 28, 1987 AT 9:10 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:

\$

D2384774

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

021C3011707

A 238072



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2938 1734
0002 2445