

CLERK'S NOTATION

Document submitted for record
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 207

0000 0001

CLERK'S NOTATION
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BOOK - 207 PAGE 1

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

FIRST MARYLAND HOLDINGS CORPORATION

APPROVED FOR RECORD

Articles of Amendment

9-21-87 at 11:30 a.m.

First Maryland Holdings Corporation, a Maryland corporation, having its principle office in Baltimore City, Maryland (which is hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Charter of the Corporation is hereby amended as follows:

(a) Article FIFTH of the Charter is amended in its entirety to read as follows:

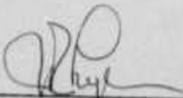
"FIFTH: The present address of the principal office of the Corporation in this state is 6704 Curtis Court, Glen Burnie, Maryland 21061. The name and address of the resident agent of the Corporation in this state is John R. Lytle, First Center Building, 110 South Paca Street, Baltimore, Maryland 21201. Said resident agent is a citizen of the State of Maryland actually residing therein."

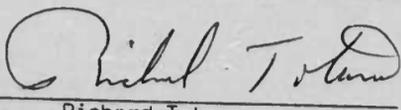
SECOND: The amendment to the Charter of the Corporation does not increase the authorized stock of the Corporation.

THIRD: The foregoing amendment to the Charter of the Corporation has been approved by a majority of the entire Board of Directors and no stock entitled to be voted on the matter was outstanding or subscribed for at the time of approval.

Witness:

FIRST MARYLAND HOLDINGS CORPORATION

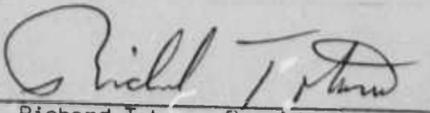

John R. Lytle
Secretary

By: 
Richard Totaro
President

RECEIVED
68 MAR 17 PM 2:13
H. ERLE SCHAFER
CLERK

Dated: June 30, 1987

I, Richard Totaro, President, hereby acknowledge on behalf of First Maryland Holdings Corporation that the foregoing Articles of Amendment are the corporate act of said corporation and further certify under the penalties of perjury to the best of my knowledge, information and belief, the matters and facts set forth in the Articles are true in all material respects.

By: 
Richard Totaro, President

6123N/p4

2955 1152

0000 0002



STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 09 BUSINESS CODE 03 COUNTY 52

D 1869965 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	_____	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: _____

Jane Roman
MAIL TO ADDRESS:
First National Bank
PO Box 1596
Bret, MD 21208

TOTAL FEES 20
_____ Check _____ Cash
7 Documents on 1 checks

APPROVED BY: ms

2955 1153

0000 0003

CLERK'S NOTATION
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CLERK'S NOTATION
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BOOK - 207 PAGE 3

ARTICLES OF AMENDMENT
OF
FIRST MARYLAND HOLDINGS CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 21, 1987 AT 11:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

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

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 237595

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2955 1151

0000 0004

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK - 207 PAGE 4

PSYCHO-EDUCATIONAL ALTERNATIVES, INC. STATE DEPARTMENT OF ASSESSMENTS AND TAXATION ARTICLES OF DISSOLUTION

APPROVED FOR RECORD

9-23-87 at 9:12 a.m.

- First: The name of the corporation is PSYCHO-EDUCATIONAL ALTERNATIVES, INC.
- Second: The address of the principal office of the corporation is 627 Wayward Drive, Annapolis, Md. 21401.
- Third: The name and address of a resident agent of the corporation who shall serve for one year after dissolution and until the affairs of the corporation are wound up is Kenneth Burlingame, Ph.D., 475 St. Brides Court, Severna Park, Md. 21146.
- Fourth: The name and address of each of the directors is as follows:

NAME	TITLE	ADDRESS
Kenneth Burlingame	(Ex. Dir, pres., Treas.)	475 St. Brides Court Severna Park, Md. 21146
Edward Gibbs	Director	864 Kings Retreat Drive Davidsonville, Md. 21035
Estes Lockhart	Vice Pres., Sec. Director	119 East Third Street Frederick, Md. 21701
S. Michael Beasley	Director	1113 Lancaster Road TAKOMA Park, Md. 20012

Fifth: The name, title, and post office address of each of the officers is as follows: Same as Fourth above.

SIXTH: The dissolution of the corporation was approved in the manner and by the vote required by law and by the charter of the corporation. The dissolution of the corporation was duly authorized by the board of directors and stockholders of the corporation.

SEVENTH: Notice of the approved dissolution was not necessary because the corporation had no known creditors.

Eighth: The corporation is dissolved. 72668303

The undersigned (president, vice president, secretary) certify under the penalties of perjury that to the best of my knowledge, information and belief, the matters and facts set forth in these Articles of Dissolution with respect to the approval thereof are true in all material respects.

ATTEST: *[Signature]* Secretary/Vice President *[Signature]* Kenneth Burlingame President/treasurer/Ex. Dir.

63 HRS 17 PM 2:13 H. ERLE SCHAFER CLERK

0000 0005

CLERK'S NOTATION

Document submitted for record
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satisfactory photographic repro-
duction.



BOOK - 207 PAGE 5

STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
LOUIS L. GOLDSTEIN TREASURY BUILDING
P.O. BOX 466 PHONE 974-3814
ANNAPOLIS, MARYLAND 21404-0472

LOUIS L. GOLDSTEIN
COMPTROLLER

J. BASIL WISNER
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION
ARNOLD G. HOLZ CPA
DIRECTOR

Dear Sir/Madam:

The following tax clearance certificate is being issued by the Maryland State
Comptroller's Office as requested:

THIS IS TO CERTIFY, That the books of the State Comptroller's
Office and of the Department of Employment Security, as reflected in
their certification to the State Comptroller, show that all taxes and
charges due the State of Maryland, payable through the said offices as
of the date hereof by

PSYCHO-EDUCATIONAL ALTERNATIVES, INC.
have been paid.

WITNESS my hand and official seal this
18TH day of SEPTEMBER A.D. 1987.

Catricia A. Mehal
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

2954 1422

PS-409

0000 0006



STATE OF MARYLAND

BOOK - 207 PAGE 6

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 196 BUSINESS CODE COUNTY 52

191008630 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change (New Name). Rows include fees for Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Rec. Fee (Amendment), Rec. Fee (Merger or Consolidation), Rec. Fee (Transfer), Rec. Fee (Dissolution), Rec. Fee (Revival), Foreign Qualification, Cert. of Qual. or Reg., Foreign Name Registration, Certified Copy, Penalty, For. Supplemental 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, Limited Part. Good Standings Financial, Personal Property Reports and penalties late filing, Other, Other.

TOTAL FEES 70 Check Cash Documents on checks

APPROVED BY: [Signature]

Code ATTENTION: MAIL TO ADDRESS: Kenneth Burlingame 475 St. Brides Ct. Severna Park, Md 21146

NOTE:

2954 1423

0000 0007

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 - 207 PAGE 7

ARTICLES OF DISSOLUTION
OF
PSYCHO-EDUCATIONAL ALTERNATIVES, .INC..

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 23, 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:
\$ _____	\$ 20.00	\$ 30.00

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



A 237590

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
2954 1420

0000 0000

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

BOOK - 207 PAGE 8

STATE DEPARTMENT OF ASSESSMENTS
PAUL LARSEN YACHT SALES & Associates, INC.

ARTICLES OF REVIVAL

PAUL LARSEN YACHT SALES & Associates, INC., a Maryland corporation having its principal office at 928 Klakring Road, Annapolis, Maryland 21403, (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: These Articles of Revival are for the purpose of reviving the Charter of the Corporation.

SECOND: The name of the Corporation at the time of the foreclosure of its Charter was PAUL LARSEN YACHT SALES & ASSOCIATES, INC.

THIRD: The name which the Corporation will use after the revival of its Charter pursuant to these Articles of Revival shall be PAUL LARSEN YACHT SALES & ASSOCIATES, INC., which name complies with the provisions of the Corporations and Associations Article of the Annotated Code of Maryland with respect to corporate names.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 928 Klakring Road, Annapolis, Maryland 21403, and said principal office is located in Anne Arundel County, Maryland, the same county in which the principal office of the Corporation was located at the time of the forfeiture of its Charter.

FIFTH: The name and post office of the resident agent of the Corporation in the State of Maryland are Paul A. Larsen, 928 Klakring Road, Annapolis, Maryland 21403. Said resident agent is a citizen actually residing in this State.

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

- (a) Paid all fees required by law; and
- (b) Filed all annual reports required to be filed by the Corporation or which could have been required to be filed by the Corporation if its Charter had not been forfeited; and
- (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 its Charter had not been forfeited, whether or not barred by limitations.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Revival to be signed and acknowledged in its name and on its behalf by its last acting President and its corporate seal to be hereunto affixed and attested by its last acting Secretary all as of this 4th day of September, 1987.

ATTEST:

PAUL LARSEN YACHT SALES & ASSOCIATES, INC.

Paul W. Larsen
Last Acting Secretary

By:

Paul W. Larsen
Paul W. Larsen

72688057

72688055

72688056

2956 1319

RECORDED
INDEXED
MAR 17 PM 2 13
H. ENLE SCHAFFER

W.

0000 0009

CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 9

THE UNDERSIGNED, the last acting President and Secretary of PAUL LARSEN YACHT SALES & ASSOCIATES INC., who executed on behalf of said Corporation the foregoing Articles of Revival, of which this certificate is made a part, hereby acknowledge, in the name and on behalf of said Corporation, the foregoing Articles of Revival to be their act.

Dated September 4, 1987

Paul W. Larsen
Last Acting President

Paul Larsen
Last Acting Secretary

0819E/457

- 2 -

2956 1320

0000 0010

CLERK'S NOTATION
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BOOK -207 PAGE 10

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Paul W. Larsen of Paul Larsen Yacht Sales & Associates, Inc.
(insert name and title) (insert name of corporation)

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

Paul W. Larsen
Paul W. Larsen
(PRINT NAME BENEATH SIGNATURE)
PAUL W. LARSEN

I hereby certify that on Sept. 4, 1987 before me, the
(insert date)

subscriber, a notary public of the State of Maryland, in and for
the County of Anne Arundel personally appeared
(insert name or county for which notary is appointed)

PAUL W. LARSEN 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

Richard P. Gray
(Signature of notary public)

My Commission expires 7/1/90.

2956 1321

0000 0011



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 18 BUSINESS CODE 03 COUNTY 52

1061548 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 92 Check Cash 1 Documents on 3 checks

APPROVED BY: [Signature]

CERTIFIED COPY MADE

MAIL TO ADDRESS: Randall Goff, PO Box 3323, Annapolis Md 21403-0323

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 13

ARTICLES OF REVIVAL

OF

PAUL LARSEN YACHT SALES & ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 25, 1987 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ 30.00

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

drb

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



A 237589

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

2956 1318

CLERK'S NOTATION
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BOOK - 207 PAGE 14 STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

9-21-87 at 9:37a

CLIFTON A. McCLAIN, III, M.D., CHARTERED

ARTICLES OF AMENDMENT

CLIFTON A. McCLAIN, III, M.D., CHARTERED, a Maryland professional corporation, having its principal office at 1603 St. Margarets Road, Annapolis, Maryland 21401, (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department"), that:

FIRST: The name of the Corporation is changed to "CLIFTON A. McCLAIN, III, M.D., P.C."

SECOND: The post office address of the principal office of the Corporation in the State of Maryland is changed to Chesapeake Medical Center, 1300 Ritchie Highway, Suite B, Arnold, Anne Arundel County, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in the State of Maryland is Clifton A. McClain, III, Chesapeake Medical Center, 1300 Ritchie Highway, Suite B, Arnold, Anne Arundel County, Maryland 21012.

THIRD: The Corporation is a close corporation and by a written informal action unanimously taken by the stockholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the stockholders of the Corporation have duly approved said amendments.

IN WITNESS WHEREOF, CLIFTON A. McCLAIN, III, M.D., CHARTERED has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on this 14th day of September, 1987, and its President acknowledges that these Articles of Amendment are the act and deed of CLIFTON

09 MAR 17 PM 2:13
H. ERLE SCHAFER
CLERK

JUDITH H. MULLEN, CHTD.
COUNSELLOR AT LAW
14342 OLD MARLBORO PIKE
MARLBOROUGH PROF. PARK
UPPER MARLBORO, MD 20772
(301) 627-8000

72648109

1987 SEP 21 A 9 37

2554 1188

0000 0015

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

A. McCLAIN, III, M.D., CHARTERED 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: CLIFTON A. McCLAIN, III, M.D.,
CHARTERED

Ruth L. McClain
Ruth L. McClain, Secretary

By Clifton Andrew McClain III
Clifton Andrew McClain, III,
President

(Corporate Seal)



STATE OF MARYLAND

BOOK - 207 PAGE 16

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 9A BUSINESS CODE 06 COUNTY 52

N1654334 P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

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

Name Change (New Name) Clifton A. McClain, III, M.D., P.C.
 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
 87 _____ Limited Part. Good Standings
 71 _____ Financial
 600 _____ Personal Property Reports and late filing penalties
 _____ Other
 _____ Other

Code _____ ATTENTION: _____

MAIL TO ADDRESS: Judith Mullen
14342 Old Marlboro Pike
Upper Marlboro, Md
20772

TOTAL FEES 20
 Check Cash
Documents on _____ checks

NOTE:

APPROVED BY: [Signature]

2364 1130

0000 0017

CLERK'S NOTATION

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CLERK'S NOTATION
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BOOK - 207 PAGE 17

ARTICLES OF AMENDMENT
OF
CLIFTON A. MCCLAIN, III, M.D., CHARTERED
Changing its name to
CLIFTON A. McCLAIN, III, M.D., P.C.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 21, 1987 AT 9:37 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 237570

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

1187

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

BOOK - 207 PAGE 18

CAPITAL HOUSE OF HUNAN, INC.
(formerly CAPITAL HOUSE OF HOUNAN, INC.)

ARTICLES OF AMENDMENT

1987 SEP 15

CAPITAL HOUSE OF HUNAN, INC., a Maryland close corporation (incorporated and heretofore known as CAPITAL HOUSE OF HOUNAN, INC.), having its principal office at 80 West Street, P.O. Box 868, Annapolis, Maryland 21404 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by striking in its entirety Article 2 and by substituting in lieu thereof the following:

"2. Name. The name of the corporation, hereinafter called the Corporation, is Capital House of Hunan, Inc."

SECOND: The Charter of the Corporation is hereby further amended by striking references to "Capital House of Hounan, Inc." therein, and substituting in lieu thereof references to "Capital House of Hunan, Inc."

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

IN WITNESS WHEREOF, CAPITAL HOUSE OF HUNAN, 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 9th day of September, 1987, and its President acknowledges that these Articles of Amendment are the act and deed of Capital House of Hunan, 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:

Tai Li Guo
Tai Li Guo, Secretary

CAPITAL HOUSE OF HUNAN, INC.

By: [Signature]
Robert S. Foo, President

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

9/15/87 at 8:38 .m.

03 MAR 17 PM 2:13
H. ERLE SCHAFER
CLERK

CHHINC.AA

72588116

0000 0019



STATE OF MARYLAND BOOK - 207 PAGE 19
 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 09A BUSINESS CODE 03 COUNTY 52
 #D2300135 P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) Capital House of
Hudson, Inc.

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)	<input checked="" type="checkbox"/> Change of Name
65		Rec. Fee (Dissolution)	<input type="checkbox"/> Change of Principal Office
66		Rec. Fee (Revival)	<input type="checkbox"/> Change of Resident Agent
52		Foreign Qualification	<input type="checkbox"/> Change of Resident Agent Address
50		Cert. of Qual. or Reg.	
51		Foreign Name Registration	
13	<u>7</u>	<u>1</u> Certified Copy <u>1</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>Blumthal, Wayson, Downey, et al</u>
600		Personal Property Reports and late filing penalties	<u>80 West St.</u>
		Other	<u>Suite 110</u>
		Other	<u>P.O. Box 868</u>
			<u>Annapolis, Md. 21404-0868</u>

TOTAL FEES 27
 Check Cash
 Documents on _____ checks

APPROVED BY: J. T.

CERTIFIED COPY MADE

2953 1474
 2954 0596

0000 0020

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

BOOK - 207 PAGE 20

ARTICLES OF AMENDMENT
OF
CAPITAL HOUSE OF HOUNAN, INC.
changing its name to
CAPITAL HOUSE OF HUNAN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 15, 1987 AT 8:38 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

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

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 237512

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2954 594
~~2954 594~~ 1

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
BOOK - 207 PAGE 21

APPROVED FOR RECORD
ARTICLES OF SALE AND TRANSFER
9-28-87 at 10:16a .m.

ARTICLES OF SALE AND TRANSFER entered into this 24th day of August, 1987 by and between B.S.A., INC., a Maryland corporation (the "Transferor"), and JAMES-RAYE CORPORATION, a Maryland corporation (the "Transferee").

THIS IS TO CERTIFY:

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

SECOND: The post office address and principal place of business of Transferee is: 5918 Ritchie Highway, Baltimore, Maryland 21225.

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

Transferor is B.S.A., INC., a Maryland corporation.

Transferee is JAMES-RAYE CORPORATION, a Maryland corporation.

FOURTH: The nature and amount of the consideration to be paid by Transferee for the property and assets hereby transferred to it, is Two Hundred Fifty Thousand Dollars (\$250,000.00).

08AUG 17 PM 2:13
H. GRIFF SCHWARTZ
CLERK

LAW OFFICES OF
MELNICOVE, KAUFMAN,
WEINER, SMOUSE
& GARBIS, P.A.
36 S. CHARLES STREET
BALTIMORE, MD
21201-3060

1987 SEP 22 A 10 16

72658227

72658228

0000 0022

CLERK'S NOTATION

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

BOOK -207 PAGE 22

FIFTH: The principal office of Transferor is in the County of Anne Arundel, State of Maryland. The Transferor owns no real real property in the State of Maryland.

SIXTH: The Board of Directors and the Stockholders of the Transferor duly adopted a resolutions declaring that the sale, assignment and transfer of substantially all the assets of Transferor is approved and directing that these Articles of Sale and Transfer be filed with the State Department of Assessments and Taxation.

SEVENTH: As to the Transferee, the sale, assignment and transfer to be affected pursuant to these Articles of Sale and Transfer was duly advised, authorized and approved by its Board of Directors and its Stockholders in the manner required by the laws of the State of Maryland.

EIGHTH: These Articles of Sale and Transfer are executed, acknowledged, sealed and delivered in the State of Maryland by the Transferor and the Transferee, and it is accordingly understood and agreed that these Articles of Sale

LAW OFFICES OF
MELNICOV, KAUFMAN,
WEINER, SMOUSE
& GARBIS, P.A.
39 S. CHARLES STREET
BALTIMORE, MD
21201-3060

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

BOOK -207 PAGE 23

and Transfer shall be construed in accordance with the law of the State of Maryland.

IN WITNESS WHEREOF, B.S.A., INC., and JAMES-RAYE CORPORATION have caused these Articles of Sale and Transfer to be signed and acknowledged in the name and on the behalf of each party hereto by its president and attested by the secretary, as of this 24th day of August, 1987.

ATTEST: B.S.A., INC.
Melvin H. Marshall Secretary By: Thomas B. Howell (Pres) (SEAL)
Thomas B. Howell, President

ATTEST: JAMES-RAYE CORPORATION
Raymond E. Booth Secretary By: James E. Smith (SEAL)
James E. Booth, President

THE UNDERSIGNED, President of B.S.A., INC., who executed on behalf of said corporation the foregoing Articles of Sale and Transfer, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Sale and Transfer to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the

LAW OFFICES OF
MELNICOVE, KAUFMAN,
WEINER, SMOUSE
& GARBIS, P.A.
38 S. CHARLES STREET
BALTIMORE, MD
21201-3080

1987-8 V 010

6991g:08/19/87:79

- 3 -

2953 1451

0000 0024

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

BOOK - 207 PAGE 24

approval thereof are true in all material respects, under the penalties of perjury.

Thomas B. Howell (Pres) (SEAL)
Thomas B. Howell, President

STATE OF MARYLAND, COUNTY OF Baltimore, to wit:

I HEREBY CERTIFY, on this 24th day of August, 1987, before me, the subscriber, a Notary Public of said State, personally appeared THOMAS B. HOWELL, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained, and in my presence signed and sealed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal.

Robert R. Hall
Notary Public

My commission expires:

7-1-90

THE UNDERSIGNED, President of JAMES-RAYE CORPORATION, who executed on behalf of said corporation the foregoing Articles of Sale and Transfer, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Sale and Transfer to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to

LAW OFFICES OF
MELNICOVE, KAUFMAN,
WEINER, SMOUSE
& GARBIS, P.A.
36 S. CHARLES STREET
BALTIMORE, MD
21201-3080

2953 1452

- 4 -

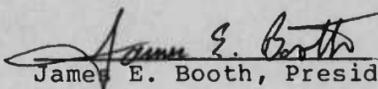
6991g:08/19/87:79

0000 0025

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

BOOK - 207 PAGE 25

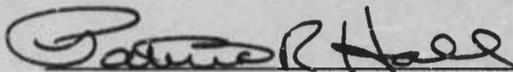
the approval thereof are true in all material respects, under
the penalties of perjury.


James E. Booth, President

STATE OF MARYLAND, COUNTY OF Baltimore, to wit:

I HEREBY CERTIFY, on this 24th day of August, 1987,
before me, the subscriber, a Notary Public of said State,
personally appeared JAMES E. BOOTH, known to me (or
satisfactorily proven) to be the person whose name is
subscribed to the within instrument and acknowledged that he
executed the same for the purposes therein contained, and in my
presence signed and sealed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
Notarial Seal.


Notary Public

My commission expires:

7-1-90

6991g

LAW OFFICES OF
MELNICOV, KAUFMAN,
WEINER, SMOUSE
& GARBIS, P.A.
30 S. CHARLES STREET
BALTIMORE, MD
21201-3080

6991g:08/19/87:79

- 5 -

2953 1453

0000 0026



STATE OF MARYLAND

BOOK - 207 PAGE 26

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 12 BUSINESS CODE COUNTY

P.A Religious Close Stock Nonstock

Merging (Transferor) B.S.A., Inc

0949669

Surviving (Transferee) James-Ray Corporation

Corporation

2119576

CODE	AMOUNT	FEE REMITTED	
20		Organ. & Capitalization	Name Change
61		Rec. Fee (Arts. of Inc.)	(New Name)
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger or Consolidation)	
64	20	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	
71		Financial	
600		Personal Property Reports and late filing penalties	
	4	Other <u>any transfer</u>	
		Other <u>corporate records</u>	
		Other <u>Harford Co</u>	

att: Neil Levy

MAIL TO ADDRESS: Melanore, Kaufman 36 S. Charles St Balt, Md 21201-3060

TOTAL FEES

24

Check Cash Documents on checks

APPROVED BY: [Signature]

2953 1454

0000 0027

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 - 207 PAGE 27

ARTICLES OF SALE AND TRANSFER
BETWEEN
B.S.A., INC. (A MD CORP.) TRANSFEROR
AND
JAMES-RAYE CORPORATION (A MD CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 22, 1987 AT 10:16 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ 20.00	\$ _____
Cert. of Transfer-Harford Co. Corp. Rcds. 4.00	24.00	

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 237508

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2953 1447

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 28 APPROVED FOR RECORD
11/6/87 at 3:50 .m.

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

R.L. PAINTING AND DECORATING, INC.
A MARYLAND CLOSE CORPORATION
ARTICLES OF INCORPORATION

FIRST: I, Robert J. Fuoco, whose post office address is 200 Hospital Drive, Suite 113, Glen Burnie, Maryland 21061, being over eighteen (18) years of age, hereby form a Maryland Close Corporation under and by virtue of the General Laws of the State of Maryland and the Corporations and Associations Article of the Annotated Code of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is R.L. Painting and Decorating, 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 perform painting and decorating services for commercial and residential structures.

(2) To perform all necessary and proper related services and activities in connection with Item (1) above; to hire qualified employees to perform such services and to train apprentices, to make investments and buy or lease equipment, real estate and other property in furtherance of that purpose, and generally to engage in any other lawful purpose and/or business which a corporation may legally enter into.

(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, and in particular to

RECORDED
03 MAR 17 PM 2:14
H. ERLE SCHAFER
CLERK

Law office of
Robert J. Fuoco
Empire Medical Building
200 Hospital Drive, Suite 113
Glen Burnie, Maryland 21061
(301) 788-6733

W

NOV 9 1987

73138012

2966 2767

0000 0029

CLERK'S NOTATION

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

BOOK - 207 PAGE 29

make any act generally permitted of any Corporation pursuant to such Section reasonably related to the purposes above or such other purposes as the Board of Directors may subsequently select.

FIFTH: The post office address of the principal office of the Corporation in this State is 3400 Mountain Road, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is Richard Lord Reinecke, 3400 Mountain Road, Pasadena, Maryland, 21122. Said Resident Agent is an individual actually residing in this State and is over eighteen (18) years of age.

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, which election shall become automatically effective after the organizational meeting of the Board of Directors, and the first issuance of stock. After the election becomes effective, the Stockholders will have all powers and authority specifically enumerated and designated for the Board of Directors.

The name of the director who shall act until the election to have no Board of Directors becomes effective is Richard Lord Reinecke.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Board of Directors (until the election to have no Board becomes effective) and the 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, (or thereafter by the Stockholders acting in place of 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.

TENTH: (1) As used in this Article, 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.

Law office of
Robert J. Fuoco
Empire Medical Building
250 Hospital Drive, Suite 113
Crown Point, Maryland 21031
(301) 788-8700

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.

(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 indemnify such corporate representative other than a present or former director or officer under the Indemnification Section only if 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 6th day of November, 1987 and I acknowledge the same to be my act.

WITNESS:

Law Office of
Robert J. Fuoco
Empire Medical Building
200 Hospital Drive, Suite 113
Danbury, Maryland 21081
(301) 788-6730

R. J. Fuoco

Robert J. Fuoco

2966 2770



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

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	
62	_____	Rec. Fee (Amendment)	
63	_____	Rec. Fee (Merger or Consolidation)	
64	_____	Rec. Fee (Transfer)	
65	_____	Rec. Fee (Dissolution)	
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Req.	
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	_____	Certified Copy _____	
56	_____	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	_____	Terminator of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	
22	_____	State Transfer Tax	
23	_____	Local Transfer Tax	
31	_____	Corp. Good Standings	
NA	_____	Foreign Corporation Registration	
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Robert A. Mason</u>
600	_____	Property Reports and Personal late filing penalties	<u>200 Hospital Dr. #113</u>
	_____	Other	<u>Gene Burner, Jul 21061</u>
	_____	Other	

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.

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

BOOK - 207 PAGE 33

ARTICLES OF INCORPORATION
OF
R.L. PAINTING AND DECORATING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 6, 1987 AT 3:50 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2445856

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 FUOCO
200 HOSPITAL DR., #113
GLEN BURNIE MD 21061

092C3010829

A 246040



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2966 2766

CLERK'S NOTATION

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

BOOK -207 PAGE 34

CORBIN, WARFIELD, SCHAFFER & MEREDITH

CHARTERED
A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELLORS AT LAW
4 EVERGREEN ROAD

SEVERNA PARK, MARYLAND 21146-3897

WILLIAM L. CORBIN
ROBERT W. WARFIELD
EARL GEORGE SCHAFFER
TIMOTHY E. MEREDITH

MICHAEL L. WILSMAN
HANS FROELICHER, IV
PAULA J. DARRAH

TELEPHONE
(301) 544-0314
FAX NUMBER
(301) 647-4798

November 10, 1987

King James Landing Association, Inc.
c/o Mr. Andrew Wyrick
929 King James Landing Road
Annapolis, MD 21403

Dear Mr. Wyrick:

Please accept my resignation as Resident Agent of King James Landing Association, Inc.. Pursuant to Maryland Law my resignation is effective ten days after the filing of a copy of this notice with the State Department of Assessments and Taxation. I would anticipate that date to be on or about November 23, 1987.

Sincerely yours,

CORBIN, WARFIELD, SCHAFFER &
MEREDITH, CHARTERED

Earl G. Schaffer
Earl G. Schaffer

EGS/lms
1:6899b.egs

RECEIVED FOR RECORD
88 NOV 17 PM 2:14
H. ERLE SCHAFFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11/12/87 at 9:35 P.M.

2970 0071

0000 0035



STATE OF MARYLAND

BOOK - 207 PAGE 35

State Department of Assessments and Taxation

Gene L. Burner, Director

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

DOCUMENT CODE BUSINESS CODE COUNTY 52

0227349 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change (New Name). Includes entries for Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Rec. Fee (Amendment), etc.

TOTAL FEES \$8.00
1 Check 1 Cash
1 Documents on 1 checks

APPROVED BY: RMC

MAIL TO ADDRESS:
Cabin Wainfield Schaffer Apartment
4 Egerman Road
Severna Park, Md 21144

NOTE:

2970 0072

0000 0036

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

BOOK - 207 PAGE 36

RESIGNATION OF RESIDENT AGENT
OF
KING JAMES LANDING ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 9:36 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$ _____

\$ 3.00

\$ 5.00

D2277549

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, ETAL
4 EVERGREEN ROAD
SEVERNA PARK MD 21146

100C3011721

A 246941



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2970 0070

CLERK'S NOTATION

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

BOOK - 207 PAGE 37

LAW OFFICE OF
ANDREW COOCH
ARNOLD STATION
SUITE 201
1460 RITCHIE HIGHWAY
ARNOLD, MARYLAND 21012

ANDREW COOCH

September 16, 1987

(301) 974-1900

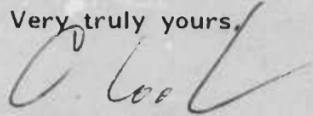
Ms. Shelia Vance
Business Insights, Inc.
Suite 617 Empire Towers
7310 Ritchie Highway
Glen Burnie, Maryland 21061

Re: Resignation of Resident Agent

Dear Ms. Vance:

As the sole stockholder of Business Insights, Inc., I am informing you and Business Insights, Inc. of my resignation as the resident agent for the corporation. I am resigning pursuant to Corporations and Associations Article Section 2-108. This resignation will be effective ten days after it is filed with the Department of Assessments and Taxation.

Very truly yours,


Andrew Cooch

AC:lj
cc: Department of Assessments
and Taxation

RECEIVED FOR RECORD
88 MAR 17 PM 2:14
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11/16/87 at 8:30 a.m.

2970 0068

0000 0038



STATE OF MARYLAND

BOOK - 207 PAGE 38

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 BUSINESS CODE COUNTY 52

02284990 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 \$8.00

1 Check 1 Cash
1 Documents on 1 checks

APPROVED BY: RMC

2970 009

0000 0039

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

BOOK - 207 PAGE 39

RESIGNATION OF RESIDENT AGENT
OF
BUSINESS INSIGHTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 8:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ _____

RECORDING
FEE PAID

\$ 3.00

SPECIAL
FEE PAID

\$ 5.00

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

ANNE ARUNDEL COUNTY
D2284990

RETURN TO:
ANDREW COCCH
1460 RITCHIE HIGHWAY, STE. 201
ARNOLD MD 21012



100C3011720
A 246940

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2270 0067

0000

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

BOOK - 207 PAGE 40
JET BLAST, INC.

Informal Action of the Board of Directors

11/11, 1987

The Board of Directors of Jet Blast, Inc., a corporation
organized in the State of Maryland on 2/15, 1987,
duly approved a resolution as follows:

RESOLVED: That the resident agent of the Corporation
is changed to Richard Bloch, Esquire, 12th Floor, Sun Life Building,
20 S. Charles Street, Baltimore, Maryland, 21201.

WITNESS

Kenneth A. Jackson
Kenneth A. Jackson
Kenneth A. Jackson

BOARD OF DIRECTORS:

[Signature]
[Signature]
Muriel E. Wilson

I, Muriel E. Wilson, Secretary and Treasurer of Jet Blast, Inc.,
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.

WITNESS: Kenneth A. Jackson

73168145
Muriel E. Wilson

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
11/12/87 at 9:55 A.m.

66 MAR 17 11:21 AM
MURIEL E. WILSON
CLERK

1370 0021

0000 0041



STATE OF MARYLAND

BOOK - 207 PAGE 41

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 BUSINESS CODE COUNTY 52

D1039213 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 \$8.00

1 Check 1 Cash
1 Documents on 1 checks

APPROVED BY: RMC

MAIL TO ADDRESS:
J. K. Black, Inc.
7609 Energy Parkway, #101
Baltimore, Md 21228

NOTE:

2970 0022

0000 0042

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

BOOK - 207 PAGE 42

***** CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
JET BLAST, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 9:55 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 3.00

\$ 5.00

D1039213

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:
JET BLAST, INC.
7609 ENERGY PARKWAY, STE. 101
BALTIMORE MD 21226

100C3011705

A 246927



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

2970 0020

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

BOOK - 207 PAGE 43

RESOLUTION TO CHANGE RESIDENT AGENT AND ADDRESS

April 1, 1987

The Board of Directors of RIKENAROW PROPERTIES, INC., a corporation organized in Maryland on November 6, 1984, duly approved a resolution as follows:

Resolved: That the resident agent and address of the corporation is changed to Robert W. Pumphrey, 970 Oakdale Circle, Millersville, Maryland 21108.

I, Nathaniel L. Pumphrey, vice president, hereby certify under the penalties of perjury that to the best of my knowledge, information, and belief that the foregoing resolution is true in all material respects.

RIKENAROW PROPERTIES, INC.

73138208



Nathaniel L. Pumphrey
NATHANIEL L. PUMPHREY
Vice President

RECEIVED FOR RECORD
08 MAR 17 PM 2:15
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
9/11/87 at *9:47 A.m.*

9-11-87
9:41 A.M.

2967 1981

0000 0044



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

BOOK - 207 PAGE 44

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 32

D1833824 P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
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	_____	Certified Copy	_____
56	_____	Penalty	_____
54	_____	For. Supplemental Cert.	_____
73	_____	Cert. of Conveyance	_____
70	<u>\$3.00</u>	Recording Fee	_____
53	_____	Foreign corporation CRA, CRAA, CEO or Resignation of RA	_____
75	<u>\$5.00</u>	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	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
87	_____	Limited Part. Good Standings	<u>Robert W. Stimpney</u>
71	_____	Financial	<u>979 Oakdale Circle</u>
600	_____	Personal Property Reports and late filing penalties	<u>Beltsville, Md 21108</u>
	_____	Other	_____
	_____	Other	_____

TOTAL FEES \$8.00

1 Check Cash
1 Documents on 1 checks

APPROVED BY: [Signature]

2967 1982

0000 0845

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

BOOK - 207 PAGE 45

***** CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
RIKENAROW PROPERTIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 11, 1987 AT 9:41 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 3.00

\$ 5.00

D1833524

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 W. PUMPHREY
970 OAKDALE CIRCLE
MILLERSVILLE MD 21108

094C3011085

A 246288



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2967 1980

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

BOOK - 207 PAGE 46

VANTAGE MECHANICAL CONTRACTORS, INC.
CHANGE OF RESIDENT AGENT AND
PRINCIPAL PLACE OF BUSINESS
CERTIFICATE OF RESOLUTION

Nov 5, 1987

The Board of Directors of Vantage Mechanical Contractors, Inc., a corporation originated in the State of Maryland on Nov 5, 1987 duly approved a resolution as follows:

RESOLVED: That the Resident agent of the Corporation in the State of Maryland be and is hereby changed from Thomas A. Deliberto, whose address is Ninth Floor, World Trade Center, Baltimore, Maryland 21202, to Edward F. Duffy, Jr. whose address is 150 B Penrod Court, Glen Burnie, Maryland 21061, who is a resident of the State of Maryland.

RESOLVED: That the principal office of the Corporation be and is hereby changed from 25125 Hickory Ridge Lane, Gaithersburg, Maryland 20879, to 150 B Penrod Court, Glen Burnie, Maryland 21061.

RESOLVED: That the proper officers of the Corporation be and 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.

I, Edward F. Duffy, Jr., President of the above corporation, 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.

WITNESS:

Lauren Louise Skowron

Edward F. Duffy, Jr.
EDWARD F. DUFFY, JR.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

606 v b- NON 1861 11/9/87 at 9:09 A.m.

2967 1818

RECEIVED
H. ERLE SCHAFER
CLERK
08 MAR 17 PM 2:15

0000 0047



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 47

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

DOCUMENT CODE BUSINESS CODE COUNTY 52

01986819 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Includes items like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Recording Fee (\$3.00), Special Fee (\$5.00), 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:
Myatt, Chip & Victor
413 Green Hill Road, S.E.
Atlanta, GA 30316

TOTAL FEES \$8.00

NOTE:

1 Check Cash
1 Documents on 1 checks

APPROVED BY: [Signature]

367 1819

0000 0048

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

BOOK - 207 PAGE 48

CHANGE OF RESIDENT AGENT & ADDRESS AND PRINCIPAL OFFICE
OF
VANTAGE MECHANICAL CONTRACTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 9, 1987 AT 9:09 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$ _____

\$ 3.00

\$ 5.00

D1986819

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
HYATT, CHEP & PETERS
413 CRAIN HIGHWAY, S.E.
GLEN BURNIE MD 21061

094C3011052

A 246259



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3967 1817

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

BOOK - 207 PAGE 49

CORPORATE RESOLUTION

A special meeting of the Board of Directors of the Franklin Manor Beach Homeowner's Association was called by President Frank V. Mazza on October 24, 1987. All notices for this special meeting were provided. The stated purpose of this special meeting is to change the post office address for the Corporation; change the name and post office address of the Resident Agent for the Corporation; accept the resignation of Frank V. Mazza as Director, President, Treasurer and Resident Agent for the Corporation; accept the resignation of Geraldine Verrier as Secretary for the Corporation; and to notify the Maryland State Department of Assessments and Taxation as same.

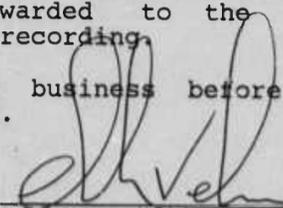
The written resignations of Frank V. Mazza as Director, President, Treasurer and Resident Agent were accepted by the Corporation. The new Resident Agent for the Corporation is Dennis Sams, 5502 Berkley Manor Lane, Churchton, Maryland 20733.

The Corporation then accepted the resignation of Geraldine Verrier as Secretary for the Corporation. The new post office address of the principal office for the Corporation is c/o Dennis Sams, 5502 Berkley Manor Lane, Churchton, Maryland 20733.

The Corporation shall no longer conduct business at 2444 Solomons Island Road, Annapolis, Maryland 21401.

A copy of the resignation of Frank V. Mazza and Geraldine Verrier are attached to this Corporate Resolution and all documentation shall be forwarded to the Department of Assessments and Taxation for recording.

There being no further business before the Board the Special meeting was adjourned.


Frank V. Mazza, President

83 MAR 17 PM 2:15
H. ERLE SCHAFER
CLERK

73138574
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/29/87 at 8:22 A.M.
1987 OCT 29 A 8:22
2967 0994

0000 0050



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 50

APPROVED BY

DOCUMENT CODE BUSINESS CODE COUNTY 32

D2179802 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. 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, Penalty, For. Supplemental Cert., Cert. of Conveyance, Recording Fee, Foreign corporation CRA, CRAA, CPO or Resignation of RA, 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, Limited Part. Good Standings Financial, 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: Regency Home Corporation, 102 Old Dominion Road, Annapolis, Md 21401

TOTAL FEES \$8.00

NOTE:

1 Check Cash, 1 Documents on 1 checks

APPROVED BY: [Signature]

2967 0995

0000 0051

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 -207 PAGE 51

CHANGE OF RESIDENT AGENT & ADDRESS AND PRINCIPAL OFFICE
OF
FRANKLIN MANOR BEACH HOMEOWNERS ASSOCIATION,
INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 29, 1987 AT 8:22 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 3.00

\$ 5.00

D2179802

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:
REGENCY HOMES CORPORATION
102 OLD SOLOMONS ROAD
ANNAPOLIS MD 21401

093C3010948

A 246166



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 257 0993

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK - 207 PAGE 52

INFORMAL ACTION OF THE BOARD OF DIRECTORS
BLUMENTHAL, WAYSON, DOWNS & OFFUTT, P.A.

The undersigned, constituting all of the members of the Board of Directors of Blumenthal, Wayson, Downs & Offutt, P.A., a Maryland corporation (the "Corporation"), in accordance with Section 2-408(c) of the Corporations and Associates Article of the annotated Code of Maryland, do hereby take the actions below set forth, and Code of Maryland, do hereby waive of any right to dissent from said actions, do hereby consent as follows:

RESOLVED: That the Resident Agent of the Corporation be and is hereby changed from Leonard E. Moodispaw, 80 West Street, Annapolis, Maryland 21401 to Stanley J. Klos, Jr., 80 West Street, Annapolis, Maryland, and they are authorized officers of the Corporation be and they are hereby authorized and certified for the on behalf of the Corporation hereby that the proper and appropriate copy of this resolution with the State and Department of Assessments and Taxation of Maryland and to do an appropzied and perform any and all other necessary and proper acts incident thereto.

October 15, 1987

[Signature]
Harry C. Blumenthal

[Signature]
Edward O. Wayson, Jr.

[Signature]
Thomas M. Downs

[Signature]
M. Willson Offutt, IV

[Signature]
Stanley J. Klos, Jr.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

at 8:47 A.M.

inactbd.bwd

63 NOV 17 PM 2:15
CLERK

1987 NOV -6 A 847

73108044

2957 0506

0000 0053

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

BOOK - 207 PAGE 53

I HEREBY CERTIFY, that the foregoing Informal Action of the Board of Directors of Blumenthal, Wayson, Downs & Offutt, P.A. authorizing the change of Resident Agent from Leonard E. Moodispaw to Stanley J. Klos, Jr. is a true and accurate copy.


M. Willson Offutt, IV, Secretary

2967 0809

0000 0054



STATE OF MARYLAND

BOOK - 207 PAGE 54

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE BUSINESS CODE COUNTY 52

D2131688 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 \$11.00 1 Check Cash Documents on 1 checks

APPROVED BY: [Signature]

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 - 207 PAGE 55

CHANGE OF RESIDENT AGENT
OF
BLUMENTHAL, WAYSON, DOWNS & OFFUTT, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 6, 1987 AT 8:47 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 6.00

\$ 5.00

D2131688

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

093C3010915

A 246136



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2967 0807

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

(301) 647-4034 RES.

BOOK - 207 PAGE 56
JOSEPH H. ROUSE
ATTORNEY AND COUNSELLOR AT LAW
7433 BALTIMORE ANNAPOLIS BLVD
GLEN BURNIE, MARYLAND 21061

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

November 2, 1987

(301) 761-8350 OFFICE

Gentlemen:

RE: Maryland Yamaha, Inc.
Joseph H. Rouse, 7433 Baltimore Annapolis Blvd., Glen Burnie, Maryland 21061 is hereby resigning as Resident Agent of Maryland Yamaha, Inc. Enclosed please find my check in the amount of \$8.00 to cover the cost of the same. I appreciate your attention to this matter.

JHR/ams

Sincerely,
Joseph H. Rouse
JOSEPH H. ROUSE

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
11/4/87 at 8:45 P.M.

RECEIVED
NOV 17 PM 2:30
CLERK

1987 NOV -4 A 843

73088062

2965 1759

0000 0057



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 57

APPROVED BY:

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

DOCUMENT CODE BUSINESS CODE COUNTY 32

00743823 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

CODE AMOUNT FEE REMITTED

- 20 Organ. & Capitalization
61 Rec. Fee (Arts. of Inc.)
62 Rec. Fee (Amendment)
63 Rec. Fee (Merger or Consolidation)
64 Rec. Fee (Transfer)
65 Rec. Fee (Dissolution)
66 Rec. Fee (Revival)
52 Foreign Qualification
50 Cert. of Qual. or Reg.
51 Foreign Name Registration
13 Certified Copy
56 Penalty
54 For. Supplemental Cert.
73 Cert. of Conveyance
70 \$3.00 Recording Fee
53 Foreign corporation CRA, CRAA, CPO or Resignation of RA
75 \$5.00 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
500 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

Resignation of Resident Agent

Code
ATTENTION:

MAIL TO ADDRESS:
Joseph H. Rouse
7437 Balto-Annapolis Blvd
Glen Burnee, MD 21061

TOTAL FEES \$8.00

1 Check Cash
1 Documents on 1 checks

APPROVED BY: [Signature]

2966 1760

0000 0058

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

BOOK - 207 PAGE 58

RESIGNATION OF RESIDENT AGENT
OF
MARYLAND YAMAHA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 4, 1987 AT 8:45 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID.

RECORDING
FEE PAID

SPECIAL
FEE PAID.

\$ _____

\$ 3.00

\$ 5.00

00743823

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 H. ROUSE
7433 BALTIMORE-ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

090C3010742

A 245908



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

2968 1758

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

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

BOOK - 207 PAGE 59

J. EARLE PLUMHOFF
NEWTON A. WILLIAMS
WILLIAM M. HESSON, JR.*
THOMAS J. RENNER
WILLIAM P. ENGLEHART, JR.
STEPHEN J. NOLAN*
ROBERT L. HANLEY, JR.
ROBERT S. GLUSHAKOW
DOUGLAS L. BURGESS
LOUIS G. CLOSE, III

LAW OFFICES
NOLAN, PLUMHOFF & WILLIAMS
CHARTERED

204 WEST PENNSYLVANIA AVENUE
TOWSON, MARYLAND 21204
(301) 823-7800

OF COUNSEL
RALPH E. DEITZ
9026 LIBERTY ROAD
RANDALLSTOWN, MARYLAND 21133
(301) 922-2121

*ALSO ADMITTED IN D.C.

September 25, 1987

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

Re: Restlodge Operating Corp. Division II
NOTICE OF CHANGE OF ADDRESS
OF PRINCIPAL OFFICE

Gentlemen:

The undersigned, being the President of Restlodge Operating Corp. Division II does hereby certify that on the 25th day of September, 1987, the Board of Directors adopted the following resolution authorizing the change of Address of the Principal Office of the Corporation as follows:

RESOLVED: That the principal office of the Corporation in the State of Maryland be and it is hereby changed from 204 West Pennsylvania Avenue, Towson, Maryland 21204, to 1 Second Street, Laurel, Maryland 20707, said new principal office being in Prince Georges County, Maryland.

Very truly yours,

RESTLODGE OPERATING CORP.

By: Allen R. Rose (SEAL)
President

TJR/emd

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

7/14/87 at 8:47 A.m.

2966 1756

0000 0060



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

BOOK - 207 PAGE 60

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

F2396240 P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
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		Certified Copy	
56		Penalty	
51		For. Supplemental Cert.	
73		Cert. of Conveyance	
70	\$3.00	Recording Fee	
53		Foreign corporation CRA, CRAA, CPO or Resignation of RA	
75	\$5.00	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>Nolan Plumbhoff & Williams</u>
600		Property Reports and Penalties	<u>204 West Pennsylvania Ave</u>
		Other	<u>Towson, Md 21204</u>
		Other	

TOTAL FEES \$8.00

1 Check _____ Cash
 2 Documents on 1 checks

APPROVED BY: [Signature]

2966 1757

0000 0061

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

BOOK - 207 PAGE 61

CHANGE OF PRINCIPAL OFFICE
OF
RESTLODGE OPERATING CORP. DIVISION II

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 4, 1987 AT 8:47 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED:

2

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ <u>3.00</u>	\$ <u>5.00</u>
<u>02396240</u>		

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
NOLAN, PLUMHOFF & WILLIAMS
204 W. PENNSYLVANIA AVENUE
TOWSON MD 21204

090C3010741

A 245907



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2966 1755

0000 0062

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

BOOK - 207 PAGE 62

J. EARLE PLUMHOFF
NEWTON A. WILLIAMS
WILLIAM M. HESSON, JR.*
THOMAS J. RENNER
WILLIAM P. ENGLEHART, JR.
STEPHEN J. NOLAN
ROBERT I. HANLEY, JR.
ROBERT S. GLUSHAKOW
DOUGLAS L. BURGESS
LOUIS G. CLOSE, III

LAW OFFICES
NOLAN, PLUMHOFF & WILLIAMS
CHARTERED
204 WEST PENNSYLVANIA AVENUE
TOWSON, MARYLAND 21204
(301) 823-7800

OF COUNSEL
RALPH E. DEITZ
9026 LIBERTY ROAD
RANDALLSTOWN, MARYLAND 21133
(301) 922-2121

September 28, 1987

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

Re: Restlodge Operating Corp.
NOTICE OF CHANGE OF ADDRESS
OF PRINCIPAL OFFICE

Gentlemen:

The undersigned, being the President of Restlodge Operating Corp. does hereby certify that on the 27th day of October, 1987, the Board of Directors adopted the following resolution authorizing the change of Address of the Principal Office of the Corporation as follows:

RESOLVED: That the principal office of the Corporation in the State of Maryland be and it is hereby changed from 204 West Pennsylvania Avenue, Towson, Maryland 21204, to 174 Revell Highway, Annapolis, Maryland 21401, said new principal office being in Anne Arundel County, Maryland.

Very truly yours,
RESTLODGE OPERATING CORP.

By: Allen F. Fox (SEAL)
President

TJR:med
3568A

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
11/4/87 at 8:47 A.M.

17:8 V h- AON 1861

73088063
1986 1793

0000 0063



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 _____ BUSINESS CODE _____ COUNTY 52

D2396232 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	_____	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	_____	Penalty	_____
54	_____	For. Supplemental Cert.	_____
73	_____	Cert. of Conveyance	_____
70	<u>\$3.00</u>	Recording Fee	_____
53	_____	Foreign corporation CRA, CRAA, CPO or Resignation of RA	_____
75	<u>\$5.00</u>	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>Ydon, Plumhoff + Wilkin</u>
600	_____	Personal Property Reports and late filing penalties	<u>204 W. Pennsylvania</u>
	_____	Other	<u>Foxson, Md 21204</u>
	_____	Other	_____

TOTAL FEES \$8.00

NOTE:

1 Check _____ Cash
2 Documents on 1 checks

APPROVED BY: RM

2966 1754

0000 0064

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

BOOK - 207 PAGE 64

CHANGE OF PRINCIPAL OFFICE
OF
RESTLODGE OPERATING CORP.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 4, 1987 AT 8:47 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

2

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 3.00

SPECIAL
FEE PAID:

\$ 5.00

D2396232

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:
NOLAN, PLUMHOFF & WILLIAMS
204 W. PENNSYLVANIA AVENUE
TOWSON MD 21204

090CJ010740

A 245906



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2966 1752

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



- CONNECTICUT
Bishop's Corner
Cromwell
Elmwood
Fairfield
Manchester
Middletown
Milford
North Haven
- MARYLAND
Bel Air
Bethesda
Catonsville
Clinton
Columbia
Dundalk
Downtown Water St.
Elkton
Frederick
Gaithersburg
Glen Burnie
Greenbelt
Linthicum
Marlow Heights
Middle River
North Wheaton
Parkville
Randallstown
Rockville
Silver Spring
Timonium
White Oak
- NEW JERSEY
Elizabeth
Fords
Garwood
Union
- NEW YORK
Park Avenue
- VIRGINIA
Arlington
Bailey's
Fairfax
Landmark
Manassas
Mount Vernon
Seven Corners
Springfield
Sterling
Tyson's Corner
Woodbridge
- WASHINGTON, D.C.
Capitol Hill
K Street
Van Ness

CAPITAL SPAS, INC.
CERTIFICATE OF RESOLUTION
CHANGE OF RESIDENT AGENT

RECORDED
OCT 17 PM 2:39
H. ERLE SCHAFER
CLERK

I, F. W. Brandon-Brown, Secretary/Treasurer of Capital Spas, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of Maryland, do hereby attest 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 Resident Agent of the Corporation be changed from Jeff Gruver, whose address is 11718 Springhaven Ct., Columbia, MD 21043, to Jo Kent, whose address is 10 Warrior Brook Ct., Germantown, MD 20874.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the Corporation on this 9th day of October, 1987.

Howard H. Newson
Howard H. Newson, President
Capital Spas, Inc.

ATTEST:

F. W. Brandon-Brown
F. W. Brandon-Brown,
Secretary/Treasurer
Capital Spas, Inc.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
10/26/87 at 8:30 A.m.

Administrative Offices
7620 Little River Turnpike • Annandale, Virginia 22003 • (703) 642-8100

365 1475

0000 0066



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

BOOK - 207 PAGE 66

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

01577330 P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
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	_____	Certified Copy	_____
56	_____	Penalty	_____
54	_____	For. Supplemental Cert.	_____
73	_____	Cert. of Conveyance	_____
70	\$3.00	Recording Fee	_____
53	_____	Foreign corporation CRA, CRAA, CEO or Resignation of RA	_____
75	\$5.00	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	_____	Personal Property Reports and late filing penalties	<u>Spa Lady, Inc</u> <u>7620 Little River Turnpike</u> <u>Annandale, Virginia 22003</u>
	_____	Other	_____
	_____	Other	_____

TOTAL FEES \$8.00

NOTE:

15 1 Check _____ Cash
 Documents on 1 checks

APPROVED BY: RML

365 1476

0000 0067

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

BOOK - 207 PAGE 67

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
CAPITAL SPAS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 26, 1987 AT 8:30 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID:

\$ _____

\$ 3.00

\$ 5.00

01577550

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:
SPA LADY, INC.
7620 LITTLE RIVER TURNPIKE
ANNADALE VA 22003

088C3010407

A 245611



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

2965 1474

AND TAXATION OF MARYLAND IN LIBER. FOLIO.

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

Spa Lady

EXCLUSIVELY FOR WOMEN

- CONNECTICUT
 - Bishop's Corner
 - Cromwell
 - Elmwood
 - Fairfield
 - Manchester
 - Middletown
 - Milford
 - North Haven
- MARYLAND
 - Bel Air
 - Bethesda
 - Catonsville
 - Clinton
 - Columbia
 - Dundalk
 - Downtown Water St.
 - Elkton
 - Fredrick
 - Gaithersburg
 - Glen Burnie
 - Greenbelt
 - Linthicum
 - Marlow Heights
 - Middle River
 - North Wheaton
 - Parkville
 - Randallstown
 - Rockville
 - Silver Spring
 - Timonium
 - White Oak
- NEW JERSEY
 - Elizabeth
 - Fords
 - Garwood
 - Union
- NEW YORK
 - Park Avenue
- VIRGINIA
 - Arlington
 - Bailey's
 - Fairfax
 - Landmark
 - Manassas
 - Mount Vernon
 - Seven Corners
 - Springfield
 - Sterling
 - Tyson's Corner
 - Woodbridge
- WASHINGTON, D.C.
 - Capitol Hill
 - K Street
 - Van Ness

PATAPSCO SPA LADY, INC. CERTIFICATE OF RESOLUTION CHANGE OF RESIDENT AGENT

I, F. W. Brandon-Brown, Secretary/Treasurer of Patapsco Spa Lady, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of Maryland, do hereby attest 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 Resident Agent of the Corporation be changed from Jeff Gruver, whose address is 11718 Springhaven Ct., Columbia, MD 21043, to Jo Kent, whose address is 10 Warrior Brook Ct., Germantown, MD 20874.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the Corporation on this 9th day of October, 1987.

Howard H. Newson
Howard H. Newson, President
Patapsco Spa Lady, Inc.

ATTEST:

F. W. Brandon-Brown
F. W. Brandon-Brown,
Secretary/Treasurer
Patapsco Spa Lady, Inc.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
10/26/87 at 8:30 a.m.

72398003

Administrative Offices
7620 Little River Turnpike • Annandale, Virginia 22003 • (703) 642-8100

2965 1454

0000 0069



STATE OF MARYLAND

BOOK - 207 PAGE

69

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D1484328 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	_____	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	_____
70	\$3.00	Recording Fee	_____
53	_____	Foreign corporation CRA, CRAA, CPO or Resignation of RA	_____
75	\$5.00	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>Spa Lady, Inc</u>
600	_____	Personal Property Reports and late filing penalties	<u>7650 Little River Turnpike</u>
_____	_____	Other	<u>Annandale, Virginia 22003</u>
_____	_____	Other	_____

TOTAL FEES \$8.00

15 Documents on 1 checks

APPROVED BY: RML

2965 148

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

0000 0070

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

BOOK - 207 PAGE 70

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
PATAPSCO SPA LADY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 26, 1987 AT 8:30 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 3.00

SPECIAL
FEE PAID:

\$ 5.00

D1484328

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:
SPA LADY, INC.
7620 LITTLE RIVER TURNPIKE
ANNANDALE VA 22203

088C3010400

A 245604



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2965 1453

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK - 207 PAGE 71

LAW OFFICES

FRIEDMAN & FRIEDMAN

MERCANTILE BANK BUILDING
SUITE 900
409 WASHINGTON AVENUE
TOWSON, MARYLAND 21204
301-494-0100

OF COUNSEL
L. FRANKLIN GERBER, JR.
(ORTH & GERBER)
MICHAEL C. HODES

O SYLVAN FRIEDMAN
LOUIS F. FRIEDMAN
GARY P. AIKEN
WILLIAM S. DAVIS, JR.
PHYLLIS COLE FRIEDMAN
KEVIN F. BRESS
DAVID N. PESSIN
EMMETT W. RYAN

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

October 5, 1987

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

Attention: Charter Department

Re: Change of Address of Resident Agent and
Principal Office of American Medical
Equipment, Inc.

Gentlemen:

Notice is hereby given by the undersigned of the change of his post office address from 100 S. Charles Street, Baltimore, Maryland 21202 to 900 Mercantile-Towson Building, 409 Washington Avenue, Towson, Maryland 21204 as resident agent of the above-captioned corporation, to take effect immediately. I am also enclosing a copy of a resolution of the Board of Directors changing the address of the principal office of the corporation. A check for \$16.00 is enclosed for the filing fees. Please send me an acknowledgement as soon as possible.

Very truly yours,

Michael C. Hodes

Michael C. Hodes

MCH/he
0194B/39
Enclosures

cc: American Medical Equipment, Inc.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

10/9/87 at 9:08 a.m.

286 1910

0000 0072



STATE OF MARYLAND

BOOK - 207 PAGE 72

State Department of Assessments and Taxation

Gene L. Burner, Director

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

DOCUMENT CODE BUSINESS CODE COUNTY 50

02127246 P.A Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Includes items like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Name Change, etc.

TOTAL FEES \$8.00
1 Check 1 Cash
Documents on 1 checks

APPROVED BY: RMC

MAIL TO ADDRESS:
Friedman & Friedman
409 Washington Ave Ste 800
Gowanus, MD 21204

NOTE:

2966 1411

0000 0073

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

BOOK - 207 PAGE 73

CHANGE OF RESIDENT AGENT'S ADDRESS
OF
AMERICAN MEDICAL EQUIPMENT INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 9, 1987** AT **9:08** O'CLOCK **A.M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

2

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 3.00

\$ 5.00

D2124246

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 & FRIEDMAN
409 WASHINGTON AVE.
SUITE 900
TOWSON

MD 21204

087C3010296

A 245519



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

AT5-060

2966

1409

0000 0074

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

BOOK - 207 PAGE 74

D SYLVAN FRIEDMAN
LOUIS F. FRIEDMAN
GARY P. AIKEN
WILLIAM S. DAVIS, JR.
PHYLLIS COLE FRIEDMAN
KEVIN F. BRESS
DAVID N. PESSIN
EMMETT W. RYAN

FRIEDMAN & FRIEDMAN

LAW OFFICES
MERCANTILE BANK BUILDING
SUITE 900
409 WASHINGTON AVENUE
TOWSON, MARYLAND 21204
301-494-0100

OF COUNSEL
L. FRANKLIN GERBER, JR.
(ORTH & GERBER)
MICHAEL C. HODES

October 5, 1987

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

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

Attention: Charter Department

Re: Change of Address of Resident Agent and
Principal Office of American I.V. Products, Inc.

Gentlemen:

Notice is hereby given by the undersigned of the change of his post office address from 100 S. Charles Street, Baltimore, Maryland 21202 to 900 Mercantile-Towson Building, 409 Washington Avenue, Towson, Maryland 21204 as resident agent of the above-captioned corporation, to take effect immediately. I am also enclosing a copy of a resolution of the Board of Directors changing the address of the principal office of the corporation. A check for \$16.00 is enclosed for the filing fees. Please send me an acknowledgement as soon as possible.

Very truly yours,

Michael C. Hodes

Michael C. Hodes

MCH/he
0194B/40
Enclosures

cc: American I.V. Products, Inc.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
10/9/87 at 9:08 A.M.

2966 1407

0000 0075



STATE OF MARYLAND

BOOK - 207 PAGE 75

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 BUSINESS CODE COUNTY 5a

D2088797 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Includes items like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Foreign Qualification, Recording Fee, etc.

TOTAL FEES \$8.00
1 Check 1 Cash
Documents on 1 checks

APPROVED BY: RMC

MAIL TO ADDRESS:
Friedman & Friedman
409 Washington Ave SE
Gowson, MD 21204

NOTE:

2966 1408

9800 0076

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

BOOK - 207 PAGE 76

CHANGE OF RESIDENT AGENT'S ADDRESS
OF
AMERICAN IV PRODUCTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 9, 1987 AT 9:08 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 3.00

SPECIAL
FEE PAID:

\$ 5.00

2
D2088797

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 & FRIEDMAN
409 WASHINGTON AVE
SUITE 900
TOWSON

MD 21204

087C3010295

A 245518



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

2966 1406

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

D SYLVAN FRIEDMAN
LOUIS F. FRIEDMAN
GARY P. AIKEN
WILLIAM S. DAVIS, JR.
PHYLLIS COLE FRIEDMAN
KEVIN F. BRESS
DAVID N. PESSIN
EMMETT W. RYAN

BOOK - 207 PAGE 77
LAW OFFICES
FRIEDMAN & FRIEDMAN
MERCANTILE BANK BUILDING
SUITE 900
409 WASHINGTON AVENUE
TOWSON, MARYLAND 21204
301-494-0100

OF COUNSEL
L. FRANKLIN GERBER, JR.
(ORTH & GERBER)
MICHAEL C. HODES

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

October 5, 1987

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

Gentlemen: Re: Change of Address of Resident Agent and
Principal Office of AME Dialysis, Inc.

Notice is hereby given by the undersigned of the change of his post office address from 100 S. Charles Street, Baltimore, Maryland 21202 to 900 Mercantile-Towson Building, 409 Washington Avenue, Towson, Maryland 21204 as resident agent of the above-captioned corporation, 21204 to take immediately effect of the Board of Directors of the corporation. I am also enclosing a copy of the resolution principal office of the corporation. A check for \$16.00 is enclosed for the filing fees. Please send me an acknowledgement as soon as possible.

Very truly yours,
Michael C. Hodes
Michael C. Hodes

MCH/he
0194B/41
Enclosures

cc: AME Dialysis, Inc.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD

10/9/87 at 9:08 A.M.

2966 1404

0000 0078



STATE OF MARYLAND

BOOK - 207 PAGE 78

State Department of Assessments and Taxation

Gene L. Burner, Director

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

DOCUMENT CODE BUSINESS CODE COUNTY 50

D2124220 P.A. Religious Close 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 \$8.00
1 Check 1 Cash
Documents on 1 checks

APPROVED BY: RMC

MAIL TO ADDRESS:
Friedman & Friedman
409 Washington Blvd Ste 800
Gowson, MD 21204

2966-1405

0000 0079

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

BOOK -207 PAGE 79

***** CHANGE OF RESIDENT AGENT'S ADDRESS
OF
AME DIALYSIS INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 9, 1987 AT 9:08 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 3.00

SPECIAL
FEE PAID:

\$ 5.00

2
D2124220

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 & FRIEDMAN
409 WASHINGTON AVE.
SUITE 900
TOWSON

MD 21204

087C3010294

A 245517



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

2966 1403

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK - 207 PAGE 80

LAW OFFICES

FRIEDMAN & FRIEDMAN

MERCANTILE BANK BUILDING
SUITE 900

409 WASHINGTON AVENUE

TOWSON, MARYLAND 21204

301-494-0100

OF COUNSEL
L. FRANKLIN GERBER, JR.
(ORTH & GERBER)
MICHAEL C. HODES

D. SYLVAN FRIEDMAN
LOUIS F. FRIEDMAN
GARY P. AIKEN
WILLIAM S. DAVIS, JR.
PHYLLIS COLE FRIEDMAN
KEVIN F. BRESS
DAVID N. PESSIN
EMMETT W. RYAN

October 5, 1987

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

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

Attention: Charter Department

Re: Change of Address of Resident Agent and
Principal Office of AME I.V., Inc.

Gentlemen:

Notice is hereby given by the undersigned of the change of his post office address from 100 S. Charles Street, Baltimore, Maryland 21202 to 900 Mercantile-Towson Building, 409 Washington Avenue, Towson, Maryland 21204 as resident agent of the above-captioned corporation, to take effect immediately. I am also enclosing a copy of a resolution of the Board of Directors changing the address of the principal office of the corporation. A check for \$16.00 is enclosed for the filing fees. Please send me an acknowledgement as soon as possible.

Very truly yours,

Michael C. Hodes

Michael C. Hodes

MCH/he
0194B/42
Enclosures

cc: AME I.V., Inc.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

10/9/87 at 9:08 P.M.

2965 1401

0000 0081



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK -207 PAGE 81

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

DOCUMENT CODE BUSINESS CODE COUNTY 5a

02124238 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Includes items like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Recording Fee (\$3.00), Foreign corporation CRA, CAAA, etc.

TOTAL FEES \$8.00
1 Check 1 Cash
Documents on 1 checks

APPROVED BY: RMC

MAIL TO ADDRESS:
Friedman & Friedman
409 Washington St Ste 800
Gowson, MD 21204

NOTE:

296 1402

0000 0082

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

BOOK - 207 PAGE 82

***** CHANGE OF RESIDENT AGENT'S ADDRESS
OF
AME IV INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 9, 1987 AT 9:08 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 3.00

\$ 5.00

2

D2124238

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 & FRIEDMAN
409 WASHINGTON AVENUE
SUITE 900
TOWSON MD 21204

087C3010293

A 245516



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 298 1400

LAW OFFICES

FRIEDMAN & FRIEDMAN

MERCANTILE BANK BUILDING
SUITE 900
409 WASHINGTON AVENUE
TOWSON, MARYLAND 21204
301-494-0100

OF COUNSEL
L. FRANKLIN GERBER, JR.
(ORTH & GERBER)
MICHAEL C. HODES

D. SYLVAN FRIEDMAN
LOUIS F. FRIEDMAN
GARY P. AIKEN
WILLIAM S. DAVIS, JR.
PHYLLIS COLE FRIEDMAN
KEVIN F. BRESS
DAVID N. PESSIN
EMMETT W. RYAN

October 5, 1987

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

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

Attention: Charter Department

Re: Change of Address of Resident Agent and
Principal Office of AME Industries, Inc.

Gentlemen:

Notice is hereby given by the undersigned of the change of his post office address from 100 S. Charles Street, Baltimore, Maryland 21202 to 900 Mercantile-Towson Building, 409 Washington Avenue, Towson, Maryland 21204 as resident agent of the above-captioned corporation, to take effect immediately. I am also enclosing a copy of a resolution of the Board of Directors changing the address of the principal office of the corporation. A check for \$16.00 is enclosed for the filing fees. Please send me an acknowledgement as soon as possible.

Very truly yours,

Michael C. Hodes

Michael C. Hodes

MCH/he
0194B/43
Enclosures

cc: AME Industries, Inc.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

10/9/87 at 9:05 a.m.

2966 1898

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

COMM 17 PM 2:40

HELEN SCHAFER
CLERK

0000 0084



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 _____ BUSINESS CODE _____ COUNTY 5a

D2124212 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	_____	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	_____
70	\$3.00	Recording Fee	_____
53	_____	Foreign corporation CRA, CRAA, CEO or Resignation of RA	_____
75	\$5.00	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	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
87	_____	Limited Part. Good Standings	<u>Friedman & Friedman</u>
71	_____	Financial	<u>409 Washington Ave Ste 800</u>
600	_____	Personal Property Reports and late filing penalties	<u>Rowson, MD 21204</u>
	_____	Other _____	_____
	_____	Other _____	_____

TOTAL FEES \$8.00

1 Check _____ Cash
Documents on 1 checks

APPROVED BY: RMC

866 1399

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

BOOK - 207 PAGE 85

***** CHANGE OF RESIDENT AGENT'S ADDRESS
OF
AME INDUSTRIES INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 9, 1987 AT 9:08 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

2

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$ _____

\$ 3.00

\$ 5.00

D2124212

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 & FRIEDMAN
409 WASHINGTON AVENUE
SUITE 900
TOWSON

MD 21204

087C3010292

A 245515



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2966 1397

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

BOOK - 207 PAGE 86

Robert B. Sprague, Ph.D.
President
Bay Travel, Inc.
45 West Street
Annapolis, MD 21401

September 15, 1987

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

IDENTIFICATION NUMBER: D1661495

The Board of Directors of Bay Travel, Inc., a corporation
organized in the State of Maryland on January 12, 1984 duly
approved a resolution as follows:

RESOLVED: That the address of the corporation is changed to
45 West Street, Annapolis, MD 21401-2420.

I, Robert B. Sprague, Ph.D., 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.

Robert B. Sprague

SEP 17 PM 2:40
H. ERIC SUMNER
CLERK

1987 OCT 30 8:49

73038257

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

2964 2989

APPROVED FOR RECORD

10/30/87 at 8:49 A.m.

0000 0087



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 87

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

DOCUMENT CODE BUSINESS CODE COUNTY 32

D1661498 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and various fee categories like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), etc.

TOTAL FEES \$8.00

1 Check 1 Cash
1 Documents on 1 checks

APPROVED BY: [Signature]

ATTENTION:
MAIL TO ADDRESS:
Bay Travel Inc.
45 West Street
Annapolis Md 21401

NOTE:

2864 2990

0000 0088

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

BOOK - 207 PAGE 88

***** CHANGE OF PRINCIPAL OFFICE
OF
BAY TRAVEL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 30, 1987 AT 8:49 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 3.00

\$ 5.00

D1661495

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:
BAY TRAVEL, INC.
45 WEST STREET
ANNAPOLIS

MD 21401

086C3010141

A 245336



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

294 2988

27-82/B1
11.18.87

BOOK - 207 PAGE 89

MAXIMILLAN LAND, INC.
ARTICLES OF INCORPORATION

FIRST: The undersigned, Arvin E. Rosen, whose post office address is Two East Fayette Street, Baltimore, Maryland 21202, being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

MAXIMILLAN LAND, INC.

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

- A. To acquire, own, lease, sell and buy real estate and all businesses incidental thereto.
- B. To borrow money and to pledge as collateral any or all of the assets of the Corporation.
- C. Maintain margin 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.
- 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, corporation engaged in a

11.6 NOV 61 NON-LOG

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11/19/57 at 9:11 P.M.

73238326

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

NOV 17 PM 2:40
FILED

0000 0090

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

similar business, and to pay for the same in cash or stock of this Corporation or otherwise.

F. To buy and sell fee-simple property, leasehold property, ground rents and personal property; 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; to borrow money and issue notes and bonds as authorized by the Laws of this State and to execute mortgages, deeds of trust or other forms of contracts as security for the same and guarantee the payment thereof.

G. To consolidate or merge with any other corporation engaged in any business similar or analogous to those of this Corporation or to any of the objects of this Corporation.

H. In general, to carry on any lawful business and to have and to exercise all powers conferred by the general laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said corporation is formed under the articles, conditions and provisions herein expressed and

2970 1027

0000 0091

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic reproduction.

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 principal office of the Corporation in Maryland is 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in Maryland is Jeffrey M. Neuman, 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. Said Resident Agent is a citizen of Maryland and actually resides therein.

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

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

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

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

2370 1028

0000 0092

BOOK - 207 PAGE 92

redemption of, and the conversion rights of, such shares.

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

SEVENTH: 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 provisions of Section 2-419 of the Corporations and Associations Article of the Maryland Annotated Code have been complied with.

EIGHTH: The number of Directors of the Corporation shall be one (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one, provided that:

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

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

BOOK - 207 PAGE 93

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

The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Jeffrey M. Neuman.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: The power to make, alter and repeal by-laws of the Corporation shall be vested in the Board of Directors.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 18th day of November, 1987.

WITNESS:

Arthur V. Landry

Arvin E. Rosen



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Siskind, Burch Grady</u>
600	_____	Property Reports and _____ Personal	<u>2 E, Fayette St</u>
	_____	penalties late filing	<u>Baltimore md 21202</u>
	_____	Other _____	_____
	_____	Other _____	_____

TOTAL FEES 40
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: PCM

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 - 207 PAGE 96

ARTICLES OF INCORPORATION
OF
MAXIMILLAN LAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 19, 1987** AT **9:11** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2453595

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:
SISKIND, BURCH, GRADY
2 E. FAYETTE STREET
BALTIMORE MD 21202

101C3011879

A 247073



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

2970 1025

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

R

BOOK - 207 PAGE 97

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

SYNERGETIC MICROSYSTEMS, INC.

APPROVED FOR RECORD

ARTICLES OF INCORPORATION

11-20-87 at 10:26a .m.

FIRST: The undersigned, Michael G. Leahy, whose address is 250 West Pratt Street, Baltimore, Maryland 21201, being at least eighteen years of age, acting as incorporator, does hereby form a corporation under the General Laws of the State of Maryland.

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

SYNERGETIC MICROSYSTEMS, INC.

THIRD: The purpose for which and any of which the Corporation is formed and the business and objects to be carried on and promoted by it are:

(1) To engage in the business of assembling, designing and marketing electronic components and accessories, consulting and providing information relevant to electronic component and assessor assembly and use, and other services, and generally to own, hold, lease, rent, utilize, acquire, dispose of, convey or otherwise deal in and with all goods, inventory, equipment, vehicles and any other personal property, tangible or intangible asset of every kind, nature and description whatsoever relating thereto; and to apply for, obtain, hold, use exercise and dispose of any permit, grant, privilege or license relating thereto and to generally do anything necessary, expedient and/or convenient in connection therewith.

(2) To engage in and perform any activities or functions which may lawfully be performed by a business corporation

88 MAR 17 PM 2:40
H. ERLE SCHAFER
CLERK

73248435

2970 0870

0000 0098

BOOK -207 PAGE 98

organized under the laws of the State of Maryland.

The foregoing enumerated purposes and objects shall be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article of the Charter of the Corporation, and each shall be regarded as independent; and they are intended to be and shall be construed as powers as well as purposes and objects of the Corporation and shall be in addition to and not in limitation of the general 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 7948 Shady Grove Way, Pasadena, Maryland 21122, Attn: Conway A. Bolt, III. The name and address of the resident agent of the Corporation in this State are Conway A. Bolt III, 7948 Shady Grove Way, Pasadena, Maryland 21122. Said resident agent is a citizen and resident of the State of Maryland.

FIFTH: The number of directors shall be three (3). The number of directors may be increased or decreased; provided that, such increase or decrease may be effected only by the affirmative vote of not less than eighty percent (80%) of the entire Board of Directors; provided further that, there shall never be more than nine (9) nor less than three (3) directors, unless (with respect to such minimum number) there shall be less than three (3) stockholders, in which case the number of directors may be less than three (3) but not less than the number of stockholders. Each Director shall hold office until the next annual meeting of

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BOOK - 207 PAGE 99

stockholders and until his successor shall have been elected and shall have qualified. In the event of a vacancy occurring for any reason in the Board of Directors, the Corporation shall promptly call a special meeting of stockholders in order to fill such vacancy. The name of the Directors who will serve until the first annual meeting and until their respective successors are elected and qualified shall be as follows:

Conway A. Bolt, III
Lawrence J. Monaco
David E. Bagley

SIXTH: The total number of shares of capital stock which the corporation has authority to issue is One Hundred Thousand (\$100,000.00) shares of one class of common stock having a par value of one dollar (\$1.00) per share; the total par value of all shares of the Corporation's capital stock amounting in the aggregate to one hundred thousand dollars (\$100,000.00).

All shares of Stock shall be identical in all respects and shall have no preferential rights with respect to dividends, redemption, liquidation, dissolution and any and all other distributions or rights of stockholders.

SEVENTH: Except as otherwise provided in this Article SEVENTH or as otherwise required by law, the affirmative vote of a majority of the whole Board of Directors shall be required for the approval or authorization of any transaction of the Corporation. The affirmative vote of not less than eighty percent (80%) of all stockholders entitled to vote thereon shall be required for the approval or authorization of any "material transaction" (as below defined) of the Corporation. For purposes

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BOOK - 207 PAGE 100

of this Article SEVENTH, the term "material transaction" shall mean (a) any merger or consolidation of the Corporation with or into any other person or of any other person with or into the Corporation, (b) any sale, lease, exchange, transfer or other disposition, including without limitation, a mortgage or any other security device, of all of the assets of the Corporation or of any part of such assets constituting more than ten percent (10%) of the total assets of the Corporation as of the end of its most recent fiscal year ending prior to such disposition, (c) any purchase or other acquisition of assets at a cost to the Corporation exceeding an amount equal to ten percent (10%) of the total assets of the Corporation as of the end of its most recent fiscal year ending prior to such acquisition, (d) the issuance of any securities of the Corporation, (e) any incurrence of any liability, direct or indirect, of the Corporation with respect to any indebtedness in respect of borrowed money or any other liability or indebtedness maturing one (1) year or more from the date of the creation thereof, (f) any recapitalization involving common stock of the Corporation, or any recapitalization involving common stock of the Corporation, (g) any declaration of any dividend (or other distribution, direct or indirect, on account of any shares of common stock) or any redemption, retirement, purchase or other acquisition, direct or indirect, of any shares of common stock of the Corporation (or any warrants, rights or options to purchase any such stock), (h) any and all Stockholder elections and/or removals of individuals to serve as members of the Board of Directors of the Corporation, and (i) any

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BOOK - 207 PAGE 101

agreement, contract or other arrangement providing for any of the transactions described in this definition of "material transaction."

EIGHTH: Except as otherwise provided herein, the following provisions are hereby adopted for the purpose of defining, limiting and regulating the respective powers and duties 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 to determine in accordance with sound accounting practice, what constitutes annual or other net profits, earnings, surplus or net assets in excess of capital; to 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.

(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: (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

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BOOK -207 PAGE 102

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, 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 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 shall indemnify its Directors and

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BOOK -207 PAGE 103

officers to the fullest extent permitted by the General Laws of the State of Maryland now or hereafter in force, including the advance of related expenses.

(4) No holders of shares of the capital stock of the Corporation shall have any preemptive rights or preferential right of subscription to any shares of the Corporation's capital stock 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 shares of the Corporation's capital stock at the time existing to the exclusion of holders of any or all other shares of capital stock at the time existing.

(5) The Board of Directors shall have the power in its sole discretion and without limitation, subject only to any restrictions imposed by applicable 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.

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BOOK -207 PAGE 104

(6) 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, 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 the par value of such shares) and in such manner and by such means as said Board of Directors may deem advisable.

(7) The Corporation reserves the right from time to time to make any amendments of its charter changing the terms of contract rights, as expressly set forth in its charter, of any of its outstanding stock 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 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 Corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law. The provisions of these Articles and the provisions of the Corporation's By-Laws may not be repealed or amended in any respect unless such action is approved

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BOOK -207 PAGE 105

by the affirmative vote of not less than eighty percent (80%) of all shareholders entitled to vote thereon.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, acknowledging the same to be my act on this 20th day of November, 1987.

WITNESS

Diana L. Miller

Michael G. Leahy (SEAL)
Michael G. Leahy

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BOOK - 207 PAGE 106

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02A 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>28</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	Certified Copy	_____
56	_____	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: <u>Michael</u>
21	_____	Recordation Tax	<u>Leaky</u>
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	_____
	_____	Other	_____
	_____	Other	_____

TOTAL FEES 48
_____ Check Cash
_____ Documents on _____ checks

APPROVED BY: AS

NOTE:

#8827
48.00
✓

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CLERK'S NOTATION

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 107

ARTICLES OF INCORPORATION
OF
SYNERGETIC MICROSYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 20, 1987** AT **10:26** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 28.00

SPECIAL
FEE PAID:

\$ _____

D2453330

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:
SEMMEs, BOWEN & SEMMEs
ATT: MICHEAL LEAHY
250 WEST PRATT ST
BALTIMORE

MD 21201

101C3011853

A 247047



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 0870 0869

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION
APPROVED FOR RECORD
11-20-87 at 10:18

BOOK - 207 PAGE 108

ARTICLES OF INCORPORATION

OF

BEN OAKS APPLIANCE CENTER, INC.

FIRST: I, John Rausenberger, II, whose post office address is ~~821 West Benfield Road~~ ^{545 BALTO. ANNAPOLIS BLVD. JR}, 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 hereafter called the "Corporation") is:

Ben Oaks Appliance Center, Inc.

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

1. To carry on the business of a retail appliance center and to buy, sell and generally deal in all the materials and equipment used in and associated with the sale of appliances; and

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is ~~821 West Benfield Road~~ ^{545 BALTO. ANNAPOLIS BLVD. JR}, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is John Rausenberger, II, ~~821 West Benfield Road~~ ^{545 BALTO. ANNAPOLIS BLVD. JR}, 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 five thousand (5,000), without par value.

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H. ERLE SCHAEFER
CLERK

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BOOK - 207 PAGE 109

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

- (1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and
- (2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: PHILLIP LOUIS RAUSENBERGER and JOHN RAUSENBERGER, II.

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

- 1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, convertible securities, whether now or hereafter authorized, for such consideration as may be deemed advisable by the Board of Directors and without any action by the stockholders.
- 2. The Board of Directors may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights, of such shares.
- 3. The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled

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BOOK -207 PAGE 110

to the same rights as an objecting stockholder in the case of a consolidation or merger.

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

4. 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.

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

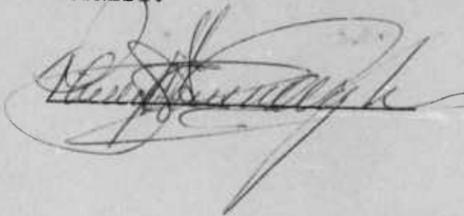
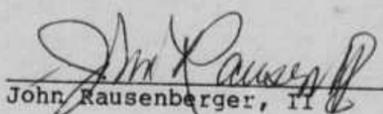
NINTH: The Corporation shall have perpetual existence.

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 111

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 25 day of OCTOBER, 1987, and I
acknowledge the same to be my act.

WITNESS:

  (SEAL)
John Rausenberger, II

benokart.hcb
10-19-87



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
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>10</u>	<u>1</u> Certified Copy <u>4</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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Ben Oaks Appliance Center</u>
600	_____	_____ Personal	<u>545 Baltimore-Annapolis</u>
	_____	Property Reports and _____	<u>Blvd.</u>
	_____	_____ late filing	<u>Severna Park, Md. 21146</u>
	_____	penalties	_____
	_____	Other _____	_____
	_____	Other _____	_____

TOTAL FEES 50
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: J.M.T.

CERTIFIED COPY MADE

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CLERK'S NOTATION

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BOOK - 207 PAGE 113

ARTICLES OF INCORPORATION
OF
BEN OAKS APPLIANCE CENTER, INC.

Return to:

Harry C. Blumenthal, Esq.
Blumenthal, Wayson, Downs and Ofutt, P.A.
ATTORNEYS AT LAW
P. O. BOX 868
ANNAPOLIS, MARYLAND 21404-0868

00000114

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BOOK - 207 PAGE 114

ARTICLES OF INCORPORATION
OF
BEN OAKS APPLIANCE CENTER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 20, 1987** AT **10:18** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2453264

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:
BEN OAKS APPLIANCE CENTER
545 BALTO--ANNAPOLIS BLVD.
SEVERNA PARK MD 21146

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RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2970 0831

CLERK'S NOTATION

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BOOK -207 PAGE 115

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

ARTICLES OF INCORPORATION, APPROVED FOR RECORD

OF

11/20/87 at 9:09 .m.

LINTHICUM INSURANCE AGENCY, 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:

LINTHICUM INSURANCE AGENCY, 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, and its powers, are as follows:

(a) To sell health, life, automobile, home, boat, flood and business insurance. The Corporation will also do financial advising including stocks, bonds, municipal funds, IRAs and tax deferred programs.

(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

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H. ERLE SCHMAYER
CLERK

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Corporation, the Corporation having the right to engage in any other businesses for which it shall be lawful for Corporations in the State of Maryland to engage in according to the Corporations and Associations Article of the Annotated Code of Maryland as amended from time to time, including the performance of all lawful and appropriate actions and things with respect thereto, from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is Suite Five, 518 South Camp Meade Road, Linthicum, Maryland 21090. The name and address of the resident agent of the Corporation in this State is William Karns, Suite Five, 518 South Camp Meade Road, Linthicum, Maryland 21090. The resident agent is an individual who is a citizen of Maryland 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 par value, all of one class and designated as Common Stock.

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 William Karns.

EIGHTH: The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments which alter the contract rights of any class of outstanding stock as

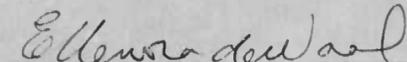
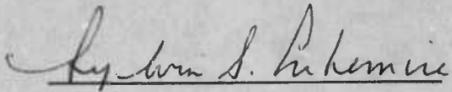
BOOK - 207 PAGE 117

expressly set forth in the chapter.

NINTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with the Corporation and Association Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and I acknowledge the same to be my act on this 19th day of November, 1987.

WITNESS:


Ellenora deWaal
Incorporator



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. _____ 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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Ellenora de Waal</u>
600	_____	Personal Property Reports and late filing penalties	<u>World Trade Center</u>
	_____	Other	<u># 351</u>
	_____	Other	<u>Balto, Md 21202</u>

TOTAL FEES 40
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: Pom

2970 0767

0000 0119

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

BOOK - 207 PAGE 119

ARTICLES OF INCORPORATION
OF
LINTHICUM INSURANCE AGENCY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 20, 1987** AT **9:09** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2453157

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

101C3011835

A 247029



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

2970 0763

MAIL SUITE INC.
(A Close Corporation)
ARTICLES OF INCORPORATION

APPROVED FOR RECORD
11/20/87 at 8:50

THIS IS TO CERTIFY:

Rob P

FIRST: That we, the subscribers, Robbin P. Seal of 523 Norwich Road, Severna Park, Maryland 21146 and Victoria M. Burrier of 153 Stevenson Lane, Baltimore, Maryland 21212, being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is MAIL SUITE INC.

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

- a. To engage in the business of providing general business services, which will include but not be limited to mailing and packing.
- b. 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.
- c. The business and operations of said Corporation are to be carried on in the State of Maryland and elsewhere in the United States and in such other localities as the Board of Directors may deem advisable.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation, and the said Corporation shall enjoy and exercise all of the powers and rights now or hereafter conveyed by Statute upon Corporations. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power to do any act which a Corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 523 Norwich Road, Severna Park, Maryland 21146. The resident agent of the Corporation is Robbin P. Seal, whose post office address is 523 Norwich Road, Severna Park, Maryland 21146. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall not have less than one director which number may be increased from time to time as provided for in the By-Laws. Robbin P. Seal and Victoria M. Burrier shall act as directors until the first annual meeting or until successors are duly chosen and qualified.

73248142

RECEIVED FOR RECORD
05:8 P 02 NOV 1987
88 MAR 17 PM 2:40
H. E. LE SCHAFFER
CLERK
2970 0745

0000 0121

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 - 207 PAGE 121

SIXTH: The total amount of the authorized capital stock of the Corporation shall be One Thousand (1,000) shares with a par value of One Dollar (\$1.00) each.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, as may be set forth in the By-Laws of the Corporation or in Title 4. Close Corporations, Annotated Code of Maryland. There shall not be any transfers or transactions with regard to the shares of stock, unless a unanimous approval of the shareholders is first obtained.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 19th day of November, 1987.

Robbin P. Seal (SEAL)
Robbin P. Seal

Victoria M. Burrier (SEAL)
Victoria M. Burrier

STATE OF MARYLAND, CITY OF BALTIMORE to wit:

I HEREBY CERTIFY that on this 19th day of Nov, 1987, before me, the subscriber, a Notary Public of the State and City aforesaid, personally appeared Robbin P. Seal and she acknowledged the foregoing Articles of Incorporation to be her act.

AS WITNESS my hand and Notarial Seal.

Edw J Mak
Notary Public

My Commission Expires,

July 1, 1990.

STATE OF MARYLAND, CITY OF BALTIMORE to wit:

I HEREBY CERTIFY that on this 19th day of Nov, 1987, before me, the subscriber, a Notary Public of the State and City aforesaid, personally appeared Victoria M. Burrier and she acknowledged the foregoing Articles of Incorporation to be her act.

AS WITNESS my hand and Notarial Seal.

Edw J Mak
Notary Public

My Commission Expires,

July 1, 1990.

2970 0746

0000 8122

MAIL SUITE INC.
(A Close Corporation)
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Robbin P. Seal of 523 Norwich Road, Severna Park, Maryland 21146 and Victoria M. Burrier of 153 Stevenson Lane, Baltimore, Maryland 21212, being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is MAIL SUITE INC.

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

a. To engage in the business of providing general business services, which will include but not be limited to mailing and packing.

b. 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.

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation, and the said Corporation shall enjoy and exercise all of the powers and rights now or hereafter conveyed by Statute upon Corporations. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power to do any act which a Corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 523 Norwich Road, Severna Park, Maryland 21146. The resident agent of the Corporation is Robbin P. Seal, whose post office address is 523 Norwich Road, Severna Park, Maryland 21146. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall not have less than one director which number may be increased from time to time as provided for in the By-Laws. Robbin P. Seal and Victoria M. Burrier shall act as directors until the first annual meeting or until successors are duly chosen and qualified.

CLERK'S NOTATION

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

2970 0747

0000 0123

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

SIXTH: The total amount of the authorized capital stock of the Corporation shall be One Thousand (1,000) shares with a par value of One Dollar (\$1.00) each.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, as may be set forth in the By-Laws of the Corporation or in Title 4. Close Corporations, Annotated Code of Maryland. There shall not be any transfers or transactions with regard to the shares of stock, unless a unanimous approval of the shareholders is first obtained.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 19th day of November, 1987.

Robbin P. Seal (SEAL)
Robbin P. Seal

Victoria M. Burrier (SEAL)
Victoria M. Burrier

STATE OF MARYLAND, CITY OF BALTIMORE to wit:

I HEREBY CERTIFY that on this 19th day of Nov, 1987, before me, the subscriber, a Notary Public of the State and City aforesaid, personally appeared Robbin P. Seal and she acknowledged the foregoing Articles of Incorporation to be her act.

AS WITNESS my hand and Notarial Seal.

Edw J Mat
Notary Public

My Commission Expires,

July 4, 1990.

STATE OF MARYLAND, CITY OF BALTIMORE to wit:

I HEREBY CERTIFY that on this 19th day of Nov, 1987, before me, the subscriber, a Notary Public of the State and City aforesaid, personally appeared Victoria M. Burrier and she acknowledged the foregoing Articles of Incorporation to be her act.

AS WITNESS my hand and Notarial Seal.

Edw J Mat
Notary Public

My Commission Expires,

July 4, 1990.



STATE OF MARYLAND

BOOK - 207 PAGE 124

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 126 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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Edward Makowski</u>
600	_____	Personal Property Reports and late filing	<u>1746 Eastern Ave</u>
_____	_____	penalties	<u>Baltimore Md 21231</u>
_____	_____	Other _____	_____
_____	_____	Other _____	_____

TOTAL FEES 40
 Check _____ Cash
Documents on _____ checks

APPROVED BY: PCM

2970 0749

0000 0125

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 - 207 PAGE 125

ARTICLES OF INCORPORATION
OF
MAIL SUITE INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 20, 1987** AT **8:50** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID
\$ 20.00

RECORDING
FEE PAID:
\$ 20.00

SPECIAL
FEE PAID:
\$ _____

D2453124

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 MAKOWSKI
1746 EASTERN AVE.
BALTIMORE

MD 21231

101C3011832

A 247026



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

2970 744

0000 0126

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 126

APPROVED FOR RECORD

MARCO BUILDERS, INC.
A CLOSE CORPORATION

11/23/87 at 9:17 .m.

ARTICLES OF INCORPORATION

STATE OF MARYLAND

FIRST:

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

SECOND:

The name of the Corporation is MARCO BUILDERS, INC., which is hereinafter called the Corporation.

THIRD:

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

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

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

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

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83 MAR 17 PM 2:40
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CLERK

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

either with or without security.

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

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

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

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

(c) To do business anywhere in the world;

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

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

FOURTH:

THE POST OFFICE ADDRESS OF THE principle office of the Corporation in Maryland is 148 Waldo Road, Pasadena, MD. 21122. The name and post office of the Resident Agent of the Corporation in Maryland is Blinn A. Salisbury, Jr., 112 Second Ave., S.W., Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of Maryland.

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

BOOK - 207 PAGE 128

FIFTH:

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

SIXTH:

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

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

SEVENTH:

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

BOOK -207 PAGE 129

TENTH:

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

ELEVENTH:

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

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

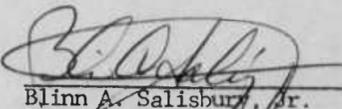
2. The Board of Directors may classify or re-classify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the time and prices of redemption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

TWELFTH:

THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation the _____ day of _____, 1987.

WITNESS:

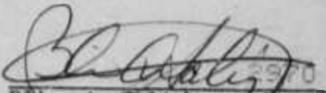

Blinn A. Salisbury, Jr.
Incorporator

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 _____ day of _____, 1987.

WITNESS:


Blinn A. Salisbury, Jr., Incorporator



STATE OF MARYLAND

BOOK - 207 PAGE 130

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Blenn Salisbury</u>
600	_____	Personal Property Reports and late filing penalties	<u>112 Second Ave S.W.</u>
_____	_____	Other	<u>Blenn Burner, Del 21061</u>
_____	_____	Other	_____

TOTAL FEES _____
40 Check _____ Cash
Documents on _____ checks

APPROVED BY: A

2970 0697

0000 0131

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 - 207 PAGE 131

ARTICLES OF INCORPORATION
OF
MARCO BUILDERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 23, 1987** AT **9:17** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2453058

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:
BLINN A. SALISBURY
112 SECOND AVE., S.W.
GLEN BURNIE MD 21061

101C3011825

A 247020



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2970 0692

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

STATE DEPARTMENT OF ASSOCIATIONS
AND TAXATION

BOOK - 207 PAGE 132 APPROVED FOR RECORD
11/23/87 at 9:48

ARTICLES OF INCORPORATION

OF

ADVANCED COMMUNICATIONS SERVICES, INC.

THIS IS TO CERTIFY:

FIRST: I, Nicholas Goldsborough, whose post office address is 962 Melvin Road, Annapolis, Maryland 21403, 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:

ADVANCED COMMUNICATIONS SERVICES, INC.

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

(a) To engage in the electronics communications business utilizing various methods of communications, including radio, television, telephones and other types of electronic devices for communications purposes; to engage in the sale, purchase, lease, and utilization of such devices to carry on the purpose of the business, 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, 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

73278228 2970 843

1987 NOV 23 P 9 48

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 1911
ANNAPOLIS, MD 21404
(301) 263-8655

83 MAR 17 PM 2:40
HELEN SCHWARTZ
CLERK

0000 0133

CLERK'S NOTATION

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

BOOK - 207 PAGE 133

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.

FOURTH: The post office address of the principal office of the Corporation in this state is 962 Melvin Road, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this state is Nicholas Goldsborough, 23 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 10,000 shares of common stock with no par value.

A merger or consolidation of the Corporation with or into any other corporation, a share exchange involving the Corporation, or a sale, lease, exchange, or transfer of all or any part of the assets of the Corporation which shall not in fact result in the liquidation

BOOK - 207 PAGE 134

of the Corporation and the distribution of its assets to its stockholders shall not be deemed to be a voluntary or involuntary liquidation, dissolution or winding-up of the Corporation within the meaning of this Article FIFTH.

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. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are N. Ridgely Goldsborough, Nicholas Goldsborough and Robert Smirnow.

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

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

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

(c) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to the same rights as an objecting stockholder in the case of a consolidation, merger, share exchange or sale, lease, exchange or transfer of all or substantially all of the assets of the Corporation.

(d) The Board of Directors shall have power, if authorized by the By-Laws, to designate by resolution or resolutions adopted by a majority of the whole Board of Directors, one or more committees, each committee to consist of two or more of the directors of the Corporation, which, to the extent provided in said resolutions or in the By-Laws of the Corporation and permitted by the Corporations and Associations Article of the Annotated Code of Maryland, shall have and may exercise any or all of the powers of the Board of Directors in the management of the business and affairs of the Corporation, and shall have power to authorize the seal of the Corporation to be affixed to all instruments and documents which may require it.

(e) If the By-Laws so provide, the Board of Directors of the Corporation shall have power to hold its meetings, to have an office or offices and, subject to the provisions of the Corporations and Associations Article of the Annotated Code of the State of Maryland, to keep the books of the Corporation, outside of said State at such place or places as may from time to time be designated by it.

(f) The Board of Directors shall have power to borrow or raise money, from time to time and without limit, and upon any terms, for any corporate purposes; and, subject to the Corporations and Associations Article of the Annotated Code of Maryland, to authorize the creation, issue, assumption or guaranty of bonds, notes or other evidences of indebtedness for moneys so borrowed, to include therein such provisions as to redeemability, convertibility or otherwise, as

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 1911
ANNAPOLIS, MD 21404
(301) 263-8255

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 135

the Board of Directors, in its sole discretion, may determine and to secure the payment of principal, interest or sinking fund in respect thereof by mortgage upon, or the pledge of, or the conveyance or assignment in trust of, the whole or any part of the properties, assets and good will of the Corporation then owned or thereafter acquired.

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

(f) With respect to:

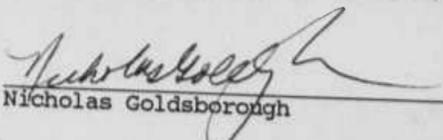
- 1) the amendment of the Charter of the Corporation;
- 2) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;
- 3) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;
- 4) the sale, lease, "exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its good will and franchises;
- 5) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the corporation the stock of which is to be acquired;
- 6) the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation;

such action shall be effective and valid only if taken or approved by a vote of not less than 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.

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 duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23rd day of October, 1987, and I acknowledge the above to be my act.


Nicholas Goldsborough

4

2970 0446

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 1911
ANNAPOLIS, MD 21404
(301) 263-8855

0000 0136



STATE OF MARYLAND

BOOK - 207 PAGE 136

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>40</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>10</u>	<u>1</u> Certified Copy <u>4</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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	_____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	_____
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES _____
70 Check _____ Cash
Documents on _____ checks

APPROVED BY: A

MAIL TO ADDRESS:
James Wilbur et al
100 N. 19th
Chesapeake, Md 21404-
1971

NOTE:

2970 0447

0000 0137

CLERK'S NOTATION

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BOOK - 207 PAGE 137

ARTICLES OF INCORPORATION
OF
ADVANCED COMMUNICATIONS SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 23, 1987** AT **9:48** O'CLOCK **A. M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 40.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2452787

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 1971

101C3011798

A 246995



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2970 0442

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duction.

BOOK - 207 PAGE 138

STATE TREASURER
APPROVED AND
11/20/87 9.35a

ARTICLES OF INCORPORATION
OF

ENVIRONMENTAL ASSESSMENTS, INC.
A CLOSE CORPORATION

FIRST: I, TIMOTHY D. MURNANE, whose post office address is 3415 Birdsville Road, Davidsonville, Maryland 21035, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

1. To engage in the business of providing Environmental Assessments of land, buildings, equipment and other articles to determine its environmental status and to perform all necessary and proper related services and activities in connection therewith.
2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH:

1. The post office address of the principal office of the Corporation in this State is 801 West Central Avenue, Davidsonville, Anne Arundel County, Maryland 21035.
2. The name and post office address of the Resident Agent of the Corporation in this State is Timothy D. Murnane,

APR 11 20 PM 35

APR 17 PM 2:40
CLERK

73248113 0422

0000 0139

3415 Birdsville Road, Davidsonville, Maryland 21035. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5,000) shares of common stock, with a par value of ten dollars (\$10.00) per share.

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

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

TIMOTHY D. MURNANE

CHRISTOPHER P. MURNANE

MICHAEL R. MURNANE

SEVENTH: Pursuant to the Corporations and Associations Article, Section 4-201, the Corporation hereby elects to be a "CLOSE CORPORATION".

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders. The terms directors shall mean stockholders upon the Corporations's election, if any, to have no board of directors.

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

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duction.

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

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:

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, officer or stockholder of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.
3. With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise

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duction.

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

IN WITNESS WHEREOF, I have signed these articles of Incorporation on this 18 of November, 1987, and I acknowledge the same to be my act.

WITNESS:



TIMOTHY D. MURNANE
3415 Birdsville Road
Davidsonville, MD 21035

2970 0425



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 028 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and descriptions of fees like Organ. & Capitalization, Rec. Fee, etc.

TOTAL FEES 40 Check Cash Documents on checks

APPROVED BY: [Signature]

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2970 048

0000 0143

CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 143
ARTICLES OF INCORPORATION
OF
ENVIRONMENTAL ASSESSMENTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 20, 1987** AT **9:35** O'CLOCK **A. M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID
\$ 20.00

RECORDING
FEE PAID
\$ 20.00

SPECIAL
FEE PAID
\$ _____

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

D2452746
ANNE ARUNDEL COUNTY

RETURN TO:
TIMOTHY D. MURNANE
P. O. BOX 125
DAVIDSONVILLE

MD 21035

101C3011794
A 246992



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

2370-0421

BOOK -207 PAGE 145

c. To purchase, buy, acquire, consolidate, merge, or be merged with, other business enterprises, wheresoever located, regardless of whether said enterprises are corporate, partnership or sole proprietorship entities and regardless of whether the type of business is related or unrelated to the corporate purposes of this corporation, as stated herein.

d. To acquire, lease, sell and develop commercial and/or residential real estate projects.

e. To perform all necessary and ancillary acts as may be needed to carry out the purposes for which this corporation is formed.

f. The purposes hereinbefore set forth are not intended as a limitation of the corporation's authority to act and are not in diminution of the general powers which are granted to a corporation under the laws of the State of Maryland, it being specifically provided that the corporation may engage in any and every act not specifically prohibited by law which is appropriate to promote and attain any of the business, objects and powers of the corporation.

FOURTH: The address of the principal office of the corporation in the State of Maryland is 3455 Godspeed Road, Davidsonville, Maryland 21035.

FIFTH: The name and address of the registered agent of the corporation in the State of Maryland shall be A. Slater Clarke, 5401 Kirkwood Drive, Bethesda, Maryland 20816.

SIXTH: There shall be only one class of stock issued by the corporation which shall be common stock without par value and the corporation shall have the authority to issue only One Hundred (100) shares of said common stock.

SEVENTH: The number of Directors of the corporation shall be three (3). However, the number of Directors may be increased or decreased pursuant to the By-Laws of the corporation

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 146

or as permitted by Title II, Section 402, of the Corporations and Associations Article of the Annotated Code of Maryland. The names of the persons who shall act as the Directors of the corporation until the first annual meeting, or until their successors are elected and qualify are:

A. Slater Clarke
Dora Ann Hawkins
Jack Kagan

EIGHTH: The corporation is to have perpetual existence.

NINTH: The corporation shall have authority from time to time to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in any manner now or hereafter prescribed by law.

A. Slater Clarke
A. SLATER CLARKE (SEAL)

Dora Ann Hawkins
DORA ANN HAWKINS (SEAL)

STATE OF MARYLAND :
COUNTY OF MONTGOMERY : ss

I HEREBY CERTIFY that on this 13th day of November, 1987, before me, a Notary Public in and for the State and County aforesaid, personally appeared A. SLATER CLARKE, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and seal.

[Signature]
NOTARY PUBLIC

My Commission Expires: 7/1/90

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 147

STATE OF Virginia :
COUNTY OF Alexandria : ss

I HEREBY CERTIFY that on this 13th day of November,
1987, before me, a Notary Public in and for the State and
County aforesaid, personally appeared DORA ANN HAWKINS, and
acknowledged the foregoing Articles of Incorporation to be
her act and deed.

WITNESS my hand and seal.

Charlotte Mattingly
NOTARY PUBLIC

My Commission Expires: My Commission Expires March 24, 1991
8

2970 0407



STATE OF MARYLAND

BOOK - 207 PAGE 148

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 9 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	_____	Certified Copy _____	_____ Change of Resident Agent
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>International Export</u>
600	_____	Property Reports and Personal late filing penalties	<u>Packers Inc</u>
	_____	Other _____	<u>4607 Eisenhower Ave</u>
	_____	Other _____	<u>Alexandria VA</u>

TOTAL FEES

40

Check _____ Cash

Documents on _____ checks

APPROVED BY: PCM

NOTE:

22304

2970 0408

0000 0148

CLERK'S NOTATION

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BOOK - 207 PAGE 149

ARTICLES OF INCORPORATION
OF
INTERNATIONAL EXPORT PACKERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 20, 1987** AT **9:30** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2452712

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:
INTERNATIONAL EXPORT PACKERS,
INC.
4607 EISENHOWER AVE.
ALEXANDRIA VA 22304

101C3011791

A 246989



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2970 9403

ARTICLES OF INCORPORATION APPROVED FOR RECORD

OF 11/23/87 at 9:59 .m

EDI INTEGRATION CORPORATION

FIRST: I, the undersigned, Shirley A. Carley, whose post office address is 1240 Annapolis Road, Odenton, Maryland 21113, being at least twenty-one (21) years of age, do hereby declare myself as an incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

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

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

- a. To engage in research and development, study and analysis, and consulting services.
- b. To engage in the purchase, sale, import, export, license, distribution, design, manufacture, or rental of any product, machine, apparatus, appliance, merchandise, and property of any kind and description, ideas, system, 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, and 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, magnetic storage and drums.
- c. To establish, maintain, and conduct training schools, courses, and programs in connection with the purchase, sale, import, export, license, and distribution of

73278206

0000 0150

CO MAR 17 PM 2:41
H. ERLE SCHAFER
CLERK

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

tribution, design, manufacture, or rental of ma-
chines, apparatus, appliances, and merchandise, and
of articles required in the use thereof or used in
connection therewith.

- d. To purchase, or otherwise acquire, hold, mortgage,
pledge, sell, transfer, or in any manner encumber
or dispose of goods, wares, merchandise, implements
and other general property or equipment of every
kind.
- e. To purchase, lease, or otherwise acquire, hold, de-
velop, improve, mortgage, sell, exchange, let, or
in any manner encumber or dispose of real property
wherever situated.
- f. To carry on and transact, for itself or for account
of others, the business of general merchants, gen-
eral brokers, general agents, buyers and sellers
of, dealers in, importers and exporters of natural
products, raw materials, manufactured products, and
marketable goods, wares, and merchandise of every
description.
- g. To purchase, lease, or otherwise acquire, all or
any part of the property, trademarks, trade names,
rights, business, contracts, goodwill, franchises,
patents, patents applied for, use of patents ap-
plied for, and assets of every kind, of any corp-
oration, co-partnership or individual (including
the estate of a decedent) carrying on, or having
carried on, in whole or in part, the business or
businesses which this Corporation is authorized to
carry on; and to undertake, guarantee, assume and
pay the indebtedness and liabilities thereof; and
to pay for any such property, trademarks, trade
names, rights, businesses, contracts, goodwill,
franchises, patents applied for, use of patents and
patents applied for or assets of every kind in
accordance with the laws of the State of Maryland,
with stock, bonds or other securities of the Corp-

1967 NOV 23 P 9 37

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oration or otherwise.

- h. To apply for, obtain, register, purchase, lease, or otherwise acquire, and to hold, use, own, operate and introduce, and to sell, assign, or otherwise dispose of, any trade names, trademarks, patents, copyrights, inventions, improvements and processes used in connection with or secured under Letters Patent of the United States, or elsewhere or otherwise to turn to account any such trademarks, copyrights, patents, licenses, processes and the like, or any such property or rights;
- i. To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principle 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;
- 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 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 rights, powers and privileges of ownership, including the right to vote on any shares of stock; and

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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.

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

2970 1845

strict any or the powers of the Corporation. The Corporation is formed upon articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is 1240 Annapolis Road, Odenton, Maryland 21113. The Resident Agent of the Corporation is Shirley A. Carley whose post office address is 1240 Annapolis Road, Odenton, Maryland 21113. Said Agent is a citizen of the State of Maryland and resides therein.

FIFTH: The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than two (2), and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Shirley A. Carley and Suzanne D. Carley.

SIXTH: The total amount of the authorized capital stock of the Corporation is one thousand (1,000) shares, at no par value.

SEVENTH: In furtherance and not in limitation of the powers of the Corporation by statute, the Board of Directors is expressly authorized:

- a. To make, alter and repeal the By-Laws of the Corporation; to open stock books; to fix and vary the amounts to be reserved as working capital; to direct and determine the use of any surplus or net profits; to determine whether any, and if any, what part of any surplus or net profits shall be declared as dividends;
- b. To create, make, and issue mortgages, bonds, warrants, debentures, deeds of trust, trust agreements, negotiable or transferrable instruments and evidences of indebtedness of all kinds and securities, secured by mortgage or otherwise; and to do every other act and thing necessary to effectuate the same; to purchase or otherwise acquire, and to

sell or otherwise dispose of, for the Corporation, any property, rights or privileges which the Corporation is authorized to acquire, at such prices and on such terms and conditions, and for such considerations as they think fit; at their discretion, to pay for any property or rights acquired by the Corporation, either wholly or partially, in money or in stock, bonds, debentures, or other securities of the Corporation; and in the purchase or acquisition of property, business or rights or franchises or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount to incur debt, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferrable instruments and evidences of indebtedness of all kinds, whether convertible into stock of any class, and whether secured by mortgage, pledge, deed of trust or otherwise;

- c. To determine who shall be authorized to sign on behalf of the Corporation bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents; from time to time to provide for the management of the affairs of the Corporation at home or abroad in such a manner as they think fit, and in particular, from time to time, to delegate any of the powers of the Board of Directors to any committee, officers, or agent, and to appoint any person or persons to be the agents of the Corporation with such powers (including the power to delegate) and upon such terms as they think fit; from time to time to determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of this Corporation (other than the stock

2970 1547

ledger), or any of the foregoing, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account book or document of this Corporation except as conferred by statute, unless authorized by the resolution of the Directors.

EIGHTH: 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, 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.

NINTH: Any contract or other transaction between the Corporation and one or more of its directors, or between the Corporation and any firm of which one or more of its directors are members or employees or in which they are interested, or between the Corporation and any corporation or association of which one or more of its directors are stockholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors which acts upon in reference to such contract or transaction; and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors shall authorize, approve, or ratify such contract or transaction by a vote sufficient for that purpose, which may include the vote or votes of such director or directors. Such director or directors may also be counted in determining the presence of a quorum at such a meeting.

TENTH: 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

2970 1548

settlement) by reason of having been such a director or officer, whether or not then continuing so to be, and against all expenses (including counsel fees) reasonably incurred by him in connection therewith, except in relation to matters as to which he shall have been finally adjudged by a court of competent jurisdiction to be liable by reason of having been guilty of gross negligence or willful misconduct in the performance of his duty as such director or officer. In the event of any other judgment against such director or officer, or in the event of a settlement, the indemnification shall be made only if the Corporation shall be advised, in case none of the persons involved shall be or has been a director of the Corporation, by the Board of Directors, and otherwise by the general counsel of the corporation, if such general counsel be not involved therein; or, if involved, then by independent counsel to be appointed by the Board of Directors, that in such counsel's opinion such director or officer was not guilty of gross negligence or willful misconduct in the performance of his duty, and, in the event of a settlement, that such settlement was, or, if still to be made, is in the best interest 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 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.

ELEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 15th day of November, 1987.

Shirley A. Carley
SHIRLEY A. CARLEY
CHAIRPERSON and
CHIEF EXECUTIVE OFFICER

STATE OF MARYLAND

COUNTY OF PRINCE GEORGES, to wit:

I hereby certify that on this 6th day of November, 1987,

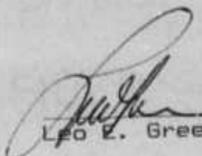
2970 1549

BOOK - 207 PAGE 158

before me, the subscriber, a Notary Republic in and for the State and County aforesaid, personally appeared Shirley A. Carley and acknowledged the foregoing Articles of Incorporation to be her act and deed.

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

My Commission Expires: July 1, 1990


Leo E. Green, Sr.

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

Faint handwritten text, possibly "Shirley A. Carley"

2970 158



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 159

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
61	<u>38</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>10</u>	<u>1</u> Certified Copy <u>4</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 Standings	
NA	_____	Foreign Corporation Registration	
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Leo Green</u>
600	_____	Personal Property Reports and late filing penalties	<u>14300 Sallat Fox Ln #120</u>
	_____	Other	<u>Bowie, Md 20715</u>
	_____	Other	

TOTAL FEES _____
58 Check _____ Cash
Documents on _____ checks

APPROVED BY: A

NOTE:

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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 - 207 PAGE 160

ARTICLES OF INCORPORATION
OF
EDI INTEGRATION CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 23, 1987 AT 9:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

10

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 28.00

SPECIAL
FEE PAID:

\$ _____

D2453736

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 GREEN
14300 GALLANT FOX LANE, #120
BOWIE MD 20715

102C3013162

A 247092



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 1541

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

BOOK -207 PAGE 161

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

FOR

11/23/87 at 9:49 A.M.

M. R. ROSKAM CONSTRUCTION, INC.

THIS IS TO CERTIFY:

FIRST: That I, Michael S. Pappafotis, whose post office address is 7419 Baltimore Annapolis Blvd., Glen Burnie, Maryland 21061, 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: That the name of the Corporation (which is hereinafter called the "Corporation") is

M. R. ROSKAM CONSTRUCTION, INC.

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

1. To establish, maintain, conduct, and operate businesses and investment companies of every kind nature and description; to purchase, buy, sell, exchange, manufacture, export, import, handle, store, distribute, and otherwise generally deal in any and all investment activities and business of all kinds and to acquire, construct, maintain, operate, buy, sell, and deal in investment businesses and companies of all kinds.

2. To carry out any contract and to do any act and exercise any power which a corporation or individual person could lawfully do and exercise so far only as may be necessary or proper for carrying out the purposes for which this Corporation is

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HERLE SCHAFER
CLERK

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BOOK - 207 PAGE 162

organized; and generally, with full power to do and perform any and all acts connected therewith or arising therefrom or incident thereto; and any and all acts proper and necessary for the purpose of the business; but the Corporation shall not do any act or thing forbidden by law to a corporation organized under the laws of this State.

3. To buy, hold, lease, sell and/or mortgage any real estate in the State of Maryland or anywhere else in the United States, for the purposes of the business of the Corporation, and to build, erect, operate and maintain offices anywhere in the United States for the purposes of the business of the Corporation.

4. To purchase, lease, or otherwise acquire, in whole or in part, the business, goodwill, rights, franchises and property of any kind, and to undertake the whole or any parts of the assets or liabilities of any person, firm, association or corporation engaged in any enterprise conducted or authorized to be conducted by this Corporation, or owning property necessary or suitable for its purposes, and to pay for the same in cash, in the stock or bonds of this Company (suitable to the laws of the State of Maryland), or otherwise; to hold or in any manner dispose of the whole or any part of the business or property so acquired; to exercise all the powers necessary or incidental to the conduct of such business.

5. In the purchase or acquisition of the property, business, rights or franchises, or for additional working capital

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BOOK -207 PAGE 163

or for any object in or about its business affairs, and without limitation as to amount, to incur debts, and to raise, borrow and secure the payment for any money, in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable instruments, evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deeds of trust or otherwise.

6. The purpose of the corporation includes but is not limited to engage in the business of general construction of buildings, renovaton of existing buildings, to perform all kinds of repairs, and to generally engage in any endeavor not prohibited by law.

7. The Corporation may conduct its business in other states, territories, and possessions of the United States, and in foreign countries, and may have one office or more than one office and keep its books outside of the State of Maryland, except as may be provided by law.

8. The objects and purposes specified herein 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 by any amendment thereto, and shall each be regarded as independent and construed as powers as well as objects and purposes.

9. The Corporation shall be authorized to exercise and enjoy all the powers, rights and privileges granted to or

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 164

conferred upon corporations of 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 shall be 230 Hollywood Court, Glen Burnie, Maryland 21061.

The Resident Agent of the Corporation is MICHAEL S. PAPPAFOTIS, whose post office address is 7419 Baltimore Annapolis Blvd., Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

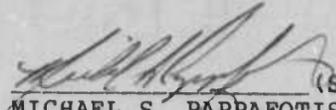
FIFTH: There shall be one (1) Director of the said Corporation. Said director shall be MARK R. ROSKAM.

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

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 15th day of NOVEMBER, 1987.

TEST:

 (SEAL)
MICHAEL S. PAPPAFOTIS

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

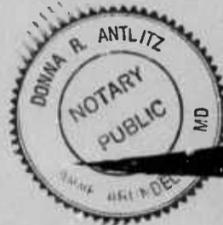
BOOK - 207 PAGE 165

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 1st day of November,
1987 before me, the subscriber, a Notary Public in and for the
State and County aforesaid, personally appeared MICHAEL S.
PAPPAFOTIS, who acknowledged the foregoing Articles of
Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Donna R. Antlitz
NOTARY PUBLIC



MY COMMISSION EXPIRES: July 1, 1990.

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STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 020 BUSINESS CODE 13 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>11</u>	1 Certified Copy <u>5p</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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Michael A. Pappafotis Esq.</u>
600	_____	Property Reports and _____ Personal	<u>Russano & Tate</u>
	_____	penalties late filing	<u>7419 Baltimore-Annapolis Rd</u>
	_____	Other _____	<u>Eden Beach, Md 21041</u>
	_____	Other _____	_____

TOTAL FEES 51.00

_____ Check _____ Cash
Documents on _____ checks

APPROVED BY: [Signature]

NOTE: _____

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CLERK'S NOTATION

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satisfactory photographic repro-
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BOOK - 207 PAGE 167

ARTICLES OF INCORPORATION
OF
M. R. ROSKAM CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 23, 1987 AT 9:49 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ 20.00	\$ 20.00	\$
<u>D2453728</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:
MICHAEL S. PAPPAFOTIS, ESQUIRE
LESSANS & TATE
7419 BALTIMORE ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

102C3013161

A 247091



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2970 1633

ARTICLES OF INCORPORATION

OF THE
CARLGATE PRESS, INC.

9/18/87

8:30

FIRST: I, John Knowles Crummey, whose post office address is 139 Lafayette Avenue, Annapolis, Maryland 21401, being over eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

CARLGATE PRESS, INC.

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

(1) To engage in the publishing business, to operate and manage a publishing company, to publish books, articles, and other publications, and to engage in all related lawful activities incident to the publishing 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 principle office of the Corporation in this State P. O. Box 6726, Annapolis, Maryland 21401, the office address is 1152 Steamboat Road, Shady Side, Maryland 20764. The name of the Resident Agent of the Corporation at such address is H. Carlton Fitz, Jr. 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 Shares of Common Stock, One Dollar (\$1.00) par value.

SIXTH: The number of Directors of the Corporation shall be four (4) which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall be less than three provided only that:

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

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

1987 NOV 18 P 8:37

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CRUMMEY & KLING
ATTORNEYS AT LAW
P. O. BOX 89
ANNAPOLIS, MD. 21404

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9/17/87

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duction.

CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 169

The names of the Directors who shall act until the initial director's meeting and until her successors are duly chosen and qualified, is:

Virginia White Fitz
Virginia Fitz Shea
Elizabeth Fitz Scott
H. Carlton Fitz, Jr.

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

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

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

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16 day of November, 1987, and I acknowledge the same to be my act.

Orren L. Field
Witness

John K. Crumney
John K. Crumney, Incorporator

CRUMMEY & KLING
ATTORNEYS AT LAW
P. O. BOX 89
ANNAPOLIS, MD. 21404



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~~BOOK - 207 PAGE 169~~

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>John Crummy</u>
600	_____	Personal Property Reports and late filing penalties	<u>PO Box 89</u>
_____	_____	Other	<u>Annapolis, MD</u>
_____	_____	Other	<u>21404-</u>

TOTAL FEES 48
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: [Signature]

NOTE: 0089

2970 1448

0000 0170

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 - 207 PAGE 171

~~BOOK - 207 PAGE 170~~

ARTICLES OF INCORPORATION
OF
CARLGATE PRESS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 18, 1987 AT 8:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND
CAPITALIZATION FEE PAID.

RECORDING
FEE PAID.

SPECIAL
FEE PAID.

\$ 20.00

\$ 20.00

\$ _____

D2453637

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 CRUMMEY
P. O. BOX 89
ANNAPOLIS

MD 21404 0089

102C3013152

A 247082



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

2970 1445

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

BOOK - 207 PAGE 172

THE HAIR PARLOUR, INC.

ARTICLES OF DISSOLUTION

Hair Parlour, Inc., a Maryland corporation having its principal office in Annapolis, Anne Arundel County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is 1503 Forest Drive, Annapolis, Maryland, 21403.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereinafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, is Frank B. Walsh, Jr., 1200 West Street, Annapolis, Maryland, 21401. Said resident agent is an individual actually residing in this State.

FOURTH: The name and post office address of each of the directors of the Corporation are as follows:

Name	Post Office Address
Cecil Campbell	202 Slade Drive, Longwood, Florida 32750
Harold Ohlinger	202 Slade Drive, Longwood, Florida 32750

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

Name	Title	Post Office Address
Cecil Campbell	President Treasurer	202 Slade Drive, Longwood, Florida 32750
Harold Ohlinger	Vice-President Secretary	202 Slade Drive Longwood, Florida 32750

SIXTH: The board of directors of the corporation, by written consent to such action signed by all the members thereof and filed with the minutes of proceedings of the board, adopted a resolution declaring that dissolution of the Corporation was advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on April 18, 1987.

SEVENTH: ^{97-8 NY 83-130 1061} writing, setting forth approval of the dissolution of the Corporation as so proposed was signed by all stockholders

APPROVED FOR RECORD
1987 NOV 13 AM 8 46

RECORDED FOR INDEXING
NOV 17 PM 2:17
MERLE SCHAFER
CLERK

APPROVED FOR RECORD
11/13/87 at 8:46 A.M. 73178083
2968 135
0000 0172

BOOK - 207 PAGE 173

of the Corporation entitled to vote thereon, and such consent and waiver are filed with the records of the Corporation.

EIGHTH: The dissolution of the Corporation as hereinabove set forth has been duly advised by the board of directors and approved by the stockholders of the Corporation as required by law and the Charter of the Corporation.

NINTH: Corporation has no known creditors.

TENTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments and Taxation) stating in effect that all taxes levied on assessments made by the said Commission and billed and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 212 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

None.

IN WITNESS WHEREOF, Hair Parlour, Inc. has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary, on OCTOBER 20, 1987.

Attest:

HAIR PARLOUR, INC.

Harold Ohlinger
Harold Ohlinger
Secretary

By: Cecil Campbell
Cecil Campbell
President

STATE OF FLORIDA, COUNTY OF ORANGE, to wit:

I HEREBY CERTIFY that on 20 day of OCTOBER, 1987, before me, a Notary Public of the State and County aforesaid, personally appeared Cecil Campbell who acknowledged himself to be the President of Hair Parlour, Inc., a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said Corporation and further made oath in due form of law that the matters and facts set forth in said Articles of Dissolution with respect to the approval thereof are true to the best of his knowledge, information and belief.

2968 1366

0000 0173

CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 174

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

My Commission Expires

Jays B. Holland
, Notary Public

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. NOV 19, 1980
BONDED THRU GENERAL INS. UND.

2968 1367

0000 0174

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

BOOK -207 PAGE 175



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
LOUIS L. GOLDSTEIN TREASURY BUILDING
P.O. BOX 466 PHONE 974-3814
ANNAPOLIS, MARYLAND 21404-0472

LOUIS L. GOLDSTEIN
COMPTROLLER
J. BASIL WISNER
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION
ARNOLD G. HOLZ CPA
DIRECTOR

Dear Sir/Madam:

The following tax clearance certificate is being issued by the Maryland State Comptroller's Office as requested:

THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

THE HAIR PARLOUR, INC.
have been paid.

WITNESS my hand and official seal this
23RD day of SEPTEMBER A.D. 19 87

Catucia A. Mekeal
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

2968 1368

PS-409

0.000 0175

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

BOOK - 207 PAGE 176



ANNE ARUNDEL COUNTY
ANNAPOLIS, MARYLAND 21401

OFFICE OF FINANCE
FRANK B WALSH JR P A
1200 WEST STREET
ANNAPOLIS MD 21401

DATE NOV 5 1987

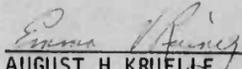
ACCT# 9 606 D 0867630

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
THE HAIR PARLOUR, INC 1503 FOREST DR ANNAPOLIS MD 21403

are paid thru 1987/88. Our records indicate that this is the
last year certified to us by the Maryland State Department of Assessment and
taxation.

Anne Arundel County, Maryland

 for
AUGUST H KRUELLE, Revenue Admin.

2968 1369

0000 0176

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

City of



BOOK -207 PAGE 177
Annapolis

MUNICIPAL BUILDING
160 DUKE OF GLOUCESTER STREET
ANNAPOLIS, MARYLAND 21401

WILLIAM S. TYLER
FINANCE DIRECTOR
FINANCE OFFICE

November 4, 1987

Annap. 263-7952
Balto. 269-5410

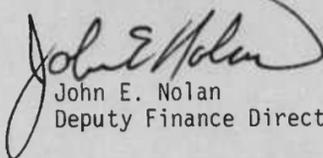
TO WHOM IT MAY CONCERN:

This is to certify that all corporation taxes assessed by the City
of Annapolis to

The Hair Parlour, Inc.
D 0867630

have been paid through June 30, 1988.

Sincerely,


John E. Nolan
Deputy Finance Director

JEN/sst

2968 1370

0000 30 177



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 178

DOCUMENT CODE

190

BUSINESS CODE

03

COUNTY

52

#

00867630

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

Rec. Fee (Amendment)

63

Rec. Fee (Merger or

Consolidation)

64

Rec. Fee (Transfer)

65

20

Rec. Fee (Dissolution)

66

Rec. Fee (Revival)

Change of Name

52

Foreign Qualification

50

Cert. of Qual. or Reg.

Change of Principal Office

51

Foreign Name Registration

13

Certified Copy

X

Change of Resident Agent

56

Penalty

X

Change of Resident Agent

54

For. Supplemental Cert.

Address

73

Cert. of Conveyance

75

30

Special Fee

80

For. Limited Partnership

83

Cert. Limited Partnership

84

Amendment to Limited

Partnership

Code

85

Termination of Limited

Partnership

ATTENTION: Frank

21

Recordation Tax

B. Walsh, Jr.

22

State Transfer Tax

Esq.

23

Local Transfer Tax

31

Corp. Good Standings

NA

Foreign Corporation

Registration

87

Limited Part. Good Standings

MAIL TO ADDRESS: 1200

71

Financial

west street

600

Property Reports and Personal

penalties late filing

annapolis, MD

Other

21401

Other

TOTAL FEES

\$50

NOTE:

✓

Check

Cash

Documents on

checks

APPROVED BY: John

2968 1371

0000 0178

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 - 207 PAGE 179

ARTICLES OF DISSOLUTION
THE HAIR PARLOUR, INC.
LAW OFFICES OF <i>Frank B. Walsh, Jr., P.C.</i> 1200 WEST STREET ANNAPOLIS, MARYLAND 21401 6712

0000 0179

CLERK'S NOTATION

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

BOOK - 207 PAGE 180

THE ARTICLES OF DISSOLUTION
OF
THE HAIR PARLOUR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 13, 1987** AT **8:46** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 20.00

\$ 30.00

D0867630

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., ESQUIRE
1200 WEST STREET
ANNAPOLIS MD 21401

095C3011260

A 246438



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 968 1364

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

M & L BUS SERVICE, INC. APPROVED FOR RECORD
ARTICLES OF AMENDMENT

11/12/87 at 9:00

M & L Bus Service, Inc., a Maryland corporation having its principal office in Anne Arundel County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended by adding the following new Article NINTH:

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

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

IN WITNESS WHEREOF: M & L BUS SERVICE, INC., has caused these presents to be signed in its name and on its behalf by its President or one of its Vice Presidents and attested by its Secretary or one of its Assistant Secretaries on _____, 1987.

ATTEST: M & L BUS SERVICE, INC.

R. Marie Haase
R. Marie Haase, Secretary

By: *Mark Haase*
Mark Haase, President

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

M & L BUS SERVICE, INC.

By: *Mark Haase*
Mark Haase

RECEIVED
CLERK

73168167 1357

0000 0181

CLERK'S NOTATION
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STATE OF MARYLAND

BOOK - 207 PAGE 182

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 090 BUSINESS CODE _____ COUNTY 52

D2241845 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	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	_____	Certified Copy _____	_____ Change of Resident Agent
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Forman + Steinhardt</u>
600	_____	Property Reports and _____ Personal	<u>7709 Quarterfield Rd</u>
	_____	penalties late filing	<u>Blen Burnie, MD</u>
	_____	Other _____	<u>21061 - 4497</u>
	_____	Other _____	_____

TOTAL FEES 20
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: PCM

NOTE:
Change to a close corp

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

2968 1358

0000 0182

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 183

ARTICLES OF AMENDMENT
OF
M & L BUS SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 12, 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

\$ _____

\$ 20.00

\$ _____

D2211845

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:
FORMAN & STEINHARDT
7709 QUARTERFIELD ROAD
GLEN BURNIE MD 21061 4497

095C3011258

A 246436



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2968 1356

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

BOOK - 207 PAGE 184

E&S CONSTRUCTION, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

A MARYLAND CLOSE CORPORATION

ARTICLES OF INCORPORATION *4-12-87* at *10:44*

99

FIRST: The undersigned, Jeffrey A. Weber, whose address is 2101 Defense Highway, Crofton, Maryland 21114, being older than eighteen (18) years of age, does hereby form a corporation under the General Laws of the State of Maryland.

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

E&S CONSTRUCTION, INC.

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

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

(a) To conduct and carry on the business of general subcontracting for construction and building of all types, including carpentry and labor, and all other business and contracting incidental thereto or connected therewith, and the doing and performing of any and all acts or things necessary, proper or convenient for the furtherance or the carrying out of the powers or purposes herein mentioned.

1987 NOV 12 A 10:45

80 MAR 17 PM 2:41
H. ERLE SCHAFFER
CLERK

1

73168394

2968 0571

0000 0184

BOOK -207 PAGE 185

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

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

BOOK -207 PAGE 186

to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds, or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(d) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by any other corporation or association in which the Corporation has an interest, and to endorse or 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.

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

BOOK -207 PAGE 187

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

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

(h) To enter into any contractual relationship and to conduct any business in any way so long as this Corporation shall not be acting in a manner contrary to law.

FIFTH: The principal office of the Corporation is: 913 Mt. Airy Road, Davidsonville, Maryland 21035.

SIXTH: The name and post office address of the Resident Agent of the Corporation is: Karen Seen, 913 Mt. Airy Road, Davidsonville, Maryland 21035.

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

CLERK'S NOTATION

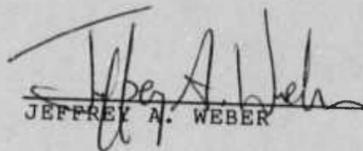
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 188

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

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 9th day of November, 1987, and I acknowledge the same to be my act.


JEFFREY A. WEBER



STATE OF MARYLAND

BOOK - 207 PAGE 189

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

P.A. Religious [checked] Close [checked] Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Includes items like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Name Change, etc.

TOTAL FEES 40 Check [checked] Cash Documents on checks

APPROVED BY: [Signature]

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

2968 0976

0000 0189

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

BOOK - 207 PAGE 190

ARTICLES OF INCORPORATION
OF
E&S CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 10:44 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2448173

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:
JEFFREY WEBER
2101 DEFENSE HIGHWAY
CROFTON MD 21114

095C3011208

A 246397



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2968 0970

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

BOOK - 207 PAGE 191

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11/12/87 at 8:25

J

ARTICLES OF INCORPORATION
OF
OCCUPIED SPACES, INC
A Close Corporation

THIS IS TO CERTIFY:

That I, William V. Meyers, whose post office address is .m.,
Suite 400, 6801 Kenilworth Avenue, Riverdale, Maryland 20737,
being of full legal age, do under and by virtue of the general
laws of the State of Maryland authorizing the formation of
corporations, hereby form a corporation.

ARTICLE I - NAME

The name of the corporation (which is hereinafter called
"Corporation") is: OCCUPIED SPACES, INC.

ARTICLE II - PURPOSES

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

- (1) To operate a home improvement business and to otherwise
operate as a painting contractor, a general contractor or
subcontractor for profit.
- (2) To hold a home improvement and/or general contractor's
license.
- (3) To borrow money and issue evidences of indebtedness in
furtherance of any and all of the objects of its business, and
to secure the same by mortgage, deed of trust, pledge or other
lien.
- (4) To enter into, perform and carry out contracts of any
kind necessary to, or in connection with, or incidental to the
accomplishment of any one or more of the purposes of the
Corporation.
- (5) To engage in and carry on any other business which may
conveniently be conducted in conjunction with any of the
business of the Corporation or which may be otherwise conducted
in accordance with the laws of Maryland.
- (6) To obtain and hold such licenses and permits as are
necessary to carry out the purposes aforesaid.

RECORDED
8 MAR 17 PM 3:41
CLERK

LAW OFFICES
MEYERS, BILLINGSLEY, SHIPLEY,
CURRY, RODBELL
& ROSENBAUM, P.A.
SUITE 400 BEECHWOOD BUILDING
6801 KENILWORTH AVENUE
RIVERDALE, MARYLAND 20737-1385
(301) 699-5800

1987 NOV 12 A 8:25

2968 0919

73168057

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ARTICLE III - ADDRESS AND RESIDENT AGENT

The principal office of the Corporation in the State of Maryland is 871 Annapolis Avenue, Edgewater, Maryland 21037. ✓
The resident agent of the Corporation is Larson H. Jones whose post office address is 871 Annapolis Avenue, Edgewater, Maryland 21037. Said resident agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV - ELECTION TO HAVE NO DIRECTORS

The Corporation elects to have no directors. Until such time as the election to have no directors becomes effective Larson H. Jones and John L. Donovan shall serve as directors.

ARTICLE V - ELECTION TO BE A CLOSE CORPORATION

The Corporation elects to be a close corporation under the provisions of Title 4, Corporations and Associations, Md. Code Annotated.

ARTICLE VI - CAPITAL STOCK

The total amount of the authorized capital stock of the Corporation is One Thousand (1,000) shares of common stock of no par value.

ARTICLE VII - DURATION

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles and acknowledge the same to be my act this 10th day of November 1987.

WITNESS:

Patricia A. Eaton

William V. Meyers
William V. Meyers



STATE OF MARYLAND

BOOK - 207 PAGE 193

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

_____ P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
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	<u>8</u>	<u>1</u> Certified Copy <u>2</u>	_____ 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 _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Meyers, Billingsley et al</u>
600	_____	Personal Property Reports and late filing penalties	<u>6801 Kenilworth Ave</u>
_____	_____	Other _____	<u># 400 - Berkshire Bldg</u>
_____	_____	Other _____	<u>Powder Mill, Md.</u>

TOTAL FEES 48
 Check Cash
Documents on _____ checks

APPROVED BY: PCM

NOTE: 20737-1385

2968 0921

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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 - 207 PAGE 194

ARTICLES OF INCORPORATION
OF
OCCUPIED SPACES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 8:25 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID
\$ 20.00

RECORDING
FEE PAID
\$ 20.00

SPECIAL
FEE PAID
\$

D2448090

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:
MEYERS, BILLINGSLEY, ETAL
6801 KENILWORTH AVENUE
STE. 400, BERKSHIRE BUILDING
RIVERDALE MD 20737 1385

095C3011200

A 246389



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

2968 0918

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

11/12/87 at 10126

BOOK - 207 PAGE 195

ARTICLES OF INCORPORATION

of

EASTPORT COPY, INC.
(A Close Corporation)

FIRST: The undersigned, Tracey Voorhees, 419 Fourth Street, Annapolis, MD 21403, being eighteen (18) years of age or older, does hereby form a close corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter "corporation") is EASTPORT COPY, INC.

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

A. To photocopy, print, bind, publish, distribute, buy, sell, and deal in books, pamphlets, circulars, correspondence, posters, newspapers, magazines, literature, music, pictures, tickets, cards, advertisements, letter and bill heads, envelopes, and legal, commercial, and financial forms and blanks of every kind. To acquire, by purchase or otherwise, license the use of, assign, and deal with copyrights and intellectual properties of every kind. To carry on a general photocopying, printing, engraving, lithographing, electrotyping, and publishing business.

B. To purchase, lease, or otherwise acquire, and to hold, own, service, install, maintain and operate, lease, hire, grant the use of, or otherwise dispose of, and to generally deal in and with equipment of all kinds and descriptions.

C. To buy or otherwise acquire, invest in, hold, warehouse, store, lease, exchange, mortgage, hypothecate, pledge, lien or otherwise encumber, loan, borrow money on, trade, deal in, transport, ship, or otherwise move, sell,

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CLERK

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BOOK - 207 PAGE 196

dispose of or contract on consignment or otherwise, real and personal property, chattels, goods, wares and merchandise or rights, franchises, interests, and good will therein.

D. To borrow and lend money and negotiate loans; to purchase, own, subscribe for, draw, make, execute, issue, take, accept, hold, sell, exchange, deliver, endorse, guarantee, discount, transfer, assign, pledge, hypothecate, cancel, mortgage or otherwise acquire, dispose of or deal in trust or otherwise in the whole or any part of the shares, stocks, bond, coupons, debentures, acceptances, mortgages, obligations, contracts, notes, evidence of debt, bills of exchange, warrants, receipts, choses in actions or securities of government, individual partnerships, associations and corporations, public, quasi-public or private, domestic or foreign, including those of its own issue, and all trust or other certificates of, or receipts evidencing interest in any such security; to issue and exchange therefore its own stock, bonds and other obligations, and while holder or owner of any such securities therein, to exercise all the rights, powers and privileges of ownership including the right to vote thereon for any and all purposes; and while the holder to issue and exchange therefore, shares of its own stock, bonds or other obligations; to aid any corporation, partnership or ventures in which it may have an interest and to do all legal acts and things for the preservation, protection, improvement, development and enhancement of the value of any such corporation, partnership or venture, or of its stock, bonds, securities, evidence of indebtedness, contracts or other obligations.

E. To provide, hire and discharge managers, officers and employees.

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

F. To do all and everything necessary, suitable and proper for the attainment of any of the purposes, the accomplishments of any of the objects or the furtherance of any of the powers hereinbefore set forth; to carry on any other lawful business whatsoever which may seem to the corporation capable of being carried on whether or not in connection with the foregoing or calculated directly or indirectly to promote the interest of the association or to enhance the value of its properties; and to have, enjoy and exercise any and all rights, powers and privileges provided the same not be inconsistent with the laws of the State of Maryland or with the laws enacted by the Congress of the United States.

G. To do any and all things herein set forth as fully and to the same extent as natural persons might do or as may be permitted by law.

✓ FOURTH: The post office address of the principal office of the corporation in the State of Maryland is 419 Fourth Street, Annapolis, MD 21403.

The name and post office address of the resident agent of the corporation in the State of Maryland is Tracey Voorhees, 419 Fourth Street, Annapolis, MD 21403. 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 10,000 shares with a par value of \$1.00 per share, all of one class. The initial capitalization will be not less than One Thousand Dollars (\$1,000.00).

The following is a description of the stock of the corporation with the preferences, conversion and other rights,

voting powers, restrictions, limitations as to dividends and qualifications of each class:

- A. Only one class of stock shall be issued.
- B. No preference shall be given as to particular shares of stock.
- C. Shares issued are to be nonconvertible common stock.
- D. The owner or owners of the stock of the corporation shall be entitled to one vote for each share of stock so owned.
- E. No shareholder shall be entitled as a matter of right to subscribe for or receive additional shares of stock of the corporation, or any bonds, debentures or other securities convertible into stock.

SIXTH: The corporation shall be a "close corporation" in accordance with the laws of the State of Maryland effective at the earliest date permissible under the laws of the State of Maryland.

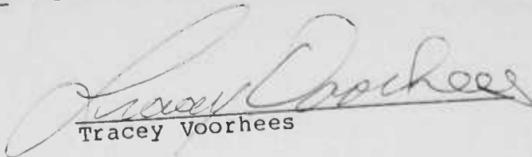
The corporation shall have no board of directors. The stockholders shall manage the business affairs of the corporation by their direct action and may exercise all powers of directors.

Until such time as this provision becomes effective, Tracey Voorhees shall be the director(s) of the corporation.

SEVENTH: The duration of the corporation shall be perpetual.

EIGHTH: The corporation reserves the right to amend, alter, change or repeal any provisions contained in the foregoing Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on shareholders, directors and/or officers are subject to this reserve power.

IN WITNESS WHEREOF, we have signed these Articles of
Incorporation on the 6th day of November, 1987.

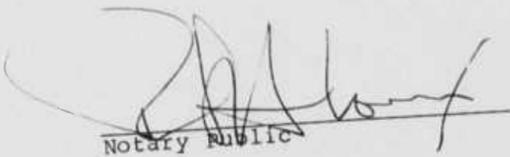

Tracey Voorhees

STATE OF MARYLAND :
: SS
COUNTY OF ANNE ARUNDEL :

On this 6th day of November, 1987 before me, a notary
public, personally appeared Tracey Voorhees, known or identified
to me to be the person whose name is subscribed to within the
instrument and acknowledged that she executed the same for the
purposes therein contained.

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




Notary Public

My commission expires July 1, 1990.

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



STATE OF MARYLAND

BOOK - 207 PAGE 200

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 0219 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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Rhodes, Dunbar And Lomax</u>
600	_____	Personal Property Reports and late filing penalties	<u>One Thomas Circle, N.W.</u>
	_____	Other _____	<u>Suite 205</u>
	_____	Other _____	<u>Washington, D.C. 20005</u>

TOTAL FEES 40
 Check _____ Cash
Documents on _____ checks

APPROVED BY: J. m. T.

2968 0901

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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 -207 PAGE 201

ARTICLES OF INCORPORATION
OF
EASTPORT COPY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 10:26 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID.

\$

D2448066

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:
RHODES, DUNBAR AND LOMAX
ONE THOMAS CIRCLE, N.W.
SUITE 205
WASHINGTON DC 20005

095C3011197

A 246386



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

2968 0895

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

BOOK - 207 PAGE 202

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
ARTICLES OF INCORPORATION
OF
CELEBRATIONS, INC.
a Maryland Corporation

APPROVED FOR RECORD
11-12-57 at 9:27a

gp

FIRST: I, ROBERT P. CADWELL, of 410 Severn Avenue, 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 Celebrations, Inc.

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

1. To engage in a catering business; and the business of retail and wholesale sale of groceries; and
2. To acquire (by purchase, lease or otherwise), own, hold, use, alter, repair, lease, or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situate, within or without the State of Maryland;
3. To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;
4. To do any act or thing and exercise any power suitable, convenient, or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such power;
5. To have and exercise any and all powers and privileges now or hereinafter conferred by the laws of the State of Maryland upon Corporations formed under the acts above referred to, or any act amendatory thereof or supplemental thereto or in substitution thereof.

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 914 Bay Ridge Avenue. Suite 130, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is William M. Simmons, 135 Gorman Street, P. O. Box 2266, Annapolis, Maryland, 21404. The Resident Agent is an individual actually residing in this State.

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

SIXTH: The number of directors of the Corporation shall be 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 Wanda Strandberg Grace, Robert P. Cadwell and Larry K. Arbuckle.

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

determination as to the standard of conduct as provided in paragraph 4 of this Article Seventh.

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

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

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

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 4th day of November, 1987, and I acknowledge the same to be my act.

WITNESS:

Donna Brown

Robert P. Cadwell

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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)	_____ 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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>William Simmons</u>
600	_____	Property Reports and Personal late filing	<u>PO Box 2266</u>
	_____	penalties	<u>Annapolis, Md</u>
	_____	Other	<u>21404</u>
	_____	Other	_____

TOTAL FEES 40
 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 - 207 PAGE 207

ARTICLES OF INCORPORATION
OF
CELEBRATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 9:27 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2447902

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 M. SIMMONS
P. O. BOX 2266
ANNAPOLIS

MD 21404

095C3011181

A 246371



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2368 0801

CLERK'S NOTATION

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

BOOK - 207 PAGE 208 STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
Decision Systems, Inc. 11/12/87 at 1.49
Articles of Incorporation

FIRST: I, Francis G. Magrogan whose post office address is 2051 Liza Way, Gambrills, Maryland 21054 being at least eighteen (18) years of age hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND; The name of the corporation (which is hereafter referred to as the "Corporation") is Decision Systems, Inc.

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

(1) To provide professional services in the areas of information systems design, software, database and systems engineering, expert systems technology, and system development; to perform all necessary and related services and activities in connection therewith; and to engage in other lawful purpose and/or business.

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

FOURTH; The post office address of the principal office of the Corporation is 2051 Liza Way, Gambrills, Maryland 21054.

The name Resident Agent is Francis G. Magrogan an individual actually residing in the State of Maryland at 2051 Liza Way, Gambrills, MD 21054.

FIFTH; The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5000) shares of commonstock without value.

SIXTH; The number of directors of the Corporation shall be four (4); BG Richard D. Dean (Ret.) 4630 Arlington Blvd., Arlington, VA., Mr. Chris C. Haslam, 12116 Purple Sage Court, Herndon, VA. 22070, Dr. James Todd, 5552 Ann Peake Drive, Fairfax, VA. 22032, and Dr. Thomas C. Wyatt, Route 2, Box 263, Bunker Hill, WV. 25413. The name and address of the director who shall act for the Corporation until the first annual meeting when the Board of Directors will be duly chosen and qualified is BG Richard D. Dean (Ret.).

SEVENTH; The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of director(s) and stockholder(s):

(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

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BOOK -207 PAGE 209

authorized, or securities convertible into shares of stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify 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 restrictions and qualifications of, the dividends on, the times and price 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 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 of shares of stock of the Corporation of any class now or hereafter authorized, or for securities exchangeable for or convertible into such shares, or any warrant or other instruments evidencing rights or options to subscribe for purchase or otherwise acquire such shares.

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

(1) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threat of 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 or 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.

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BOOK - 207 PAGE 210

(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 threat 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 has served as director or officer or an employee or agent of the Corporation or is serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action, proceeding or suit if he acted in good faith and in a manner he reasonably believed to be not opposed to the best interests of the Corporation except that no indemnification shall be made in respect to any claim, issue or matter as to which person shall have been adjudged to be liable for negligence or misconduct in performance of his duty to the Corporation unless and only to the extent that a court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite adjudication of liability but in view of all circumstances of the case, this person is fairly and reasonably entitled to indemnity for such expense which the court shall deem proper.

(3) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs 1 or 2 of this Article NINTH or in defense of any claim, issue, or matter therein, he shall be indemnified against 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 the Article NINTH.

(4) Any indemnification under paragraphs 1 or 2 of this Article (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 state of conduct set forth in paragraphs 1 or 2 of this Article NINTH. Such determination shall be made (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such a suit, or proceeding, or (b) if such a quorum of disinterested directors directs, by independent legal counsel (who may be regular counsel for 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 each specific case, upon receipt of an undertaking by or on behalf

CLERK'S NOTATION

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

BOOK - 207 PAGE 211

of the director or officer to repay such amount unless it shall ultimately be determined that they were entitled to be indemnified by the Corporation as authorized in this Article.

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

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

IN Witness WHEREOF, I have signed these Articles of Incorporation on this twelfth day of November, 1987, and I acknowledge the same to be my act.

WITNESS;

Richard D. Dean
BG Richard D. Dean NGUS (Ret.)

Francis G. Magrogon
Francis G. Magrogon

2968 0700

0000 0210



STATE OF MARYLAND

BOOK - 207 PAGE 212

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change (New Name). Includes rows 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Personal Property Reports and late filing penalties, Other.

TOTAL FEES 40 Check Cash Documents on checks

APPROVED BY: pcm

Code ATTENTION: MAIL TO ADDRESS: R.D. Dean 10560 Arrowhead Dr. Fairfax, VA 22030

NOTE:

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

2968 0701

0000 0211

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

BOOK - 207 PAGE 213

ARTICLES OF INCORPORATION
OF
DECISION SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 12, 1987** AT **1:49** O'CLOCK **P.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID
\$ 20.00

RECORDING
FEE PAID:
\$ 20.00

SPECIAL
FEE PAID:
\$ _____

D2447795

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:
R. D. DEAN
10560 ARROWHEAD DRIVE
FAIRFAX VA 22030

095C3011170

A 246361



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 968 0696

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

BOOK -207 PAGE 214

STATE DEPARTMENT OF REVENUE
AND TAXATION

ARTICLES OF INCORPORATION APPROVED FOR RECORD
OF 11/13/87 at 10:28
ROSE HILL, INC.
A MARYLAND CLOSE CORPORATION

FIRST: The undersigned, MARGARET M. DONOHUE, 962 Nelson Place, Arnold, Maryland 21012, 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:
ROSE HILL, 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 the food business and all 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 962 Nelson Place, Arnold, Maryland 21012. The resident agent of the Corporation is MARGARET M. DONOHUE, whose post office address is 962 Nelson Place, Arnold, Maryland 21012. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 5,000 shares without par value, all of which shares are of one class and are designated common stock.

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

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83 MAR 17 PM 2:42
HERLE SCHAFER
CLERK

0000 0213

BOOK -207 PAGE 215

director who shall act until the first annual meeting or until her successor is duly elected and has qualified is:

MARGARET M. DONOHUE

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, for such 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.

(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

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BOOK -207 PAGE 216

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 otherwise acquire the business, assets or franchise, in whole or in part, of other corporations or unincorporated business entities.

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CLERK'S NOTATION
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in a condition not permitting
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BOOK - 207 PAGE 217

IN WITNESS WHEREOF, I have signed these Articles
of Incorporation and acknowledged the same to be my act on
this 12th day of November, 1987.

Brenda L. Sniffed
Witness

Margaret M. Donohue (SEAL)
MARGARET M. DONOHUE

Essex Bond
MADE IN U.S.A.
100% COTTON

2968 0634

0000 0216



STATE OF MARYLAND

BOOK - 207 PAGE 218

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
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)
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 Standings _____
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: _____

Carley + Schmidt
7546 Ritchie Hwy
Elm Branch, Md 21061

NOTE: _____

TOTAL FEES

40 Check _____ Cash
Documents on _____ checks

APPROVED BY: A

2968 0635

0000 0217

CLERK'S NOTATION

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

BOOK - 207 PAGE 219

ARTICLES OF INCORPORATION
OF
ROSE HILL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1987 AT 10:28 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	\$ 20.00	\$
D2447746		

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:
CAWLEY & SCHMIDT
7546 RITCHE HIGHWAY
GLEN BURNIE MD 21061

095C3011165

A 246356



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2368 0630

0000 0218

CLERK'S NOTATION

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BOOK - 207 PAGE 220

ARTICLES OF INCORPORATION

OF

EASY GUIDE, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11/12/87 at 9:15

This is to certify:

FIRST: That we, the subscribers, GREGORY A. HARTHAUSEN, whose post office address is 495 Brampton Court, Millersville, Maryland; ALVIN G. HARTHAUSEN, whose post office address is 1232 Cathedral Drive, Glen Burnie, Maryland; and RUTH E HARTHAUSEN, whose post office address is 495 Brampton Court, Millersville, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations; associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

EASY GUIDE, INC.

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

to buy or sell and lease real estate and personal property, and to sell advertising, related products, and in general engage in the advertising business.

(1) The objects and purposes specified herein 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 by any amendment thereto, and shall each be regarded as independent and construed as powers as well as objects and purposes.

(2) The corporation shall be authorized to exercise and enjoy all the powers, rights and privileges granted to or conferred upon corporations of 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 495 Brampton Court, Millersville, Maryland. The resident agent of the Corporation is Gregory A. Harthausen, whose post office address is 495 Brampton Court, Millersville, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

73168177

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0000 0219

CLERK'S NOTATION
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BOOK - 207 PAGE 221

FIFTH: There shall be three (3) Directors of said Corporation, and the incorporators shall serve until replaced.

SIXTH: The total amount of the authorized capital of the Corporation is one thousand (1,000) shares no par value.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this _____ day of _____ 1987.

TEST:

Isabel A. Ridge
Isabel A. Ridge
Isabel A. Ridge

Gregory A. Harthausen (SEAL)
Gregory A. Harthausen
Alvin G. Harthausen (SEAL)
Alvin G. Harthausen
Ruth E. Harthausen (SEAL)
Ruth E. Harthausen

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 11th day of November 1987, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Gregory A. Harthausen, Alvin G. Harthausen, and Ruth E. Harthausen, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

Isabel A. Ridge Notary Public



2968 0550

0800 0220



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
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	_____	Certified Copy _____	_____ Change of Resident Agent
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	<u>Gregory Hartman</u>
	_____	Other _____	<u>495 Beampton Ct</u>
	_____	Other _____	<u>Thalleville, Md</u>
			<u>21108</u>

TOTAL FEES 40
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: PCM

2968 0551

0000 0221

CLERK'S NOTATION

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

BOOK - 207 PAGE 223

ARTICLES OF INCORPORATION
OF
EASY GUIDE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 9:15 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2447621

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:
GREGORY A. HARTHAUSEN
495 BRAMPTON COURT
MILLERSVILLE

MD 21108

095C3011153

A 246344



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

2968 0548

ARTICLES OF TRANSFER

APPROVED FOR RECORD

4-10-87 at 3:12 P.M.

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

InterCAD Corporation ("InterCAD"), a Maryland corporation, has agreed to sell substantially all its property, assets and business to InterCAP Graphics Systems, Inc., a Delaware corporation ("IGS"). IGS was incorporated on August 4, 1987, under the General Corporation Law of the State of Delaware and is qualified to do business in Maryland as of September 29, 1987. IGS has its principal place of business at 2525 Riva Road, Annapolis, Maryland 21401, the current location of InterCAD, which is in Anne Arundel County. There is no recorded interest in land in the state.

The principal office of IGS in Delaware is located at 229 South State Street, Dover, Delaware 19901. Its resident agent in Maryland is The Prentice-Hall Corporation System, Maryland, 929 North Howard Street, Baltimore, Maryland 21201.

The terms and conditions of the transaction were advised, authorized and approved by the Boards of Directors of each corporation and by the 99% shareholder of InterCAD, by written consents. These actions were taken in accordance with the charter of each of the corporations and the laws of Maryland and Delaware, as applicable. The transfer shall become effective upon acceptance for filing of these Articles of Transfer by the State Department of Assessments and Taxation.

Pursuant to an Agreement among the parties hereto and the parent corporation of the transferor, IGS will take right, title and interest in and to the assets of InterCAD upon closing, together with all intellectual property rights, goodwill, trademarks and other intangible assets. IGS assumes all liabilities on the balance sheets of the companies as of May 31, 1987, except as expressly excluded, as well as all contractual commitments.

Consideration is to be paid in the form of two promissory notes each in the amount of \$346,945 (one of which is convertible into common stock of IGS), plus a third note to cover additional sums advanced by the parent company. In addition, royalty payments will be paid by IGS on sales of InterCAD products over the three years ending June 1, 1990. These sums cover the sale of assets and business of both InterCAD and a related company, ERC Development Corporation, also a Maryland corporation; a division of the sales price is not made in the agreement among the parties.

The individuals executing this document acknowledge that it is the act of the corporation for which they are signing.

73168004

21 E WJ 01 AON 1986

1987 2426

0000 0223

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

To the best of their knowledge, information and belief, the individuals executing this document verify that the matters and facts with respect to authorization and approval stated herein are true in all material respects and make this statement under the penalties of perjury.

INTERCAD CORPORATION

By Jack E. Aalseth
Jack E. Aalseth
Chairman of the Board

Attest: William L. Sargeant
William L. Sargeant
Secretary

INTERCAP GRAPHICS SYSTEMS, INC.

By Thomas O. Mills
Thomas O. Mills
President

Attest: John C. Gebhardt
John C. Gebhardt
Secretary



BOOK -207 PAGE 226

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 122 BUSINESS CODE _____ COUNTY 52

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

Merging (Transferor) InterCAP Corporation
D 1683499

Surviving (Transferee) InterCAP Graphics Systems, Inc.
(Del) 7 242.3952

CODE	AMOUNT	FEE REMITTED	
20	_____	Organ. & Capitalization	Name Change
61	_____	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	<u>20</u>	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 <u>51</u>
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	_____
	_____	Other	_____
	_____	Other	_____

TOTAL FEES 20
 Check _____ Cash
Documents on _____ checks

APPROVED BY: [Signature]

2867 2428

0000 0225

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 - 207 PAGE 227

ARTICLES OF TRANSFER
OF
INTERCAD CORPORATION (MD. CORP.)-TRANSFEROR
AND
INTERCAP GRAPHICS SYSTEMS, INC. (DEL. CORP.)-TRANSFeree

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 10, 1987 AT 3:12 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

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

F2423952

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:
THE PRENTICE-HALL CORPORATION
SYSTEMS, INC.
1025 VERMONT AVE., N.W. STE. 1125
WASHINGTON DC 20005

094C3011127

A 246325



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2967 2425

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

BOOK - 207 PAGE 228

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF TRANSFER APPROVED FOR RECORD

11-10-87 at 3:12p .m.

ERC Development Corporation ("Dev. Corp."), a Maryland corporation, has agreed to sell substantially all its property, assets and business to InterCAP Graphics Systems, Inc., a Delaware corporation ("IGS"). IGS was incorporated on August 4, 1987, under the General Corporation Law of the State of Delaware and is qualified to do business in Maryland as of September 29, 1987. IGS has its principal place of business at 2525 Riva Road, Annapolis, Maryland 21401, the current location of Dev. Corp., which is in Anne Arundel County. There is no recorded interest in land in the state.

The principal office of IGS in Delaware is located at 229 South State Street, Dover, Delaware 19901. Its resident agent in Maryland is The Prentice-Hall Corporation System, Maryland, 929 North Howard Street, Baltimore, Maryland 21201.

The terms and conditions of the transaction were advised, authorized and approved by the Boards of Directors of each corporation and by the sole stockholder of Dev. Corp, by written consents. These actions were taken in accordance with the charter of each of the corporations and the laws of Maryland and Delaware, as applicable. The transfer shall become effective upon acceptance for filing of these Articles of Transfer by the State Department of Assessments and Taxation.

Pursuant to an Agreement among the parties hereto and the parent corporation of the transferor, IGS will take right, title and interest in and to the assets of Dev. Corp. upon Closing, together with all intellectual property rights, goodwill, trademarks and other intangible assets. IGS assumes all liabilities on the balance sheets of the companies as of May 31, 1987, except as expressly excluded, as well as all contractual commitments.

Consideration is to be paid in the form of two promissory notes each in the amount of \$346,945 (one of which is convertible into common stock of IGS), plus a third note to cover sums advanced by the parent company. These sums cover the sale of assets and business of both Dev. Corp. and a related company, InterCAD Corporation, also a Maryland corporation; a division of the sales price is not made in the agreement among the parties.

The individuals executing this document acknowledge that it is the act of the corporation for which they are signing.

09 MAR 17 PM 2:42
H. ERLE SCHAFER
CLERK

73168062

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21 3 10 01 NOV 1987

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CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 229

To the best of their knowledge, information and belief, the individuals executing this document verify that the matters and facts with respect to authorization and approval stated herein are true in all material respects and make this statement under the penalties of perjury.

ERC DEVELOPMENT CORPORATION

By Jack E. Aalseth
Jack E. Aalseth
President

Attest: William L. Sargeant
William L. Sargeant
Secretary

INTERCAP GRAPHICS SYSTEMS, INC.

By Thomas O. Mills
Thomas O. Mills
President

Attest: John C. Gebhardt
John C. Gebhardt
Secretary



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 12D BUSINESS CODE _____ COUNTY 52

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

Merging (Transferor) ERC Development Corporation
D/1689033

Surviving (Transferee) InterCAP Graphics Systems, Inc.
(Rel) F2423952

CODE	AMOUNT	FEE REMITTED	
20	_____	Organ. & Capitalization	Name Change (New Name) _____
61	_____	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	<u>20</u>	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 <u>51</u>
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	_____
	_____	Other	_____
	_____	Other	_____

TOTAL FEES 20

NOTE:

Check _____ Cash
Documents on _____ checks

APPROVED BY: [Signature]

~~2967 2275~~

2967 2424

0000 0229

CLERK'S NOTATION

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 231

ARTICLES OF TRANSFER
OF
ERC DEVELOPMENT CORPORATION (MD. CORP.)-TRANSFEROR
AND
INTERCAP GRAPHICS SYSTEMS, INC. (DEL. CORP.)-TRANSFeree

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 10, 1987 AT 3:12 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

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

F2423952

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:
THE PRENTICE-HALL CORPORATION
SYSTEMS, INC.
1025 VERMONT AVE., N.W. STE. 1125
WASHINGTON DC 20005

094C3011126

A 246324



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

2967 2421

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 232

STATE DEPARTMENT OF
TOWSON, MARYLAND
APPROVED FOR RECORD
11/18/87 at 10:38

ARTICLES OF INCORPORATION
OF
THE SILVER MOON CORPORATION

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, Monica L. Newman, whose address is Suite 909, 409 Washington Avenue, Towson, Maryland, 21204, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: THE SILVER MOON CORPORATION

THIRD: The purposes for which the Corporation is formed are as follows:
(a) To engage in the business of ownership and operation of a restaurant and wholesale seafood business.
(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 or which shall be conducive to the mention of any particular purpose, object or business to exclude any other purpose, object or business authorized or permitted by law.

FOURTH: The address of the principal office of Corporation in this State is 1623 Marley Road, Glen Burnie, Maryland 21061.

FIFTH: The Resident Agent of the Corporation is Sidney Lightfoot, 1653 Marley Road, Glen Burnie, Maryland 21061. The Resident Agent is a citizen of the State of Maryland and actually resides therein.

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

73238334

73238335

DAVIS & JENKINS
TOWSON, MD 21204

CLERK'S NOTATION
11/17/87
H. ENGLISH
CLERK

0000 0231

BOOK - 207 PAGE 233

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

Sidney Lightfoot

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

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

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

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

(2) By articles supplementary to this Charter, to classify or reclassify any unissued stock from time to time by setting or changing the preferences,

CLERK'S NOTATION

Document submitted for record
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satisfactory photographic repro-
duction.

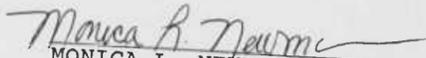
BOOK - 207 PAGE 234

conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act on this 19th day of November, 1987.


MONICA L. NEWMAN



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)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change (New Name). Includes rows 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Property Reports and late filing penalties, Other.

TOTAL FEES 49 Check Cash Documents on checks

APPROVED BY: PCM

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

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 236

ARTICLES OF INCORPORATION
OF
THE SILVER MOON CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 18, 1987** AT **10:38** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2450302

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:
DAVIS & JENKINS
409 WASHINGTON AVE., #909
TOWSON MD 21204

099C3011458

A 246721



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 369 1099

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 237 DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION FOR RECORD
OF 11/17/87 at 9:07 A.M.,
NEW VENTURE TAX SERVICE, INC.

14

FIRST: I, Sylvia J. Brokos, whose post office address is 713 Harvey Street, Baltimore, Maryland 21230, 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 "New Venture Tax Service, Inc."

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

(1) To engage in the preparation of tax returns, provide advice regarding preparation of tax returns and to provide any other tax related service.

(2) To do anything permitted by Md. Corps. and Assoc. Code Ann. Sec. 2-103, as amended from time to time.

FOURTH: The post office address of the Corporation in this State is 103 Painter's Plaza, 4100 Mountain Road, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is Sylvia J. Brokos, 713 Harvey Street, Baltimore, Maryland 21230. Said Resident Agent is an individual actually residing in this State.

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

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

RECORDED
NOV 17 1987
M. ENLE SCHLAGER
CLERK

73218218

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BOOK - 207 PAGE 238

three, provided that:

- (1) If there is no stock outstanding, the number of directors may be less than three 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:

Sylvia J. Brokos
Paula E. Stefanelli
Margaret E. Hill

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

- (1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.
- (2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other

0000 0237

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: (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 corporate representative of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16 day of November, 1987, and I acknowledge the same to be my act.

WITNESS:

Sylvia J. Brokos

Sylvia J. Brokos

Sylvia J. Brokos
713 Harvey Street
Baltimore, Maryland
(301) 385-0250

2969 1051

0000 0238

CLERK'S NOTATION

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STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

STATE - _____

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	_____	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: <u>Sylvia</u>
21	_____	Recordation Tax	<u>J. Brooks</u>
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: <u>713</u>
71	_____	Financial	<u>Harvey Street</u>
600	_____	Personal Property Reports and late filing penalties	<u>Baltimore, MD</u>
_____	_____	Other _____	<u>21230</u>
_____	_____	Other _____	_____

TOTAL FEES 40.00
_____ Check _____ Cash
_____ Documents on _____ checks

NOTE:

APPROVED BY: [Signature]

2969 1052

0000 0239

CLERK'S NOTATION

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 241

ARTICLES OF INCORPORATION
OF
NEW VENTURE TAX SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 17, 1987 AT 9:07 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID	SPECIAL FEE PAID
\$ 20.00	\$ 20.00	\$
02450229		

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:
ATTN: SYLVIA J. BROOKS
713 HARVEY STREET
BALTIMORE MD 21230

097C3011450

A 246610



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2969 1048

0000 0240

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 242 APPROVED FOR RECORD
11/15/87 at 10:51 A.M.

RETAIL CONSULTING NETWORK, INC.
ARTICLES OF INCORPORATION

FIRST: I, Alan W. Bernstein, whose post office address is 79 West Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby 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 RETAIL CONSULTING NETWORK, INC.

THIRD: The purposes for which the Corporation is formed are:
(1) To act as a business consultant.

(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 1224 Boucher Avenue, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is 1224 Boucher Avenue, Annapolis, Maryland 21403. Said Resident Agent is an individual actually residing in this State. The Resident agent is Stuart Kaplan.

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:

Stuart R. Kaplan
Gail M. Taylor

73208648 1987

H. ERNEST
CLERK

0000 0241

BOOK - 207 PAGE 243

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 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 term of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

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

BOOK - 207 PAGE 244

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 case 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, and acknowledge same to be may act, this 27 day of October, 1957.

WITNESS:

Jerome T. ...

[Signature]

[forms/network]
file no. 1578



STATE OF MARYLAND

BOOK - 207 PAGE 245

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
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	<input type="checkbox"/> Change of Name
50	_____	Cert. of Qual. or Reg.	<input type="checkbox"/> Change of Principal Office
51	_____	Foreign Name Registration	<input type="checkbox"/> Change of Resident Agent
13	_____	Certified Copy	<input type="checkbox"/> 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 _____
85	_____	Termination of Limited Partnership	ATTENTION: <u>Clarr W. Bernstein, Esp.</u>
21	_____	Recordation Tax	MAIL TO ADDRESS: <u>Bernstein</u>
22	_____	State Transfer Tax	<u>F. Feldman, P.A.</u>
23	_____	Local Transfer Tax	<u>79 west Street</u>
31	_____	Corp. Good Standings	<u>P.O. Box 591</u>
NA	_____	Foreign Corporation Registration	<u>Annapolis, MD</u>
87	_____	Limited Part. Good Standings	NOTE: <u>21404-0591</u>
71	_____	Financial	_____
600	_____	Property Reports and <u>Personal</u> late filing penalties	_____
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES 40.10
 Check Cash
 Documents on 1 checks

APPROVED BY: DK

2969 1036

0000 0244

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CLERK'S NOTATION
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BOOK - 207 PAGE 246

ARTICLES OF INCORPORATION
OF
RETAIL CONSULTING NETWORK, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 10:57 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2450195

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:
BERNSTEIN & FELDMAN, P.A.
ATTN: ALAN W. BERNSTEIN, ESQUIRE
79 WEST STREET, P. O. BOX 591
ANNAPOLIS MD 21404 0591

097C3011447

A 246607



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

2969 1032

CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
BOOK - 207 PAGE 247 APPROVED FOR RECORD
11/16/37 at 10:57 A.M.
RONIN CORPORATION, INC.
ARTICLES OF INCORPORATION

FIRST: I, Alan W. Bernstein, whose post office address is 79 West Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby 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 RONIN CORPORATION, INC.

THIRD: The purposes for which the Corporation is formed are:
(1) To own and operate Retail and Wholesale business ventures.

(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 1224 Boucher Avenue, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is Stuart R. Kaplan, 1224 Boucher Avenue, Annapolis, Maryland 21403. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 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:

Stuart R. Kaplan
Gail M. Taylor

2963 1023

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duction.

BOOK - 207 PAGE 248.

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 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 term of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

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

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duction.

BOOK - 207 PAGE 249

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and acknowledge same to be may act, this 27 day of October, 1987.

WITNESS:

Jean T. Egan [Signature]

[forms/ronin]
file no. 1578

0000 0248



STATE OF MARYLAND

BOOK - 207 PAGE 250

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
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	_____	Certified Copy _____	_____ Change of Resident Agent
56	_____	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: <u>alan w. Bernstein, Esq.</u>
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: <u>Bernstein + Feldman, P.A.</u>
71	_____	Financial	<u>79 west street</u>
600	_____	Personal Property Reports and late filing penalties	<u>P.O. Box 591</u>
_____	_____	Other _____	<u>Annapolis, MD</u>
_____	_____	Other _____	NOTE: <u>21404-0591</u>

TOTAL FEES 40.00
 Check _____ Cash _____
 Documents on 1 checks

APPROVED BY: [Signature]

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0000 0249

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BOOK - 207 PAGE 251

ARTICLES OF INCORPORATION
OF
RONIN CORPORATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 10:57 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2450187

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:
BERNSTEIN & FELDMAN, P.A.
ATTN: ALAN W. BERNSTEIN, ESQUIRE
79 WEST STREET, P. O. BOX 591
ANNAPOLIS MD 21404 0591

097C3011446

A 246606



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2969 1027

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STATE DEPARTMENT OF ADMINISTRATIVE AND TAXATION

BOOK - 207 PAGE 252

APPROVED FOR RECORD

ARTICLES OF TRANSFER 11/17/87 at 10:33 .m.
FROM MENTZ ENTERPRISES, INCORPORATED
TO BEST SERVE ICE CREAM, INC.

THESE ARTICLES OF TRANSFER are made and entered into this 13th day of November, 1987 by and between MENTZ ENTERPRISES, INCORPORATED, a Maryland corporation (the "Transferor"), and BEST SERVICE ICE CREAM, INC., a Maryland corporation (the "Transferee").

FIRST: The Transferor agrees to transfer substantially all of its property and assets to the Transferee.

SECOND: The name, address and principal place of business of the Transferee is 748 Trenton Avenue, Severna Park, Maryland 21146.

THIRD: (a) Mentz Enterprises, Incorporated, the Transferor, was incorporated under the General Laws of the State of Maryland.

(b) Best Service Ice Cream, Inc., the Transferee, was incorporated under the General Laws of the State of Maryland.

FOURTH: (a) The principal office in the State of Maryland of the Transferor is located in Anne Arundel County.

(b) The principal office in the State of Maryland of the Transferee is located in Anne Arundel County.

(c) The Transferor owns no interest in land in the State of Maryland.

73218272

COMPTROLLER
H. ERNEST SQUARERO
CLERK

RECEIVED
11 NOV 1987

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FIFTH: The amount of consideration paid by the Transferee for the transfer of the property and assets of the Transferor hereunder is Forty-Three Thousand One Hundred Eighty Dollars (\$43,180).

SIXTH: (a) The terms and conditions of the transaction set forth in these Articles of Transfer have been advised, authorized, and approved by the Transferor in the manner and by the vote required by its Charter at duly authorized meetings of the Board of Directors and Stockholders of the Transferor, respectively, each held on November 13, 1986.

(b) The terms and conditions of the transaction set forth in these Articles of Transfer have been advised, authorized, and approved by the Transferee in the manner and by the vote required by its Charter and the Laws of the State of Maryland by the execution of a Joint Consent of the Sole Director and Sole Stockholder of the Transferee in Lieu of a Special Meeting dated November 13, 1987.

IN WITNESS WHEREOF, both the Transferor and the Transferee have caused these Articles of Transfer to be signed and acknowledged in its name and on its behalf by its President and its corporate seal to be fixed and attested by its Secretary or Assistant Secretary, on the day and year first above written, and each such signatory hereby acknowledges the same to be their act and deed and that to the best knowledge, information and belief of each of the signatories hereto, all matters and facts stated herein are true and correct in all

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duction.

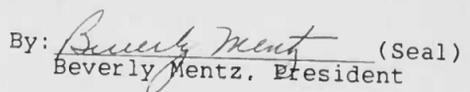
material respects, such statements being made under the
penalties of perjury.

ATTEST:

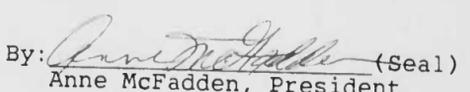



Barry F. Levin, Assistant
Secretary

TRANSFEROR:
MENTZ ENTERPRISES, INCORPORATED

By:  (Seal)
Beverly Mentz, President

TRANSFeree:
BEST SERVICE ICE CREAM, INC.

By:  (Seal)
Anne McFadden, President

1273n



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE

120

BUSINESS CODE

COUNTY 52

P.A Religious Close Stock Nonstock

Merging

(Transferor)

Mente

Enterprises, Incorporated

D1248178

Surviving

(Transferee)

Best Service

Ice Cream, Inc.

D2431567

CODE AMOUNT FEE REMITTED

20 Organ. & Capitalization
61 Rec. Fee (Arts. of Inc.)
62 Rec. Fee (Amendment)
63 Rec. Fee (Merger or Consolidation)
64 20 Rec. Fee (Transfer)
65 Rec. Fee (Dissolution)
66 Rec. Fee (Revival)
52 Foreign Qualification
50 Cert. of Qual. or Reg.
51 Foreign Name Registration
13 9 1 Certified Copy 3
56 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 Standings
NA Foreign Corporation Registration
87 Limited Part. Good Standings
71 Financial
600 Personal Property Reports and late filing penalties
Other
Other

Code 24

ATTENTION:

MAIL TO ADDRESS:

TOTAL FEES

NOTE:

29 Check Cash
Documents on checks

APPROVED BY:

A

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 256

ARTICLES OF TRANSFER
OF
MENTZ ENTERPRISES, INC. (A MD. CORP.)-TRANSFEROR
AND
BEST SERVICE ICE CREAM, INC. (A MD. CORP.)-TRANSFeree

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 17, 1987 AT 10:33 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	\$ _____
	<u>D2431567</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:
FRANK, BERNSTEIN, CONAWAY
& GOLDMAN
300 E LOMBARD STREET
BALTIMORE MD 21202

102C3013273
A 247184



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2970 1372

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STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 257

APPROVED FOR RECORD

11-16-87 at 10:48a .M.

ARTICLES OF INCORPORATION
OF

PHYSICAL REHABILITATION CENTER OF ANNAPOLIS, INC.

FIRST: I, MARSHALL K. STEELE, III, whose post office address is 114 Forbes Street, 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:

PHYSICAL REHABILITATION CENTER OF ANNAPOLIS, INC.

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

- (1) To engage in the business of performing out-patient physical rehabilitation and other related services;
- (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 SCHAFER
CLERK

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duction.

BOOK -207 PAGE 258

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 114 Forbes Street, Annapolis, Maryland 21401. The name and address of the Resident Agent of the Corporation in this state is Marshall K. Steele, III, 114 Forbes 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 5,000 shares of common stock, without par value, all of one class.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than three (3), provided that so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Marshall K. Steele, III, Stephen E. Faust, and Mark Chaput.

2968 231

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duction.

BOOK -207 PAGE 259

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

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

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

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

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

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

(1) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director or officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees),

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duction.

BOOK - 207 PAGE 260

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

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 261

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.

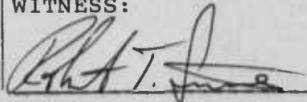
(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standard and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

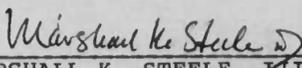
(7) Any indemnification pursuant to this Article NINTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled, and shall continue as to a person who has ceased to be a a director or officer and shall inure to the benefit of the heirs and personal representatives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

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 11th day of November, 1987, and I acknowledge the same to be my act.

WITNESS:




MARSHALL K. STEELE, III

1521E/49

-5-

2968 345

0000 0260



STATE OF MARYLAND

BOOK - 207 PAGE 262

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 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Property Reports and late filing penalties, Other.

TOTAL FEES 51 Check Cash Documents on checks

APPROVED BY: [Signature]

MAIL TO ADDRESS: Randall Goff PO BOX 3523 Annapolis MD 21403-0323

NOTE:

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

2968 2846

0000 0261

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duction.

BOOK - 207 PAGE 264

ARTICLES OF INCORPORATION
OF
PHYSICAL REHABILITATION CENTER OF ANNAPOLIS,
INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 10:48 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2448629

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:
RANDALL GOFF
P. O. BOX 3323
ANNAPOLIS

MD 21403 0323

096C3011271

A 246456



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2368 2849

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

BOOK - 207 PAGE 265

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11/13/81 at 9.12 .M.

MRC EDUCATION FUND, INC.
ARTICLES OF AMENDMENT

MRC EDUCATION FUND, INC., a Maryland corporation having its
principle office in Annapolis, Anne Arundel County, Maryland
(herein after called the "Corporation"), hereby certifies
to the State Department of Assessments and Taxation of Mary-
land that:

FIRST: The charter of the Corporation is hereby amended
by the insertion of the following language in ARTICLE EIGHTH

"No substantial part of the activities of the Corporation
is carrying on propaganda, or otherwise attempting to
influence legislation (except as otherwise provided in
subsection (h)), and the Corporation does not partici-
pate in, or intervene in, including the publishing or
distributing of statements, any political campaign on
behalf of any candidate for public office."

SECOND: The amendment of the charter as hereinabove set
forth has been duly advised and approved by the Board of
Directors. There are no members entitled to vote on the
matter.

IN WITNESS WHEREOF: MRC EDUCATION FUND, INC., has caused
these presents to be signed in its name and on its behalf

73178314

NOV 17 11 21 AM '81
H. ERLE SCHAFER
CLERK

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

by its President, and attested to by its Vice-President on
this the 10th day of November, 1987, signed under penalties
of perjury.

ATTEST:

MRC EDUCATION FUND, INC.

Judith S. Singleton
Judith S. Singleton
Vice-President
Secretary

Sidney H. Moore
Sidney H. Moore
President

2568 1401

0000 0265



BOOK - 207 PAGE 267

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 09 BUSINESS CODE _____ COUNTY 52

D2174514 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
13	<u>11</u>	<u>2</u> Certified Copy <u>4</u>	_____ 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 _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>MRC Education Fund</u>
600	_____	Personal Property Reports and late filing penalties	<u>15 Francis St.</u>
_____	_____	Other	<u>Annapolis Md.</u>
_____	_____	Other	<u>21404</u>

TOTAL FEES 31 Check _____ Cash Documents on _____ checks

APPROVED BY: PCM

NOTE:

CERTIFIED COPY MADE

2968 1402

0000 0266

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 - 207 PAGE 268

ARTICLES OF AMENDMENT
OF
MRC EDUCATION FUND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 13, 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:

\$ _____

\$ 20.00

\$ _____

D2174514

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:
MRC EDUCATION FUND
15 FRANCIS STREET
ANNAPOLIS

MD 21404

095C3011266

A 246444



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2368 1399

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



BOOK -207 PAGE 269
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11-13-87 at 9:26am

Badgley Construction Company

500 Chester Avenue • Annapolis, MD 21403 • 301-263-8379

BADGLEY CONSTRUCTION COMPANY Articles of Revival

First: The name of the corporation at the time the charter was forfeited was Badgley Construction Company.

Second: The name which the corporation will use after revival is Badgley Construction Company.

Third: The name and address of the resident agent is William Buck, ESQ. 23 west st. Annapolis, MD 21401.

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

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

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

1987 NOV 13 AM 9 26

69 MAR 17 PM 2:43
H. ENLE SCHAFER
CLERK

Sixth: The address of the principal office in this state is 500 Chester Ave. Annapolis, MD 21403.

The undersigned who were respectively the last acting president (or vice-president) and secretary (or treasurer) of the corporation severally acknowledge the Articles to be their act.

E. Duff Bagley
Last Acting President
(or Vice-President)

73178301

E. Duff Bagley
Last Acting Secretary
(or Treasurer) 2988 1396

000080268

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

BOOK - 207 PAGE 270

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, E. DUFF BADGLEY, PRESIDENT of BADGLEY CONSTRUCTION CO.
(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.

E. Duff Badgley
(PRINT NAME BENEATH SIGNATURE)
E. DUFF BADGLEY

I hereby certify that on November 12, 1988 before me, the
(insert date)

subscriber, a notary public of the State of Maryland, in and for
Anne Arundel County personally appeared
(insert name or county for which notary is appointed)

E. Duff Badgley 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
Marlene A. Bruce
(Signature of notary public)

My Commission expires 7-1-90

2968 1397

0000 0269



STATE OF MARYLAND BOOK - 207 PAGE 271
 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 18 BUSINESS CODE 03 COUNTY 52

173142 P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	_____	Organ. & Capitalization	<u>Name Change</u>
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	<u>20</u>	Rec. Fee (Revival)	<input type="checkbox"/> Change of Name
52	_____	Foreign Qualification	<input checked="" 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	<input checked="" type="checkbox"/> Change of Resident Agent Address
56	_____	Penalty	_____
54	_____	For. Supplemental Cert.	_____
73	_____	Cert. of Conveyance	_____
75	<u>30</u>	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	<u>6</u>	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>William Bucke</u>
600	_____	Personal Property Reports and late filing penalties	<u>23 West St</u>
_____	_____	Other	<u>Annapolis Md 21401</u>
_____	_____	Other	_____

TOTAL FEES 56
 Check Cash
 Documents on _____ checks

APPROVED BY: RS

298 1398

0000 0270

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

BOOK - 207 PAGE 272

THE ARTICLES OF REVIVAL
OF
BADGLEY CONSTRUCTION COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1987 AT 9:26 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 20.00

\$ 30.00

D1731421

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 BUCK
23 WEST STREET
ANNAPOLIS

MD 21401

095C3011265

A 246443



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO: 968 1395

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

BOOK - 207 PAGE 274

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



Anne Arundel County

MS 1103, BOX 1831
ANNAPOLIS, MARYLAND 21404

TELEPHONE: (301) 224-1111
FEDERAL TAX: 841-8750
FROM WASHINGTON: 201-8250
TAX BILLING: EXT 1188
WATER & SEWER BILLING: EXT 1132
SALES TAX DIVISION: EXT 1119
PERSONAL PRPB

DACUM CORPORATION
F J LEBERT
222 ELEVENTH ST
PASADENA MD 21122

DATE SEPT 8 1987

ACCT# 9 106 00433698

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
DACUM CORPORATION 222 ELEVENTH ST PASADENA MD 21122
are paid thru 1986/87. Our records indicate that this is the last
year certified to us by the Maryland State Department of Assessment and Taxation.

Anne Arundel County, Maryland

August H Kruelle for
AUGUST H KRUELLE, Revenue Adm'n.

2968 1380

0000 0273

BOOK - 207 PAGE 213



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

LOUISL GOLDSTEIN
COMPTROLLER

J BASIL WISNER
CHIEF DEPUTY

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

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

Dear Sir/Madam:

The following tax clearance certificate is being issued by the Maryland State
Comptroller's Office as requested:

THIS IS TO CERTIFY, That the books of the State Comptroller's
Office and of the Department of Employment Security, as reflected in
their certification to the State Comptroller, show that all taxes and
charges due the State of Maryland, payable through the said offices as
of the date hereof by

DACOM CORPORATION

have been paid.

WITNESS my hand and official seal this
24th day of September A.D. 1986.

Catucio A. M. [Signature]
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

P 5-409
2968 1381

0000 0274



BOOK -207 PAGE 276

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

D0433698 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	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	<u>20</u>	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	<u>30</u>	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 Standings	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: _____
87	_____	Limited Part. Good Standings	<u>Fred Libert</u>
71	_____	Financial	<u>222 11th St</u>
600	_____	Personal Property Reports and late filing penalties	<u>Passadena, Md 21122</u>
_____	_____	Other	NOTE: _____
_____	_____	Other	<u>87 filed herewith (NA)</u>

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

APPROVED BY: A

2968 1382

0000 0275

CLERK'S NOTATION

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

BOOK - 207 PAGE 277

THE ARTICLES OF DISSOLUTION
OF
DACOM CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 9, 1987 AT 8:51 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$ _____

\$ 20.00

\$ 30.00

D0433698

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:
FRED LEBERT
222 11TH STREET
PASADENA

MD 21122

095C3011262

A 246440



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2968 1378

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

BOOK - 207 PAGE 278

CENTURY PROPERTIES, INC.
A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

CENTURY PROPERTIES, INC.
ARTICLES OF INCORPORATION

DEPARTMENT OF ASSESSMENT
AND TAXATION
APPROVED FOR RECORD
11/5/87 at 2:10 PM

FIRST: I, NICHOLAS GOLDSBOROUGH, whose post office address is 23 West Street, 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 hereafter called the "Corporation") is CENTURY PROPERTIES, INC.

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

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

- (1) To engage in the sale, lease, rental, management and all other types of transactions involved in the real estate business; and to engage in any other lawful purpose and/or business; and
- (2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 133 Janwal Street, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is Dallas Evans, 133 Janwal Street, Annapolis, Maryland 21403. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 10,000 shares of common stock, without par value.

83 MAR 17 PM 2:13
H ERLE SCHAFER

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 1911
ANNAPOLIS, MD 21404
(301) 263-8255

1987 OCT 29 A 8 37

73108002

2966 1133

0000.0277

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 Bruce Williamson.

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

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

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

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 1911
ANNAPOLIS, MD 21404
(301) 263-8258

2966 1134

0000 0278

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

BOOK - 207 PAGE 280

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 15TH day of October, 1987, and I acknowledged the
same to be my act.

WITNESS:

Laura L Baker

Nicholas Goldborough (SEAL)
NICHOLAS GOLDSBOROUGH

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 1811
ANNAPOLIS, MD 21404
(301) 263-8255



STATE OF MARYLAND

BOOK - 207 PAGE 281

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 codes 20-73, 75-85, 21-31, NA, 87-71, 600.

TOTAL FEES 6900
Check Cash
Documents on checks

APPROVED BY: [Signature]

Code
ATTENTION:
MAIL TO ADDRESS:
Mavis Wilkinson et al
23 West St
PO Box 1911
Annapolis, Md 21404

NOTE:

2966 1136

0000 0280

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

BOOK - 207 PAGE 283

ARTICLES OF INCORPORATION
OF
CENTURY PROPERTIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 5, 1987 AT 2:10 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 40.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$

D2445526

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, SNIDER, ETAL
23 WEST STREET
P. O. BOX 1911
ANNAPOLIS MD 21404

091C3010796

A 245988



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2965 1132

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

BOOK - 207 PAGE 284

STATE DEPARTMENT OF REVENUE
RECEIVED FOR TAXES
NOV 17 1987
9:30 A.M.

John

MARTIN STREET, 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, DONALD R. ZUCHELLI, whose post office address is Zuchelli Hunter Associates, 2660 Riva Road, Building 2, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is MARTIN STREET, INC.

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

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

- (1). To own, lease, operate and rent real property; and
- (2). To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;
- (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 futherance, 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, or to limit or restrict the

NOV 17 9 30 AM '87

73218235

2969 0977

0000 0283

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK -207 PAGE 285

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.

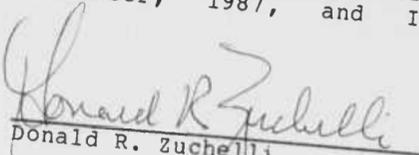
FIFTH: The post office address of the principal office of the Corporation in this State is Zuchelli Hunter Associates, 2660 Riva Road, Building 2, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Donald R. Zuchelli, Zuchelli Hunter Associates, 2660 Riva Road, Building 2, 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 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 Donald R. Zuchelli and Elaine S. Zuchelli.

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

Witness _____


Donald R. Zuchelli

0116C



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
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	Certified Copy	_____
56	_____	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: <u>William</u>
21	_____	Recordation Tax	<u>M. Semings, Esq.</u>
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: <u>135</u>
87	_____	Limited Part. Good Standings	<u>German Street</u>
71	_____	Financial	<u>P.O. Box 2256</u>
600	_____	Personal Property Reports and late filing penalties	<u>Annapolis, MD</u>
	_____	Other	<u>21404</u>
	_____	Other	_____

TOTAL FEES 40.00

_____ Check _____ Cash
Documents on _____ checks

APPROVED BY: [Signature]

NOTE:

2969 0979

0000 0285

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CLERK'S NOTATION
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BOOK - 207 PAGE 287

ARTICLES OF INCORPORATION
OF
MARTIN STREET, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 17, 1987 AT 9:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2450070

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:
ATTN: WILLIAM M. SIMMONS, ESQUIRE
135 GERMAN STREET, P. O. BOX 2266
ANNAPOLIS MD 21404

097C3011435

A 246595



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2969 0976

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 288

ARTICLES OF INCORPORATION OF ASSESSMENTS
AND TAXATION

OF

APPROVED FOR RECORD

A + A FINISHING, INC. at 9:40 a.m.,
11-16-87

The undersigned, William E. Knight and Robert A. Manzi, of 14324 Old Marlborough Pike, Upper Marlboro, Maryland 20772, being at least eighteen (18) years of age, do, under and by virtue of the general incorporation laws of the State of Maryland authorizing the formation of corporations, voluntarily associate ourselves with the intention of forming a corporation and hereby form a corporation.

FIRST: The name of the corporation (which is hereinafter called "corporation") is A + A FINISHING, INC.

SECOND: The Corporation shall be a close corporation as authorized by Title Four of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time, until such time as the stockholders by unanimous consent file Articles of Amendment to change such status.

THIRD: The post office address of the principal office of the corporation in this state is 4 Esuark Circle, Edgewater, Maryland 20748.

FOURTH: The name of its resident agent is Anthony Brooks whose post office address is 4 Esuark Circle, Edgewater, Maryland 21037. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

RECORDED
INDEXED
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H. ERLE SCHMIDT
CLERK
LAW OFFICES
KNIGHT, MANZI, BRENNAN, OSTROM AND HAM
PROFESSIONAL ASSOCIATION
14324 OLD MARLBOROUGH PIKE
UPPER MARLBORO, MARYLAND 20772
(301) 952-0100

78808607

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BOOK -207 PAGE 289

- 2 -

(A) To engage generally in the business of remodeling commercial establishments of all types, home improvement construction and the like.

(B) To engage generally in all phases of sales of any lawful product from manufacturer or seller to consumer.

(C) To enter into partnerships, joint ventures, and all other business associations for any lawful purpose.

(D) To engage in the ownership, operation, construction, franchising, management, marketing and all other lawful activities respecting those items named in (A) and (B) above, and to engage in any other lawful business or businesses, whether or not related to those elsewhere described in these articles, and those authorized or approved from time to time by the Stockholders.

(E) 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.

(F) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares, and merchandise, of every class and description.

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

LAW OFFICES
KNIGHT, MANZI, BRENNAN, OSTROM AND HAM
PROFESSIONAL ASSOCIATION
14324 OLD MARLBOROUGH PIKE
UPPER MARLBORO, MARYLAND 20772

(301) 952-0100

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BOOK -207 PAGE 290

- 3 -

(H) To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection there with any liabilities of any such person, firm, association or corporation.

(I) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, right, processes, formulae, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(J) 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 payment of principle and interest, or either, of any bonds, debentures, notes or other evidence of indebtedness created or issued by any such other corporation or association.

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

(L) The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by

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BOOK - 207 PAGE 291

- 4 -

reference to the terms of any other clause of this or any other section of these Articles of Incorporation or of any amendment thereto, and shall be regarded as independent and construed as powers as well as objects and purposes.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1,000) shares at \$1.00 value in each share, all of which shall be one class designated as common stock.

SEVENTH: All of the issued stock shall be subject to the restrictions on transfer permitted by Section 4-503 of the Corporations and Associations Article of the Annotated Code of Maryland.

EIGHTH: The Corporation elects to have a Board of Directors. Until the election of the Board of Directors becomes effective, there shall be two (2) director, whose names are Anthony Brooks and Anthony Cicoria.

NINETH: The Stockholders shall have the power to create By-Laws for the purpose of restricting transferability of stock as long as these restrictions are not inconsistent with law.

TENTH: 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, whether now or hereafter authorized, for such consideration as said Stockholders may deem advisable,

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LAW OFFICES
KNIGHT, MANZI, BRENNAN, OSTROM AND HAM
PROFESSIONAL ASSOCIATION
14324 OLD MARLBOROUGH PIKE
UPPER MARLBORO, MARYLAND 20772
(301) 952-0100

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satisfactory photographic repro-
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BOOK -207 PAGE 292

- 5 -

subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation or under the law of the State of Maryland.

(B) Any contract, transaction or act of the Corporation or of the Stockholders which shall be ratified by a majority or a quorum of the stockholders having voting powers at the annual meeting, or at any special meeting called for such purpose, shall, so far as permitted by law, be valid and as binding as though ratified by every stockholder of the corporation.

(C) The Corporation upon unanimous approval of the Stockholders 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 any of its outstanding stock by classification, re-classification or otherwise.

ELEVENTH: Each Stockholder and each officer and his heirs, executors, and administrators, shall be indemnified by the Corporation against any costs and expenses reasonably incurred by him in connection with any action, suit, or proceeding, to which he may be made a party by reason of his being or having been a Stockholder or officer of the Corporation or of any other corporation which he serves or has served as director or officer at the request of the Corporation, and against any amounts paid by him in settlement of or in satisfaction of a judgment in such action, suit, or proceeding (other than amounts paid or payable to the Corporation), 2969 0949

LAW OFFICES
KNIGHT, MANZI, BRENNAN, OSTROM AND HAM
PROFESSIONAL ASSOCIATION
14324 OLD MARLBOROUGH PIKE
UPPER MARLBORO, MARYLAND 20772

(301) 952-0100

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BOOK - 207 PAGE 293

- 6 -

provided that no Stockholder or officer shall be indemnified against any costs, expenses, or payments, in relation to any matter as to which he shall be finally adjudged liable for acting fraudulently as to the Corporation, or derelict in the performance of his duties as such Stockholder or officer or in relation to any matter as to which there has been no adjudication with respect to the performance of his duties unless the Corporation shall receive an opinion from independent counsel that the director or officer is not liable for the alleged fraudulent conduct and has not been derelict as stated above; and provided that the foregoing rights of indemnification shall be exclusive of other rights to which he may be entitled as a matter of law.

TWELFTH: Internal affairs of the corporation - The power to make, alter, amend or repeal the By-Laws shall be vested in the Stockholders.

THIRTEENTH: Pre-emptive rights - The stockholders of the common stock shall have pre-emptive rights, that is, shall have the right of first purchase when the Stockholders choose to issue further stock than that already outstanding, at the price, terms and conditions, as shall be fixed by the Stockholders. The pre-emptive rights of each stockholder shall be exercised equal to the ratio that the number of shares held by such stockholder at the time of issue is to the total number of shares outstanding at the time of the issue.

LAW OFFICES
KNIGHT, MANZI, BRENNAN, OSTROM AND HAM
PROFESSIONAL ASSOCIATION
14324 OLD MARLBOROUGH PIKE
UPPER MARLBORO, MARYLAND 20772

(301) 952-0100

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BOOK - 207 PAGE 294

- 7 -

FOURTEENTH: The names and addresses, including street number, of such incorporator are:

William E. Knight	14324 Old Marlborough Pike Upper Marlboro, Maryland 20772
Robert A. Manzi	14324 Old Marlborough Pike Upper Marlboro, Maryland 20772

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

WITNESS:

DATE: November 9, 1987

Norman F. Hurt

William E. Knight
William E. Knight

Norman F. Hurt

Robert A. Manzi
Robert A. Manzi

LAW OFFICES
KNIGHT, MANZI, BRENIJAN, OSTROM AND HAM
PROFESSIONAL ASSOCIATION
14324 OLD MARLBOROUGH PIKE
UPPER MARLBORO, MARYLAND 20772

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STATE OF MARYLAND

BOOK - 207 PAGE 295

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)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change. Includes rows 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Personal Property Reports and late filing penalties, Other, Other.

TOTAL FEES 44 Check Cash Documents on checks

APPROVED BY: [Signature]

Code ATTENTION: MAIL TO ADDRESS: Robert Manzi 14324 Old Marlborough Pike Upper Marlboro, Md 20772

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

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CLERK'S NOTATION
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BOOK - 207 PAGE 296

ARTICLES OF INCORPORATION
OF
A & A FINISHING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 6, 1987 AT 9:40 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 24.00

SPECIAL
FEE PAID:

\$

D2449866

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 MANZI
14324 OLD MARLBOROUGH PIKE
UPPER MARLBORO MD 20772

09703011414

A 246577



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO 299 0842

ARTICLES OF INCORPORATION OF CANVASBACK CONSTRUCTION CORPORATION APPROVED FOR RECORD 11-17-49 at 10:46 a.m.

(A Maryland Close Corporation Organized Pursuant to Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland)

We, the undersigned, JOSEPH CARROLL KLINGENBERGER, JR., whose post office address is 2972 Valley View Road, Annapolis, Maryland 21401 and DONALD CHESTER BROWN, who post office address is 114 Glenlea Drive, Glen Burnie, Maryland 21061, each being at least eighteen (18) 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.

ARTICLE I - NAME

The name of the Corporation, hereinafter called the "Corporation" is:

CANVASBACK CONSTRUCTION CORPORATION

ARTICLE II - 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 III - PURPOSES

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

FIRST: To engage in miscellaneous metal fabrication, installation, and erection for the commercial and industrial market; and to perform all and necessary and proper related services and activities in connection therewith; and to engage in any other lawful transaction and/or activity.

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

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

ARTICLE IV - POWERS

The Corporation shall have the power and authority to do and perform any and all acts intended to carry out or facilitate the

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NOV 17 1949
CLERK'S OFFICE
M. ERLE SCHAFER
CLERK

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 298

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, or to enhance the value of the corporate property, business or rights.

ARTICLE V - ADDRESS AND RESIDENT AGENT

The post office address and the principal office of the Corporation is 2972 Valley View Road, Annapolis, Maryland 21401, and the principal office of the Corporation is 2972 Valley View Road, Annapolis, Maryland 21401. The Resident Agent of the Corporation in this State is JOSEPH CARROLL KLINGENBERGER, JR., whose post office address is 2972 Valley View Road, Annapolis, Maryland 21401, and he is an individual residing in this State.

ARTICLE VI - STOCK

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.

ARTICLES VII - DIRECTORS

The management of the affairs of the Corporation shall be vested in a Board of Directors whose number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than two (2), provided that:

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

(2) If there is stock outstanding and so long as there are less than two stockholders, the number of Directors may be less than two 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:

JOSEPH CARROLL KLINGENBERGER, JR.

DONALD CHESTER BROWN

The Directors of the Corporation shall be elected annually by the stockholders at the regular annual meeting, and each stockholder shall be entitled to cast as many votes as shall be equal to the number of his shares of stock, cumulative voting shall be allowed at all meetings of stockholders, and any

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stockholder may vote by written proxy. The Board of Directors of the Corporation shall have such powers as are necessary and incidental to carrying out the purposes of the Corporation, except as otherwise limited by the By-Laws of the Corporation.

ARTICLE VIII - OFFICERS

The executive officers of the Corporation shall be a President, a Vice President, a Secretary and a Treasurer, and the offices of Secretary and Treasurer may be held by the same person. Additional officers may be appointed in the discretion of the Board of Directors. Executive officers shall be elected by the Board of Directors by majority vote at the annual meeting of the Board, to be held immediately following the annual meeting of the stockholders. The officers of the Corporation shall have only such powers as are granted to them by the By-Laws of the Corporation, or by the Board of Directors by action taken at any regular or special meeting thereof.

ARTICLE IX - DURATION

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this ____ day of November, 1987, and we acknowledge the same to be our act.

WITNESS:

Arthur Skluzenberg

Catherine R. Brown

Joseph Carroll Klungenberger, Jr.
JOSEPH CARROLL KLINGENBERGER, JR.

Donald Chester Brown
DONALD CHESTER BROWN

2963 0743

0000 0298



STATE OF MARYLAND

BOOK - 207 PAGE 300

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

Name Change (New Name)

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

Change of Name

50

Cert. of Qual. or Reg.

Change of Principal Office

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 Standings

NA

Foreign Corporation Registration

87

Limited Part. Good Standings

MAIL TO ADDRESS:

71

Financial

600

Personal

Property Reports and late filing penalties

Other

Other

TOTAL FEES

40

NOTE:

Check

Cash

Documents on

checks

APPROVED BY:

Handwritten signature

2369 0744

0000 0299

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 - 207 PAGE 301

ARTICLES OF INCORPORATION
OF
CANVASBACK CONSTRUCTION CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 17, 1987 AT 10:41 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2449676

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 BEARD
P. O. BOX 2271
ANNAPOLIS

MD 21404

097C3011395

A 246562



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2969 0740

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duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 302 APPROVED FOR RECORD

11-16-87 at 8:59 a.m.

WARREN CLEANING SERVICES, INC.

ARTICLES OF INCORPORATION

FIRST: I, Joseph E. Carey, whose post office address is 14300 Gallant Fox Lane, Suite 223, Bowie, Maryland 20715, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is Warren Cleaning Services, Inc.

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

1. To engage in the business of commercial office cleaning 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 1005 Joyce Drive, Crownsville, Maryland 21032. The name and post office address of the Resident Agent of the Corporation in this State is Robert Doyle Grove, 1005 Joyce Drive, 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 One Thousand (1,000) shares of common stock, with no par value.

SIXTH: The number of Directors of the Corporation shall be one, which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than 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.

1987 NOV 19 A 8:59

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831 MAR 17 PM 2:44
H. ERLE SCHAFER
CLERK

BOOK - 207 PAGE 303

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

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

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

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

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

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

BOOK - 207 PAGE 304

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

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

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

(2) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such a director or officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the vest interests of the Corporation, except that no

BOOK - 207 PAGE 305

indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability, but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense which such court shall deem proper.

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

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

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

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

BOOK -207 PAGE 306

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

IN WITNESS WHEREOF I have signed these articles of Incorporation this 13th day of November, 1987, and I acknowledge the same to be my act.

WITNESS:

Rebecca A. DieterJoseph E. Carey
JOSEPH E. CAREY



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 024 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>11</u>	<u>1</u> Certified Copy <u>50</u> 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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: <u>Joseph E. Carey</u>
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: <u>Joseph E. Carey</u>
71	_____	Financial	<u>Carey Attorney at Law</u>
600	_____	Personal Property Reports and late filing penalties	<u>14300 Gallant Fox Ln.</u>
_____	_____	Other _____	<u>Suite 223</u>
_____	_____	Other _____	<u>Bowie, Md. 20715</u>

TOTAL FEES 51.00
_____ Check _____ Cash
_____ Documents on _____ checks

APPROVED BY: _____

2969 0701

0000 0306

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

BOOK - 207 PAGE 308

ARTICLES OF INCORPORATION
OF
WARREN CLEANING SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 8:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ 20.00	\$ 20.00	\$
	02449593	

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 E. CAREY-ATTORNEY AT LAW
ATTN: JOSEPH E. CAREY
14300 GALLANT FOX LANE, SUITE 223
BOWIE MD 20715

097C3011387

A 246554



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2969 0699

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

BOOK - 207 PAGE 309

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11-16-87 at 10:36 a.m.

ARTICLES OF INCORPORATION
FOR
HALL DISCOUNT, INC.
ARTICLE FIRST

The undersigned, Hugh D. Blocker, III, whose post office address is 2705 D'Orleans Highway, Crofton, Anne Arundel County, Maryland, 21114, being at least twenty-one (21) years of age, does hereby form a corporation under the general laws of the State of Maryland.

1987 NOV 16 AM 10:36

ARTICLE SECOND

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

HALL DISCOUNT, INC.

ARTICLE 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.

ARTICLE FOURTH

The purpose for which the Corporation is formed is to carry on any business not contrary to the general Corporation Law of Maryland, and to have and exercise all of the powers conferred upon corporations formed thereunder, including:

To carry on and conduct a business engaged in all types of retail and wholesale business, manufacturing, publishing, or exhibiting, providing personal or labor services, and any and all other types of business activities as the stockholders may decide. The Corporation has the right to negotiate and enter into any and all types of contracts and agreements for all services, products, research, and any and all other activities which contractual relations are advisable, deal in or with any securities, articles, or things in connection with, or directly or indirectly in connection with any of such activities, and generally to carry on any other business which may be advantageously pursued in conjunction with or incidental to any of the above purposes.

73205345

The Corporation shall have the power to do any and all acts and things necessary or incidental to its business and purpose, and shall have

NOV 17 PM 2:44
H. EULE SCHAPIER
CLERK

2963 084

0000 0388

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

The general, specific, and incidental powers and privileges granted to it by statute including:

To enter into and perform contracts; to acquire and exploit patents, rights and related and other interests; to acquire, use, deal in and with, encumber, and dispose of real and personal property without limitation including obligations and securities; to borrow and lend money for its corporate purposes; to invest and reinvest its funds, and to hold and deal with real and personal property as security for the payment of funds loaned or invested, or otherwise, to carry and invest in or employment of capital of the corporation from time to time; and to create and participate with other corporations and entities for the purpose of all undertakings as partner, joint venturer, or otherwise, and to share or delegate control therewith or therein.

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 and employees of its subsidiaries; and to provide insurance or 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 stockholders.

To merge or consolidate with any corporation in such manner as may be permitted by law; to acquire in any manner any corporation whose stock, bonds or other obligations are held or in any manner guaranteed by the corporation, or in which this corporation is in any way interested; and to do any other act or thing for the preservation, protection, improvement, or enhancement of the value of any such stock, bond, or other securities; and while owner of any such stock, bond, or other securities to exercise all the rights, power and privileges of ownership thereof, and to exercise any and all voting powers thereon; and to cause the payment of dividends upon any stock, the principal or interest or both, of any bonds or other securities, and the performance of any contracts.

To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects of 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 thing connected with the aforesaid or appurtenant to or growing out of or connected with the same as may be incidental with the laws of the state of Maryland, and to do all such acts and things and conduct business and have one or more officers and directors its corporate officers within the state of Maryland and in and all other places without limitation.

ARTICLE FIFTH

THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION

2500 0650

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK -207 PAGE 311

in the state of Maryland is 2205 D Defense Highway, Crofton, Anne Arundel County, Maryland 21114. The name of the President Agent is Hugh D. Blocker, Jr., whose address is 2205 D Defense Highway, Crofton, Anne Arundel County, Maryland 21114, and said President Agent is a citizen of the state of Maryland, and does reside therein.

ARTICLE SIXTH

The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares, with par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE 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 a Director whose name is Hugh D. Blocker, Jr.

ARTICLE EIGHTH

The duration of the Corporation shall be perpetual.

ARTICLE NINTH

The Corporation shall indemnify any person who is serving or has served as a Director or officer of the Corporation, or as its representative as a Director or officer of another corporation in which this Corporation owns shares or stock, or in relation to which this Corporation is a creditor, against expenses, costs and necessarily incurred by such person in connection with the defense of any action, suit or proceeding in which he is made a party or reasons of being or having been a Director or officer of this Corporation, or of such other corporation, a bar in relation to matters as to which such person is absolved in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty, such indemnification shall not be deemed a contract of any other party to which any person may be entitled under any contract, agreement, vote of stockholders, or otherwise.

ARTICLE TENTH

The transfer of stock shall be made in accordance with Maryland Corporations and Associations Article, Section 4-202.

296 0685

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ARTICLE ELEVENTH

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in the foregoing Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on stockholders, directors and officers are subject to the aforesaid.

In Witness Whereof, I have signed these Articles of Incorporation as the incorporator and acknowledge same to be my act on this 12 day of Nov, 1987.

Witness


HUGH D. BLUM, JR.

2963 0687

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>70</u>	Organ. & Capitalization	Name Change
61	<u>70</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	<u>70</u>	1 Certified Copy <u>4P</u>	_____ 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	_____
85	_____	Termination of Limited Partnership	Code _____
21	_____	Recordation Tax	ATTENTION: <u>Hugh D. Blocker, C.P.A.</u>
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: <u>H. L. S. Blocker</u>
71	_____	Financial	<u>22 05-D Defense Hwy</u>
600	_____	Personal Property Reports and late filing penalties	<u>Crofton, Md 21114</u>
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES 50.00
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: DLL

2969 0698

0000 0312

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 - 207 PAGE 314

ARTICLES OF INCORPORATION
OF
MALI DISCOUNT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 10:36 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID.

\$ 20.00

SPECIAL
FEE PAID.

\$

D2449585

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:
L.S. BLOCKER
ATTN: HUGH D. BLOCKER, C.P.A.
2205-D DEFENSE HIGHWAY
CROFTON MD 21114

097C3011386

A 246552



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

2969 0633

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

BOOK - 207 PAGE 315

APPROVED FOR RECORD

11-16-87

at 11:27 a.m.

MEDICAL DESIGN CORPORATION
ARTICLES OF INCORPORATION

15

FIRST: I, Michael J. Waters, whose post office address is 72 Spa Drive, Annapolis, Maryland, 21403, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

- (1) To engage in medical research and sales, 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 72 Spa Drive, Annapolis, Maryland, 21403. The name and post office address of the Resident Agent of the Corporation in this State are Michael J. Waters, 72 Spa Drive, Annapolis, Maryland, 21403. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is twenty million (20,000,000) shares of common stock with par value of one penny (\$0.01).

SIXTH: the number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Michael J. Waters, Hugh Elliot, and Harry Diffendal.

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

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

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2969 0661

0000 0314

95 MAR 17 PM 2:45
H. ERLE SCHAFER

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK - 207 PAGE 316

(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.

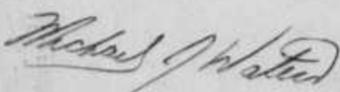
The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or in inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed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

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

NINTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 10th day of November, 1987, and I acknowledge the same to be my act.

WITNESS:



Michael J. Waters

03 MAR 17 PM 2:45
H. E. SCHWARTZ

269 0662

0000 0315



STATE OF MARYLAND

BOOK -207 PAGE 317

State Department of Assessments and Taxation

Gene L. Burner, Director

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>40</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	<u>8</u>	<u>1</u> Certified Copy <u>20</u>	_____ 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 _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: <u>Michael</u>
71	_____	Financial	<u>J. Waters</u>
600	_____	Personal Property Reports and late filing penalties	<u>72 Spa Drive</u>
_____	_____	Other	<u>Annapolis, Md</u>
_____	_____	Other	<u>21403</u>

TOTAL FEES 68.00
 Check _____ Cash
Documents on _____ checks

APPROVED BY: [Signature]

2969 0663

0000 0316

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 - 207 PAGE 318

ARTICLES OF INCORPORATION
OF
MEDICAL DESIGN CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 11:27 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 40.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2449528

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
MICHAEL J. WATERS
72 SPA DRIVE
ANNAPOLIS

MD 21403

097C3011380

A 246546



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2369 0660

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 319

APPROVED FOR RECORD
11-16-87 at 10:58 a.m.

ARTICLES OF INCORPORATION

FOR

"CHEERIO", INC.

FIRST: I, LINDA GREENBERG, whose post office address is 1113 Honeysuckle, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of Maryland.

SECOND: The name of the Corporation (hereinafter called the "Corporation") is:
"CHEERIO", INC.

THIRD: The Corporation shall be a CLOSE Corporation as authorized in Title 4 of the Annotated Code of Maryland.

FOURTH: The purposes for which the Corporation is formed are:
1. To provide transportation services to the general public.
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 1113 Honeysuckle Lane, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State, is Linda Greenberg, 1113 Honeysuckle Lane, 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 100 shares, with no par value.

SEVENTH: The corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be One (1) Director whose name is:

LINDA GREENBERG

85 NOV 9 11 40N 1987
IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 9th day of November, 1987.

73208649

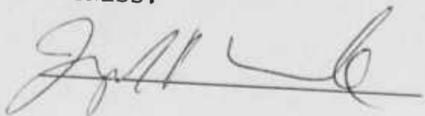
2963 0317

H. ENLE SCHUBERT
CLERK

0000 0318

BOOK - 207 PAGE 320

WITNESS:





LINDA GREENBERG, Incorporator

CLERK'S NOTATION

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

2969 0318

0000 0319



BOOK - 207 PAGE 321

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>10</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 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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: <u>Linda S.</u>
71	_____	Financial	<u>Greenburg</u>
600	_____	Property Reports and <u>Personal</u>	<u>1113 Honeysuckle Ln.</u>
	_____	penalties late filing	<u>Annapolis Md</u>
	_____	Other _____	<u>21401</u>
	_____	Other _____	_____

TOTAL FEES 40.00
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: KTC

2969 819

0000 0320

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 - 207 PAGE 322

ARTICLES OF INCORPORATION
OF
CHEERIO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 10:58 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2449213

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 GREENBERG
113 HONEYSUCKLE LANE
ANNAPOLIS MD 21401

096C3011330

A 246495



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 369 0315

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK - 207 PAGE 323

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

ASSIST RESEARCH CORPORATION
ARTICLES OF INCORPORATION

APPROVED FOR RECORD
11-12-87 10:33a

FIRST: I, Michael J. Waters, whose post office address is 72 Spa Drive, Annapolis, Maryland, 21403, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

- (1) To engage in medical research and sales, 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 72 Spa Drive, Annapolis, Maryland, 21403. The name and post office address of the Resident Agent of the Corporation in this State are Michael J. Waters, 72 Spa Drive, Annapolis, Maryland, 21403. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is twenty million (20,000,000) shares of common stock with par value of one penny (\$0.01).

SIXTH: the number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Michael J. Waters, Hugh Elliot, and Harry Diffendal.

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

73168359

296 0207

RECORDED
NOV 12 1987
11 21 AM '87
CLERK

0000 0322

CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK -207 PAGE 324

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 in inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

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

NINTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7th day of November, 1987, and I acknowledge the same to be my act.

WITNESS:



Michael J. Waters

209 0258

0000 0323



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>40</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>8</u>	<u>1</u> Certified Copy <u>2p</u>	
56	_____	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 Standings	
NA	_____	Foreign Corporation Registration	
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Michael Waters</u>
600	_____	Property Reports and _____ Personal	<u>72 Spa Drive</u>
	_____	penalties late filing	<u>Annapolis Md</u>
	_____	Other	<u>21403</u>
	_____	Other	

TOTAL FEES 68

Check _____ Cash
Documents on _____ checks

APPROVED BY: [Signature]

2968 0259

0000 0324

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 -207 PAGE 326

ARTICLES OF INCORPORATION
OF
ASSIST RESEARCH CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 10:33 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 40.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2449114

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
MICHAEL J. WATERS
72 SPA DRIVE
ANNAPOLIS

MD 21403

096C3011320

A 246486



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2969 0256

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK - 207 PAGE 327

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

PAPA G'S, INC. 11/13/87 at 9:20

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, Frederick L. Kelly, whose post office address is 200 Duke of Gloucester Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is Papa G's, Inc.

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

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

1) To engage in the business of purchasing, owning, operating and otherwise providing food services through the operation of "Papa G's".

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 1025 St. Charles Drive, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are Carroll L. George, II, 1025 St. Charles Drive, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 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 Carroll L. George, II.

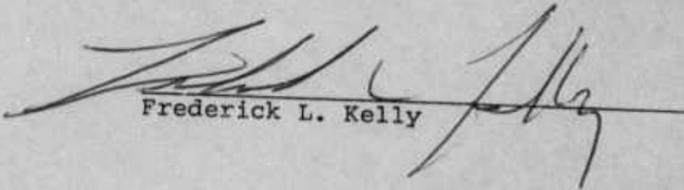
60 MAR 17 PM 2:45 H. ERLE... CLERK

73178315

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

BOOK - 207 PAGE 328

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 9th day of November, 1987, and I acknowledge the same to be my act.


Frederick L. Kelly



BOOK - 207 PAGE 329

STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<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	<u>8</u>	<u>1</u> Certified Copy <u>2</u>	_____ 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	_____
85	_____	Termination of Limited Partnership	Code _____
21	_____	Recordation Tax	ATTENTION: _____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Frederick Kelly</u>
600	_____	Personal Property Reports and late filing	<u>200 Duke of Gloucester St</u>
_____	_____	penalties	<u>Annapolis Md 21401</u>
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES 48
 Check _____ Cash
Documents on _____ checks

APPROVED BY: PCM

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

369 0175

0000 0328

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

BOOK - 207 PAGE 330

ARTICLES OF INCORPORATION
OF
PAPA G'S, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1987 AT 9:20 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2448983

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:
FREDERICK KELLY
200 DUKE OF GLOUCESTER ST.
ANNAPOLIS MD 21401

096C3011307

A 246474



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2989 0172

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

BOOK - 207 PAGE 331
STATE DEPARTMENT OF ASSESSMENT
AND TAXATION

APPROVED FOR RECORD

11-13-87 8:44a

FIRST ANNAPOLIS MANAGEMENT CORPORATION
A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

pp

ARTICLES OF INCORPORATION

FIRST: I, Nicholas Goldsborough, whose post office address is 962 Melvin Road, Annapolis, Maryland 21403, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is FIRST ANNAPOLIS MANAGEMENT CORPORATION.

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

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

(1) To engage in the management and supervision of real estate, including the leasing, buying, selling of said 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.

FIFTH: The post office address of the principal office of the Corporation in this State is c/o John P. McKim, 4929 East Chalk Point Road, West River, Maryland 20778. The name and post office address of the Resident Agent of the Corporation in this State is Nicholas Goldsborough, 962 Melvin Road, Annapolis, Maryland 21403. Said Resident Agent is an individual actually residing in this State.

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

03 MAR 17 PM 2:45
H. ERLE SCHAFER
CLERK

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 1911
ANNAPOLIS, MD 21404
(301) 263-0655

73178053

2969 0158

0000 0330

CLERK'S NOTATION

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

BOOK - 207 PAGE 332

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 John P. McKim.

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

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

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

NINTH: The duration of the Corporation shall be perpetual.

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 1911
ANNAPOLIS, MD 21404
(301) 263-8256

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

BOOK - 207 PAGE 333

IN WITNESS WHEREOF, I have signed these Articles of Incorporation
this 16th day of October, 1987, and I acknowledged the same to be my
act.

WITNESS:

[Signature]

[Signature] (SEAL)
Nicholas Goldsborough

LAW OFFICES
MANIS,
WILKINSON, SNIDER &
GOLDSBOROUGH
CHARTERED
P. O. BOX 1911
ANNAPOLIS, MD 21404
(301) 263-8255



BOOK - 207 PAGE 334

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 18 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	<u>9</u>	<u>1</u> Certified Copy <u>3p</u>	_____ Change of Resident Agent
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	<u>Nicholas Goldsborough</u>
	_____	Other _____	<u>Po Box 1911</u>
	_____	Other _____	<u>Annapolis Md</u>
			<u>21404-1911</u>

TOTAL FEES 49
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: [Signature]

2969 0161

0000 0333

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 - 207 PAGE 335

ARTICLES OF INCORPORATION
OF
FIRST ANNAPOLIS MANAGEMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1987 AT 8:44 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$

D2448967

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 GOLDSBOROUGH
P. O. BOX 1911
ANNAPOLIS

MD 21404 1911

096C3011305

A 246472



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2569 0157

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

BOOK - 207 PAGE 336

ARTICLES OF INCORPORATION
OF STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
PLEASANT PLAINS UTILITIES, INC.

APPROVED FOR RECORD

11-1387 at 9:08 a.m.

gd
FIRST I, Bobbie Jaworski, whose post office address is 1586 Lodge Pole Court, 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 hereinafter called the "Corporation") is

PLEASANT PLAINS UTILITIES, 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,

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CLERK

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 1631 Pleasant Plains Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Anna L. Wilsman, 101 St. Francis Court, Severna Park, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

FIFTH The total number of shares of capital stock which the Corporation has authority to issue is 5,000 shares of 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 Robert J. Dvorak, Anna L. Wilsman and Phyllis S. 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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in a condition not permitting
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.

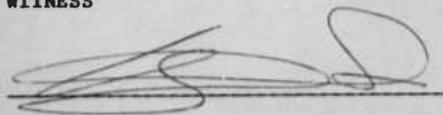
NINTH (1) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(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 5th day of November, 1987, and I acknowledge the same to be my act.

WITNESS



Bobbie L. Jaworski
Bobbie L. Jaworski



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 024 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	Certified Copy	_____
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	<u>Pleasant Plains Utilities, Inc.</u> <u>1631 Pleasant Plains Rd</u> <u>Annapolis, Md 21401</u>
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES 40

Check _____ Cash
Documents on _____ checks

APPROVED BY: [Signature]

NOTE: _____

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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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BOOK - 207 PAGE 341

ARTICLES OF INCORPORATION
OF
PLEASANT PLAINS UTILITIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1987 AT 9:08 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2448892

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:
PLEASANT PLAINS UTILITIES, INC.
1631 PLEASANT PLAINS RD.
ANNAPOLIS MD 21401

096C3011298

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

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

BOOK - 207 PAGE 342

CHESAPEAKE INTERNATIONAL SAILING FOUNDATION, INC.

ARTICLES OF AMENDMENT

CHESAPEAKE INTERNATIONAL SAILING FOUNDATION, INC., a Maryland nonstock membership corporation having its principle office at 315 Severn Avenue, Annapolis, Maryland 21403, (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. The provisions set forth in these Articles of Amendment and Restatement are all of the provisions of the Charter of the Corporation as currently in effect.

SECOND: By written informal action, unanimously taken by the Directors and Members of the Corporation, pursuant to Articles 2-408(c) and 5-204 respectively, of the Corporations and Associations Article of the Annotated Code of Maryland, the directors and stockholders of the Corporation duly approved and recommended the adoption of the amendment, herein.

THIRD: The Charter of the Corporation is hereby amended to change the registered office of the Corporation, change the address of the registered agent, and to make different provision for the distribution of the assets of the Corporation in the event of its dissolution or abandonment of its activities, by striking in their entirety Articles FOURTH and SEVENTH and by substituting in lieu thereof the following:

FOURTH: The post office address of the principal office of the Corporation in this State is 315 Severn Avenue, Annapolis, Maryland 21403. The name of the Resident Agent of the Corporation is John Knowles Crummey, whose post office address is P.O. Box 89, 315 Severn Avenue, Annapolis, Maryland 21404. Said Resident Agent is an individual actually residing in this State

SEVENTH: Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed to any other charitable organization (as hereinafter defined) of this or any other state 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.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11-16-87 at 10:05 .m.

H. ERLE SCHAFER
CLERK

08 MAR 17 PM 2:45

CRUMMEY & KLING
ATTORNEYS AT LAW
P. O. BOX 88
ANNAPOLIS, MD. 21404

1987 NOV 16 P 10.0

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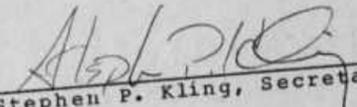
CLERK'S NOTATION

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

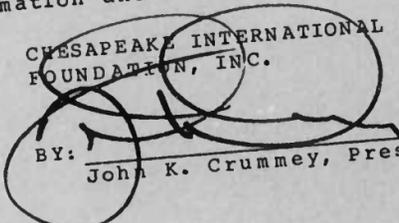
BOOK - 207 PAGE 343

IN WITNESS WHEREOF, CHESAPEAKE INTERNATIONAL SAILING FOUNDATION, 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 12th day of November, 1987, and its President acknowledges that these Articles of Amendment and Restatement are the act and deed of CHESAPEAKE INTERNATIONAL SAILING FOUNDATION, 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:


Stephen P. Kling, Secretary

CHESAPEAKE INTERNATIONAL SAILING
FOUNDATION, INC.

BY: 
John K. Crumney, President

Page Two

CRUMMEY & KLING
ATTORNEYS AT LAW
P. O. BOX 88
ANNAPOLIS, MD. 21404

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

BOOK - 207 PAGE 345

ARTICLES OF AMENDMENT
OF
CHESAPEAKE INTERNATIONAL SAILING FOUNDATION,
INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 10:05 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 20.00

\$ _____

D2023091

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:
CRUMMEY AND KLING
P. O. BOX 89
ANNAPOLIS

MD 21404 0089

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

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CLERK'S NOTATION

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

STATE DEPARTMENT OF ASSESSMENTS
AND RELATIONS

BOOK - 207 PAGE 346

APPROVED FOR RECORD

11/24/87 at 11:01 a.m.

ARTICLES OF INCORPORATION

OF

WEST TECH, INC.
(A Close Corporation)

FIRST: The subscriber, Raymond J. Briscuso, Jr., whose post office address is 9110 Harrington Drive, Potomac, Maryland 20854, being of full legal age, do under and by virtue of the general laws of the State of Maryland, authorizing the formation of close corporations, execute these Articles of Incorporation.

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

WEST TECH, INC.

THIRD: The Corporation is a close corporation authorized by the general laws of the State of Maryland, Title 4, Corporations and Associations, Annotated Code of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this state is 2444 Solomons Island Road, Suite 209, Annapolis, Maryland 21401. The resident agent of the Corporation is A. John Briscuso, whose post office address is 2444 Solomons Island 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 the authorized capital stock of the Corporation shall be One Thousand (1,000) shares of common stock of One Dollar (\$1.00) par value.

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

(a) To enter into partnership agreements, limited partnership agreements or joint ventures with any person, firm, association or corporation engaged in carrying on any business in which the Corporation is authorized to engage, or in connection with carrying out all or any of the purposes of this Corporation; and as such to act as partner, general partners, limited partner or venturer in any such agreement.

(b) To buy, lease and otherwise acquire real property and interests in real property of every kind and description, improved or unimproved, and wheresoever situate or located; buying, leasing, and otherwise acquiring and constructing and erecting, or contracting for the construction and erection of buildings and structures in and on such real property for any uses or purposes; holding, owning, improving, developing,

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H. ERLE SCHAFER
CLERK

BOOK -207 PAGE 347

subdividing, maintaining, operating, managing, leasing, mortgaging, selling, or otherwise disposing of such property or any part thereof, equipping and operating buildings, warehouses, or any other buildings, or structures of whatsoever kind.

(c) To purchase, lease, or otherwise acquire, all or any of the property, rights, businesses, contracts, goodwill, franchise, and assets of every kind, of any corporation, co-partnership, individual (including the estate of a decedent), carrying on or having carried on in whole or in part of 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 any such property rights, businesses, contracts, goodwill, franchise, or assets by the issue in accordance with the laws of the State of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

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

(e) To purchase or otherwise acquire, hold and reissue shares, of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidence of indebtedness issued or created by any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony, or dependency of the United States of America, or of any foreign country, and while the owner or holder of any such shares of stock voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(f) To guarantee the payment of dividends upon any shares 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.

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BOOK - 207 PAGE 348

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

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

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

(j) The foregoing enumeration of the purposes, objects, and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation, by law, and is not intended, by the mention of any particular purpose, object, or business, in any manner to limit or restrict the generality of any other purpose, object, or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions, and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of the State of Maryland.

SEVENTH: The Corporation shall have a Board of Directors, with a minimum of two (2) Directors, until such time as the stock of the Corporation has been issued; thereafter, the corporation shall have no Board of Directors. The names of the initial members of the Board of Directors are A. John Briscuso and Bette L. McNamara.

EIGHTH: The Corporation shall indemnify its Officers and Directors to the extent permitted, and in the manner provided by Section 2-418 of the Corporations and Associations Article of

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CLERK'S NOTATION

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duction.

BOOK - 207 PAGE 349

the Annotated Code of Maryland, as amended, and shall have power
to make any other or further indemnify under the laws of the
State of Maryland.

NINTH: The duration of this Corporation shall be
perpetual.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation and acknowledged the same to be my act on this
the 20th day of November, 1987.

Michael SOB
Witness

Raymond Briscuso, Jr.
Raymond J. Briscuso, Jr.,
Incorporator

2970 2091

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STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02p 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 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Property Reports and late filing penalties, Other.

TOTAL FEES

40 Check Cash Documents on checks

APPROVED BY: A

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

Code ATTENTION:

MAIL TO ADDRESS: West Tech, Inc. 2444 Solomons Island Rd #209 Annapolis, Md 21401

NOTE:

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

BOOK - 207 PAGE 351

ARTICLES OF INCORPORATION
OF
WEST TECH, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 24, 1987 AT 11:01 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$

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D2454510

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 BRISCUSO
2444 SOLOMONS ISLAND #209
ANNAPOLIS MD 21401

102C3013240

A 247156



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

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 352

APPROVED FOR RECORD
11/23/87 at 8:48

ARTICLES OF INCORPORATION
OF
ST. ALBAN'S CHURCH FOUNDATION
OF GLEN BURNIE, MARYLAND, INC.

1981 OCT 26 P 9:21

J

We, the undersigned, being at least eighteen (18) years of age and citizens of the United States, desiring to form a non-stock corporation pursuant to the Corporation and Associations Article of the Annotated Code of Maryland, do make, sign and acknowledge this certificate as follows:

ARTICLE I

The name of the Corporation (which is hereafter called the "Corporation") is: St. Alban's Church Foundation of Glen Burnie, Maryland, Inc.

ARTICLE II

The Vestry of St. Alban's Parish Church, Glen Burnie, Maryland seeks to create this corporation in order to:

(a) To manage funds for the benefit of the charitable and religious activities of St. Alban's Parish Church located in Glen Burnie, Maryland, in particular:

- (1) Assist financially and assist with acquiring property for the capital improvements of the Church and any other associated buildings or parking lots, bounded by and limited to 1st Avenue, 2nd Avenue, "A" Street and "B" Street, South West, Glen Burnie, Maryland.
- (2) The creation of a perpetual endowment or trust to maintain and perpetuate the Church.

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H. ERLE SCHEIDT
CLERK

1981 OCT 26 9:21 AM

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

BOOK - 207 PAGE 353

(3) To assist financially, if requested by the Vestry of St. Alban's Parish Church, in the sound discretion of the Trustees, with a specific expense of the Church.

(b) The Corporation is organized exclusively for religious and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable and religious 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 objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or

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BOOK - 207 PAGE 354

organization other than a "charitable or religious organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article VIII of these Articles of Incorporation, or as shall in the opinion of the Board of Trustees, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterwards amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for charitable and religious purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(c) 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 II hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the correspon-

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ding provision of any future United States Internal Revenue Law) or (b) by a corporation, contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III

The post office address of the principal office of the Corporation in this State is 105 First Avenue, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State are Henry L. Hein, 206 Second Avenue, SE, Glen Burnie, MD 21061. Said Resident Agent is an individual actually residing in this State.

ARTICLE IV

The number of Trustees (Directors) of the Corporation shall be three (3), but shall never be less than two (2). The names of the Trustees (Directors) who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Henry L. Hein, Nelson Cross and Robert Taylor.

ARTICLE V

For the purposes and objects aforesaid said Corporation shall have the following powers and authority:

- (a) To make and enter into any and all contracts or agreements as may be necessary and proper for the purposes and objects set forth herein.

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(b) To purchase, lease or acquire by devise, gift or otherwise such real and personal property as may be necessary and proper for carrying out or accomplishing the purposes and objects of the Corporation and to sell, exchange and replace the same and to erect on such real estate as may be so acquired a suitable building or buildings and to maintain such building or buildings or space in any building or buildings so acquired as may be necessary and proper for carrying out and accomplishing the purposes and objects of the Corporation.

(c) To engage, hire or employ such persons as may be necessary and proper for carrying out and accomplishing the purposes and objects of the Corporation and to pay them such compensation as the Trustees (Directors) may deem reasonable and proper.

(d) To borrow or raise money for any of the purposes and objects of the Corporation and to issue bonds, notes and 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 interest thereon by mortgage or deed of trust upon, or pledge or conveyance or assignment in trust of the whole or any part of the property of the Corporation, real, personal or mixed, and to sell, pledge, discount, or otherwise dispose of such bonds, notes or other obligations, for any of the purposes or objects of the Corporation

(e) To receive bequests or gifts from decedents' estates or charitable foundations. Also, to enter into trust agreements with St. Alban's Parish Church for the purpose of managing certain assets of the Church for the purpose of funding the activities of the Corporation.

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ARTICLE VI

The Corporation hereby formed is a voluntary organization of individuals created solely for the pursuit and attainment of the benevolent and charitable purposes and objects set forth hereinbefore and not with a view to any pecuniary gain or profit to the members thereof, and whatever property, real, personal or mixed that may be acquired by it or whatever income may accrue therefrom shall be held and utilized solely for and in the prosecution of the purposes and objects aforesaid, and the Corporation is not authorized to issue capital stock.

ARTICLE VII

The Board of Trustees of the Corporation shall make the By-Laws for the government of the Corporation and for the administration of its affairs. The members of the Corporation shall be the Board of Trustees who will be elected and named by the Vestry of St. Alban's Parish Church. The Trustees shall be at least eighteen (18) years of age, citizens of the United States, and members in good standing of St. Alban's Parish Church. The Trustees shall all be initially appointed to a three (3) year term and at the end of three (3) years each year as outlined in the By-Laws, one (1) Trustee's term shall expire. The Trustees may amend the Articles of Incorporation in accordance with the procedures set forth in the Corporation & Associations Article of the Annotated Code of Maryland. However, any proposed change in the Articles of Incorporation must be approved by the Vestry of St. Alban's Parish Church before said amendment or change can become effective. In the event that the Vestry of St. Alban's Parish Church does not approve a proposed amendment or change in the Articles of Incorporation, said amendment or change will be considered as defeated and the Articles of Incorporation will remain

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in the same form as they were prior to the proposed amendment or change: A Trustee or Trustees of the Corporation that violates the Articles of Incorporation may be recalled by the Vestry of St. Alban's Parish Church by a two-thirds (2/3) majority of the voting members of the Vestry, at a regular or special meeting, a proper motion for recall having been made and seconded. The Vestry of St. Alban's Parish Church shall then name and elect a person or persons to replace and fulfill the unexpired term of said recalled Trustee or Trustees of the Corporation.

ARTICLE VIII

All of the corporate powers of the Corporation shall be vested in the Trustees who are its only members.

ARTICLE IX

The duration of the Corporation shall be perpetual.

ARTICLE X

Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered and paid over to St. Alban's Parish Church, Glen Burnie, Maryland. However if St. Alban's Parish Church no longer exists, the assets must then be distributed to the Episcopal Diocese of Maryland or its successors.

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ARTICLE XI

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.

ARTICLE XII

In these Articles of Incorporation,

(a) References to "charitable organizations" or "religious organizations" mean corporations, churches, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting, to influence legislation and which do not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article XII shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterwards amended.

(b) The term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific testing for public safety, literary, or educational purposes within the meaning of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1986 but only such purposes

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in a condition not permitting
satisfactory photographic repro-
duction.

as also constitute public charitable purposes under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, including, but not limited to, the granting of scholarships to men and women to enable them to attend educational institutions.

ARTICLE XIII

(a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue code of 1986, or corresponding provisions of any subsequent federal tax laws.

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ARTICLE XIV

(a) As used in this Article XIV, 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.

(b) The Corporation shall indemnify a present or former Trustee 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 Trustee 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 Trustee 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 Trustee 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 Trustees 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 members who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former Trustee or officer is proper in the circumstances.

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IN WITNESS WHEREOF; We have signed these Articles of Incorporation
this 28TH day of AUGUST, 1987, and we acknowledge same to be our
act.

206 Second Avenue, SE
Glen Burnie, MD 21061

Henry L. Hein
HENRY L. HEIN

336 Lazywood Court
Millersville, MD 21108

Nelson Cross
NELSON CROSS

639 Thomas Way
Severna Park, MD 21146

Robert Taylor
ROBERT TAYLOR

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

I HEREBY CERTIFY that on this 28TH day of AUGUST, 1987,
before me, the Subscriber, a Notary Public, in and for the State and County
aforesaid, personally appeared **HENRY L. HEIN, NELSON CROSS and ROBERT TAYLOR**
and they made oath in due form of law that the matters and facts set forth in
the foregoing ARTICLES OF INCORPORATION are true and correct as therein
stated, to the best of their knowledge, information and belief.

AS WITNESS MY HAND AND NOTARIAL SEAL.

Mary C Van Gorder
Notary Public

My Commission expires:
July 1, 1990





STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

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duction.

DOCUMENT CODE 02 BUSINESS CODE 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, 75-85, 21-31, NA, 87-71, 600 with descriptions of various fees and taxes.

TOTAL FEES 52

Check Cash
Documents on checks

APPROVED BY: Jm.T.

Code
ATTENTION:
MAIL TO ADDRESS:
Charles W. Ayres, Jr.
P.O. Box 670
Glen Burnie, Md. 21061

NOTE:

CLERK'S NOTATION

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ARTICLES OF INCORPORATION
OF
ST. ALBAN'S CHURCH FOUNDATION OF GLEN BURNIE,
MARYLAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 23, 1987 AT 8:48 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 32.00

SPECIAL
FEE PAID:

\$

D2454304

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 W. AYRES, JR.
P.O. BOX 670
GLEN BURNIE MD 21061

102C3013219

A 247135



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

2970 1987

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

BOOK - 207 PAGE 365

J.

ARTICLES OF INCORPORATION
OF
CYRAIC AND MUNDRA, P.A.

FIRST: I, DAVID C. BARCLAY, whose post office address is 2660 Riva Road, Fourth Floor, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby file these Articles of Incorporation under and by virtue of the General Laws of the State of Maryland, including the Professional Service Corporation 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 CYRAIC AND MUNDRA, P.A.

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

(1) To engage in every phase and aspect of the business of rendering the same professional services to the public that a physician, duly licensed under the laws of the State of Maryland, is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed under the laws of the State of Maryland to engage in the practice of medicine;

(2) To invest its funds in real estate, mortgages, stocks, bonds, or any other type of investments as determined by its Board of Directors;

(3) To own or lease real or personal property necessary in performance of the practice of medical services;

(4) To do any act or thing and exercise any power suitable, convenient or proper for the accomplishment of any other 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 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

NOV 17 11 24 AM '87
H. ERLE SCHAFER
CLERK

NOV 23 10 59 AM '87

73278237 STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11-23-87 at 9349

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BOOK - 207 PAGE 366

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 professional 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 professional 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 14 Wellham Avenue, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is David C. Barclay, 2660 Riva Road, Fourth Floor, 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 2,500 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 Bylaws of the Corporation, but shall never be less than three provided that:

1. If there is no stock outstanding, the number of directors may be less than three but not less than one; and
2. If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The name of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Chakumkal Cyriac and Surya P. Mundra.

SEVENTH: The following provisions are hereby adopted for the purpose

BOOK - 207 PAGE 367

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

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

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

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

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

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

(1) The Corporation shall indemnify any officer or director of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such officer, director, employee, or agent of the Corporation, or is or was serving at the

BOOK - 207 PAGE 368

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

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

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

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duction.

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

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

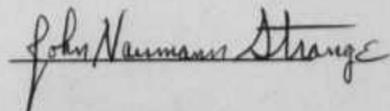
(6) Agents and employees of the Corporation who are not officers or director of the Corporation may be indemnified under the same standard and procedures set forth above, in the discretion of the shareholders of the Corporation.

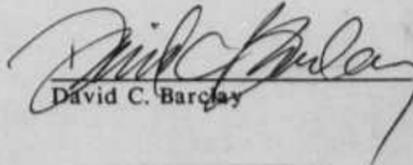
(7) Any indemnification pursuant to this Article NINTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs and personal representatives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

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 19 day of November, 1987, and I acknowledge the same to be my act.

WITNESS:




David C. Barclay

002955JS.ART



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STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 6 BUSINESS CODE 06 COUNTY 52

4 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)	<input type="checkbox"/> Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	<input type="checkbox"/> Change of Principal Office
51	_____	Foreign Name Registration	_____
13	<u>11</u>	<u>1</u> Certified Copy <u>5</u>	<input type="checkbox"/> Change of Resident Agent
56	_____	Penalty	_____
54	_____	For. Supplemental Cert.	<input type="checkbox"/> 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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Hartman And Crain</u>
600	_____	Personal Property Reports and late filing penalties	<u>2661 Riva</u>
	_____	Other	<u>2660 Riva Road</u>
	_____	Other	<u>4th Fl</u>
	_____	Other	<u>Annapolis, Md. 21401</u>

TOTAL FEES 51
 Check Cash
Documents on _____ checks

APPROVED BY: J.M.T.

CERTIFIED COPY MADE

2970 1909

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CLERK'S NOTATION
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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 371

ARTICLES OF INCORPORATION
OF
CYRAIC AND MUNDRA, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 23, 1987 AT 9:19 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID.

\$ 20.00

SPECIAL
FEE PAID:

\$

D2454072

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 AND CRAIN
2660 RIVA ROAD - 4TH FLR
ANNAPOLIS MD 21401

102C3013196

A 247112



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

2970 1903

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK -207 PAGE 372

\MISCFORM.S\ARTCORP.CE 1

APPROVED FOR RECORD
11/18/87 at 9:00 a.m.

CHESAPEAKE ELECTROMEDICAL, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Greg N. Reamer, whose post office address is Suite 1111, 200 East Lexington Street, Baltimore, Maryland 21202, being at least eighteen (18) years of age, does hereby act as Incorporator with the intention of forming a corporation under and by virtue of the General Corporation Laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter called the "Corporation") is: Chesapeake Electromedical, Inc.

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

To establish, maintain, conduct, and operate a manufacturers' representative and distribution business; to sell, rent, lease and market at wholesale and retail components and end user products of all kinds, including but not limited to electronic components and electronic end user products; to train the Corporation's customers with respect to the products and components that the Corporation markets, distributes, acts as a manufacturer representative for, sells, rents and leases.

To carry on and conduct a general agency business, to act, and to appoint others to act, as general agent, special agent, broker, factor, manufacturers' agent, purchasing agent, sales agent, distributing agent, representative, and commission merchant, for individuals, firms, associations, and corporations in the distribution, delivery, purchase, and sale of goods, wares, merchandise, property, commodities, and articles of commerce of every kind and description, and in selling, promoting the sale of, advertising, and introducing, and contracting for the sale, introduction, advertisement, and use of, services of all kinds, relating to any and all kinds of businesses, for any and all purposes.

To purchase, lease, acquire, hold, own, mortgage, pledge, encumber and dispose of all kinds of property, real and personal, tangible and intangible, and mixed, wheresoever located; to carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or business,

03 MAR 17 PM 2:47
H. ERLE SCHAFER
CLERK

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BOOK -207 PAGE 373

\MISCFORM.S\ARTCORP.CE 2

or any of them, or any part thereof, or to enhance the value of its property, business or rights; to engage in any other lawful purpose and/or business; to do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

✓ FOURTH: The post office address of the principal office of the Corporation in this State is 2834 Carrollton Road, Annapolis, Maryland 21403. The name and post office address of the resident agent of the Corporation in this State are Al Rubenstein, 2834 Carrollton Road, Annapolis, Maryland 21403. Said resident agent is an individual and a citizen of this State and actually resides herein.

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

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, however, that the number of directors shall never be less than permitted by applicable Maryland law; The name of the Director who shall act until his successor is duly chosen and qualified is Al Rubenstein.

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

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

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

BOOK - 207 PAGE 374

\MISCFORM.S\ARTCORP.CE 3

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.

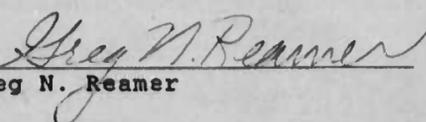
(c) The Board of Directors shall have the power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance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

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

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

The Corporation shall indemnify and advance expenses to a director, officer, employee or agent of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged them to be my act on this 17th day of November, 1987.


Greg N. Reamer



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Byrner, Director

DOCUMENT CODE 028 BUSINESS CODE 03 COUNTY 521

_____ 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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Greg Keamer</u>
600	_____	Personal Property Reports and late filing penalties	<u>200 E. Lexington St</u>
	_____	Other	<u># 1111</u>
	_____	Other	<u>Belt, Md 21202</u>

TOTAL FEES 40
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: [Signature]

2970 1795

0000 0374

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 - 207 PAGE 376

ARTICLES OF INCORPORATION
OF
CHESAPEAKE ELECTROMEDICAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 18, 1987 AT 9:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2454056

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:
GREG REAMER
200 E LEXINGTON STREET #111
BALTIMORE MD 21202

102C3013194

A 247110



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

2370 1791

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
11-19-87 at 9:06 .m.
J

BOOK - 207 PAGE 377

ARTICLES OF INCORPORATION

OF

CHARLES CARROLL HOUSE OF ANNAPOLIS, INC.

1987 NOV 19 D 9:06

FIRST: WE, THE UNDERSIGNED, Edward J. Gilbert,
C.Ss.R., and John Murray, C.Ss.R., Michael Woempner,
C.Ss.R., whose post office address is 109 Duke of Gloucester Street,
Annapolis, Maryland, 21401 each being at least eighteen years of age,
do, under and by virtue of the General Law of the State of Maryland
authorizing the formation of corporations associate ourselves as
incorporators with the intention of forming a corporation.

SECOND: The name of the corporation is

CHARLES CARROLL HOUSE OF ANNAPOLIS, INC.

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

(a) The Corporation is organized exclusively to provide
for restoring, preserving and maintaining the Charles Carroll House,
the birthplace and dwelling at Annapolis, Maryland, of Charles
Carroll of Carrollton, Signer of the Declaration of Independence--
including the Carroll Gardens and other appurtenances thereto;
to conduct such historical, documentary, archaeological and physical
research and other investigations as may be appropriate for these
purposes; and to make such arrangements as may be suitable with the
owners of the said House and Gardens, private organizations, corpora-
tions, trusts and foundations, and Federal, State, County or Municipal
governments or any agencies thereof to accomplish the foregoing
purposes.

H. ERLE SCHAFER
CLERK
03 MAR 17 PM 3:47

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BOOK - 207 PAGE 378

(b) To receive and administer funds and properties of all kinds for the above purposes, and to that end to take hold by bequest, devise, gift, purchase, loan or lease, either absolutely or in trust, for said objects or purposes or any one of them, any property, real, personal or mixed, without limitations as to amount or value, except such as may be imposed by law, to sell, convey and dispose of any such property and to invest and reinvest the principal therefrom for any of the purposes as may be contained in the instrument under which the property is received.

(c) To receive any property, real, personal, or mixed, in trust under the terms of any deed, will, deed of trust, or other trust instrument for the purposes of the Corporation, and in the administering of the same to carry out the directions and exercise the powers contained in the instrument under which the property is received, including the expenditure of the principal as well as the income for one or more of such purposes, if authorized or directed in the instrument under which it is received.

(d) To receive, take title to, hold, and use the proceeds and income of real estate, personal estate, stocks, bonds, obligations, or other securities of any person or persons, corporation or corporations, domestic or foreign, for the purposes of the Corporation.

(e) To solicit and receive funds from the public for the purposes of the Corporation, but no part of such funds or property received as a gift and no part of the net earnings, or any principal, or corpus, of the Corporation, shall inure to

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BOOK -207 PAGE 379

the benefit of any Director or Member of the Corporation, and no substantial part thereof or of any of the activities of the Corporation shall be devoted to carrying on propaganda or otherwise attempting to influence legislation.

(f) To exercise such other powers as the Directors may deem requisite to promote the purposes of the Corporation and which are permitted by law to corporations (formed for charitable purposes within the meaning of 26 U.S.C. sec. 501 (c) (3) or the corresponding provision of any future United States Internal Revenue Law), and to have all other powers conferred by law on corporations formed under the General Laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is 109 Duke of Gloucester Street, Annapolis, Maryland 21401. The name of the resident agent of the Corporation in this State is Robert L. Worden and the post office address of the resident agent is 109 Duke of Gloucester Street, Annapolis, Maryland 21401. Said resident agent is an individual actually residing in this State. ✓

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

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than three (3), provided that so long as there are 2970 1624

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BOOK - 297 PAGE 380

less than (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 qualify are:

Edward J. Gilbert, C.Ss.R.
John Murray, C.Ss.R.
Michael Woempner, C.Ss.R.

SEVENTH: The Directors shall have the power to make and alter Bylaws and, subject to the provisions of law, to propose amendments to these Articles of Incorporation.

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 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 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

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BOOK -207 PAGE 381

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 of 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 2970 1626 shall deem proper.

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BOOK - 207 PAGE 382

(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 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 paragraph (1) and (2) of this Article EIGHTH (unless ordered by 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 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 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 2970 1627

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BOOK -207 PAGE 383

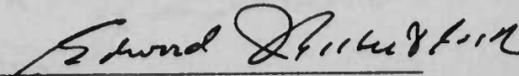
specific case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this Article.

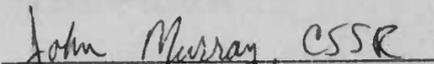
(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standard and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

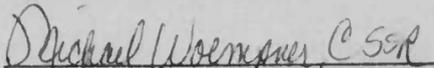
(7) Any indemnification pursuant to this Article EIGHTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled, and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representatives of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

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on _____.


EDWARD J. GILBERT, C.Ss.R.


JOHN MURRAY, C.Ss.R.


MICHAEL WOEMPNER, C.Ss.R.

2970 1628

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CLERK'S NOTATION

Document submitted for record
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satisfactory photographic repro-
duction.

BOOK -207 PAGE 384

THE UNDERSIGNED Incorporators of CHARLES CARROLL HOUSE OF ANNAPOLIS, INC. who executed the foregoing Articles of Incorporation of which this Certificate is made a part, hereby acknowledge the same to be their act and further acknowledge that, to the best of their knowledge, the matters and facts set forth therein are true in all material respects under the penalties of perjury.

Edward Gilbert
EDWARD J. GILBERT, C.Ss.R.

John Murray
JOHN MURRAY, C.Ss.R.

Michael Woempner
MICHAEL WOEMPNER, C.Ss.R.

2970 1629

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STATE OF MARYLAND

BOOK - 207 PAGE 385

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 028 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>210</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>14</u>	<u>1</u> Certified Copy <u>8</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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Serio, Tansey & Adams</u>
600	_____	Personal Property Reports and late filing penalties	<u>5707 East West Highway</u>
_____	_____	Other _____	<u>Riverdale, Md. 20737</u>
_____	_____	Other _____	_____

TOTAL FEES 60

Check _____ Cash _____
1 Documents on 2 checks (50.00 + 10.00)

APPROVED BY: J.M.T.

2970 1630

0000 0384

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 - 207 PAGE 386

ARTICLES OF INCORPORATION
OF
CHARLES CARROLL HOUSE OF ANNAPOLIS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 19, 1987 AT 9:06 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

9

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ 20.00	\$ 26.00	\$
<u>D2453850</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:
SERIO, TANSEY & ADAMS
5707 EAST WEST HIGHWAY
RIVERDALE MD 20737

102C3013174

A 247104



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2970 1621

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

BOOK -207 PAGE 387

ALEVROFAS, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11/20/87 at 11:55 .m.

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 Alevrofas, INC.

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

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

- 1) To engage in the restaurant business and other
related sales of foodstuffs and beverages.
- 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 8499 Fort Smallwood Road, Store
No. 56, Pasadena, Maryland 21617. 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. 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 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 George Alevrofas.

08 MAR 17 PM 2:48
H. ERLE SCHAFER
CLERK

73278453

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(u)

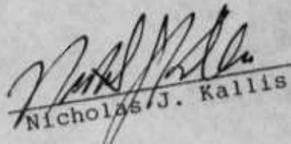
CLERK'S NOTATION

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

BOOK - 207 PAGE 388

- EIGHTH:
- 1) As used in this Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.
 - 2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.
 - 3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) and affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or, (ii) an affirmative vote, at a duly constituted meeting or a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20th day of November, 1987, and I acknowledge the same to be my act.


Nicholas J. Kallis



STATE OF MARYLAND

BOOK - 207 PAGE 389

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 028 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>8</u>	<u>1</u> Certified Copy <u>2</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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Nicholas Kallias</u>
600	_____	_____ Personal	<u>67 Franklin St.</u>
	_____	Property Reports and late filing	<u>Annapolis, Md 21401</u>
	_____	penalties	NOTE: _____
	_____	Other _____	
	_____	Other _____	

TOTAL FEES

48 Check _____ Cash _____ Documents on _____ checks

APPROVED BY: A

2970 1620

0000 0388

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 - 207 PAGE 390

ARTICLES OF INCORPORATION
OF
ALEVROFAS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 20, 1987 AT 11:55 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2453843

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 ST.
ANNAPOLIS

MD 21401

102C3013173

A 247103



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO 2970 1517

CLERK'S NOTATION

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

BOOK - 207 PAGE 391

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATIONNOBODY DOES IT BETTER, INC.
ARTICLES OF INCORPORATION

APPROVED FOR RECORD

11/19/87 at 9:47

FIRST: I, JEROME I. FELDMAN, whose post office address is 79 West Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is NOBODY DOES IT BETTER, INC.

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

(1) To own and operate a food service establishment specializing in yogurt, and other related food stuffs.

(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 1029 Ashe Street, Davidsonville, Maryland 21035. The name and post office address of the Resident Agent of the Corporation in this State is Jerome I. Feldman, Esquire, 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 Five (5), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than five, 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:

Susan Roberta Donovan
John Brooks Donovan
John Earl Donovan
Tami Sue Donovan
Robyn Lea Donovan

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CLERK

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BOOK - 207 PAGE 392

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 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 term of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

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

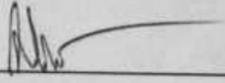
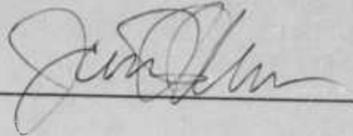
(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided,

BOOK - 207 PAGE 393

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and acknowledge same to be my act, this 6 day of November, 1967.

WITNESS:


_____

[forms/nbdibi]
file no. 1494



STATE OF MARYLAND

BOOK - 207 PAGE 394

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
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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Bernstein + Feldman</u>
600	_____	Personal Property Reports and late filing penalties	<u>P.O. Box 591</u>
	_____	Other	<u>Annapolis, Md</u>
	_____	Other	<u>21404</u>

TOTAL FEES 40
 Check _____ Cash
Documents on _____ checks

APPROVED BY: PCM

2970 0390

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CLERK'S NOTATION

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

BOOK - 207 PAGE 395

ARTICLES OF INCORPORATION
OF
NOBODY DOES IT BETTER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 19, 1987** AT **9:47** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$ _____

D2452688

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:
BERNSTEIN & FELDMAN
P. O. BOX 591
ANNAPOLIS

MD 21404

101C3011788

A 246987



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2370 0386

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duction.

BOOK - 207 PAGE 396

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

11/19/87 at 8:57 a.m.

Handwritten initials

THIS IS TO CERTIFY:

FIRST: The undersigned, THEODORE C. DENICK, whose post office address is 1400 Munsey Building, 7 N. Calvert Street, Baltimore, Maryland 21202 being at least eighteen (18) years of age, under the general laws of the State of Maryland, does hereby form a corporation by the execution and filing of these Articles.

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

PADDLE WHEEL BOAT CORP.

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 deal in all forms of entertainment, tourist trade and sales, including but not limited to, boat ownership, sightseeing tours on a boat, retail sales and all other forms of business related thereto.

2. To acquire all of 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 power to conduct, and to hold, utilize, enjoy and in any manner dispose of the whole or any part of the goods, property and business so acquired, and to assume, in connection therewith, any liability of each person, firm, association or corporation.

3. To carry on any business or businesses which may be calculated, directly or indirectly, to effectuate the aforesaid objects or any of them, to facilitate it in the transaction of its aforesaid business or

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BOOK -207 PAGE 397

any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to increase the value of its property or rights.

4. To borrow and raise money without limit upon any terms and for any purposes whatsoever.

5. To endorse, guarantee and secure the payment and satisfaction of the bonds, coupons, mortgages, deed of trust, debentures, securities, obligations, evidences of indebtedness, and shares of capital stock of other corporations, and also to guarantee and secure the payment or satisfaction of dividends on shares of the capital stock or other corporations; also to undertake the whole or any part of the assets and liabilities existing or prospective of any person, firm or corporation, also to procure any other person or corporation to assume such obligation or obligations.

6. To carry out all or any part of the aforesaid purposes to the same extent and as fully as natural persons might or could do, and in any part of the world, and as principal, agent, factor, contractor or otherwise, and either alone or in conjunction with other individuals, firms, associations, corporations or syndicates, and to make and perform contracts of every kind and description.

The foregoing enumeration of purposes, objects and business of the corporation is made in furtherance and not in limitation of the powers conferred under the corporation by law and it is expressly provided that the said enumeration of specific powers shall not be held to limit or restrict in any manner the objects, purposes and powers of the corporation.

BOOK - 207 PAGE 398

FOURTH: The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located at is: 760 Ritchie Highway, Suite N-7, Severna Park, Maryland 21146.

FIFTH: The name of the Resident Agent of the Corporation is Edward J. Dyas, Jr., who is a citizen of Maryland, actually residing therein, and whose post office address is 760 Ritchie Highway, Suite N-7, Severna Park, Maryland 21146.

SIXTH: The number of Directors of the Corporation shall be three (3). The number of Directors, however, may from time to time by a majority vote of the shares of stock represented at any meeting called for that purpose be increased to not exceed ten (10) and the said stockholders by a majority vote of the shares of stock represented at such meeting shall fill the vacancy arising from such increase. The stockholders, by a majority vote may remove at any time, with or without cause, any one or more of the directors. The majority vote of all of the shares of stock represented at any regular or special meeting of the stockholders shall be required to elect or pass any measure.

Provided, however, that if there is no stock outstanding the number of directors may be less than three (3), but not less than one (1); and further provided 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 shareholders.

Until stock is issued, there shall be one (1) director and the same shall be Edward J. Dyas, Jr.

1. Vacancies arising at any time through the death or resignation of Directors shall be filled by the majority vote of shares of stock represented at a meeting of stockholders called for such purpose; and the stockholders

BOOK - 207 PAGE 399

by the majority vote of the shares of stock represented at such meeting shall fill the vacancies arising from such death or resignation.

SEVENTH: The total amount of shares of stock of each class which the corporation has the authority to issue is one thousand (1,000) shares of stock without par value.

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

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

b. No contract or other transaction between this corporation and any other corporation and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; and directors individually, or any firm of which any director may be a member, and 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

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BOOK - 207 PAGE 400

other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

c. The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount of working capital of the corporation to determine whether any, and, if any, what part, of the surplus of the corporation or of the net profits arising from its business shall be declared in dividend and paid to the stockholders, subject, however, to the provisions of the charters, and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may in its discretion use and supply any of such surplus or net profits in purchasing or acquiring any of the shares of stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

WITNESS:

Wiley E. Appold

Theodore C. Denick (SEAL)
THEODORE C. DENICK

IN WITNESS WHEREOF, I have signed these Articles and acknowledge same to be my act.

Theodore C. Denick
THEODORE C. DENICK

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STATE OF MARYLAND

BOOK - 207 PAGE 401

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 028 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Includes rows 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Personal Property Reports and late filing penalties, Other.

TOTAL FEES 40 Check Cash Documents on checks

APPROVED BY: [Signature]

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

Code ATTENTION:

MAIL TO ADDRESS: Theodore Demick 7 N. Calvert St Baltimore, Md 21202

NOTE:

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ALL STATE LEGAL SUPPLY CO
ONE COMMERCE DRIVE, CRAWFORD, N. J. 07004
508 CL

BOOK - 207 PAGE 402

	<p>ARTICLES OF INCORPORATION PADDLE WHEEL BOAT CORP.</p>		<p>BASS & DENICK, P.A. ATTORNEYS AT LAW 916 MUNSEY BUILDING BALTIMORE, MARYLAND 21202</p>
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CLERK'S NOTATION
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BOOK - 207 PAGE 403

ARTICLES OF INCORPORATION
OF
PADDLE WHEEL BOAT CORP.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 19, 1987** AT **8:57** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2452654

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:
THEODORE DENICK
7 N. CALVERT ST.
BALTIMORE

MD 21202

101C3011785

A 246984



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

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CLERK'S NOTATION
Document submitted for record
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STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK -207 PAGE 404 APPROVED FOR RECORD
11/23/87 at 9:59 a.m.

ARTICLES OF INCORPORATION

OF

BABYSITTING BROKERAGE SERVICES, INCORPORATED

THIS IS TO CERTIFY THAT:

FIRST: That we, the subscribers, Kathleen Ann Gould whose post office address is 460 Cranes Roost Court, Annapolis, MD 21401, and Janine Patricia Reed, whose post office address is 112-C Askewton Road, Severna Park, MD 21146, being at least eighteen years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

BABYSITTING BROKERAGE SERVICES INCORPORATED

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

(A) To maintain a business which brings together independent persons offering babysitting services and persons seeking babysitting services.

(B) To develop and maintain referral lists of persons offering babysitting services and of persons seeking babysitting services.

(C) To finance the necessary credit in the furtherance of the above business.

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

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

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CLERK

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BOOK - 297 PAGE 405

(F) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or 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 dependancy of the United States of America, or of any other foreign country; and while the owner or holder of any such shares of stock, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, bonds or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

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

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

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

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The aforementioned enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation is 460 Cranes Roost Court, Annapolis, MD 21401. The resident agent of the Corporation is Jerome R. Sereboff, whose post office address is Suite 135, 3 Church Circle, Annapolis, MD 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 one thousand (1,000) shares of the par value of One (\$1.00) Dollar each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Thousand Dollars.

SIXTH: The Corporation shall have two directors; and Kathleen Ann Gould and Janine Patricia Reed shall act as such until the first annual meeting. The number of Directors may be changed in such lawful manner as the Bylaws shall from time to time provide.

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

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

2970 0328

BOOK -207 PAGE 407

(B) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation, any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction.

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

(D) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which change the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

BOOK - 207 PAGE 408

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

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

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 21ST day of OCTOBER 1987.

Jean H. Sereboff
Witness

Kathleen A. Gould
KATHLEEN ANN GOULD

Jean H. Sereboff
Witness

Janine P. Reed
JANINE PATRICIA REED

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 21ST day of OCTOBER 1987, before me the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Kathleen Ann Gould and Janine Patricia Reed who acknowledged the foregoing Articles of Incorporation to be their act.

IN WITNESS WHEREOF, I hereunto set my hand and notarial seal the day and year last above written.

My Commission Expires:
July 1, 1990

Jean H. Sereboff
Notary Public



STATE OF MARYLAND

BOOK - 207 PAGE 409

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
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	Certified Copy _____	_____
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Jerome Seabolt</u>
600	_____	Property Reports and Personal late filing penalties	<u>1404 Crain Hwy SW</u>
_____	_____	Other _____	<u>Sh. Burner, Md 21061</u>
_____	_____	Other _____	NOTE: _____

TOTAL FEES

40 Check _____ Cash
Documents on _____ checks

APPROVED BY: A

2970 031

0002 0408

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 - 207 PAGE 410

ARTICLES OF INCORPORATION
OF
BABYSITTING BROKERAGE SERVICES INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 23, 1987** AT **9:59** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2452589

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 R. SEREBOFF
404 CRAIN HWY., S.W.
GLEN BURNIE MD 21061

101C3011778

A 246977



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2370 0325

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

BOOK - 207 PAGE 411

11/23/87 10:14

ARTICLES OF INCORPORATION
OF
VENDOR TENDERS, INC.

FIRST: I, James C. Kilbourne, whose address is 405 F Secret Bend, Glen Burnie, Md. 21061, being at least 18 years of age, hereby form a corporation under the Maryland General Corporation Law.

SECOND: The name of the Corporation is Vendor Tenders, Inc. (the "Corporation").

THIRD: The purposes for which the Corporation is formed are to provide logistical support, installation, maintenance, and general services to vending machine companies, and 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 405 F Secret Bend, Glen Burnie, Md. 21061. The name and address of the resident agent is James C. Kilbourne, 405 F Secret Bend, Glen Burnie, Md. 21061.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 200,000, all of which shall be Common Stock, par value \$0.25 per share. The aggregate par value of all of the shares of capital stock is \$50,000.

SIXTH: The number of directors of the Corporation shall be four until changed as provided by the Bylaws of the Corporation. The names of

NOV 23 1987
H. ERLE SHERMAN
CLERK

73278177

2970 0155

0002 0410



BOOK - 207 PAGE 413

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, and Name Change (New Name). Rows include fees for Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Rec. Fee (Amendment), Rec. Fee (Merger or Consolidation), Rec. Fee (Transfer), Rec. Fee (Dissolution), Rec. Fee (Revival), Foreign Qualification, Cert. of Qual. or Reg., Foreign Name Registration, Certified Copy, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Personal Property Reports and late filing penalties, Other.

TOTAL FEES

40 Check Cash Documents on checks

APPROVED BY: A

2970 0168

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

0002 0411

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

BOOK - 207 PAGE 414

ARTICLES OF INCORPORATION
OF
VENDOR TENDERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 23, 1987** AT **10:14** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID.

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2452241

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:
CABLE, MCDANIEL & ETAL.
1 N. CHARLES ST.
BALTIMORE MD 21201 3793

101C3011744

A 246965



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2970 0165

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

BOOK -207 PAGE 415

STATE DEPARTMENT OF ASSOCIATIONS
AND CHARITABLE ORGANIZATIONS
APPROVED FOR RECORD
11-18-87 at 9:53a.m.

1. The name of the corporation at the time the charter was forfeited was Associated Micrographics, Inc.
2. The name which the corporation will use after revival is Associated Micrographics, Inc.
3. The name and address of the Resident agent is:
Angela R. Strovel
2704 Cassia Drive
Edgewater, Maryland 21037
4. These Articles of Revival are for the purpose of reviving the charter of the corporation.
5. At or prior to the filing of these Articles of Revival the corporation has:
 - a) Paid all fees required by law;
 - b) Filed all annual reports which should have been filed by the corporation if its charter had not been forfeited;
 - c) Paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.
6. The address of the principal office in this state is 2704 Cassia Drive, Edgewater, Maryland 21037.

6011017
H. ERIC
CLERK

ES 6 WV 81 NOV 206

George Strovel
GEORGE STROVEL
Last Acting President

Angela R. Strovel
ANGELA R. STROVEL
Last Acting Secretary

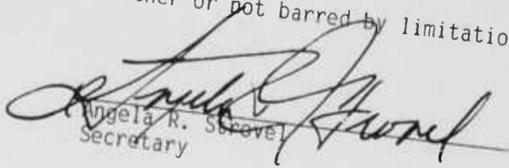
2965-2963

0002 0413

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

BOOK - 207 PAGE 416

I, ANGELA R. STROVEL, Secretary of Associated Micrographics, Inc., hereby declare that the previously mentioned corporation has paid all state and local taxes except taxes on real estate, and all interest and penalties due if the charter had not been forfeited whether or not barred by limitations.


Angela R. Strovel
Secretary

I HEREBY CERTIFY that on the 7th day of May 1986, before me, the subscriber, a Notary Public of the State of Maryland, in and for Anne Arundel County, personally appeared Angela R. Strovel and made oath under the penalties of perjury that the matters and facts set forth in this Affidavit are true to the best of her knowledge, information and belief.
As witness my hand and Notarial Seal.


Notary Public

My Commission expires: July 1, 1990.



0002 0414



STATE OF MARYLAND

BOOK - 207 PAGE 417

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE

180

BUSINESS CODE

23

COUNTY

52

1445287

P.A

Religious

Close

Stock

Nonstock

Merging

(Transferor)

Surviving

(Transferee)

CODE

AMOUNT

FEE REMITTED

20 Organ. & Capitalization
 61 Rec. Fee (Arts. of Inc.)
 62 Rec. Fee (Amendment)
 63 Rec. Fee (Merger or Consolidation)
 64 Rec. Fee (Transfer)
 65 Rec. Fee (Dissolution)
 66 Rec. Fee (Revival)
 52 Foreign Qualification
 50 Cert. of Qual. or Reg.
 51 Foreign Name Registration
 13 Certified Copy
 56 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 Standings
 NA Foreign Corporation Registration
 87 Limited Part. Good Standings
 71 Financial
 600 Personal Property Reports and late filing penalties
 Other
 Other

Code

ATTENTION:

MAIL TO ADDRESS:

Angela Howard
 2704 Cassin Dr.
 Edgewater, Md
 21037

TOTAL FEES

50

NOTE:

Check

Cash

Documents on

checks

APPROVED BY:

[Signature]

2369 2870

0002 0415

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CLERK'S NOTATION

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BOOK - 207 PAGE 418

THE ARTICLES OF REVIVAL
OF
ASSOCIATED MICROGRAPHICS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 18, 1987 AT 9:53 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 20.00

\$ 30.00

D1445287

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:
ANGELA STROVEL
2704 CASSIA DRIVE
EDGEWATER

MD 21037

100C3011692

A 246916



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2969 2867

BOOK - 207 PAGE 419

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11/18/87 at 10:43 J.

ARTICLES OF AMENDMENT AND RESTATEMENT

OF

POWERS SMITH LIMITED

1987 NOV 18 AM 10:43

Powers Smith Limited, a Maryland corporation (the "Corporation") certifies that:

FIRST: The Corporation desires to amend and restate its charter as currently in effect;

SECOND: The following are the provisions of the charter of the Corporation currently in effect as amended:

FIRST: We, the undersigned, Marjorie P. Smith, whose post office address is 1612 Ridout Road, Annapolis, Maryland 21401; and C. Rennie Smith, whose post office address is 1612 Ridout Road, Annapolis, Maryland 21401, each being at least eighteen 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 (the "Corporation") is Powers Smith Limited.

THIRD: The Corporation is a "close corporation" as defined and 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: (1) to conduct and carry on a general interior designing and decorating business; and (2) 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.

FIFTH: The address of the principal office of the Corporation is 1612 Ridout Road, Annapolis, Maryland 21401. The name and address of the resident agent of the Corporation are Marjorie P. Smith, 1612 Ridout Road, Annapolis, Maryland 21401.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is

73228323

2963 2858

H. ERLE SCHAFER
CLERK

OCT 17 PM 2:49

0002 0417

BOOK - 207 PAGE 420

100,000, all of one class called Common Stock. The par value of each share of Common Stock is One Dollar (\$1.00) and the aggregate par value of all the shares of Common Stock is One Hundred Thousand Dollars (\$100,000.00).

SEVENTH: The Corporation shall have no board of directors.

EIGHTH: The Corporation shall indemnify, to the fullest extent permitted by the Maryland General Corporation Law, all persons who at any time were or are directors or officers of the Corporation. The Corporation shall pay or reimburse all reasonable expenses incurred by a present or former director or officer of the Corporation in connection with any threatened, pending or completed action, suit or proceeding (whether civil, criminal, administrative or investigative) in which the present or former director or officer is a party, in advance of the final disposition of the proceeding, to the fullest extent permitted by, and in accordance with the applicable requirements of, the Maryland General Corporation Law. The Corporation may indemnify any other persons permitted but not required to be indemnified by the Maryland General Corporation Law, if and to the extent indemnification is authorized and determined to be appropriate in each case in accordance with applicable law by the Board of Directors, the stockholders or special legal counsel appointed by the Board. The Corporation shall not be required to purchase or maintain insurance on behalf of any present or former directors or officers or other persons required or permitted to be indemnified.

THIRD: This amendment and restatement of the charter of the Corporation was advised by the Board of Directors and approved by the Stockholders of the Corporation by unanimous written consent.

IN WITNESS WHEREOF, the Corporation has caused these Articles to be signed in its name and on its behalf on this 31 day of August, 1987 by its President who acknowledges that these Articles are the act of the Corporation and that to the best of her knowledge, information and belief and under penalties of

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 421

perjury, all matters and facts contained in these Articles are
true in all material respects.

ATTEST:

POWERS SMITH LIMITED

C. Rennie Smith

C. Rennie Smith
Asst-Secretary

By *Marjorie P. Smith* (SEAL)
Marjorie P. Smith
President

jtmps12.amd



BOOK - 207 PAGE 422

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 13 BUSINESS CODE 03 COUNTY 52

D0979278 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)	<u>Change of Name</u>
52		Foreign Qualification	
50		Cert. of Qual. or Reg.	<u>Change of Principal Office</u>
51		Foreign Name Registration	
13	<u>9</u>	<u>1</u> Certified Copy <u>3</u>	<u>Change of Resident Agent</u>
56		Penalty	
54		For. Supplemental Cert.	<u>Change of Resident Agent</u>
73		Cert. of Conveyance	<u>Address</u>
75		Special Fee	
80		For. Limited Partnership	
83		Cert. Limited Partnership	
84		Amendment to Limited Partnership	Code <u>45</u>
85		Termination of Limited Partnership	ATTENTION: _____
21		Recordation Tax	
22		State Transfer Tax	
23		Local Transfer Tax	
31		Corp. Good Standings	
NA		Foreign Corporation Registration	
87		Limited Part. Good Standings	MAIL TO ADDRESS: _____
71		Financial	
600		Personal Property Reports and late filing penalties	
		Other	
		Other	

TOTAL FEES 29

Check Cash
Documents on _____ checks

NOTE: 2438/3024

APPROVED BY: J.M.T.

CERTIFIED COPY MADE 369 2861

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

0002 0420

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

BOOK - 207 PAGE 423

THE ARTICLES OF AMENDMENT AND RESTATEMENT
OF
POWERS SMITH LIMITED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 18, 1987 AT 10:43 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

00979278

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:
MILES & STOCKBRIDGE
10 LIGHT STREET
BALTIMORE

MD 21202

100C3011690

A 246915



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2365 2087

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

BOOK - 207 PAGE 424

90
STATE DEPARTMENT OF LABOR AND TAXATION

FREEWING DEVELOPMENT CORPORATION

A Close Corporation Under Title IV

APPROVED FOR RECORD
11/20/87 at 9:01 a.m.

ARTICLES OF INCORPORATION

1. The undersigned Hugh J. Schmittle and Kevin V. Lindsey, whose post office addresses are 1200 Chase Heritage Cr., Sterling, VA 22170 and 346 Shady Lane, Pasadena, MD 21122, respectively, being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.
2. The name of the corporation (which is hereinafter called the Corporation) is Freewing Development Corporation.
3. The Corporation shall be a close corporation as authorized by Title 4.
4. The purposes for which the Corporation is formed are as follows:
 - A. To market and sell royalties to any and all patents, domestic or foreign, inventions, designs, devices or other processes and business information proprietary to the Corporation, that the Corporation or the undersigned, together or separately, control and/or own, presently or in the future, as law allows.
 - B. To market and sell any and all licensing agreements or contracts regarding the aforementioned patents, as law allows.
 - C. To act as paid consultants regarding the use, sale, or development of any products using the aforementioned patents.
 - D. To develop existing and future uses for any and all patents, domestic or foreign, inventions, designs, devices or other processes and business information proprietary to the Corporation, that the Corporation or the undersigned, together or separately, control and/or own, presently or in the future.
 - E. To engage in any lawful act or activity for which corporations may be organized.
5. The post office address of the principal office of the Corporation in Maryland is 346 Shady Lane, Pasadena, Anne Arundel, 21122. The name and post office address of the resident agent of the Corporation in Maryland are Kevin V. Lindsey, 346 Shady Lane, Pasadena, Anne Arundel, 21122.

73248141

2969 2531

0002 0422

RECEIVED
88 MAR 17 PM 2:49
FILE SCHAFER

10 6 AM 02 NOV 1987

BOOK -207 PAGE 425

6. The total number of shares of stock which the Corporation has authority to issue is 1000 shares with no par value, all of one class and having no set aggregate par value.

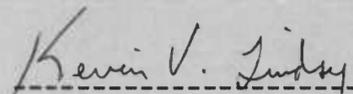
7. The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the bylaws of the Corporation, but shall never be less than two (2); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Hugh J. Schmittle, and Kevin V. Lindsey.

8. The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed the Articles of Incorporation on November 19th, 1987, and severally acknowledge the same to be our act.



Hugh J. Schmittle



Kevin V. Lindsey

2969 2532

0002 0423



STATE OF MARYLAND

BOOK - 207 PAGE 426

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 028 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 Name Change (New Name). Rows include codes 20-73, 75-85, 21-31, NA, 87-71, 600.

TOTAL FEES 40 Check [x] Cash Documents on checks

APPROVED BY: [Signature]

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

2969 2533

0002 0424

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

BOOK - 207 PAGE 427

ARTICLES OF INCORPORATION
OF
FREEWING DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 20, 1987 AT 9:01 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$

D2452118

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:
KEVIN V. LINDSEY
346 SHADY LANE
PASADENA

MD 21122

100C3011680

A 246905



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

2969 2530

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

Articles of Incorporation APPROVED FOR RECORD

THE undersigned, John Boström, whose Post Office is 2127 Espey Court,
Crofton, Maryland 21114, being over the age of 21, does hereby form a
Corporation under the laws of the State of Maryland.

The name of the Corporation is Christian Living Development Corporation.

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

- A. To design and supervise the construction of various buildings and landscaping.
- B. To invest its' funds in real estate, mortgages, stocks, bonds or any other type of investment.
- C. To own real property, or personal property necessary or advisable for rendering of the services specified above.
- D. To do such acts and carry on such business as may be permitted by the General Corporation Statutes of the State of Maryland, subject to the limitations thereof.

The post office address of the Principal office of the corporation in Maryland is 2127 Espey Court, Suite 110, Crofton, Maryland 21114. ✓

The name and address of the resident agent of the corporation in Maryland is John Boström 2127 Espey Court, Crofton, Maryland 21114. Said resident agency is over 21, is a citizen of Maryland and actually resides therein. ✓

The total number of shares of stock which the corporation is authorized to issue is 500 with par value at \$1.00, all of one class of stock.

The corporation is a close corporation, and therefore does not need the normal minimum of three. John Boström will act as a director until his successor is chosen.

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 9th day of November 1987.

Rebecca Cymek

John Boström
JOHN BOSTROM

State of Maryland, Anne Arundel County; to wit

I Hereby Certify that on the date above written before me, the subscriber a Notary Public of the State of Maryland, Personally appeared John Boström who acknowledged the foregoing Articles of Incorporation to be his act.

As Witness my hand and seal.

Rebecca Cymek
NOTARY PUBLIC

73178307

My Commission expires:
July 1, 1990

H. ENLE SCHAFER
CLERK
88 MAR 17 PM 2:49

1987 NOV 13 A 9 07

2963 2506

0002 0426



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

BOOK - 207 PAGE 429

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>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 Standings
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:
John Bostrom
2127 Eppley Ct
110
Crofton, Md 21114

NOTE: _____

TOTAL FEES

40

Check Cash
 Documents on _____ checks

APPROVED BY: PCM

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 - 207 PAGE 430

ARTICLES OF INCORPORATION
OF
CHRISTIAN LIVING DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 13, 1987 AT 9:07 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

02452068

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 BOSTROM
2127 ESPEY COURT, SUITE 110
CROFTON MD 21114

100C3011675

A 246900



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

2969 2505

0002 0428

BOOK - 207 PAGE 432

similar business, and to pay for the same in cash or stock of this Corporation or otherwise.

F. To buy and sell fee-simple property, leasehold property, ground rents and personal property; 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; to borrow money and issue notes and bonds as authorized by the Laws of this State and to execute mortgages, deeds of trust or other forms of contracts as security for the same and guarantee the payment thereof.

G. To consolidate or merge with any other corporation engaged in any business similar or analogous to those of this Corporation or to any of the objects of this Corporation.

H. In general, to carry on any lawful business and to have and to exercise all powers conferred by the general laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said corporation is formed under the articles, conditions and provisions herein expressed and

BOOK - 207 PAGE 433

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 principal office of the Corporation in Maryland is 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in Maryland is Jeffrey M. Neuman, 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. Said Resident Agent is a citizen of Maryland and actually resides therein.

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

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

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

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

BOOK -207 PAGE 434

redemption of, and the conversion rights of, such shares.

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

SEVENTH: 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 provisions of Section 2-419 of the Corporations and Associations Article of the Maryland Annotated Code have been complied with.

EIGHTH: The number of Directors of the Corporation shall be one (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one, provided that:

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

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

BOOK -207 PAGE 485

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

The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Jeffrey M. Neuman.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: The power to make, alter and repeal by-laws of the Corporation shall be vested in the Board of Directors.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 18th day of November, 1987.

WITNESS:

Leona V. Breding

Arvin E. Rosen



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 027 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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>B Suskind, Burch, Gady</u>
600	_____	Property Reports and _____ Personal	<u>2 E. Fayette St</u>
	_____	penalties late filing	<u>Balto Md 21202</u>
	_____	Other _____	_____
	_____	Other _____	_____

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

APPROVED BY: PCM

2969 2495

0002 0433

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 - 207 PAGE 438

ARTICLES OF INCORPORATION
OF
CASEY LAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 19, 1987 AT 9:10 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	\$ 20.00	\$
	D2452035	

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:
SISKIND, BURCH & GRADY
2 E. FAYETTE ST.
BALTIMORE MD 21202

100C3011672

A 246897



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2369 2489

0002 0435

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

27-82/A1
11.18.87

BOOK -207 PAGE 439

REBECCA LAUREN, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Arvin E. Rosen, whose post office address is Two East Fayette Street, Baltimore, Maryland 21202, being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

REBECCA LAUREN, INC.

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

A. To acquire, own, lease, sell and buy real estate and all businesses incidental thereto.

B. To borrow money and to pledge as collateral any or all of the assets of the Corporation.

C. Maintain margin 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.

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

RECEIVED FOR RECORD
83 MAR 17 PM 2:49
H. ERLE SCHAFER
CLERK

73238325

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
4/19/87 at 9:10 .m.
2565 2483

0002 0436

BOOK - 207 PAGE 440

similar business, and to pay for the same in cash or stock of this Corporation or otherwise.

F. To buy and sell fee-simple property, leasehold property, ground rents and personal property; 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; to borrow money and issue notes and bonds as authorized by the Laws of this State and to execute mortgages, deeds of trust or other forms of contracts as security for the same and guarantee the payment thereof.

G. To consolidate or merge with any other corporation engaged in any business similar or analogous to those of this Corporation or to any of the objects of this Corporation.

H. In general, to carry on any lawful business and to have and to exercise all powers conferred by the general laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said corporation is formed under the articles, conditions and provisions herein expressed and

BOOK - 207 PAGE 441

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 principal office of the Corporation in Maryland is 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in Maryland is Jeffrey M. Neuman, 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. Said Resident Agent is a citizen of Maryland and actually resides therein.

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

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

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

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

BOOK -207 PAGE 442

redemption of, and the conversion rights of, such shares.

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

SEVENTH: 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 provisions of Section 2-419 of the Corporations and Associations Article of the Maryland Annotated Code have been complied with.

EIGHTH: The number of Directors of the Corporation shall be one (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one, provided that:

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

BOOK - 207 PAGE 443

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

The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Jeffrey M. Neuman.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: The power to make, alter and repeal by-laws of the Corporation shall be vested in the Board of Directors.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 18th day of November, 1987.

WITNESS:

Bertine V. Buderer

Arvin E. Rosen



BOOK - 207 PAGE 444

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). Includes rows 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Property Reports and late filing penalties, Other.

TOTAL FEES 40 Check Cash Documents on checks

APPROVED BY: PCM

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

2969 2488

0002 0441

CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 446

ARTICLES OF INCORPORATION
OF
REBECCA LAUREN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 19, 1967 AT 9:10 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

02452027

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:
SISKIND, BURCH & GRADY
2 E. FAYETTE ST.
BALTIMORE

MD 21202

100C3011671

A 246896



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2969 2482

0002 0443

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

27-82/A15:
11.18.87

BOOK - 207 PAGE 447

GARY LEE, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Arvin E. Rosen, whose post office address is Two East Fayette Street, Baltimore, Maryland 21202, being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

GARY LEE, INC.

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

- A. To acquire, own, lease, sell and buy real estate and all businesses incidental thereto.
- B. To borrow money and to pledge as collateral any or all of the assets of the Corporation.
- C. Maintain margin 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.
- 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

63 MAR 17 PM 2:49

65 8 NOV 61 NOV 1861

73238324

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD 2476
11/19/87 at 8:59 .m.

0002 0444

CLERK'S NOTATION

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

BOOK - 207 PAGE 448

similar business, and to pay for the same in cash or stock of this Corporation or otherwise.

F. To buy and sell fee-simple property, leasehold property, ground rents and personal property; 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; to borrow money and issue notes and bonds as authorized by the Laws of this State and to execute mortgages, deeds of trust or other forms of contracts as security for the same and guarantee the payment thereof.

G. To consolidate or merge with any other corporation engaged in any business similar or analogous to those of this Corporation or to any of the objects of this Corporation.

H. In general, to carry on any lawful business and to have and to exercise all powers conferred by the general laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said corporation is formed under the articles, conditions and provisions herein expressed and

BOOK - 207 PAGE 449

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 principal office of the Corporation in Maryland is 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in Maryland is Jeffrey M. Neuman, 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. Said Resident Agent is a citizen of Maryland and actually resides therein.

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

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

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

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

BOOK -207 PAGE 450

redemption of, and the conversion rights of, such shares.

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

SEVENTH: 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 provisions of Section 2-419 of the Corporations and Associations Article of the Maryland Annotated Code have been complied with.

EIGHTH: The number of Directors of the Corporation shall be one (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one, provided that:

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

BOOK - 207 PAGE 451

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

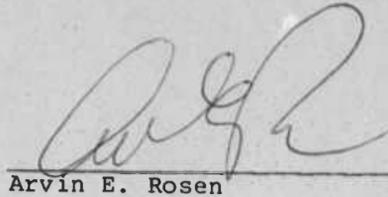
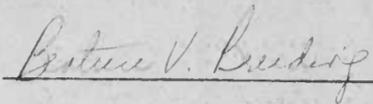
The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Jeffrey M. Neuman.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: The power to make, alter and repeal by-laws of the Corporation shall be vested in the Board of Directors.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 18th day of November, 1987.

WITNESS:


Arvin E. Rosen



BOOK - 207 PAGE 452

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Siskind, Birch, Guly</u>
600	_____	Personal Property Reports and late filing penalties	<u>2 E. Fayette St</u>
_____	_____	Other	<u>Baltimore, MD 21202</u>
_____	_____	Other	_____

TOTAL FEES 40
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: PCM

NOTE: _____

2969 2481

0002 0449

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 - 207 PAGE 453

ARTICLES OF INCORPORATION
OF
GARY LEE, INC.
LAW OFFICES OF SISKIND, BURCH, GRADY AND ROSEN JEFFERSON BUILDING TWO EAST FAYETTE STREET BALTIMORE, MD 21202

0002 0450

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

BOOK - 207 PAGE 454

ARTICLES OF INCORPORATION
OF
GARY LEE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 19, 1987 AT 8:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$

D2452019

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:
SISKIND, BURCH & GRADY
2 E. FAYETTE ST.
BALTIMORE MD 21202

100C3011670

A 246895



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2969 2475

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

27-82/R21
11.18.87

BOOK -207 PAGE 455

P

SHERRI LYNN, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Arvin E. Rosen, whose post office address is Two East Fayette Street, Baltimore, Maryland 21202, being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

SHERRI LYNN, INC.

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

A. To acquire, own, lease, sell and buy real estate and all businesses incidental thereto.

B. To borrow money and to pledge as collateral any or all of the assets of the Corporation.

C. Maintain margin 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.

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

28 MAR 17 PM 2:49
H. ERLE SCHAFER
CLERK

65 8 WY 61 NOV 1881

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

73238323

APPROVED FOR RECORD
11/19/87 at 8:59

0002 0452

BOOK - 207 PAGE 456

similar business, and to pay for the same in cash or stock of this Corporation or otherwise.

F. To buy and sell fee-simple property, leasehold property, ground rents and personal property; 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; to borrow money and issue notes and bonds as authorized by the Laws of this State and to execute mortgages, deeds of trust or other forms of contracts as security for the same and guarantee the payment thereof.

G. To consolidate or merge with any other corporation engaged in any business similar or analogous to those of this Corporation or to any of the objects of this Corporation.

H. In general, to carry on any lawful business and to have and to exercise all powers conferred by the general laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said corporation is formed under the articles, conditions and provisions herein expressed and

08 MAR 17 PM 2:49
H. ERLE SCHAFER
CLERK

0002 0453

BOOK - 207 PAGE 457

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 principal office of the Corporation in Maryland is 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in Maryland is Jeffrey M. Neuman, 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. Said Resident Agent is a citizen of Maryland and actually resides therein.

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

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

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

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

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satisfactory photographic repro-
duction.

BOOK -207 PAGE 458

redemption of, and the conversion rights of, such shares.

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

SEVENTH: 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 provisions of Section 2-419 of the Corporations and Associations Article of the Maryland Annotated Code have been complied with.

EIGHTH: The number of Directors of the Corporation shall be one (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one, provided that:

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

BOOK - 207 PAGE 459

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

The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Jeffrey M. Neuman.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: The power to make, alter and repeal by-laws of the Corporation shall be vested in the Board of Directors.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 18th day of November, 1987.

WITNESS:

Bertine V. Brudney

Arvin E. Rosen



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 460

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Includes items like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Name Change, etc.

TOTAL FEES 40 Check Cash Documents on checks

APPROVED BY: [Signature]

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

2969 2474

0002 0457

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

BOOK - 207 PAGE 462

ARTICLES OF INCORPORATION
OF
SHERRI LYNN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 19, 1987 AT 8:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2452001

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:
SISKIND, BURCH & GRADY
2 E. FAYETTE ST.
BALTIMORE MD 21202

100C3011669

A 246894



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

NOV 23 1987 2468

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

27-82/A8
11.18.87

BOOK - 207 PAGE 463

MARISSA BROOKE, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Arvin E. Rosen, whose post office address is Two East Fayette Street, Baltimore, Maryland 21202, being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

MARISSA BROOKE, INC.

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

A. To acquire, own, lease, sell and buy real estate and all businesses incidental thereto.

B. To borrow money and to pledge as collateral any or all of the assets of the Corporation.

C. Maintain margin 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.

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

60 MAR 17 PM 2:49
ERIE SCHAEFER

73238332 STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD
11/19/87 at 8:59 .m.

0002 0460

BOOK - 207 PAGE 464

similar business, and to pay for the same in cash or stock of this Corporation or otherwise.

F. To buy and sell fee-simple property, leasehold property, ground rents and personal property; 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; to borrow money and issue notes and bonds as authorized by the Laws of this State and to execute mortgages, deeds of trust or other forms of contracts as security for the same and guarantee the payment thereof.

G. To consolidate or merge with any other corporation engaged in any business similar or analogous to those of this Corporation or to any of the objects of this Corporation.

H. In general, to carry on any lawful business and to have and to exercise all powers conferred by the general laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said corporation is formed under the articles, conditions and provisions herein expressed and

BOOK -207 PAGE 465

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 principal office of the Corporation in Maryland is 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in Maryland is Jeffrey M. Neuman, 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. Said Resident Agent is a citizen of Maryland and actually resides therein.

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

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

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

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

BOOK - 207 PAGE 466

redemption of, and the conversion rights of, such shares.

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

SEVENTH: 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 provisions of Section 2-419 of the Corporations and Associations Article of the Maryland Annotated Code have been complied with.

EIGHTH: The number of Directors of the Corporation shall be one (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one, provided that:

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

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 467

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

The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Jeffrey M. Neuman.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: The power to make, alter and repeal by-laws of the Corporation shall be vested in the Board of Directors.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 18th day of November, 1987.

WITNESS:

Bentley V. Bredberg

Arvin E. Rosen



STATE OF MARYLAND

BOOK - 207 PAGE 468

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change (New Name). Rows include codes 20-73, 75-85, 21-31, NA, 87-71, 600 with descriptions of fees like Organ. & Capitalization, Rec. Fee, etc.

TOTAL FEES 40 Check Cash Documents on checks

APPROVED BY: PCM

ATTENTION:

MAIL TO ADDRESS: Sisterhood Burch Grady 2 E. Fayette St Balto, Md 21202

NOTE:

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

2969 2467

0002 0465



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
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	_____
13	_____	_____ Certified Copy _____	_____ Change of Resident Agent
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	_____ Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Siskind Burch Grady</u>
600	_____	_____ Personal Property Reports and _____ late filing	<u>2 E. Fayette St</u>
_____	_____	penalties	<u>Balto, Md 21202</u>
_____	_____	Other	_____
_____	_____	Other	_____

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

APPROVED BY: Pcm

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

BOOK - 207 PAGE 470

ARTICLES OF INCORPORATION
OF
MARISSA BROOKE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 19, 1987 AT 8:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$

02451995

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:
SISKIND, BURCH & GRADY
2 E. FAYETTE ST.
BALTIMORE

MD 21202

10003011668

A 246893



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO 2468

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 471

APPROVED FOR RECORD

11-19-87 at 9:00 .m.

ONE LEASING, INC.

ARTICLES OF INCORPORATION

FIRST: I, William K. Catlett, whose post office address is 3052 Centre Road, Riva, Maryland, 21140 being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is One Leasing, Inc.

THIRD: The Corporation is formed for the following purposes:

(1) To acquire by purchase, exchange, lease, or otherwise, and to own, hold, use, develop, operate, sell, assign, lease, transfer, convey, exchange, or otherwise dispose of or deal in and with all supplies, accessories and equipment necessary or convenient with respect to the operation of a business to service and tow automobiles and other vehicles and automotive equipment; and to engage in any other lawful purpose and business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 537 West Central Avenue, Davidsonville, Maryland 21035. The name and post office address of the Resident Agent of the Corporation in this State is John E. Rayford, 3620 Birdsville Road, Davidsonville, Maryland 21035. Said Resident Agent is an individual actually residing in this State.

RECORDED
17 NOV 23 1987
H. ENLE
CLERK

73238321

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0002 0469

BOOK - 207 PAGE 472

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

SIXTH: The number of Directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than three (3), provided that:

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

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

The names of the Directors who shall act until the first Annual Meeting or until their successors are duly chosen and qualified are: William K. Catlett and John E. Rayford.

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

BOOK -207 PAGE 473

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.

(4) Notwithstanding any provision of law to the contrary, the affirmative vote of a majority of all of the votes entitled to be cast on the matter shall be sufficient, valid and effective, after due authorization, approval and/or advise 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

BOOK -207 PAGE 474

share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the Corporation the stock of which is to be acquired;

(f) the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation.

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

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

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

The Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to a present or former Director or Officer of the Corporation in connection

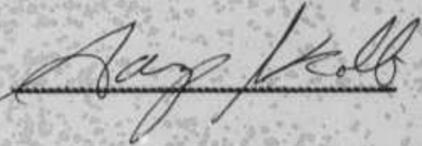
BOOK -207 PAGE 475

with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

The Corporation shall not indemnify or advance expenses to an employee, agent or corporate representative of the Corporation, other than a present or former Director or Officer, in connection with a proceeding unless and until such indemnification shall have been determined and authorized in the specific case by an affirmative vote, at a duly constituted meeting of a majority of the votes entitled to be cast thereon by Stockholders who were not parties to the proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 18 day of Nov, 19 87, and I acknowledge the same to be my act.

WITNESS:


William K. Catlett



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 052

_____ 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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	<u>Kalb & Hoggland</u>
	_____	Other	<u>Suite 201</u>
	_____	Other	<u>7 Old Solomons Island Rd.</u>
	_____	Other	<u>Annapolis, Md. 21401</u>

TOTAL FEES 40
 Check _____ Cash
Documents on _____ checks

APPROVED BY: G.M.T

2969 2460

0002 0474

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 - 207 PAGE 477

ARTICLES OF INCORPORATION
OF
ONE LEASING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 19, 1987 AT 9:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$

D2451987

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:
KOLB & HCAGLAND
7 OLD SOLOMONS ISLAND RD.
SUITE 201
ANNAPOLIS MD 21401

100C3011667

A 246892



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2969 2454

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

ps
Res

BOOK - 207 PAGE 478

ARTICLES OF INCORPORATION
OF

ELECTRONIC SYSTEMS DEVELOPMENT CORPORATION

(A Maryland Close Corporation, organized pursuant to Title Four of the Corporations and Associations Article of the Annotated Code of Maryland.)

APPROVED FOR RECORD

THIS IS TO CERTIFY:

11-18-87 at 11:02a .m.

FIRST: That I, the subscriber, SHANE S. TRUFFER, whose post office address is 7698 Briar Lane, Pasadena, Maryland 21122, being at least twenty-one (21) years of age, do hereby associate myself as an incorporator with the intention of forming a Close Corporation under and by virtue of the Laws of the State of Maryland.

SECOND: The name of the Corporation (which shall hereinafter be called "The Corporation") is: ELECTRONIC SYSTEMS DEVELOPMENT CORPORATION.

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

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

A. To buy, sell, rent, lease, distribute, design, document, process, modify, manufacture, market or trade, and with at wholesale and retail, and in every other matter, within or without the State of Maryland, any product whose character shall pertain directly or indirectly to electric current in its operation or application, and to engage in any other lawful purpose and/or business.

B. To buy, sell, rent, lease, hold, mortgage, convey, develop, improve and deal in real estate of every kind and description within or without the State of Maryland and especially to own, buy, sell, rent, lease, construct, improve, remodel, refurbish or reconstruct any building or other structure within or without the State of Maryland considered desirable or necessary for the Corporation's business.

73-30252

2969 2410

RECORDED
INDEXED
OCT 17 11 02 AM '87
H. ENLSON
CLERK

0002 0476

CLERK'S NOTATION

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

BOOK - 207 PAGE 479

C. To buy, sell, rent, lease, mortgage, and by any other lawful means, acquire and dispose of any equipment, tools, fixtures, trucks or other vehicles needed in the operations of said purpose and/or business.

D. To purchase personal property of any kind or character including, but not limited to, books, trade literature, medical supplies, office furniture, et cetera in fulfillment of the purposes herein set forth.

E. To acquire all or part of the property, business, rights and goodwill of any association, corporation, person or firm heretofore or hereafter engaged in any business similar to any business of which the Corporation has the power to conduct, to hold, utilize, enjoy and in any manner dispose of the whole or any part of the property, business and rights so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

F. To acquire patents, copyrights, licenses, trade names or trademarks in aid of any purpose herein set forth.

G. To borrow money, to issue bonds, debentures or obligations of the Corporation from time to time for monies borrowed or in payment of property purchased or for any of the other objects or purposes of the Corporation; to secure the same by mortgage or mortgages or deeds or deeds of trust upon or pledge of any or all of the property, rights, privileges, or franchises of the Corporation, wheresoever situated, acquired or to be acquired; and to sell or otherwise dispose of any or all such bonds, debentures and obligations.

H. To do any or all of the things set forth herein to the same extent as natural persons may or could do, as persons, agents, trustees, or otherwise, alone or in company with others.

I. In general, to carry on any lawful business or connections therewith, the foregoing enumerations of the purpose, objects and business of the Corporation is made in furtherance,

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

BOOK - 207 PAGE 480

not in limitation, of the powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder, is not intended by the mention of any purpose, object, or business herein or to limit or restrict any of the powers of the Corporation and to exercise and enjoy all powers, rights, and privileges granted to or conferred upon corporations of this character by the aforementioned General Laws now or hereafter in force.

B, RM ✓

FIFTH: The post office address of the principal office of the Corporation in this State shall be 7698 Briar Lane, Pasadena, Maryland 21122. The Resident Agent of the Corporation in this State is Shane S. Truffer, an individual actually residing in this State at the above address.

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 shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation, with a quorum to be reached by a two-thirds (2/3) majority. The names of the Directors, who shall act until any successors are duly chosen and qualified are: SHANE SHINJI TRUFFER -- President, EDWARD WARREN WEIBE -- Secretary-Treasurer, and HOWARD CARTER EBERLY III.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5th day of November, 1987, and acknowledge the foregoing Articles of Incorporation to be my act and deed.

Marjorie A. Cantu
WITNESS

Shane S. Truffer
SHANE S. TRUFFER

Subscribed and sworn before me, this 5th day of November, 1987.

Marjorie A. Cantu
Notary Public

My Commission Expires:
7/1/90

-3-



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STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 481

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Shane Truffer</u>
600	_____	Personal Property Reports and late filing penalties	<u>7698 Briar Lane</u>
	_____	Other	<u>Pasadena, Md</u>
	_____	Other	<u>21122</u>

TOTAL FEES 40
_____ Check Cash
_____ Documents on _____ checks

APPROVED BY: [Signature]

NOTE: _____

2869 2413

0002 0479

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 - 207 PAGE 482

ARTICLES OF INCORPORATION
OF
ELECTRONIC SYSTEMS DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 18, 1987 AT 11:02 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$

D2451896

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:
SHANE S. TRUFFER
7698 BRIAR LANE
PASADENA

MD 21122

100C3011658

A 246886



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

2963 2409

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

BOOK - 207 PAGE 483

STATE DEPARTMENT OF RECORDS AND ARCHIVES

APPROVED FOR RECORD

11-19-87 at 3:07 p.m.

NORTH AMERICAN BUILDING 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, William C. Taylor, whose post office address is 8348 Schmidts Lane, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a corporation under the General Laws of the State of Maryland.

SECOND

The name of the corporation (which is hereafter called the "Corporation") is North American Building Corporation

THIRD

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

73238261

FOURTH

The purposes for which the Corporation is formed are:

[1] To conduct and carry on the business of builders and contractors for the purpose of building, creating, altering, repairing, or doing any other work in connection with any and all classes of building and improvements of any kind and nature whatsoever, including the building, rebuilding, altering, repairing or improvement of houses, factories, buildings, works

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60 MAR 17 PM 2:50
H. ERLE SCHWARTZ
CLERK

90 DIV 6 - NOV 1986

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BOOK - 207 PAGE 484

or erections of every kind and description whatsoever, including the locating, laying out and constructing of roads, avenues, docks, slips, sewers, bridges, wells, walls, canals, railroads, or street railways, power plants, and generally in all classes of buildings, erections and works, both public and private or integral parts thereof, and generally do and perform any and all works as builders and contractors, and with that end in view to solicit, obtain, make, perform and carry out contracts covering the building and contracting business and the work connected therewith; and to engage in any other lawful purpose or business.

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

FIFTH

✓ The post office address of the principal office of the Corporation in this state is 8348 Schmidts Lane, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this state is William C. Taylor, 8348 Schmidts Lane, Pasadena, Maryland 21122. Said Resident Agent is an individual 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 no par value common stock.

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 William C. Taylor.

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

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BOOK - 207 PAGE 485

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

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

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

{4} Any indemnification under paragraph {1} or {2} of this Article EIGHTH [unless ordered by 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 EIGHTH. Such determination shall be made: (a) by the board of Directors of the Corporation by a majority vote of a

0002 0483

BOOK - 207 PAGE 486

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, or by the stockholders.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 6th day of November, 1987, and I acknowledge the same to be my act.

Michael S. DeGott

William C. Taylor
WILLIAM C. TAYLOR

STATE OF MARYLAND, COUNTY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY that on this 6th day of November, 1987, before me, a Notary Public for the State and County aforesaid, personally appeared WILLIAM C. TAYLOR and made oath in due form of law that the matters and facts with respect to the foregoing Articles of Incorporation are true and correct as therein stated.

AS WITNESS MY HAND AND NOTARIAL SEAL.

MY COMMISSION EXPIRES JULY 1, 1990

Edward B. ... 2969 2365
NOTARY PUBLIC

0002 0484



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>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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>John Weiss</u>
600	_____	Personal Property Reports and late filing penalties	<u>623 Edmondson Ave</u>
	_____	Other	<u>Catonville Md</u>
	_____	Other	<u>21278</u>

TOTAL FEES 40
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: gno

2969 2366

CLERK'S NOTATION

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

BOOK -207 PAGE 488

ARTICLES OF INCORPORATION
FOR
ENCORE CONTRACTORS
OF MARYLAND, INC.

JOHN P. GIBBS ESQ.
623 EDMONDSON AVE.
CATONSVILLE, MD. 21228

0002 0486

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

BOOK -207 PAGE 489

ARTICLES OF INCORPORATION
OF
NORTH AMERICAN BUILDING CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 18, 1987 AT 3:07 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2451854

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 GEISS
623 EDMONDSON AVE.
CATCHSVILLE

MD 21228

100C3011654

A 246882



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

2969 2361

BOOK - 207 PAGE 490

STATE DEPARTMENT OF ASSESSMENTS AND TAXES

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

OF

11/16/87 at 9:49a J. DEENE TRUCKING, INC.

(A Close Corporation)

FIRST: We, the undersigned, JAMES W. DEENE, whose post office address is 1242 C Scot's Manor Court, Odenton, Maryland 21113, and JAMES J. DEENE, whose post office address is 1616 Weyburn Road, Rosedale, Maryland 21237, being at least twenty one years of age, do, under and by virtue of corporations, incorporate with the intention of forming a close corporation as authorized under Title Two of the General Corporate Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation is J. DEENE TRUCKING, INC.

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

To own, operate and maintain, and to acquire, by purchase, lease or otherwise, trucks, buses, trucklines, buslines, and any other means of transportation now or hereafter in use for the transporting of passengers, freight, mail, express, baggage, goods, wares, merchandise, and other property of every kind and nature, and to conduct, engage in, and carry on the business of transportation of property of every class and description and of persons and by any means of transportation now or hereafter in use; and to own, operate, maintain, hold and use, purchase, construct, establish, lease, or otherwise acquire, mortgage, create security interests in, and sell, or otherwise dispose of or deal with terminal properties and depots, freight and passenger station houses, storage facilities, machine and repair shops, freight, stock and repair yards, facilities of communication by telegraph, telephone, radio, television, or otherwise, power plants and power houses, grain and other elevators, wharves, docks, airports, laboratories, cars, locomotives, rolling stock, motors, buses, trucks, automobiles, ships and vessels, aircraft, and all structures, tools, machinery, appliances, and appurtenances and any and all other property, real, personal, or mixed, and wheresoever situated, whether or not similar to any property above described, which may be necessary or useful in connection with the business of the Corporation.

69 MAR 17 PM 2:51
H. ERIC SCHAFER
CLERK

73208234 NOV 1987

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To take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, lease, mortgage, and to work, improve, divide, and otherwise handle, deal in and dispose of real estate, real property, and any interest or right therein.

To acquire by lease, purchase, contract, concession, or otherwise and to own, develop, explore, exploit, improve, operate, grant, sell, exchange, convey or otherwise dispose of, in any country, state, county, or locality, any and all real estate, lands, options, concessions, grants, land patents, franchises, rights, privileges, easements, tenements, estates, hereditaments, interests, and properties of every description and nature whatsoever which the Corporation may deem wise and proper in connection with the conduct of any business or businesses, enumerated in these Articles of Incorporation.

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 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, trademarks, tradenames, 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 mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing 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 any 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, any shares of stock, shares, bonds, debentures, notes, mortgages, or other obligations of which, or any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same, or representing any other rights or interests

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BOOK - 207 PAGE 492

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 has an interest, and to endorse or to 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.

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, 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 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.

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 close corporation is 1242 C Scot's Manor Court, Odenton, Maryland 21113. The name of the resident agent of the Corporation in this State is James W. Deene, and the post office address of the resident agent is 1242 C Scot's Manor Court, Odenton, Maryland 21113. The said resident agent is a citizen of Maryland and actually resides therein.

2969 2384

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CLERK'S NOTATION

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BOOK - 207 PAGE 493

FIFTH: The total shares of stock which the Corporation shall have authority to issue is one thousand (1,000) shares, without par value, all of one class.

SIXTH: After the completion of the organizational meeting of the stockholders and 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 James W. Deene and James J. Deene, and who shall manage the business and affairs of the corporation by their direct action.

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

No holder of shares of stock of any class shall be entitled as a matter or right to subscribe for or purchase or receive any part of any new or additional issue of shares of stock of any class, whether now or hereafter authorized or whether issued for money, for a consideration other than money or by way of dividend.

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

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, we have signed these Articles of Incorporation this 9th day of November, 1987.

WITNESS:

Richard M. Deene
Robert J. Deene

James W. Deene
James W. Deene
James J. Deene
James J. Deene

2969 2355

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

Estrook
6/24/87
BOOK - 207 PAGE 494

STATE OF MARYLAND, COUNTY OF BALTIMORE, to wit:
I HEREBY CERTIFY, that on this *9th* day of *November*,
1987, before me, the subscriber, a Notary Public of the State of
Maryland, in and for the County of Baltimore, personally appeared
JAMES W. DEENE and JAMES J. DEENE and acknowledged the foregoing
Articles of Incorporation to be their act.
WITNESS my hand and Notarial Seal the day and year last
above written.

[Signature]
Notary Public


My Commission Expires: 7/1/90

2969 2356

Estrook

0002 0492



STATE OF MARYLAND

BOOK - 207 PAGE 495

State Department of Assessments and Taxation

Gene L. Burner, Director

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 rows for Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Name Change, etc.

TOTAL FEES 40 [x] Check Cash Documents on checks

APPROVED BY: [Signature]

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

MAIL TO ADDRESS: James W. Deane 1242-C Scot's Manor Court Odenton, Md 21113

2969 2357

0002 0493

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

BOOK - 207 PAGE 456

ARTICLES OF INCORPORATION
OF
J. DEENE TRUCKING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 9:49 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2451839

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 W. DEENE
1242 C SCOT'S MANOR COURT
ODENTON MD 21113

100C3011652

A 246880



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2949 2351

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

BOOK - 207 PAGE 497

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
AMERICAN FIDELITY BANCORP

90

APPROVED FOR RECORD
11/16/87 at 9:58 AM, D.C.
ARTICLES OF INCORPORATION

1. I, C. Max Vassanelli, Esq., whose post office address is 3905 Col. Ellis Avenue, Alexandria, Virginia 22304, being over (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

2. The name of the corporation shall be:

AMERICAN FIDELITY BANCORP

3. The corporation is formed for the purpose of engaging in any lawful business but principally in the business of holding shares in Maryland banks and mortgage banking corporations.

4. The post office address of the principal office of the corporation shall be 902 Juliet Lane, Arnold, Maryland 21012. The name and post office address of the registered agent of the corporation shall be Vincent Ambrosetti, 902 Juliet Lane, Arnold, Maryland, 21012.

5. The corporation shall have only one class of stock and shall be authorized to issue ten thousand (10,000) shares of stock, all of said shares being without par value.

6. All shares shall have voting powers and there shall be no restrictions on said shares.

7. The corporation shall have two directors. The following shall act as directors until the first annual meeting or until their successors are duly chosen and qualified:

Vincent Ambrosetti
C. Max Vassanelli

IN TESTIMONY WHEREOF, I the incorporator have signed and sealed these Articles of Incorporation this 13th day of November, 1987, and acknowledge the same to be my act.

C. Max Vassanelli
C. Max Vassanelli

60 MAR 17 PM 2:51
H. ERIC SCHAEFER
CLERK

1987 NOV 19 P 9 55

11244

2969 2332

0002 0495



BOOK - 207 PAGE 498

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 521

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change. Includes rows 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Personal Property Reports and late filing penalties, Other.

TOTAL FEES 60 Check Cash Documents on checks

APPROVED BY: [Signature]

2969 2333

0002 0496

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 -207 PAGE 499

ARTICLES OF INCORPORATION
OF
AMERICAN FIDELITY BANCCORP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 9:58 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 40.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2451797

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:
C. MAX VASSANELLI
3905 COL. ELLIS AVE.
ALEXANDRIA VA 22304

100C3011648

A 246876



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.

APPROVED FOR RECORD

11/16/87 at 9:45 AM

ARTICLES OF INCORPORATION

OF

MORRISON TILE, INC.

(A Close Corporation)

FIRST: WE, THE UNDERSIGNED, CLYDE MORRISON, whose post Office address is 1613 Chestnut Drive, Severn, Maryland 21144; DAVID C. BURTIS, whose post office address is 8384 New Cut Road, Severn, Maryland 21144; and HELEN L. MORRISON, whose post office address is 1613 Chestnut Drive, Severn, Maryland 21144; each being at least eighteen (18) years of age, do hereby associate ourselves as incorporators with the intention of forming a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation, which is hereinafter called the Corporation, is MORRISON TILE, INC.

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

a. To manufacture, produce, buy, erect, install, equip, sell and generally deal in and with brick, drain tile, floor tile, pressed tile, fireproof tile, fireproofing materials of all kinds, fire brick, paving materials of all kinds, sewer pipes, pottery, clay products of all kinds, terra cotta, cement, lime, sand, gravel, stone, and builders and contractors' materials and supplies of every kind and character, and any and all by-products and residual products of the aforesaid material and commodities.

b. To manufacture, buy, sell, export, import, install, and deal in or with carpets, in-doors and out-doors, rugs, carpet yarns, and similar fabrics, whether made from wool or any other fibers, and to carry on any useful business in connection therewith.

c. To construct, purchase, lease or otherwise acquire

B. EUGENE COLLINS
ATTORNEY AT LAW
ODENTON, MARYLAND

NOV 16 9 45 AM '87

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 501

and to hold, own and use buildings and equipment and use the same for the purpose of conducting the business of carpet cleaners of materials and fabrics of all kinds and descriptions; to acquire and to use and dispose of, pneumatic and other appliances for the cleaning and renovating of carpet and other fabrics and materials of every kind and description.

d. In general to carry on any lawful business incident or appurtenant to any of the aforesaid objects, purposes and business, and to have, enjoy, and exercise all powers, rights, privileges and grants conferred by the General Laws of the State of Maryland, upon corporations of this character.

e. To purchase, lease or otherwise acquire, own, hold, use, improve, manage and operate, mortgage, sell, let, convey and otherwise dispose of real and personal property, either within or without the State of Maryland, and any interest therein, necessary or convenient for the purpose herein expressed, including any type of building to be used in or in connection with its business.

f. To acquire and undertake the goodwill, 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 to pay the same in cash, stock or bonds of the Corporation or otherwise.

g. To conduct the business of the Corporation in the State of Maryland and elsewhere, including any of the States of the United States and the District of Columbia, and any and all foreign countries, having one or more offices therein and therein to hold, purchase, rent, mortgage and convey real and personal property, except as and when forbidden by local law.

h. 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 these, the

B. EUGENE COLLINS
ATTORNEY AT LAW
ODENTON, MARYLAND

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BOOK - 207 PAGE 502

Corporation may, in the discretion of the directors, from time to time carry on any business, manufacturing or otherwise, to any extent and in any manner not unlawful, as principal, factor, agent, contractor or otherwise, either alone 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 any contracts and to do any acts and things and to exercise any powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such objects and purposes.

i. The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to or inference from the terms of any other clauses in the Articles of Incorporation, but the objects and purposes specified in the foregoing clauses of this article shall be regarded as independent objects and purposes.

j. The above granted powers to the Corporation are in furtherance, and not in limitation of, the general powers conferred upon the Corporation by law.

FOURTH: The post office address of the principal office of the Corporation in this State is: 1613 Chestnut Drive, Severn, Maryland 21144. The name and post office address of the resident agent of the Corporation in this State is B. EUGENE COLLINS, 1109 Odenton Road, P. O. Box 8, Odenton, Maryland 21113. 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 Five Thousand (5,000) shares without par value, all of one class.

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

B. EUGENE COLLINS
ATTORNEY AT LAW
ODENTON, MARYLAND

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duction.

BOOK - 207 PAGE 503

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 CLYDE MORRISON, DAVID C. BURTIS and HELEN L. MORRISON.

SEVENTH: The directors 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 of the Corporation is hereby empowered to authorize the issuance, from time to time, the shares of its stock for such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation subject to the provisions of the laws of the State of Maryland.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: 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.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation of this 10th day of November, 1987.

Beverly A. Hansberger
BEVERLY A. HANSBERGER

Clyde Morrison (SEAL)
CLYDE MORRISON

Beverly A. Hansberger
BEVERLY A. HANSBERGER

David C. Burtis (SEAL)
DAVID C. BURTIS

Beverly A. Hansberger
BEVERLY A. HANSBERGER

Helen L. Morrison (SEAL)
HELEN L. MORRISON

B. EUGENE COLLINS
ATTORNEY AT LAW
ODENTON, MARYLAND

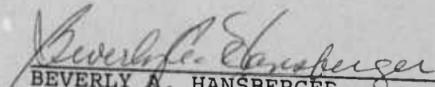
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 504

STATE OF MARYLAND)
 * TO WIT:
COUNTY OF ANNE ARUNDEL)

I HEREBY CERTIFY, That on this 10th day of November, 1987,
before me, the subscriber, a Notary Public of the State of Maryland,
in and for the County of Anne Arundel, personally appeared CLYDE
MORRISON, DAVID C. BURTIS and HELEN L. MORRISON, and severally
acknowledged the foregoing Articles of Incorporation, consisting
of five (5) pages, to be their act.

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


BEVERLY A. HANSBERGER
Notary Public

My Commission Expires July 1, 1990.

BOSCO
PARCHMENT
NEW LOTION FREE

B. EUGENE COLLINS
ATTORNEY AT LAW
ODENTON, MARYLAND



STATE OF MARYLAND

BOOK - 207 PAGE 505

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
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	<input type="checkbox"/> Change of Name
50	_____	Cert. of Qual. or Reg.	<input type="checkbox"/> Change of Principal Office
51	_____	Foreign Name Registration	<input type="checkbox"/> Change of Resident Agent
13	_____	Certified Copy	<input type="checkbox"/> 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	_____
85	_____	Termination of Limited Partnership	Code _____
21	_____	Recordation Tax	ATTENTION: _____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>B. Eugene Collins</u>
600	_____	Personal Property Reports and late filing	<u>P.O. Box 8</u>
_____	_____	penalties	<u>Edenton Md</u>
_____	_____	Other	<u>1 2113</u>
_____	_____	Other	_____

TOTAL FEES 40
 Check Cash
Documents on _____ checks

APPROVED BY: [Signature]

2969-2166

0002 0503

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

BOOK - 207 PAGE 506

B. EUGENE COLLINS
ATTORNEY AT LAW
8 BOX O P
MANNINGLAND
21113

MORRISON TILIE, INC.
OF
ARTICLES OF INCORPORATION

CLERK'S NOTATION

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 507

ARTICLES OF INCORPORATION
OF
MORRISON TILE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 16, 1987 AT 9:45 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

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

D2451516

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. EUGENE COLLINS
P. O. BOX 8
ODENTON MD 21113

100C3011620

A 246859



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

0002 0505

CLERK'S NOTATION
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duction.

BOOK -207 PAGE 508

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

ok
11/19/87 at 9:53 a.m.

ARTICLES OF INCORPORATION
(A CLOSE CORPORATION UNDER TITLE 4
OF THE CORPORATIONS AND ASSOCIATIONS ARTICLE)

FIRST: THE UNDERSIGNED, Ira J. Wagonheim, whose post office address is 373 Gambrills Road, Gambrills, Maryland, 21054, being at least eighteen (18) years of age, does hereby act as an incorporator with the intention of forming a corporation under and by virtue of General Laws of the State of Maryland.

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

B G & Sons, Inc.

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

(a) To engage in the business of a professional janitorial service; and to clean and maintain commercial, industrial, and residential buildings or structures of any nature.

(b) To acquire the good will, right and property and to undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation, to pay for the same in cash, the stock of this corporation, bonds or otherwise, in the manner permitted by law; to hold or in any manner dispose of the whole or any part of the

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88 MAR 17 PM 2:51
H. ERLE SCHAFER
CLERK

1987 NOV 19 AM 9:53

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BOOK -207 PAGE 509

property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct an management of such business.

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 2337 Silver Way, Gambrills, Maryland, 21054. The name and address of the resident agent of the Corporation is Guy M. Nelson, 2337 Silver Way, Gambrills, Maryland, 21054. Said resident agent is an individual actually residing in this State.

FIFTH: After completion of the organizational

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CLERK'S NOTATION

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BOOK - 207 PAGE 510

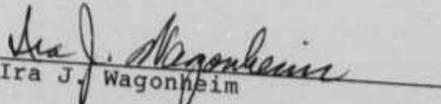
meeting of the director and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have one director, whose name is Ira J. Wagonheim.

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation of the 17th day of November, 1987.


Ira J. Wagonheim

THE UNDERSIGNED, Ira J. Wagonheim, who executed the foregoing Articles of Incorporation, of which this certificate is made a part, hereby acknowledges the foregoing Articles of Incorporation to be his act and further certifies that, to the best of his knowledge,

2969 2114

0002 0508

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BOOK - 207 PAGE 511

information and belief, the matters and facts set forth
herein are true in all material aspects, under the penalties
of perjury.

Ira J. Wagonheim
Ira J. Wagonheim

298 2115

0002 0509



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 029 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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Ira Wagonheim</u>
600	_____	Property Reports and Personal late filing penalties	<u>373 Gambrells Rd</u>
_____	_____	Other	<u>Gambrells Md 21054</u>
_____	_____	Other	_____

TOTAL FEES 40 Check _____ Cash _____ Documents on _____ checks

APPROVED BY: PCM

NOTE: _____

2969 2116

0002 05 10

CLERK'S NOTATION

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

BOOK - 207 PAGE 513

ARTICLES OF INCORPORATION
OF
B G & SONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 19, 1987 AT 9:53 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

02451417

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:
IRA WAGONHEIM
373 GAMBRILLS RD.
GAMBRILLS

MD 21054

100C3011610

A 246855



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

2969 2111

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
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STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11/18/87 at

BOOK - 207 PAGE 514

9:39 J. BAY COUNTRY ELECTRONICS, INC.
(A CLOSE CORPORATION)

ARTICLES OF REVIVAL

BAY COUNTRY ELECTRONICS, INC., A Maryland Close Corporation having its principal office in Annapolis, Maryland (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: These Articles of Revival are for the purpose of reviving the Charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its Charter was BAY COUNTRY ELECTRONICS, INC.

THIRD: The name which the Corporation will use after the revival of its Charter pursuant to these Articles of Revival shall be BAY COUNTRY ELECTRONICS, INC., which name complies with the provisions of the Corporations and Associations Article of the Annotated Code of Maryland with respect to corporate names.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 4 Dock Street, Annapolis, Maryland 21401, and said principal office is located in Anne Arundel County, Maryland, the same county in which the principal office of the Corporation was located at the time of the forfeiture of its Charter.

FIFTH: The name and post office address of the resident agent of the Corporation in the State of Maryland are John M. Cochran, 4 Dock Street, Annapolis, Maryland 21401. Said resident agent is a citizen actually residing in this State.

OS MAR 17 PM 2:51
H. ERLE SCHAFER
CLERK

73228167

0002 0512

BOOK - 207 PAGE 515

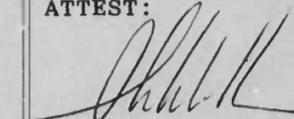
SIXTH: Prior to the filing of these Articles of Revival, the Corporation has:

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

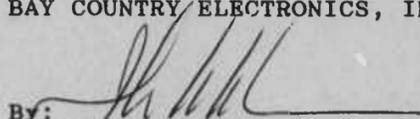
(b) Paid all State and local taxes (except taxes on real estate) and all interest and penalties due by the Corporation or which would have become due if its Charter had not been forfeited, whether or not barred by limitations.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Revival to be signed and acknowledged in its name and on its behalf by its last acting President and its corporate seal to be hereunto affixed and attested by its last acting Secretary all as of this 5th day of November, 1987.

ATTEST: BAY COUNTRY ELECTRONICS, INC.

 (SEAL)

JOHN M. COCHRAN
Last Acting Secretary

By: 

JOHN M. COCHRAN
Last Acting President

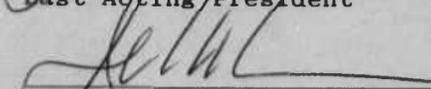
THE UNDERSIGNED, the last acting President and Secretary of BAY COUNTRY ELECTRONICS, INC., who executed on behalf of said Corporation the foregoing Articles of Revival, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said Corporation, the foregoing Articles of Revival to be his act.

NOV 5, 1987

DATE



JOHN M. COCHRAN
Last Acting President



JOHN M. COCHRAN
Last Acting Secretary

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

BOOK - 207 PAGE 516

STATE OF MARYLAND, PRINCE GEORGE'S COUNTY; to wit:

I HEREBY CERTIFY that on this 5th day of November, 1987,
before me, the subscriber, a Notary Public of the State and
County aforesaid, personally appeared JOHN M. COCHRAN, who made
oath under penalties of perjury that the matters and facts set
forth in this affidavit are true and correct to the best of his
information, knowledge and belief.

AS WITNESS my hand and Notarial Seal.



John Brooke Kelly

Notary Public

My Commission Expires:
July 1, 1990

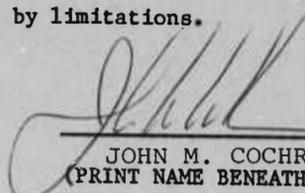
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 517

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, JOHN M. COCHRAN, President of Bay Country Electronics, Inc.
(insert name and title) (insert name of corporation)

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



JOHN M. COCHRAN
(PRINT NAME BENEATH SIGNATURE)

I hereby certify that on November 13, 1987 before me, the
(insert date)

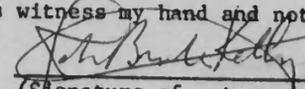
subscriber, a notary public of the State of Maryland, in and for
Prince George's County personally appeared
(insert name or county for which notary is appointed)

John M. Cochran 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 of notary public)

My Commission expires 7/1/90.

269 2696

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City of



BOOK -207 PAGE 518

Annapolis

MUNICIPAL BUILDING
160 DUKE OF GLOUCESTER STREET
ANNAPOLIS, MARYLAND 21401

WILLIAM S. TYLER
FINANCE DIRECTOR
FINANCE OFFICE

Annap. 263-7952
Balto. 269-5410

November 16, 1987

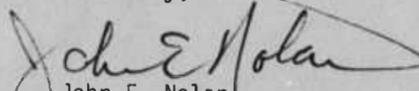
TO WHOM IT MAY CONCERN:

This is to certify that all corporation taxes assessed by the City of
Annapolis to

Bay Country Electronics, Inc.
D 0715151

have been paid through June 30, 1988.

Sincerely,


John E. Nolan
Deputy Finance Director

JEN/sst

2969 2697

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CLERK'S NOTATION
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duction.



BOOK -207 PAGE 519

ANNE ARUNDEL COUNTY
ANNAPOLIS, MARYLAND 21401

OFFICE OF FINANCE

DATE Nov 13 1987

ACCT# 9606

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
Bay Country Electronics Inc
are paid thru 1987/1988. Our records indicate that this is the
last year certified to us by the Maryland State Department of Assessment and
taxation.

Anne Arundel County, Maryland

Thomas G. Redman for
AUGUST H. KRUELLE, Revenue Admin.

2969 2698

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STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 18 BUSINESS CODE 03 COUNTY 52

D0715161 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	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	<u>20</u>	Rec. Fee (Revival)	<input type="checkbox"/> Change of Name
52	_____	Foreign Qualification	<input checked="" type="checkbox"/> Change of Principal Office
50	_____	Cert. of Qual. or Reg.	<input checked="" type="checkbox"/> Change of Resident Agent
51	_____	Foreign Name Registration	<input checked="" type="checkbox"/> Change of Resident Agent Address
13	_____	Certified Copy	_____
56	_____	Penalty	_____
54	_____	For. Supplemental Cert.	_____
73	_____	Cert. of Conveyance	_____
75	<u>30</u>	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	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Cawood, Krain, Lotridge, etal</u>
600	_____	Personal Property Reports and late filing penalties	<u>Suite 401</u>
_____	_____	Other	<u>60 West Street</u>
_____	_____	Other	<u>Annapolis, Md. 21401</u>

TOTAL FEES 50
 Check _____ Cash
Documents on _____ checks

APPROVED BY: J.M.T.

2969 2699

CLERK'S NOTATION
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CLERK'S NOTATION
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duction.

BOOK - 297 PAGE 520

THE ARTICLES OF REVIVAL
OF
BAY COUNTRY ELECTRONICS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 18, 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:

\$ _____

\$ 20.00

\$ 30.00

D0715151

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:
CAHOOD, KRAIN, LOTRIDGE, ETAL
STE. 401, 601 WEST STREET
ANNAPOLIS MD 21401

099C3011580

A 246825



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

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duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 521

APPROVED FOR RECORD

11/17/87 at 8:57 A.M.

ARTICLES OF INCORPORATION

OF

WOODFIELD VILLAGE COMMUNITY ASSOCIATION, INC.

In compliance with the requirements of the laws of the State of Maryland, Corporations and Associations Article, Section 5-201, et. seq., the undersigned, all of whom are residents of the State of Maryland and all of whom are of full legal age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

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

"WOODFIELD VILLAGE COMMUNITY ASSOCIATION, INC."

ARTICLE II

The principal office of the Association is located at 1511 Gov. Ritchie Highway, Arnold, Maryland 21012.

ARTICLE III

William F. Utz, whose address is 1511 Gov. Ritchie Highway, P.O. Box 9786, Arnold, Maryland 21012, is hereby appointed the initial Resident Agent of this Association; said Resident Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

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

1

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H. ERLE SOMMERER
CLERK

BOOK - 207 PAGE 522

that certain tract of property described in Exhibit "A" attached hereto and made a part hereof, and to promote the health, safety, and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of Land Records for Anne Arundel County, Maryland, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length.

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

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

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

(e) Dedicate, sell or transfer all or any part of the Common Area to any

BOOK - 207 PAGE 523

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

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

(g) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Stock Corporation Law of the State of Maryland by law may now or hereafter have or exercise.

ARTICLE V
MEMBERSHIP

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

ARTICLE VI
VOTING RIGHTS

The Association shall have two (2) classes of voting membership:

(a) Class A. Class A Members shall be all Owners with the exception of the Declarant, and shall be entitled to one (1) vote for each Lot owned. When more

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BOOK - 207 PAGE 524

than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

(b) Class B. The Class B Members shall be the Declarant (as defined in the Declaration), and shall be entitled to one (1) vote for each Lot owned. In addition, the Class B members shall have the right without the consent of Class A members to amend this Declaration at any time to meet the requirements of the Federal, State or local governmental agencies having jurisdiction over the design, construction and financing of the subdivision. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (1) When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership, or
- (2) Five (5) years from the date of recordation of the Declaration.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are: William F. Utz, William Morris and Harriett A. Goodmuth.

At the first annual meeting, the members shall elect three (3) Directors for a term of one (1) year, and at each annual meeting thereafter the members shall elect three (3) Directors for a like term.

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BOOK - 207 PAGE 525

ARTICLE VIII
DISSOLUTION

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

ARTICLE IX
DURATION

The Corporation shall exist perpetually.

ARTICLE X
AMENDMENTS

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

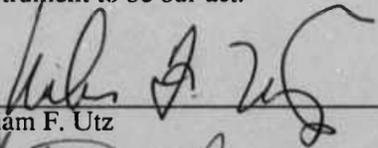
ARTICLE XI
FHA/VA APPROVAL

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

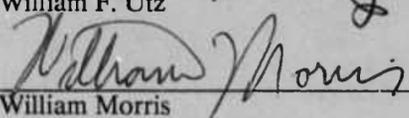
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 526

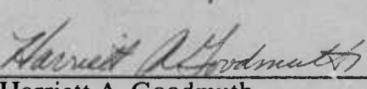
IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Maryland, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 6th day of NOV., 1987, and acknowledged this instrument to be our act.



William F. Utz



William Morris



Harriett A. Goodmuth

R:505724.aoi

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CLERK'S NOTATION

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BOOK - 207 PAGE 527

EXHIBIT "A"

B E I N G all those lots of ground more particularly shown on the
Plats entitled "Plat One Woodfield Village", "Plat Two Woodfield Village",
"Plat Three Woodfield Village", "Plat Four Wood Village", and "Plat Five
Woodfield Village", which Plats are recorded among the Land Records of
Anne Arundel County in Plat Book 99, Pages 46, 47, 48, 49 and 50.

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STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 026 BUSINESS CODE 04 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>24</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	Certified Copy _____	_____
56	_____	Penalty	_____
54	_____	For. Supplemental Cert.	_____
73	_____	Cert. of Conveyance	_____
75	_____	Special Fee	_____
90	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	_____
84	_____	Amendment to Limited Partnership	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: <u>Corbin</u>
21	_____	Recordation Tax	<u>Warfield, Schaffer</u>
22	_____	State Transfer Tax	<u>et al</u>
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Warfield</u>
600	_____	Personal Property Reports and late filing penalties	<u>4 Evergreen Road</u>
	_____	Other _____	<u>Severna Park,</u>
	_____	Other _____	<u>MD 21146</u>

TOTAL FEES 44.10
_____ Check _____ Cash
Documents on _____ checks

APPROVED BY: DK

NOTE:

CLERK'S NOTATION

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BOOK - 207 PAGE 529

ARTICLES OF INCORPORATION
OF
WOODFIELD VILLAGE COMMUNITY ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 17, 1987** AT **8:57** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 24.00

SPECIAL
FEE PAID

\$ _____

D2451268

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 ET-AL.
4 EVERGREEN ROAD
SEVERNA PARK MD 21146

099C3011554

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

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BOOK - 207 PAGE 530

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
ACOMP CONSTRUCTION COMPANY, INC.

APPROVED FOR RECORD

11/16/87 at 9:40a .m.

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, PAMELA MARIE BIDEN, whose post office address is 6429 Lamplighter Ridge, Glen Burnie, Anne Arundel County, Maryland 21061, being at least eighteen (18) years of age, hereby form a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is ACOMP CONSTRUCTION COMPANY, INC.

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

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

- (1) To engage in the business of and to act as general contractors, builders, pavers, wreckers, concrete breakers and contractors, miners, dredgers, excavators, well-diggers, carpenters, woodworkers, cabinet makers, plumbers, electricians, drilling contractors, riveters, acoustical contractors, glaziers, roofers, tinsmiths, floorers, tile contractors, bricklayers, hod carriers, masons, quarry owners and operators, stone, sand, and gravel dealers,

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BOOK - 207 PAGE 531

stonecutters, sand blasters, copper, tin, lead, aluminum, brass, bronze, nickle, zinc, iron, steel, and other metal producers and processors, smiths, sheet metal and other metal workers, smelters, welders, heating and air conditioning contractors, elevator contractors, 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 handel 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, develope, 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 enumerations of purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and is not intended by the mention of any particular purposes, object or business, in any manner to limit or

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BOOK -207 PAGE 532

restrict the generality of any purpose, object or business mentioned, or to limit or restrict any powers of the Corporation.

FIFTH: The post office address of the principal office of the Corporation in this State is 6429 Lamplighter Ridge, Glen Burnie, Anne Arundel County, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is PAMELA MARIE BIDEN, 6429 Lamplighter Ridge, Glen Burnie, Maryland 21061. The Resident Agent is an individual actually residing in this State.

SIXTH: The Corporation shall exist as a close Corporation until such time as the stockholders, by unanimous consent, shall file Articles of Amendment to change such status all in accordance with Title 4, Corporations and Associations Article, Annotated Code of Maryland.

SEVENTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are PAMELA MARIE BIDEN.

EIGHTH: The total amount of authorized stock of the Corporation is One Thousand (1,000.00) 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

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BOOK - 207 PAGE 533

obtaining the unanimous approval of all stockholders of the Corporation.

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

TENTH: The Corporation shall provide any indemnification required or permitted by Section 2-418 of the Corporation Article of the Annotated Code and shall indemnify directors, officers, agents, and employees as follows:

(1) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, 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 reasonable 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

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BOOK -207 PAGE 534

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

(3) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraphs one (1) and two (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 [Btherewith, without the necessity for determination as to the standard of conduct as provided in paragraph four (4) of this Article TENTH.

(4) Any indemnification under paragraph one (1) and two (2) of this Article TENTH (unless ordered by a Court) shall be made by the Corporation only as authorized in the

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BOOK - 207 PAGE 535

specific case upon a determination that indemnification because he has met the applicable standard of conduct set forth in paragraphs one (1) and two (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 may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

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

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

(7) Any indemnification pursuant to this Article TENTH shall not be deemed exclusive of any rights to which those indemnified may be entitled and shall continue as to a person who 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.

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 536

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 9th day of November, 1987, and I
acknowledge the same to be my act.

Pamela Marie Biden
PAMELA MARIE BIDEN

Claudia M. Justis
WITNESS

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:
I HEREBY CERTIFY, that on this 9th day of
November, 1987, before me, the subscriber, a Notary
Public of the State and County aforesaid, personally appeared
PAMELA MARIE BIDEN and they acknowledged the foregoing
Articles of Incorporation to be their act and deed.
WITNESS my Hand and Notarial Seal the day and year
above written.

Claudia M. Justis
NOTARY PUBLIC

My commission expires July 1, 1990.

2969 1765

0002 0535



BOOK - 207 PAGE 537

STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>30</u>	Organ. & Capitalization	Name Change
61	<u>24</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	Certified Copy	_____
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Vernon Frame</u>
600	_____	Personal Property Reports and late filing penalties	<u>3111 Mountain Rd</u>
	_____	Other	<u>Pasadena, Md</u>
	_____	Other	<u>21122</u>

TOTAL FEES 44
 Check _____ Cash
_____ Documents on _____ checks

APPROVED BY: [Signature]

2969 17%

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

0002 0536

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 538

	ARTICLES OF INCORPORATION	ACOMP CONSTRUCTION COMPANY	VERNON G. FRAME, P. A. ATTORNEY AT LAW PASADENA PROFESSIONAL BUILDING 3111 MOUNTAIN ROAD PASADENA, MARYLAND 21122
--	---------------------------------	----------------------------	--

0002 0537

CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 539

ARTICLES OF INCORPORATION
OF
ACOMP CONSTRUCTION COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 16, 1987** AT **9:40** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 24.00

SPECIAL
FEE PAID:

\$ _____

D2451110

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 FRAME
3111 MOUNTAIN ROAD
PASADENA

MD 21122

099C3011539

A 246791



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

2963 1756

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 540

APPROVED FOR RECORD

10/29/87 at 12:01 P.M.

REGINA & ASSOCIATES, INC.

ARTICLES OF INCORPORATION

FIRST: I, Robert W. Thompson, whose post office address is 2060 West Street, Suite 200, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "corporation") is REGINA & ASSOCIATES, INC.

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

(1) To engage in the business of intrastate and interstate trucking, including but not limited to the delivery of bulk and dry commodities, both perishable and non-perishable, and the warehousing of such items, and to engage in any and all activities in connection therewith; and to engage in any other lawful purpose and/or business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 811 Bestgate Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation is Robert W. Thompson, 2060 West Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

10 OCT 29 PM 12:01

W

RECEIVED FOR RECORD

88 MAR 17 PM 2:51

H. ERLE SCHAFER

73038234

0002 0539

BOOK -207 PAGE 541

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 the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

The name of the directors who shall act until the first annual meeting or until their successor is duly chosen and qualified is: Norman T. Cully

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 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 the 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

2964 2331

CLERK

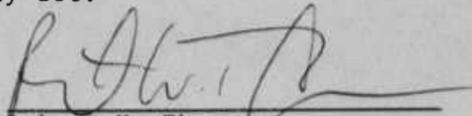
0002 0540

BOOK -207 PAGE 542

Board of Directors included in the foregoing shall in no way be limited to 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, 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 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 28th day of October, 1987, and I acknowledge the same to be my act.


Robert W. Thompson

2964 2332

0002 0541



STATE OF MARYLAND

BOOK -207 PAGE 543

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
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>9</u>	<u>1</u> Certified Copy <u>3</u> 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	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Robert Thompson</u>
600	_____	Property Reports and _____ Personal	<u>2060 West St #200</u>
	_____	_____ late filing	<u>Annapolis, Md 21401</u>
	_____	penalties	NOTE: _____
	_____	Other _____	
	_____	Other _____	

TOTAL FEES

49 Check _____ Cash
Documents on _____ checks

APPROVED BY: A

2964 2333

0002 0542

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 - 207 PAGE 544

ARTICLES OF INCORPORATION
OF
REGINA & ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 29, 1987 AT 12:01 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2440956

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 W. THOMPSON
2060 WEST STREET, #200
ANNAPOLIS MD 21401

08603010033

A 245242



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2964 2329

CLERK'S NOTATION

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 545 APPROVED FOR RECORD

GRAND PALACE RESTAURANT, INC. 10/29/80 at 10,00 A .m.

ARTICLES OF INCORPORATION

FIRST: The undersigned, William Tan, whose post office address is 5602 Baltimore National Pike, Baltimore, Maryland 21228, being at least eighteen years of age, does hereby form a Corporation under and by virtue of the general laws of the State of Maryland.

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

GRAND PALACE RESTAURANT, INC.

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

(a) To own, conduct, lease, manage, operate, maintain and carry on the business of restaurant and carry-out business, and to sell and dispense food, beverages and liquids of all kinds and to do any and all things necessary and pertinent to said business.

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

(c) To engage in any and all other lawful businesses. 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.

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

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, 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 full or in part any activities 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

08 MAR 17 PM 2:51
H. ERLE SCHAFER
CLERK

73028137

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2964 2300

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BOOK - 207 PAGE 546

any such property, rights, businesses, contracts, goodwill, franchises or other assets in any manner under the laws of the State of Maryland.

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

(g) To purchase or otherwise acquire, hold, exchange or sell, any shares of stock, or voting trust certificates for any shares of stock, or any bonds or other securities or evidences of indebtedness issued or created by, corporations, or associations having the power to issue the same, organized under the laws of the State of Maryland or any other state territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote 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 hereinbefore enumerated for itself, or for account of others, or through

BOOK - 207 PAGE 547

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

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, 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 corporation 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 5721 Ritchie Highway, Baltimore, Maryland 21225. The name and post office address of the resident agent of the Corporation in State of Maryland is Kwan Mayn Tam, 309 Double Eagle Drive, Linthicum, Maryland 21090.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 100 shares of the par value of \$10,000 each, all of one class and are designated common stock. The aggregate value of all shares having par value is \$1,000,000.00.

SIXTH: The number of directors of the Corporation shall be Five (5) which number may be increased or decreased pursuant to the By-Laws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Kwan Mayn Tam, Kam Ying Tam, Wing Yim, Hing Cheong Yeung and Hung Tung Wong

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 - 207 PAGE 548

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

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

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

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of

BOOK - 207 PAGE 549

terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

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

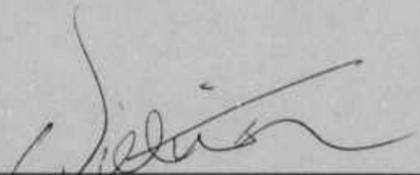
(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether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

EIGHTH: The duration of the Corporation shall be perpetual.

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

BOOK - 207 PAGE 550

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation on this 6th day of October, 1987, and severally
acknowledge the same to be my act.



William Tan (SEAL)

Please return to:

William Tan
Suite 202, Suburbia Building
5602 Baltimore National Pike
Baltimore, Maryland 21228



STATE OF MARYLAND

BOOK - 207 PAGE 551

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 021 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>200</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	_____	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: <u>William</u>
21	_____	Recordation Tax	<u>Jan, CPA</u>
22	_____	State Transfer Tax	
23	_____	Local Transfer Tax	
31	_____	_____ Corp. Good Standings	
NA	_____	Foreign Corporation Registration	
87	_____	_____ Limited Part. Good Standings	MAIL TO ADDRESS: <u>Suite</u>
71	_____	Financial	<u>202</u>
600	_____	_____ Personal Property Reports and _____ late filing	<u>5602 Battlemore</u>
	_____	penalties	<u>National Pike</u>
	_____	Other	<u>Balt., MD 21228</u>
	_____	Other	

TOTAL FEES 222.00
 Check _____ Cash
Documents on _____ checks

APPROVED BY: [Signature]

NOTE:

2964 2306

CLERK'S NOTATION
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0002 0550

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 552

ARTICLES OF INCORPORATION
OF
GRAND PALACE RESTAURANT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 29, 1987 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 200.00

RECORDING
FEE PAID

\$ 22.00

SPECIAL
FEE PAID:

\$

D2440907

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:
ATTN: WILLIAM JAN, CPA
5602 BALTIMORE NATIONAL PIKE,
SUITE 202
BALTIMORE MD 21228

086C3010028

A 245237



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

2964 2299

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

BOOK - 207 PAGE 554

BOOK - 207 PAGE 553

is no stock outstanding, the number
than the number of stockholders.
ck outstanding and so long as there are
the number of directors may be less
number of stockholders.
who shall act until the first
assors are duly chosen and
vlander, Roxanne Weidele,
Laura Dixon.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
10/29/87 at 8:45A.m.
RIVER GALLEY, LTD.

ARTICLES OF INCORPORATION

ITEM FIRST
I, Frances Worthington, whose post office address is 1288
Caberstone Road, Harwood, Maryland 20776, being at least
eighteen (18) years of age, hereby form a corporation under and
by virtue of the General Laws of the State of Maryland.

The name of the corporation (which is hereafter referred to
as the "Corporation") is RIVER GALLERY, LTD.

The purposes for which the Corporation is formed are:
(1) To own and operate an art gallery; and to engage in any
other lawful purpose and business.

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

ITEM SECOND
ITEM THIRD
ITEM FOURTH
The post office address of the principal office of the
Corporation in this State is 4846 Riverside Dr., (P.O. Box 31),
Galesville, Maryland 20765. The name and post office address of
the Resident Agent of the Corporation in this State are Laura E.
Dixon, 4854 S. Riverside Drive, Galesville, Maryland 20765. Said
Resident Agent is an individual actually residing in this State.

ITEM 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.

ITEM SIXTH
The number of Directors of the Corporation shall be
six (6), which number may be increased or decreased pursuant to
the By-Laws of the Corporation, but shall never be less than
three, provided that:

1987 OCT 29 A 8 45

73028 2864 2285

0002 01

38 MAR 17 PM 2:51
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FREDERICK R. FRANK, JR. ATTORNEY AT LAW ANNAPOLIS MARYLAND

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restricted by reference to o
other clause of this or any ot
-2-



STATE OF MARYLAND

BOOK - 207 PAGE 556

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61	<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 Standings
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: Frederick R. Franke, Jr., Esq.

MAIL TO ADDRESS: 156 South Street Annapolis, MD 21401

TOTAL FEES 46.00
Check _____ Cash _____
Documents on _____ checks

APPROVED BY: [Signature]

NOTE:

2964 2288

0002 0553

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 -207 PAGE 557

ARTICLES OF INCORPORATION
OF
RIVER GALLERY, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 29, 1987 AT 8:45 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID
\$ 20.00

RECORDING
FEE PAID
\$ 20.00

SPECIAL
FEE PAID
\$

D2440873

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:
ATTN: FREDERICK R. FRANKE, JR.,
ESQUIRE
156 SOUTH STREET
ANNAPOLIS MD 21401

086C3010025

A 245234



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO
2964 2284

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

BOOK - 207 PAGE 557

ARTICLES OF INCORPORATION
OF
RIVER GALLERY, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 29, 1987 AT 8:45 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2440873

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:
ATTN: FREDERICK R. FRANKE, JR.,
ESQUIRE
156 SOUTH STREET
ANNAPOLIS MD 21401

086C3010025

A 245234



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2964 2284

BOOK - 207 PAGE 559

To borrow money from time to time, and issue notes, bonds, debentures, or obligations of this organization, for any of the objects or purposes of the Corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.

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

To have one or more offices to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of fee simple, leasehold or other personal property of every class and description.

In general, to carry on any other business in connection with the foregoing, whether buying, or selling, and to have and exercise all the powers conferred by the laws of Maryland, upon corporations formed under the Acts hereinbefore referred to and do any of all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The foregoing clauses shall be construed both as objects and powers and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

✓ FOURTH: The post office address of the place at which the principal office the Corporation in the State shall be located is 543C Tranquil Court, Odenton, Anne Arundel County, Maryland, 21113. The resident agent of the Corporation is Craig L. Rickard, whose post office address is 2133 Defense Highway, Crofton, Maryland, 21114. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than Two (2) directors, and Martha A. Anderson and Arthur I Anderson III shall act as directors until the first annual meeting or
296.4 2171

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 560

until their successors are duly chosen and qualified. The number of directors may be changed in such a lawful manner as the By-Laws may from time to time provide.

SIXTH: The total amount of authorized capital stock of the Corporation is divided into one thousand (1,000) shares at no par value.

SEVENTH: We do further certify that the Board of Directors are expressly authorized to hold their meetings, to have one or more offices, and to keep the financial books of the Corporation within the State of Maryland, at such places as they may from time to time designate; to fix, determine and vary the amount to be reserved for working capital, to determine the times and amounts of dividends declared on the capital stock; and to determine the use and disposition of any surplus net profits.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 20 day of Oct 1987.

WITNESS:

[Signature]
MARTHA A ANDERSON (SEAL)

STATE OF MARYLAND :
COUNTY OF Anne Arundel : ss

I HEREBY CERTIFY dhat on this 20 day of Oct, 1987, before me the subscriber, a Notary Public of the State of Maryland, in and for the County of Anne Arundel personally appeared Martha A. Anderson, and severally acknowledged the foregoing Articles of Incorporation to be her act.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 20 day of Oct 1987.
My commission expires 7-1-90
[Signature] 2964 2172
NOTARY PUBLIC (SEAL)

0002 0557



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 561

DOCUMENT CODE 021 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		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		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		_____ Personal Property Reports and _____ late filing penalties	<u>Martha Anderson</u>
		Other _____	<u>543 C. Tranquil Court</u>
		Other _____	<u>Odenton, Md. 21113</u>

TOTAL FEES 40
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: J.M.T.

2964 2173

0002 0558

CLERK'S NOTATION

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CLERK'S NOTATION

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

BOOK - 207 PAGE 562

ARTICLES OF INCORPORATION
OF
ANDERSON SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 28, 1987 AT 9:12 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$

D2440667

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:
MARTHA ANDERSON
543C TRANQUIL COURT
ODENTON MD 21113

086C3010004

A 245217



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO
2364 2169

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

10/15/87 at 8:46 AM
TO THE

1987 OCT 15 A 8:46

1987 SEP 18 A 7:17

J

ARTICLES OF INCORPORATION
OF
SUIT BROS., INC.
FOR THE PURPOSE OF ELECTION TO BE A
CLOSE CORPORATION

I, Ralph H. Suit, Sr., being the sole owner/stockholder of all outstanding and issued shares of capital stock of Suit Bros., Inc. (incorporated under the laws of the State of Maryland) hereby affirm that Suit Bros., Inc. is a Close Corporation as a result of a unanimous vote of the stockholder of all issued and subscribed stock at a stockholder meeting held at 7:00 P.M., Monday, May 18, 1987.

This election to be a Close Corporation is made in accordance with the provisions of Section 4.201 of the Corporations and associations Article, Annotated Code of Maryland.

Attest:

68 MAR 17 PM 2:52
HERIE SCHAFFER

Helen J. Suit
Helen J. Suit, Secretary
SUIT BROS., INC.

Ralph H. Suit, Sr.
RALPH H. SUIT, SR.
Sole Stockholder/President
3400 Lynchburg Court
Davidsonville, MD 21035

I, Helen J. Suit, Secretary, hereby acknowledge on behalf of Suit Bros., Inc, that the foregoing Articles of Amendment are the corporate act of said corporation and further certify under the penalties of perjury to the best of my knowledge, information and belief, the matters and facts set forth in the Articles are true in all material respects.

Helen J. Suit
Helen J. Suit, Secretary
SUIT BROS., INC.

72968155

2965 0802



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 09 BUSINESS CODE 03 COUNTY 52

D1929660 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change (New Name). Rows include fees for Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Rec. Fee (Amendment), Rec. Fee (Merger or Consolidation), Rec. Fee (Transfer), Rec. Fee (Dissolution), Rec. Fee (Revival), Foreign Qualification, Cert. of Qual. or Reg., Foreign Name Registration, Certified Copy, 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, Limited Part. Good Standings Financial, Property Reports and late filing penalties, Other.

TOTAL FEES 20 Check Cash Documents on checks

APPROVED BY: J.M.T.

2965 0803

0002 0561

CLERK'S NOTATION

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CLERK'S NOTATION

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

BOOK - 207 PAGE 565

AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
SUIT BROS., INC.
FOR THE PURPOSE OF ELECTION TO BE A
CLOSE CORPORATION

(Corporate Identification Number is D1929660)

Return to:

0002 8562

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 566

ARTICLES OF AMENDMENT
OF
SUIT BROS., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 15, 1987 AT 8:46 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

2

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 20.00

\$ _____

D1929660

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:
SUIT BROS., INC.
3400 LYNCHBURG COURT
DAVIDSONVILLE MD 21035

085C3012194

A 245188



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2365 001

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
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BOOK - 207 PAGE 567

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

AMENDED

APPROVED FOR RECORD

ARTICLES OF INCORPORATION

10-23-87 at 8:37 a.m.

OF

MOUNTAIN STATE FEDERAL MORTGAGE CO.
(A Close Corporation)

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 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

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H. ERLE SCHAFER
CLERK

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BOOK - 207 PAGE 568

objects, purposes, or businesses, or to enhance the value of the corporate property, business or rights.

ARTICLE IV - A CLOSE CORPORATION

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

ARTICLE V - ADDRESS AND RESIDENT AGENT

The post office address and the principal office of the Corporation is 190 Duke of Gloucester Street, Post Office Box 28, Annapolis, Maryland, 21404. The resident agent of the Corporation is Thomas J. Wohlgemuth, whose post office address is 190 Duke of Gloucester Street, Post Office Box 28, Annapolis, Maryland 21404 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 Five Thousand (5,000) shares of common stock, without par value.

ARTICLE VII - DIRECTORS

The number of directors shall be three (3), pursuant to 4-301 of the Corporations and Associations Article of the Annotated Code of Maryland unless and until the Corporation elects to have no Board of Directors as provided by law. The name of the directors who shall act until then are:

BILLY D. SHAW
RANDALL P. MILLER
S. R. LEWIS, JR.

2965 0752

0002 0565

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

BOOK - 207 PAGE 569

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 Amended Articles of Incorporation this 21st day of October, 1987, and I acknowledge the same to be my act.

Witness:

Mary J. Kerzner

[Signature] (SEAL)

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BOOK - 207 PAGE 570

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 10A BUSINESS CODE 03 COUNTY 52

D 2350726 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Includes items like Organ. & Capitalization, Name Change (Mountain State Mortgage Co.), and various taxes.

TOTAL FEES 20 Check Cash 1 Documents on 2 checks

APPROVED BY: [Signature]

2961 0754

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

0002 0567

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

BOOK - 207 PAGE 571

AMENDED ARTICLES OF INCORPORATION
OF
MOUNTAIN STATE FEDERAL MORTGAGE CO.

CHANGING ITS NAME TO:
MOUNTAIN STATE MORTGAGE CO.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 23, 1987** AT **8:37** 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

\$ _____

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.A.
P. O. BOX 28
ANNAPOLIS MD 21404

085C3012183

A 245179



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 0750

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

BOOK - 207 PAGE 572

ARTICLES OF INCORPORATION
OF THE

BARBARA HALSTED INTERIORS, INC.

1987 OCT 29 A 9 20

FIRST: I, John Knowles Crummey, whose post office address is 139 Lafayette Avenue, Annapolis, Maryland 21401, being over eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

BARBARA HALSTED INTERIORS, INC.

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

(1) To engage in the business of operating an interior design studio, providing interior design consulting services, providing space and space use consultation, and to engage in the wholesale and retail sale of residential and office furniture and furnishings; and to engage in all related lawful activities incident to the business of operating an interior design studio, providing interior design consulting services, providing space and space use consultation, and to engage in the wholesale and retail sale of residential and office furniture and furnishings; 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 1562 Farlow Avenue, Crofton, Maryland 21114. The name of the Resident Agent of the Corporation at such address is Barbara A. Halsted. 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 Shares of Common Stock, One Dollar (\$1.00) 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 only 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.

COMPTROLLER
H. ENL SCHAFER
CLERK

AND TAXATION

APPROVED FOR RECORD

10/29/87 9:20 A.M.

73028201

2965 0483

0002 0569

CLERK'S NOTATION

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

BOOK - 207 PAGE 573

The names of the Director who shall act until the initial director's meeting and until her successors are duly chosen and qualified, is:

Barbara A. Halsted

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

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

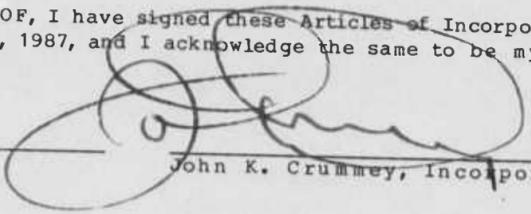
(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and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

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23rd day of October, 1987, and I acknowledge the same to be my act.

Donna L. Field
Witness


John K. Crumney, Incorporator



BOOK - 207 PAGE 574

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	Name Change
61	<u>70</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>	1 Certified Copy <u>2p.</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: <u>John K. Crumney, Esq.</u>
21	_____	Recordation Tax	
22	_____	State Transfer Tax	
23	_____	Local Transfer Tax	
31	_____	Corp. Good Standings	
NA	_____	Foreign Corporation Registration	
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: <u>Crumney</u>
71	_____	Financial	<u>+ Kling</u>
600	_____	Personal Property Reports and late filing penalties	<u>P.O. Box 89</u>
_____	_____	Other	<u>Annapolis, MD</u>
_____	_____	Other	<u>21404-0089</u>

TOTAL FEES 48.00
 Check _____ Cash _____
Documents on _____ checks _____

APPROVED BY: [Signature]

NOTE: _____

2965 0485

0002 0571

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

BOOK - 207 PAGE 575

ARTICLES OF INCORPORATION
OF
BARBARA HALSTED INTERIORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 29, 1987** AT **9:20** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$ _____

D2440345

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:
CRUMMEY & KLING
ATTN: JOHN W. CRUMMEY, ESQUIRE
P. O. BOX 89
ANNAPOLIS MD 21404 0089

085C3012139

A 245144



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2965 0482

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

BOOK - 207 PAGE 576

ARTICLES OF INCORPORATION

OF

VANTAGE PROPERTY MANAGEMENT, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Andrew G. Levy, whose post office address is 2101 Defense Highway, Crofton, Maryland 21114 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 referred to as the "Corporation") is:

VANTAGE PROPERTY MANAGEMENT, INC.

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

(a) To manage, lease, maintain, contract for, and deal in and with real estate and improvements thereon of every kind and description.

(b) To provide management and leasing advice, planning, and assistance.

(c) To engage in purchasing, processing, distributing, and selling at wholesale or at retail, in Maryland, and in any Foreign country, and in any part of the world.

(d) To purchase or otherwise acquire, own, and hold, such real property of every kind and description, within and without the State of Maryland, or any part of the world, suitable, necessary or useful or advisable in connection with any or all of the objects hereinbefore or hereinafter set forth, and to convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise dispose of any of such property.

(e) Without in any particular limiting any of the objects, purposes, or powers of the corporation, the business or purposes of the corporation shall be from time to time to do any one or more, or all of the acts and things and business or businesses in any manner connected therewith or necessary, incidental, convenient

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

1

10/29/85 at 9:17 A.m.

73028198 2965 0395

MAR 17 PM 252
H. ERLE SCHAFER
CLERK

1987 OCT 29 A 9 17

0002 0573

BOOK - 207 PAGE 577

of auxiliary thereto, or calculated directly or indirectly to promote the interests of the corporation or enhance the value of or render profitable any of its property or rights, as such a corporation may lawfully do; in carrying on its business or for the purpose of attaining or furthering any of its objects to do any and all acts and to exercise any and all other powers which a co-partnership or natural person could do and exercise and which now or hereafter may be authorized by law either as or by and through principals, agents, attorneys, trustees, contractors, factors, lessors, lessees, or otherwise, either alone or in conjunction with others, and in any part of the world; and, in addition, to have and to exercise all the rights, powers, and privileges now or hereafter belonging to or conferred upon corporations organized under the provisions of the laws of the State of Maryland authorizing the formation of such corporations.

(f) The foregoing clauses shall be construed both as objects and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

(g) The Corporation reserves the right to amend, alter, enlarge, change in any way, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter authorized, permitted or prescribed by statute, and all rights, powers, privileges and restrictions conferred on stockholders are granted subject to this reservation, except to the extent that the same may be expressly declared not to be subject to this reservation.

FOURTH: The Post Office address of the place at which the principal office of the corporation in this State will be, is 2622 Annapolis Road, Severn, Maryland 21144. The Resident Agent of the Corporation is James Mattingly, whose post office address is 2622 Annapolis Road, Severn, Maryland 21144. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The number of Directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation and in accordance with the

BOOK -207 PAGE 578

provisions of Maryland law. The name of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are James Mattingly and Susan H. Mattingly.

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

SEVENTH: Without violation of Section 2-419 of the Corporation and Associations Article of the Annotated code of Maryland, 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 the Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such Director or officer of such other corporation or not so interested.

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EIGHTH: The Board of Directors shall have power from time to time to fix and determine and to vary the amount of working capital of the Corporation, to determine whether any, and if any, what part of the surplus of the Corporation or of the net profits arising from its business, shall be declared in dividends and paid to the stockholders, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of stock of the Corporation, or any of the bonds or other evidences of indebtedness of the Corporation, to such such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

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

TENTH: The holders of the shares of the common stock of the corporation shall not have any pre-emptive or preferential right of subscription to any shares of any class of stock of the corporation, or to securities convertible into shares of any class of stock of the corporation, whether now or hereafter authorized.

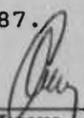
ELEVENTH: The Corporation shall indemnify any Director, officer or employee, or former Director, officer or employee of

BOOK - 207 PAGE 580

the Corporation, or any person who may have served at its request as a Director, officer or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is make 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. The Corporation may also reimburse to any Director, officer or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the Directors not involved in the matter in controversy (whether or not a quorum) that it was to the interests of the Corporation that such settlement be made and that such Director, officer or employee may be intitled under any by-law, vote of shareholders, or otherwise.

TWELFTH: The duration of the Corporation shall be perpetual.

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



Andrew G. Levy

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

BOOK -207 PAGE 581

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY that on this 23rd day of October 1987,
before me, a Notary Public in and for the State of Maryland,
County of Anne Arundel, personally appeared ANDREW G. LEVY, and
acknowledged the foregoing Articles of Incorporation to be his
act.

Lynne M. Boileau

Notary Public, Maryland

My Commission Expires: 7/1/90





BOOK - 207 PAGE 582

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 021 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>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 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: <u>Andrew</u>
21	_____	Recordation Tax	<u>G. Levy, Esq.</u>
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	MAIL TO ADDRESS: <u>Goldstein</u>
87	_____	Limited Part. Good Standings	<u>+ Levy</u>
71	_____	Financial	<u>Suite 1</u>
600	_____	Property Reports and <u>Personal</u> late filing penalties	<u>2101 Defense Hwy</u>
_____	_____	Other	<u>Crofton, MD 21114</u>
_____	_____	Other	NOTE: _____

TOTAL FEES 42.00 Check _____ Cash _____ Documents on _____ checks

APPROVED BY: [Signature]

2965 0401

0002 0579

CLERK'S NOTATION

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 583

ARTICLES OF INCORPORATION
OF
VANTAGE PROPERTY MANAGEMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 29, 1987** AT **9:17** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 22.00

SPECIAL
FEE PAID

\$ _____

D2440196

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 & LEVY
ATTN: ANDREW G. LEVY, ESQUIRE
2101 DEFENSE HIGHWAY, SUITE 1
CROFTON MD 21114

085C3012124

A 245133



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

2965 0394

AND TAXATION OF MARYLAND IN LIBER. FOLIO.

CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 584

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
10/29/87 at 8:54 A

CHESAPEAKE LANDSCAPING, INC.

ARTICLES OF INCORPORATION

SUBCHAPTER S CORPORATION

FIRST: I, Carol Phelps, whose post office address is 1291 Whirlaway Court, Gambrills, 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 CHESAPEAKE LANDSCAPING, INC.

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

(1) Provide service for exterior and interior plant maintenance and sell lawn and garden equipment; and to engage in any other lawful purpose and business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 1291 Whirlaway Court, Gambrills, Maryland 21054.

88 MAR 17 PM 2:52
H. ERLE SCHAFER
CLERK

LAW OFFICES
BROWN AND COOCH, P.A.
Empire Towers
Suite 400
7310 Ritchie Highway
Glen Burnie, Maryland 21061
Telephone
(301) 787-1880
(301) 787-1981

1987 OCT 29 A 8 54

73028163

865 0388

0002 0581

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

BOOK -207 PAGE 585

The name and post office address of the Resident Agent of the Corporation in this State are Carol Phelps, 1291 Whirl-a-way Court, Gambrills, Maryland 21054.

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 3,000 shares of common Stock, without par value.

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

LAW OFFICES
BROWN AND COOCH, P.A.
Empire Towers
Suite 400
7310 Ritchie Highway
Glen Burnie, Maryland 21061
Telephone
(301) 787-1880
(301) 787-1881

0002 0582

BOOK - 207 PAGE 586

Carol Phelps
1291 Whirlaway Ct.
Gambrills, Md 21054

William Karg
82 Will-O-Brook Drive
Pasadena, Maryland 21122

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, restriction,

LAW OFFICES
BROWN AND COOCH, P.A.
Empire Towers
Suite 400
7310 Ritchie Highway
Glen Burnie, Maryland 21061
Telephone
(301) 787-1880
(301) 787-1881

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limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

The emuneration 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 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.

LAW OFFICES
BROWN AND COGGI, P.A.
Empire Towers
Suite 400
7310 Ritchie Highway
Glen Burnie, Maryland 21061
Telephone
(301) 787-1880
(301) 787-1881

2965 0391

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 588

NINTH: Unanimous election is hereby made for this
Corporation to be a Sub chapter S Corporation.
IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 29th day of Sept,
19 87, and I acknowledge the same to be my act.

Carol Phelps
Carol Phelps

William Karg
William Karg

LAW OFFICES
BROWN AND COOCH, P.A.
Empire Towers
Suite 400
2310 Ritchie Highway
Glen Burnie, Maryland 21061
Telephone
(301) 787-1880
(301) 787-4881

2965 0392

0002 0585



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 025 BUSINESS CODE 03 COUNTY 52

_____ P.A. _____ Religious all Close 1 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	_____	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: <u>Christopher P. Brown, Esq</u>
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: <u>Empire Towers</u>
71	_____	Financial	<u>Suite 400</u>
600	_____	Personal Property Reports and late filing penalties	<u>7310 Ritchie Hwy.</u>
_____	_____	Other	<u>Glen Burnie,</u>
_____	_____	Other	<u>MD 21061</u>

TOTAL FEES

40.00

Check Cash

Documents on _____ checks

APPROVED BY: [Signature]

2965 0393

0002 0586

CLERK'S NOTATION

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

BOOK - 207 PAGE 590

ARTICLES OF INCORPORATION
OF
CHESAPEAKE LANDSCAPING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 29, 1987** AT **8:54** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID
\$ 20.00

RECORDING
FEE PAID
\$ 20.00

SPECIAL
FEE PAID
\$

D2440188

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:
ATTN: CHRISTOPHER P. BROWN,
ESQUIRE
EMPIRE TOWERS, SUITE 400
7310 RITCHIE HIGHWAY
GLEN BURNIE MD 21061

085C3012123

A 245132



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

2965 0387

CLERK'S NOTATION

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BOOK -207 PAGE 591

ARTICLES OF INCORPORATION

OF

P. T. CONSTRUCTION, INC.

STATE DEPARTMENT OF ASSESSMENT AND TAXATION

APPROVED FOR RECORD
1987 OCT 21/27/87 at 8:28

FIRST: I, James T. Galloway, whose post office address is Apartment 106, 620 Americana Drive, Annapolis, Maryland 21403, 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:

P. T. CONSTRUCTION, INC.

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 Apartment 106, Americana Drive, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is James T. Galloway, Apartment 106, Americana Drive, Annapolis, Maryland 21403. Said Resident Agent is an

-1-

73008033

1965 0306

APPROVED FOR RECORD
88 MAR 17 PM 2:52
H. ERLE SCHAEFER
CLERK

0002 0588

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ENTS

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, with a par value of \$.10 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 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:

Laurie Marie Galloway
James T. Galloway
Kevin John Galloway

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

BOOK -207 PAGE 593

options to subscribe for, purchase, or otherwise acquire such shares.

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

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, 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

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Laws of the State of Maryland now or hereafter in force.

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.

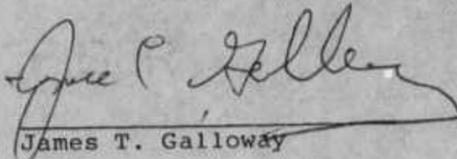
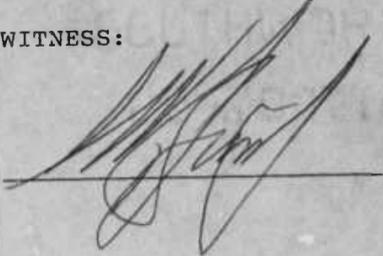
(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that 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

BOOK - 207 PAGE 595

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 have signed these Articles of Incorporation this 20th day of October, 1987, and I acknowledge the same to be my act.

WITNESS:


James T. Galloway



STATE OF MARYLAND

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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.	_____ 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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Nicholas Kallis</u>
600	_____	Personal Property Reports and late filing penalties	<u>67 Franklin St.</u>
	_____	Other	<u>Annapolis, Md</u>
	_____	Other	<u>21401</u>

TOTAL FEES 40 Check _____ Cash _____ Documents on _____ checks

APPROVED BY: PCM

2965 0311

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CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CLERK'S NOTATION
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BOOK - 207 PAGE 597

ARTICLES OF INCORPORATION
OF
P. T. CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 27, 1987** AT **8:28** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ <u>20.00</u>	\$ <u>20.00</u>	\$ _____
<u>D2440048</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:
NICHOLAS KALLIS
67 FRANKLIN ST.
ANNAPOLIS MD 21401

085C3012109
A 245119



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2965 0305

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BOOK -207 PAGE 598

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

10/26/87 at 9:01 .M.

MARYLAND STATE BEEKEEPERS ASSOCIATION, INC.

ARTICLES OF INCORPORATION

FIRST: THE UNDERSIGNED, Michael J. Kelly, whose post office address is 500 W. Baltimore Street, Baltimore, Maryland 21201, being at least eighteen years of age, acting as incorporator, does hereby form a non-stock 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"):

MARYLAND STATE BEEKEEPERS ASSOCIATION, INC.

THIRD: (1) The Corporation is organized exclusively for charitable and educational purposes, including the following specific purposes:

- (a) to promote the values and pleasure of beekeeping among the public;
- (b) to inform the public and those in the Association of matters of importance in beekeeping;
- (c) to encourage scientific and practical beekeeping, and the improvement of bee culture;
- (d) to educate beekeepers and those interested in bee culture by presenting and discussing new ideas; and exchanging information, goods, and services;
- (e) to support research on bee culture;
- (f) to protect bees and sources of nectar and pollen;
- (g) to serve as liaison with other organizations

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CLERK

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duction.

BOOK - 207 PAGE 599

concerned with bee culture;

(h) to advance, in general, the interests of its members.

(2) in furtherance of and without limiting the objects specified in Section (1) above, the Corporation shall have the following specific powers:

(a) To purchase or otherwise acquire, either absolutely or in trust for any of its purposes, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of any property, real or personal, of every kind and description.

(b) To receive donations, devises, bequests, legacies, gifts and other contributions in money or in property, without limitation as to amount or value except such limitation, if any, as may be specifically imposed by law, and to employ the same for the furtherance and development of such one or more of the aforesaid purposes of the Corporation as the Trustees shall, in their absolute discretion, from time to time determine and under such conditions as they may determine.

(c) To invest and reinvest any funds of the Corporation in bonds, stocks, securities, mortgages, real estate, or any interest or estate therein, and any other medium of investment, without limitation, and to deal with and expend the funds of the Corporation and the income therefrom in such manner as in the absolute judgment of the Trustees will best promote the objects of the Corporation.

(d) To borrow money, and to give as security therefor any asset or assets of the Corporation, and to guarantee any obligations of any other person or corporation, provided that all of such arts and activities shall be for any of the above described purposes of the Corporation.

2965 092

BOOK - 207 PAGE 600

(e) To carry on any of the corporate purposes for itself or for account of others or through others for its own account.

(f) To do and perform all lawful acts and things necessary and proper in the judgment of the Trustees to promote the objects of the Corporation.

(g) To amend the corporate charter with the consent of such number of the members as may be permitted by law and the By-Laws of the Corporation; provided, however, that no such amendment shall allow or permit any portion of the assets or any part of the net earnings of the Corporation at any time or in any manner to inure to the benefit of any member, Trustee or private individual; nor shall any such amendment permit the Corporation to engage in any activity not permitted for an organization exempt from Federal income tax under the provisions of section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) and contributions to which are deductible under the provisions of sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

FOURTH: The present post office address of the principal office of the Corporation in this State is c/o State Apiary Inspector, Maryland Department of Agriculture, 50 Harry S. Truman Parkway, Annapolis, Maryland 21401. The name and post office address of the resident agent of the Corporation in this State is I. Barton Smith (address above). Said resident agent is domiciled in the State of Maryland. ✓

FIFTH: The Corporation is not authorized to issue capital stock. ✓

SIXTH: The membership of the Corporation shall consist at all times of the members of the Board of Trustees and their successors in office.

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CLERK'S NOTATION

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BOOK -207 PAGE 601

SEVENTH: The number of trustees of the Corporation shall be determined by the By-Laws of the Corporation, which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be greater than fifteen (15) nor less than three (3).

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

ANN HARMAN
RICHARD HAMMOND
GORDON DAVIS

2965 0294

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BOOK -207 PAGE 602

EIGHTH: The following provisions are hereby adopted for defining, adopting, limiting and regulating the powers of the Corporation and of the trustees and the members.

(1) 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 provisions of these articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

(2) Upon dissolution of the Corporation, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for

2965 0295

CLERK'S NOTATION

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BOOK - 207 PAGE 603

charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) contributions to which are deductible under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Baltimore City or such other court sitting in equity in the political subdivision 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.

(3) The Corporation shall indemnify its trustees 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 a determination by the Board of Trustees or independent legal counsel (who may be regular counsel for the Corporation) made in accordance with applicable statutory standards; and, upon authorization by the Board of Trustees, may indemnify other employees or agents to the same extent; provided, however, such indemnification shall only be to the extent permitted of organizations which are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) and contributions to which are deductible under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

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duction.

BOOK - 207 PAGE 604

(4) The enumeration and definition of particular powers of the Board of Trustees included in these Articles 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, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Trustees under the General Laws of the State of Maryland now or hereafter in force, except to the extent that the General Laws of the State of Maryland permit activities which are not permitted under Federal Law for any organization which is exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) and contributions to which are deductible under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions under any future United States Internal Revenue Law).

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation,
acknowledging the same to be my act, on September 15, 1984

WITNESS:

Deborah E. Mapes

Michael J. Kelly

#0110a/1

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- 7 -

0002 0601



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

CLERK'S NOTATION
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DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	<u>24</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	Certified Copy _____	
56	_____	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 Standings	
NA	_____	Foreign Corporation Registration	
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Michael Kelly</u>
600	_____	Personal Property Reports and late filing penalties	<u>500 W. Baltimore St</u>
	_____	Other	<u>Balt. Md 21201</u>
	_____	Other	

TOTAL FEES 44 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: A

NOTE: _____

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CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 606

ARTICLES OF INCORPORATION
OF
MARYLAND STATE BEEKEEPERS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 26, 1987** AT **9:01** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.



ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 24.00

SPECIAL
FEE PAID:

\$ _____

D2440022

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 KELLY
500 W. BALTIMORE ST.
BALTIMORE MD 21201

085C3012107

A 245117



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2965 0290

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 607

APPROVED FOR RECORD

10/23/87 at 9:11

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10

ARTICLES OF INCORPORATION

OF

PAFA, Inc.

A Maryland Corporation

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned,
have voluntarily acted with the purpose of forming a corporation
under the Laws of the State of Maryland and to that end do hereby
adopt Articles of Incorporation as follows:

ARTICLE I: The incorporator, Randall L. Scott, 6305 Ivy
Lane, Suite 420, Greenbelt, Maryland 20770, is an adult
individual and does act as incorporator with the intention of
forming a corporation.

ARTICLE II: The name of the corporation is:

PAFA, Inc.

ARTICLE III: The nature of the business and the objects and
purposes to be transacted, promoted and carried on are to do any
or all of the things herein mentioned as fully and to the same
extent as natural persons might or could do, and in any part of
the world, viz:

To purchase or otherwise acquire, hold, sell, exchange,
pledge, hypothecate, underwrite, deal in and dispose of shares,
bonds, notes, debentures, or other evidences of indebtedness and
obligations and securities of any corporation, company, associa-
tion, partnership, syndicate, entity, or person, domestic or
foreign, or of any domestic or foreign state, government, or
governmental authority or of any political or administrative
subdivision or department thereof, and certificates or receipts
of any kind representing or evidencing any interest in any such
shares, bonds, notes, debentures, evidences of indebtedness, ob-
ligations, or securities; to issue its own shares, bonds, notes,
debentures, or other evidences of indebtedness and obligations
and securities for the acquisition of any such shares, bonds,
notes, debentures, evidences of indebtedness, obligations, secur-
ities, certificates, or receipts purchased or acquired by it; and

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H. ERLE SCHAFER
CLERK

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while the owner or holder of any such shares, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates of receipt, to exercise all the rights of ownership in respect thereof; and to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty, or otherwise, those issuing, creating, or responsible for any such shares, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates, or receipts.

To enter into partnerships, joint ventures, syndicates, and other business associations for any lawful purpose.

To purchase or otherwise acquire, apply for, register, hold, use, sell or in any manner dispose of and to grant licenses or other rights in and in any manner deal with patents, inventions, improvements, processes, formulas, trademarks, trade names, rights and licenses secured under letters patent, copyrights or otherwise.

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.

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 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.

To purchase, hold, sell and transfer the shares of its capital stock.

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 restriction as to place or amount.

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CLERK'S NOTATION
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To carry on all other business in connection therewith.

To do any or all of the things herein set forth as principal, agent, contractor, trustee or otherwise, alone or in company with others.

To engage in any other lawful purpose and/or business and 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 objects and purposes specified herein shall be regarded as independent objects and purposes and, except where otherwise expressed, shall be in no way limited nor restricted by reference to or inference from the terms of any other clause or paragraph of this certificate of incorporation.

The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this Corporation by the Laws of the State of Maryland.

ARTICLE IV: The post office address of the principal office of the Corporation in the State of Maryland is Route Three Center, Suite 4, P. O. Box 289, Millersville, Maryland 21108. ✓
The name and post office address of the Resident Agent of the Corporation in the State of Maryland is David Keen, Route Three Center, Suite 4, P. O. Box 289, Millersville, Maryland 21108, and said Resident Agent is an individual actually residing in Maryland. ✓

ARTICLE V: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5,000) shares of common stock, all of one class of stock. All the stock of the Corporation is without par value.

ARTICLE VI: 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:

1. If there is no stock outstanding, the number of directors may be less than three (3) but not less than one; and

2965 0240

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: David Keen and Sydnye Andrews.

ARTICLE VII: This Corporation is to have perpetual existence.

ARTICLE VIII: The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

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

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

The Board of Directors of the Corporation may classify or reclassify any unissued shares 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 Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to the same rights as an objecting stockholder in the case of a consolidation, merger, share exchange or sale, lease, exchange or transfer of all or substantially all of the assets of the Corporation.

The By-Laws of the Corporation may authorize the Board of

2965 0241

CLERK'S NOTATION

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Directors, by the vote of a majority of the entire Board of Directors, to increase the number of directors fixed by these Articles of Incorporation or by the By-Laws within a limit specified in the By-Laws provided that in no case shall the number of directors be less than three (3) and to fill the vacancies created by any such increase in the number of directors. Unless otherwise provided in the By-Laws of the Corporation, the directors of the Corporation need not be stockholders thereof.

The Board of Directors shall have power, if authorized by the By-Laws, to designate by resolution or resolutions adopted by a majority of the Board of Directors, one or more committees, each committee to consist of two or more of the directors of the Corporation, which, to the extent provided in said resolutions or in the By-Laws of the Corporation and permitted by the Annotated Code of the State of Maryland shall have and may exercise any or all of the powers of the Corporation, and shall have power to authorize the seal of the Corporation to be affixed to all instruments and documents which may require it.

The Board of Directors shall, subject to the Annotated Code of the State of Maryland have power to determine from time to time whether and to what extent and at what times and places and under what conditions and regulations any accounts and books of the Corporation, or any of them, shall be open to inspection of the stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation except as conferred by the Annotated Code of the State of Maryland unless and until authorized to do so by resolution of the Board of Directors or of the stockholders.

If the By-Laws so provide, the Board of Directors of the Corporation shall have power to hold its meetings, to have an office or offices and, subject to the provisions of the Annotated Code of the State of Maryland to keep the books of the Corporation outside of said State at such place or places as may from time to time be designated by it.

The Board of Directors shall have power to borrow or raise

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CLERK'S NOTATION

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duction.

money, from time to time and without limit, and upon any terms, for any corporate purposes; and, subject to the Annotated Code of the State of Maryland to authorize the creation, issue, assumption or guaranty of bonds, notes or other evidences of indebtedness for moneys so borrowed, to include therein such provisions as to redeemability, convertibility or otherwise, as the Board of Directors, in its sole discretion, may determine and to secure the payment of principal, interest or sinking fund in respect thereof by mortgage upon, or the pledge of, or the conveyance or assignment in trust of, the whole or any part of the properties, assets and good will of the Corporation then owned or thereafter acquired.

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.

The Board of Directors is expressly authorized to make, alter, amend and repeal the By-Laws of the Corporation.

With respect to:

1. The amendment of the Charter of the Corporation;
2. The consolidation of the Corporation with one or more corporations to form a new consolidated corporation;
3. The merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;
4. The sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;
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

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BOOK -207 PAGE 614

- 8 -

appeared in said State and County, Randall L. Scott, Incorporator, and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Kimberly N. Hel
Notary Public, Maryland

My Commission Expires: 7/1/90

R/MIII63

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STATE OF MARYLAND

BOOK - 207 PAGE 615

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
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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>McNamee Hosea + Scott</u>
600	_____	Personal Property Reports and late filing penalties	<u>6305 Ivy Ln</u>
	_____	Other	<u># 420</u>
	_____	Other	<u>Greenbelt, Md 20770</u>

TOTAL FEES 46
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: PCM

2965 0246

0002 0612

CLERK'S NOTATION

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

BOOK - 207 PAGE 616

ARTICLES OF INCORPORATION
OF
PAFA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 23, 1987** AT **9:11** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

9

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 26.00

SPECIAL
FEE PAID:

\$ _____

D2439941

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:
MCNAMEE HOSEA & SCOTT
6305 IVY LANE, #420
GREENBELT MD 20770

085C3012099

A 245109



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO

2965 0237

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

BOOK - 207 PAGE 617

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
10/29/81 at 9:45 .m.

P
Consent

ARTICLES OF INCORPORATION
OF

Physical Security Systems International, Inc.
A Closed Corporation Under Title 4

THIS IS TO CERTIFY:

FIRST: That I, the incorporator only,
(1) Ronald C. Nunnally, P.O. Box 185, Prince Frederick,
MD, 20617

being of legal age, do, under and by virtue of the General Laws of
the State of Maryland, Authorizing the formation of corporations,
associate myself with the intention of the formation of a
corporation.

SECOND: The name of the corporation is
Physical Security Systems International, Inc.

THIRD: The corporation shall be a closed corporation as
authorized by Title 4.

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

(a) To do general business as commission merchants, selling
agent, and factor under del credere commission in the manner and
to the same extent as natural persons could do; to carry on any
and all business as representative of manufacturing hardware
marketing company, producers, merchants, wholesale and retail,
importers, and exporters, generally without limitations as to
class of products and merchandise, and to manufacture, produce,
adapt, repair, buy, sell and otherwise deal in any materials,
articles, or things within the United States; to make and enter
into all kinds of contracts, agreements, and obligations by or
with any person or persons, corporation, or corporations, for the
purchasing, acquiring, holding manufacturing, and selling or
otherwise disposing of, either as principal or agent, upon
commission or otherwise, all goods, wares, and merchandise within
the United States; to carry on and undertake any business
undertaking, transaction, or operation commonly carried on or
undertaken by merchants, commission men, factors, importers, and
manufacturer's agents and exporters.

89 MAR 17 PM 2:52
H. ERLE SCHLAFER
CLERK

1987 OCT 29 A 945
73028363

(b) To acquire by purchase, subscription, contract or
otherwise, and to hold, sell, exchange, mortgage, pledge or
generally dispose of, or turn to account or realize upon, and
including to deal in and with, all forms of securities,
debentures, coupons, notes, script, mortgages, evidences of
indebtedness and commercial paper, certificates of interest issued
or created in any and all parts of the world by corporations,
associations, partnerships, firms, trustees, syndicates,
individuals, governments states, municipalities, other political
and Government divisions and subdivisions, or any combinations
organizations, or entities whatsoever, or issued or created by
others, irrespective of their form or the name by which they may

73028363 2963 0163

0002 0614

be described, and all trust participating and other certificates of the receipts evidencing interest in any such securities.

(c) To subscribe or cause to be subscribed for, and to purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute or to otherwise dispose of the whole or any part of the shares of the stock, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, stock company or associations now or hereafter existing, and whether created by or under the laws of the State of Maryland, or otherwise, and while the owners of said shares of stock, or bonds, or other property to exercise all the rights, powers and privileges of ownership of every kind and description, including the right to vote thereon, with the power to designate persons for that purpose from time to time to the same extent as natural persons might or could do.

(d) To purchase, hold, sell and reissue the shares of its own capital stock.

(e) To buy, lease or otherwise acquire, so far as may be permitted by law, the whole or any part of the business, good will and assets of any person, firm, association, or corporation (either foreign or domestic) engaged in a business of the same general character as that for the purpose for which this corporation is organized.

(f) To endorse, guarantee and secure the payment and satisfaction of bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, and other evidences of indebtedness and also to guarantee and secure the payment of satisfaction of interest on obligations and of dividends or shares of capital stock or other corporations, also to assume the whole or any part of the liabilities, existing or prospective of any person, firm, organization, corporation, or association and to aid in any manner guaranteed by the corporation, and to the other sets and things for the preservation, improvement or enhancement of the value of such stocks, bonds, and/or its other obligations.

(g) To engage in any other business of any kind or character whatsoever, and to that end, acquire, hold and dispose of any and all property, assets, stocks, bonds and rights of any kind.

(h) Without any particular limiting of any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have power to do all things herein before mentioned and to issue or exchange stocks, bonds, and other liabilities in payment for property purchased or acquired by it, or for any objectives in or about its business, to borrow money without limit, to mortgage or pledge its franchises, real or personal, income or profits accruing to it, and stocks, bonds or other obligations, or any property which may be acquired by it.

(i) To carry on any business whatsoever which the corporation may deem proper and/or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of the property to conduct its business in this State and other States, in the District of Columbia, in the territories and colonies of the United States and foreign

2965 0164

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

tries, or to hold, purchase, mortgage, and convey real property and personal, whether in or out of the State of Maryland, and to have and to exercise all the powers conferred by the laws of Maryland upon corporations formed under the act pursuant to and under which this corporation is formed.

FIFTH: The post office address of the place of business at which the principal office of the corporation in this State will be located at 8515 Ft. Smallwood Pasadena, MD 21122. The Resident Agent of this corporation is Ronald C. Nunnally, P.O. Bx 185, Prince Frederick, MD 20678. Cedar Rd Prince Frederick Md The Street address is 63 said Resident Agent is a citizen of the United States and the State of Maryland and actually resides therein.

SIXTH: The corporation elects to have no Board of Directors. Until the election to have no board of Directors become effective, there shall be one director whose name is Ronald C. Nunnally, P.O. Box 185, Prince Frederick, MD 20617.

SEVENTH: The total amount of authorized shares of capital is one thousand five hundred (1,500) shares, without par value, all of one class.

EIGHTH: Each holder of any of the shares of the stock of the corporation shall be entitled as of right to purchase or subscribe for any unissued stock of any class or any additional shares of any class to be issued by reason of increase of the authorized capital stock or of the corporation of any class, or bonds, certificates or of indebtedness, debentures, or securities convertible into stock shall be issued into stock, or carrying other lawful consideration, for a period of thirty (30) days, any such unissued stock, convertible authorized issue of any stock or of other securities, may be issued or disposed of pursuant to corporate resolution of the Board of Directors of such persons, firms, corporations, or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of its discretion.

NINTH: All insured shares of capital stock of this corporation shall be deemed full paid and nonassessible, and the holders of such shares shall not be liable to this corporation or its creditors.

TENTH: The officers of the corporation need not be stockholders of the corporation.

ELEVENTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in any manner now or thereafter prescribed by statute, and all rights conferred on stockholder herein are granted subject to this reservation.

TWELFTH: The duration of the corporation shall be perpetual.

THIRTEEN: The corporation may identify any person who is serving or has served as a director or officer of the corporation or, at its request, as a director or officer of another

2965 0163

0002 0616

BOOK - 207 PAGE
purchase, mortgage, and convey real property and personal, whether in or out of the State of Maryland, and to have and to exercise all the powers conferred by the laws of Maryland upon corporations formed under the act pursuant to and under which this corporation is formed.

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

BOOK - 207 PAGE 621

I, Huey Cheung, of Physical Security Systems, Inc., agree to allow Ronald C. Nunnally to incorporate in the state of Maryland with the name Physical Security Systems International, Inc. knowing the first three names of the Corporation will be the same as Physical Security Systems, Inc.

Huey Cheung
Huey Cheung, President
Physical Security Systems, Inc.

Date 10/26/87

Letter of Consent

2965 0167

CODE

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61	
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73	
75	
80	
83	
84	
85	
21	
22	
23	
31	
NA	
87	
71	
600	

TOTAL FEES 51

Check Documents on

APPROVED BY: PCM



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 622

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 [checked] Close [checked] Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, and Name Change (New Name). Includes entries for Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Rec. Fee (Amendment), etc.

TOTAL FEES 51
[checked] Check Cash
Documents on checks

APPROVED BY: pem

Code
ATTENTION:
MAIL TO ADDRESS:
Ronald Nunnally
P.O. Box 185
Prince Frederick Md
20617

NOTE:

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

BOOK - 207 PAGE 623

ARTICLES OF INCORPORATION
OF
PHYSICAL SECURITY SYSTEMS INTERNATIONAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 29, 1987** AT **9:45** O'CLOCK **A. M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ <u>20.00</u>	\$ <u>20.00</u>	\$ _____
<u>D2439867</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:
RONALD C. NUNNALLY
P. O. BOX 185
PRINCE FREDERICK MD 20617

085C3012091

A 245101



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2965 0162

CLERK'S NOTATION

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

BOOK - 207 PAGE 624

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

1987 OCT 21 P 9:00

PJV, INCORPORATED
10-21-87 9:05A
ARTICLES OF AMENDMENT AND RESTATEMENT

PJV, INCORPORATED, a Maryland corporation, having its principal office at 584 West Central Avenue, Davidsonville, Maryland 21035 (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Corporation desires to amend and restate its Charter as currently in effect as hereinafter provided. The provisions set forth in these Articles of Amendment and Restatement are all the provisions of the Charter of the Corporation as currently in effect.

SECOND: The Charter of the Corporation is hereby amended to remove the Statement of Election to be a close corporation and from and after the date of acceptance of these Articles of Amendment and Restatement by the Department, Article 3 "Close Corporation." of the Charter, heretofore setting forth such Statement of Election, is hereby deleted in its entirety.

THIRD: The total number of shares of stock which the Corporation had authority to issue is 100 shares without par value, all of one class.

FOURTH: The Charter of the Corporation is hereby amended by striking in their entirety Articles 1., 2., 3., 4., 5., 6., 7., and 8., inclusive, and by substituting in lieu thereof the following:

"FIRST: The name of the Corporation is PJV, INCORPORATED.

"SECOND: The purposes for which the Corporation is formed are:

1. To conduct a tavern and restaurant business, selling food and beverages, including alcoholic beverages; to purchase, acquire, lease, construct, hold, maintain and otherwise deal in all matters related to the tavern and restaurant business; and

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

"THIRD: The current post office address of the principal office in this State is 584 West Central Avenue, Davidsonville,

72948046

2966 0214

H. ERLE SCHAEFER
CLERK

83 MAR 17 PM 2:52

CLERK'S NOTATION

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

BOOK - 297 PAGE 625

Maryland 21035. The name and post office address of the current resident agent of the Corporation in this State is Peter J. Vranas, 11911 Beltsville Drive, Beltsville, Maryland 20705. Said resident agent is an individual actually residing in this State.

"FOURTH: 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.

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

- (1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and
- (2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Peter J. Vranas, Jasmin E. Vranas and James P. Vranas.

"SIXTH: 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.

"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 or classes, whether now or hereafter authorized.
2. The Board of Directors 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.

2966 0215

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

BOOK - 207 PAGE 627

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.

PJV, INCORPORATED

ATTEST:

Peter J. Vranas
PETER J. VRANAS, Secretary

By: Peter J. Vranas
PETER J. VRANAS, President

Equity Bond

2966 0217

0002 0623



STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 13 BUSINESS CODE 03 COUNTY 52
1959618 P.A. 0 Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
61	_____	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	<u>20</u>	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____
52	_____	Foreign Qualification	<u> </u> Change of Name
50	_____	Cert. of Qual. or Reg.	<u> </u> Change of Principal Office
51	_____	Foreign Name Registration	<u> </u> Change of Resident Agent
13	_____	Certified Copy	<u> </u> 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 _____
85	_____	Termination of Limited Partnership	ATTENTION: _____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	<u>7</u>	<u>2</u> Corp. Good Standings	MAIL TO ADDRESS: _____
NA	_____	Foreign Corporation Registration	<u>Harold Murnane</u>
87	_____	Limited Part. Good Standings	<u>900 Crain Hwy SW</u>
71	_____	Financial	<u>Blen Burnie Md 21061</u>
600	_____	Personal Property Reports and late filing penalties	_____
_____	<u>9</u>	Other <u>ICC 300 art of Inc</u>	_____
_____	_____	Other <u>at F 2732 - 3712</u>	_____

TOTAL FEES 56
 Check Cash
Documents on checks

APPROVED BY: 90

NOTE:

change from "close" to regular

2966 0218

CLERK'S NOTATION

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

BOOK - 207 PAGE 629

ARTICLES OF AMENDMENT AND RESTATEMENT
OF
PJV, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 21, 1987 AT 9:05 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

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 241901

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2966 0213

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

BOOK - 207 PAGE 630

9.

LINTHICUM VIDEO, INC.
(A Close Corporation)

ARTICLES OF AMENDMENT

Linthicum Video, Inc., a Maryland corporation, having its principal office in Anne Arundel County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

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

"The name of the Corporation (which is hereafter called the Corporation) is LV, INC."

SECOND: By unanimous consent of the entire Board of Directors of the Corporation, dated September 4, 1987, a resolution was adopted declaring the aforesaid amendment advisable and directing that the proposed amendment be submitted for action thereon by the Stockholders of the Corporation.

THIRD: A consent in writing, setting forth approval of the aforesaid amendment as proposed, was signed by all of the Stockholders of the Corporation (entitled to vote thereon) and such consent is filed with the records of the Corporation.

IN WITNESS WHEREOF, Linthicum Video, Inc. has caused these presents to be signed in its name and on its behalf by its

80 MAR 17 PM 2:52
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

73068159

APPROVED FOR RECORD

11/02/87 at 9:11 .m.

11 5 A 2 - 2 A 9 11
1987 NOV 2 AON 1861

2963 2848

0002 0626

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

BOOK -207 PAGE 631

President and its corporate seal to be hereunto affixed and
attested by its Secretary on September 4, 1987.

ATTEST:

LINTHICUM VIDEO, INC.

Carol A. Kirkpatrick
Secretary

Carol A. Kirkpatrick

By Paul E. Radauskas
President

Paul E. Radauskas

CLERK'S NOTATION

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

BOOK - 207 PAGE 632

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

LINTHICUM VIDEO, INC.

By: Paul E. Radauskas (SEAL)
President
Paul E. Radauskas

0184B
WSD:2

2963 2850

0002 0628



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 09A BUSINESS CODE 03 COUNTY 52

D2204600 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)	<u>LV, INC.</u>
63		Rec. Fee (Merger or Consolidation)	_____
64		Rec. Fee (Transfer)	
65		Rec. Fee (Dissolution)	<input checked="" type="checkbox"/> 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		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>Friedman & Friedman</u>
600		Personal Property Reports and late filing penalties	<u>Mercantile Bank Bldg</u>
		Other _____	<u>Suite 900</u>
		Other _____	<u>409 Washington Ave.</u>
			<u>Towson, Md. 21204</u>

TOTAL FEES 20

Check _____ Cash _____
2 Documents on 1 checks (60.00)

APPROVED BY: J.M.T.

NOTE: File 1st

CLERK'S NOTATION

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

BOOK - 207 PAGE 634

LINTHICUM VIDEO, INC.	ARTICLES OF AMENDMENT	LAW OFFICES FRIEDMAN & FRIEDMAN MERCANTILE BANK BUILDING SUITE 900 409 WASHINGTON AVENUE TOWSON, MARYLAND 21284
-----------------------	-----------------------	---

0002 0630

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

BOOK - 207 PAGE 635

ARTICLES OF AMENDMENT
OF
LINTHICUM VIDEO, INC.
Changing its name to
LV, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND November 2, 1987 AT 9:11 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$ _____

\$ 20 _____

\$ _____

D 2204600 _____

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.

GCS



A 241886

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2963 2847

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 636

APPROVED FOR RECORD
10-26-87 11:48N

WAUGH CHAPEL PIZZE, INC.

Certificate of Correction

Waugh Chapel Pizza, Inc., a Maryland Corporation having
its principal office in Severna Park, Maryland, (hereinafter
referred to as the "Corporation"), hereby certifies to the
State Department of Assessments and Taxation of Maryland
that:

FIRST: This Certificate of Correction corrects the
Articles of Incorporation of the Corporation, (hereinafter
referred to as the "Articles").

SECOND: The name of the sole party to the Articles is
Anthony R. Pileggi for and on behalf of Waugh Chapel Pizza,
Inc.

THIRD: The Articles were filed for record with the
State Department of Assessments and Taxation on October 20,
1987.

FOURTH: As previously filed, Article SECOND of the
Articles state:

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

WAUGH CHAPEL PIZZE, INC.

FIFTH: Article SECOND of the Articles, is hereby

corrected to state as follows:

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

✓ WAUGH CHAPEL PIZZA, INC. ✓

1987 OCT 26 AM 11:48

RECEIVED FOR RECORD

89 MAR 17 PM 2:54

H. ERLE SCHAEFER
CLERK

72900000
2964 0094

0002 0632

BOOK -207 PAGE 687

- 2 -

SIXTH: This Certificate of Correction does not:

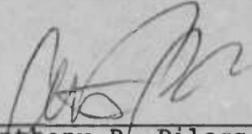
(1) Alter the wording of any resolution which was adopted by the Board of Directors or the Stockholders or any party to the Articles; or

(2) Make any other change or amendment which would not have complied in all respects with the requirements of the Corporations and Associations Article of the Annotated Code of Maryland at the time the Articles were filed; or

(3) Change the effective date of the Articles; or

(4) Affect any right or liability accrued prior to the filing hereof, except that any right or liability accrued or incurred by reason of the error or defect being corrected shall be extinguished by the filing of this Certificate of Correction if the person having the right has not detrimentally relied on the Articles before said correction.

IN WITNESS WHEREOF, I, the Incorporator of Waugh Chapel Pizza, Inc., have signed this Certificate of Correction this 23rd day of October, 1987, and I acknowledge the same to be my act.



Anthony R. Pileggi,
Incorporator

2964 0095

0002 0633



BOOK - 207 PAGE 638

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 17A4 BUSINESS CODE _____ COUNTY 52

A 2435568 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) <u>Waugh</u>
62	<u>6</u>	Rec. Fee (Amendment)	<u>Chapel Pizzeria, Inc.</u>
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	<input checked="" type="checkbox"/> 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>8</u>	Certified Copy <u>2p</u>	
56	_____	Penalty	
54	_____	For. Supplemental Cert.	
73	_____	Cert. of Conveyance	
75	<u>5</u>	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 Standings	
NA	_____	Foreign Corporation Registration	
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Anthony P. Leggi</u>
600	_____	Personal Property Reports and late filing penalties	<u>8955-A1</u>
	_____	Other _____	<u>Edmonston Rd</u>
	_____	Other _____	<u>Greenbelt, Md 20770</u>

TOTAL FEES 19
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: [Signature]

CERTIFIED COPY MADE

2964 0096

0002 0634

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 - 207 PAGE 639

CERTIFICATE OF CORRECTION OF ARTICLES OF INCORPORATION

OF

WAUGH CHAPEL PIZZE, INC.

Changing its name to

WAUGH CHAPEL PIZZA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND OCTOBER 26, 1987 AT 11:48 O'CLOCK A. M. AS IN CONFORMITY

WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 6.00 _____

\$ 5.00 _____

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

drb

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



A 241869

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2964 0093

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

BOOK -207 PAGE 640

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
ARTICLES OF AMENDMENT
APPROVED FOR RECORD OF
11-4-87 at 9:17
HOMES BY IMAGE, INC.
A Close Corporation

1987 NOV -4 A 9 17

JS

Homes by Image, Inc., a Maryland corporation, having its principal office in Anne Arundel County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessment and Taxation of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking in its entirety Article Second and by substituting in lieu thereof the following:

"SECOND: The name of the Corporation is CBL Horizon Companies Inc., hereinafter referred to as the Corporation."

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

IN WITNESS WHEREOF, Homes by Image, Inc., has these presents to be in its name and in its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 30th day of September, 1987, and its

73088152 1966 1827

88 MAR 17 PM 2:54
H. ERLE SCHAFER
CLERK

LAW OFFICES OF
JOSEPH KING
8905 FAIRVIEW ROAD
SUITE 501
SILVER SPRING, MARYLAND
20910
(301) 565-0520

0002 0636

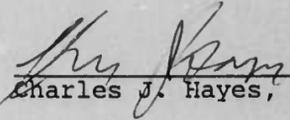
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

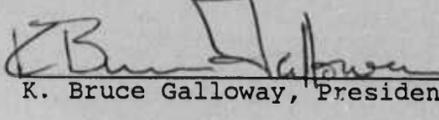
BOOK - 207 PAGE 641

President acknowledges that these Articles of Amendment are the act and deed of Homes by Image, 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:

HOMES by IMAGE, INC.


Charles J. Hayes, Sec'y.


K. Bruce Galloway, President

LAW OFFICES OF
JOSEPH KING
8905 FAIRVIEW ROAD
SUITE 501
SILVER SPRING, MARYLAND
20910
(301) 565-0520



STATE OF MARYLAND

BOOK - 207 PAGE 642

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 9A 6 BUSINESS CODE _____ COUNTY 52

~~02283885~~ D 2283885 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) <u>CTB 2</u>
62	<u>20</u>	Rec. Fee (Amendment)	<u>Horizon Companies Inc</u>
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	<input checked="" type="checkbox"/> Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	_____	Certified Copy	_____ Change of Resident Agent
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Joseph King</u>
600	_____	Personal Property Reports and late filing penalties	<u>8905 Fairview Rd</u>
	_____	Other	<u># 501</u>
	_____	Other	<u>Silver Spring Md 20910</u>

TOTAL FEES 20
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: [Signature]

NOTE: _____

266 1829

0002 0638

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 - 207 PAGE 643

ARTICLES OF AMENDMENT
OF
HOMES BY IMAGE, INC.

CHANGING ITS NAME TO:
CBL HORIZON COMPANIES INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 4, 1987 AT 9:17 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 20.00

\$ _____

02283835

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 KING
8905 FAIRVIEW ROAD, STE. 501
SILVER SPRING MD 20910

090C3010758

A 245920



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

AT5-080

2966 1826

0002 0639

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

J

BOOK - 207 PAGE 644
DOYLE NORTH CAROLINA, INC.
ARTICLES SUPPLEMENTARY

DOYLE NORTH CAROLINA, INC., a Maryland corporation having its principal office in Annapolis, Maryland (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: Pursuant to authority expressly vested in the Board of Directors of the Corporation by Article NINTH of the Articles of Incorporation of the Corporation, the Board of Directors has duly classified five thousand (5,000) shares of the capital stock of the Corporation, as a class designated as Class A Common Stock with \$1.00 par value and 5,000 shares as a class designated Class B Common Stock with \$1.00 par value.

SECOND: 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.

09 MAR 17 PM 2:54
H. ERIC SCHAFER
CLERK

73108304

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

LS 6 V 9-6 NOV 1981
LS 6 V 9-6 NOV 1981

11/06/87 9:57

2966 1815

0002 0640

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

BOOK - 207 PAGE 645

THIRD: Except as otherwise provided by express provisions of these Articles Supplementary, nothing herein shall limit, by inference or otherwise, the discretionary right of the Board of Directors to classify and reclassify and issue any shares of Stock to fix or alter all terms thereof to the full extent provided in the Charter of the Corporation.

IN WITNESS WHEREOF, DOYLE NORTH CAROLINA, INC. has caused these Articles Supplementary to be signed and acknowledged in its name and on its behalf by its President or one of its Vice Presidents and its corporate seal to be hereunto affixed and attested by its Secretary on the 28th day of July, 1967.

ATTEST:

Cathy J. Allen
Secretary

DOYLE NORTH CAROLINA, INC.

By: *[Signature]*
President

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

ATTEST:

Cathy J. Allen
Secretary

DOYLE NORTH CAROLINA, INC.

By: *[Signature]*
President

B00961WK.SUP

2966 1816

0002 0641



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

BOOK - 207 PAGE 646

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

DOCUMENT CODE 16 D BUSINESS CODE 03 COUNTY 506

D2327328 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)	_____
52	_____	Foreign Qualification	Change of Name
50	_____	Cert. of Qual. or Reg.	Change of Principal Office
51	_____	Foreign Name Registration	Change of Resident Agent
13	<u>8</u>	1 Certified Copy <u>2</u>	Change of Resident Agent Address
56	_____	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>Hartman & Crain</u>
23	_____	Local Transfer Tax	<u>2660 Riva Rd.</u>
31	_____	Corp. Good Standings	<u>4th Fl</u>
NA	_____	Foreign Corporation Registration	<u>Annapolis, Md 21401</u>
87	_____	Limited Part. Good Standings	_____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	_____
	_____	Other	_____
	_____	Other	_____

TOTAL FEES 28
 Check _____ Cash
 Documents on _____ checks

APPROVED BY: JMT

CERTIFIED COPY MADE

2966 1817

0002 0642

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

BOOK - 207 PAGE 647

ARTICLES SUPPLEMENTARY
OF
DOYLE NORTH CAROLINA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 6, 1987 AT 9:57 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 20.00

\$ _____

D2327328

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
2660 RIVA ROAD, 4TH FLOOR
ANNAPOLIS MD 21401

090C3010755

A 245917



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

AT5-060

2966 1814

0002 0643

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

BOOK - 207 PAGE 648

AMENDMENTS TO ARTICLES OF INCORPORATION

OF

THE BLACK MILITARY HISTORY INSTITUTE OF AMERICA, INC.

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION
APPROVED FOR RECORD
11/5/87 at 10:04

AMENDMENT # 1:

Add the following to the THIRD paragraph:

"Said Corporation/Organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code.)".

H. ERLE SCHAFER
CLERK

08 MAR 17 PM 2:54

AMENDMENT # 2:

Delete contents of Paragraph FIFTH and add in lieu of:

"Upon the dissolution of this corporation/organization 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."

The Amendments have been approved by the Directors and Members of the corporation.

IN WITNESS WHEREOF, We have signed approval of these amendments to

the Articles of Incorporation on the 4th day of November, 1987

and acknowledge the same to be our Act, under penalties of perjury.

Primus W. Richardson
PRIMUS W. RICHARDSON
Secretary

William S. Keyes
WILLIAM S. KEYES

William A. De Shields
WILLIAM A. DE SHIELDS
President

1987 NOV 5 - 5 10 04

73098353

2966 1700

0002 0644



STATE OF MARYLAND

BOOK - 207 PAGE 649

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 09 BUSINESS CODE COUNTY 52

D2317824 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Includes items like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Rec. Fee (Amendment), etc.

TOTAL FEES 27 Check Documents on checks

APPROVED BY: POM

CERTIFIED COPY MADE

2966 1701

0002 0645

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 - 207 PAGE 650

ARTICLES OF AMENDMENT
OF
THE BLACK MILITARY HISTORY INSTITUTE OF
AMERICA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 5, 1937 AT 10:04 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

2

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 20.00

\$ _____

02317824

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:
BLACK MILITARY HISTORY INSTITUTE
OF AMERICA, INC.
404 GOLF COURSE COURT
ARMOLD MD 21012

090C3010724

A 245892



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 1699

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

BOOK - 207 PAGE 651

Jhr

4/5/87

8:47

ARTICLES OF INCORPORATION

A Maryland Close Corporation
Organized Pursuant to Title 4 of the
Corporation and Associations Article of the
Annotated Code of Maryland

FIRST: I, Byron L. Calvert, whose address is 718 Biddle
Road, Glen Burnie, Maryland 21061, being at least eighteen
years of age, am hereby forming a corporation under and by
virtue of the general laws of the State of Maryland.

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

BALTIMORE IMPRESSIONS, 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 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 the State engage in any business or activity, not contrary to
the General Law of Maryland, and to have and
exercise all 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 commercial printer and to engage and deal in all aspects of
the business or businesses of printing and reproduction 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;

COMMUNITY TRUST
HERALD SQUARE
CLERK

73098034
1987 DEC -5 A 8:47

2986 1514

0002 0647

BOOK - 207 PAGE 652

- (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-rights, trade-marks, trade names or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;
- (8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any State, territory, municipality or other political subdivision, and to issue in exchange therefore, in the same manner provided by law, shares of the capital stock, bonds, or other obligations of the corporation; and while the holder or owner of any such shares of capital stock, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;
- (9) To acquire by purchase, lease or otherwise to own, use and operate factories, shops, manufacturing plants, including lands, buildings, machinery, equipment and appliances, warehouses, stores and other properties within and without the State of Maryland, which may be useful to accomplish any and all of the purposes or carrying on any of the business of the character hereinbefore referred to;
- (10) To enter into, make and perform contracts without limit as to the character or amount, execute, issue and endorse drafts, bills of exchange and negotiable instruments of all kinds, as permitted by law;

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

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

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

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

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

FIFTH: The address of the principal office of the Corporation in this State is 227 Thelma Avenue, Glen Burnie, Maryland 21061. The name and address of the Resident Agent of the Corporation in this State is Byron L. Calvert, 718 Biddle Road, Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) 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) Directors, whose name is Byron L. Calvert.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 3rd day of November, 1987, and I
acknowledge the same to be my act;

WITNESS:

[Signature]
Byron L. Calvert

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 3rd day of November,
1987, before me, the subscriber, a Notary Public of the State of
Maryland, in and for the County aforesaid, personally appeared
Byron L. Calvert, 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.

[Signature]
Notary Public

My Commission expires: July 1, 1990



STATE OF MARYLAND

BOOK - 207 PAGE 655

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	_____	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 Standings
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: _____

Byron Calvert

718 Biddle Rd

Sh. Burner, Inc 21061

TOTAL FEES

40 Check _____ Cash
Documents on _____ checks

APPROVED BY: A

NOTE:

2966 1618

0002 0651

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 - 207 PAGE 656

ARTICLES OF INCORPORATION
OF
BALTIMORE IMPRESSIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 5, 1987 AT 8:47 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID
\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2445161

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:
BYRON L. CALVERT
718 BIDDLE ROAD
GLEN BURNIE

MD 21061

090C3010703

A 245877



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2966 1613

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK -207 PAGE 657

1987 DEC -5 A 8:58

APPROVED FOR RECORD

11/5/87 8:58

Edm

ARTICLES OF INCORPORATION
OF
ANTHONY-GAVERN ASSOCIATES, INC.

A CLOSE CORPORATION UNDER TITLE 4 OF CORPORATIONS
AND ASSOCIATIONS ARTICLES, MARYLAND ANNOTATED CODE

THIS IS TO CERTIFY:

FIRST: The Undersigned, **FRANK P. GAVERN** and **ELIZABETH L. ANTHONY**,
whose post office address is 326 Maryland Route 3, South, Millersville,
Maryland 21108, being of full legal 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: **ANTHONY-GAVERN ASSOCIATES, INC.**

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 and the
business or objects to be carried on and promoted by it are as follows:

1. To engage in the ownership, operation, management and all other
lawful activities including sales and services incidental to and related to
a real estate agency and brokerage business in all its branches and
departments.

2. As principal, agent, or broker, and on commission or otherwise;
to buy, sell, exchange, lease, let, grant, or take licenses in respect of,
improve, develop, repair, manage, maintain, and operate real property of
every kind, corporeal and incorporeal, and every kind of estate, right or
interest therein or pertaining thereto; to construct, improve, repair,
raise, and wreck buildings, structures and works of all kinds, for itself or

73098051

NOV 17 PM 2:54
HERLE SCHAFER
CLERK

Law Offices of HENAU & SYSCO, CHARTERED, 103 Crain Highway, South, Glen Burnie, Maryland 21061 - (301) 768-9300

0002 0653

BOOK - 207 PAGE 658

for others; to buy, sell, and deal in building materials and supplies; to advance loans secured by mortgages or other liens on real estate. To act as loan broker. Generally, to do everything suitable, proper, and conducive to the successful conduct of a real estate agency and brokerage business in all its branches and departments.

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

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

The foregoing objects and purposes shall, except where 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 articles of these Articles of Incorporation or any amendment thereto, and shall 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 enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State shall be located is 326 Maryland Route 3, South, Millersville, Maryland 21108. The Resident Agent of the Corporation is **FRANK P. GAVERN**, whose post office address is 326 Maryland Route 3, South, Millersville, Maryland 21108. Said Resident Agent is an adult citizen of the State of Maryland and actually resides therein.

SIXTH: After the completion of the organization meeting of the

BOOK - 207 PAGE 659

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 **FRANK P. GAVERN** and **ELIZABETH L. ANTHONY**.

SEVENTH: The total amount of authorized capital stock of the Corporation is FIVE THOUSAND (5,000) SHARES without par value and there shall be only one class of stock.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating 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, with or without par value, of any class, 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.

2. No contract or other transaction between this Corporation and any other Corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the stockholders or directors of this Corporation are pecuniarily or otherwise interested in, or are stockholders, directors, or officers of such other corporation; any stockholders or directors individually, or any firm of which any stockholders or directors may be a member may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact of common directorship or interest is disclosed or known to: (a) The Board of Directors or the Committee, and the Board or Committee authorizes approves, or ratifies the contract or transaction by the affirmation vote of a majority of disinterested directors, even if the disinterested directors constitute less than a quorum; or (b) The stockholders authorized to vote and the contract or transaction is authorized, 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 (c) The contract or transaction is fair and reasonable to the Corporation.

BOOK - 207 PAGE 660

3. 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 disposition of any of such surplus or net profits. The stockholders may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the share of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the stockholders shall deem expedient.

4. The Corporation reserves the right to make from time to time any amendments of its charter which may now or thereafter 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 of such stock at the time outstanding, but vote at a meeting or in writing with or without a meeting.

5. No holders of stock of the Corporation of whatever class shall have any preferential right of subscription to any shares of any class, nor any right of subscription to any shares of any class, nor any right of subscription to any thereof other than such, if any, as the stockholders in their discretion may determine, and at such price as the stockholders may determine to offer for subscription to the holders of stock may as said stockholders shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

6. The stockholders shall have the power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise 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.

NINTH: INDEMNIFICATION

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.

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

BOOK - 207 PAGE 661

3. With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsection (b) or (c) of the Indemnification Section 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, We have signed these Articles of Incorporation this 3 day of Nov, 1987, and We acknowledge the same to be our respective act.

WITNESS:

Emile J. Hensault, Jr.

Frank P. Gavern (SEAL)
FRANK P. GAVERN

Emile J. Hensault, Jr.

Elizabeth L. Anthony (SEAL)
ELIZABETH L. ANTHONY

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY that on this 3rd day of November, 1987, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared **FRANK P. GAVERN** and **ELIZABETH L. ANTHONY**, who acknowledged the foregoing Articles of Incorporation to be their act.

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

Emile J. Hensault, Jr.
NOTARY PUBLIC
My Commission Expires: July 1, 1990.

Law Offices of HENAU & SYSKO, CHARTERED, 103 Crain Highway, South, Glen Burnie, Maryland 21061 - (301) 768-9000

0002 0657



STATE OF MARYLAND

BOOK - 207 PAGE 662

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 descriptions of various fees like Organ. & Capitalization, Name Change, etc.

TOTAL FEES 51 Check Documents on checks

APPROVED BY: A

Change of Name, Change of Principal Office, Change of Resident Agent, MAIL TO ADDRESS: Honault + Lysho, 103 Craig Hwy South, Ed. Burner, Ed 21061

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

0002 0658

2966 1528

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

BOOK - 297 PAGE 663

ARTICLES OF INCORPORATION
OF
ANTHONY-GAVERN ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 5, 1987 AT 8:58 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

6

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2445005

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:
HENUULT & SYSKO
103 CRAIN HIGHWAY, SOUTH
GLEN BURNIE MD 21061

L90C3010687

A 245862



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

2966 1522

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 664

APPROVED FOR RECORD

11/02/87 at 9:02 .m.

JR CONSTRUCTION SERVICES, INC.

J

Articles of Incorporation

FIRST: The undersigned, Richard K. Smith, Jr.
and Janice A. Smith, whose post office address is
365 Beaghan Drive, Glen Burnie, Maryland 21061, 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

JR CONSTRUCTION SERVICES, INC.

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

(A.) To deal in and deal with the repair
and improvement of homes and buildings and real estate.

APPROVED FOR RECORD
28 MAR 17 PM 2:55
HELENE SCHAEFER
CLERK

1987 NOV -2- A 9 02

2966 2166

0002 0660

- 2 -

BOOK - 207 PAGE 665

(B.) To purchase, sell, mortgage, lease, improve, invest and deal in real estate wheresoever situated, and to construct, equip, operate, lease, rent, hire and manage buildings of every kind and description.

(C.) To purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of personal property of any and every kind.

(D.) To contract, associate, or affiliate with other corporations, associations or individuals having similar objects or purposes.

(E.) To acquire by gift, subscriptions, loan advancements or otherwise, to hold, use, employ and obtain as investments, or for the carrying out of the objects of this Corporation, or for any other purpose, and to sell, dispose of or otherwise deal in, any moneys, bonds, or other evidence of indebtedness, and any shares of capital stock created and issued by any corporation or corporations whatsoever.

2966 2167

0002 0661

- 3 -

BOOK - 207 PAGE 666

(F.) To make contracts, incur liabilities, and borrow money for its corporate purposes, to make, accept, endorse, execute debentures, and other obligations for the purchase of property or for any other corporate purpose whatsoever, and to secure by mortgage, deed of trust, pledge or otherwise.

(G.) To pledge, mortgage, advance, convey or sell any of its assets by deeds of trust or by beneficiaries under any deeds of trust of any type or description.

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

The foregoing enumeration of the purpose, object

266 2168

0002 0662

- 4 -

BOOK - 207 PAGE 667

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 deemed or intended by the mention of any particular purpose, object or business, in any manner, to restrict or limit the generality of any other purpose, object or business mentioned, or to restrict or limit any of the powers of the Corporation. The Corporation is formed upon the articles, conditions, and provisions herein expressed, and subject in all particulars to the limitation relative to Corporations which are contained in the General Laws of the State of Maryland.

✓ FOURTH: The post office address of the principal office of the Corporation in Maryland is 365 Beaghan Drive, Glen Burnie, Anne Arundel County, Maryland, 21061. The Resident Agent of the Corporation is Richard K. Smith, Jr., 365 Beaghan Drive, Glen Burnie, Anne Arundel County, Maryland 21061; said Resident Agent is a citizen of the State of Maryland and actually resides herein.

2966 2169

0002 0663

- 5 -

BOOK - 207 PAGE 668

FIFTH: The total number of shares of stock which the Corporation has authority to issue is two shares of the par value of \$500 a share, all of one class and having an aggregate par value of \$1,000.

SIXTH: The number of directors of the Corporation shall be two which number may be increased or decreased pursuant to the by-laws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Richard K. Smith, Jr. and Janice A. Smith.

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

2966 2170

0002 0664

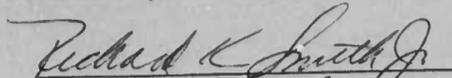
-6-

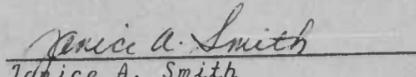
BOOK - 207 PAGE 669

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

EIGHTH: The duration of the Corporation shall be perpetual.

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


Richard K. Smith, Jr.


Janice A. Smith

2966 2171

0002 0665



STATE OF MARYLAND

BOOK - 207 PAGE 670

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 02 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 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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	_____ Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	_____
600	_____	_____ Personal Property Reports and _____ late filing	<u>Construction Services</u>
_____	_____	penalties	<u>365 Beaghan Dr.</u>
_____	_____	Other _____	<u>Glen Burnie, Md. 21061</u>
_____	_____	Other _____	_____

TOTAL FEES 42

NOTE:

Check _____ Cash
Documents on _____ checks

APPROVED BY: J.M.T

2966 2172

0002 0666

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 - 207 PAGE 671

ARTICLES OF INCORPORATION
OF
JR CONSTRUCTION SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 2, 1987** AT **9:02** O'CLOCK **A. M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ <u>20.00</u>	\$ <u>22.00</u>	\$ _____
<u>D2444610</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:
CONSTRUCTION SERVICES
365 BEAGHAN DRIVE
GLEN BURNIE MD 21061

090C3010648
A 245825



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2966 218

0002 0667

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

BOOK -207 PAGE 672

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11-3-87 at 1:49p .m.

JP

ARTICLE OF INCORPORATION

We the undersigned persons of the age of twenty one (21) years or more, all of whom are residents of the State of Maryland and citizens of the United States, do hereby associate ourselves together for the purpose of forming a non-profit corporation under the statutes of the State of Maryland.

ARTICLE ONE

NAME

The name of the corporation is MORA CARAVAN No. 105, Inc.

ARTICLE TWO

PRINCIPAL OFFICE

The post office address of the corporation's principal office is 18 Collinson - Lee Lane, Edgewater, Maryland 21037

RECEIVED
68 MAR 17 PM 2:55
H. ERLE SCHAFER
CLERK

ARTICLE THREE

DURATION

The period of the duration of this corporation is perpetual.

73083037 203

0002 0668

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

BOOK - 207 PAGE 673

ARTICLE FOUR

PURPOSES

(a) To assist and promote and provide means to further the cause of handicapped and retarded, their tutors and benefactors.

(b) To preserve, commemorate and/or otherwise mark or memorialize Catholic historical places, persons or events of national importance or recognition.

(c) To engage in raising funds and/or distributing the same for such purposes as may be considered desirable and approved by the Order of the Alhambra in accordance with its by-laws.

(d) To promote social, fraternal and intellectual associations and provide a practical means to form enduring fellowship and friendship among its members.

ARTICLE FIVE

STOCK

THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK

ARTICLE SIX

MEMBERSHIP

(a) Membership shall be by invitation only.

(b) Any male practical Catholic, eighteen (18) years of age or older may be elected to membership provided he complies with the ritual, rules, and regulations and bylaws of the Order of the Alhambra; and so long as he remains a practical Catholic and continues to comply with the by-laws and rules as adopted or thereafter amended.

ARTICLE SEVEN

AMENDMENTS

The Articles of Incorporation may be amended in the manner provided by the statutes of the State of Maryland at the time of amendment.

0002 0669

BOOK - 207 PAGE 674

ARTICLE EIGHT

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three (3) and they shall serve until the elections which shall be held in the month of October each year.

Names and addresses of the persons who are to serve as the initial directors are:

Ryan Collinson

W. Fairley Gies

Timothy Connelly

There shall be no fewer than three (3) directors nor more than seven (7).

ARTICLE NINE

OFFICERS

The corporation shall have the following officers: Grand Commander, Vice Grand Commander, Grand Scribe, Scribe of the Exchequer, Grand Chamberlain, Master of the Oasis Historiographer, Master of the Wardrobe, Captain of the Bodyguard Sentinel of the Tower, Sentinel of the Desert, Grand Advocate and two immediate past Grand Commanders.

ARTICLE TEN

ELECTION

Election of officers shall be held annually in the month of October.

2966 2095

0002 0670

BOOK - 207 PAGE 675

ARTICLE ELEVEN

INCORPORATORS

The name and address of each Incorporator is:

Ryan Collinson	18 Collinson - Lee Lane Edgewater, Maryland 21037
W. Fairley Gies	P. O. Box 29 Millersville, Maryland 21108
Timothy Connelly	208 Spruce Avenue Edgewater, Maryland 21037

ARTICLE TWELVE

RESIDENT AGENT

The resident agent shall be Ryan Collinson whose address is
18 Collinson - Lee Lane, Edgewater, Maryland 21037.

ARTICLE THIRTEEN

POWERS

The Corporation shall have the right to purchase, to receive by way of gift, subscribe for, invest in and in all other ways acquire, import, lease, possess, maintain, handle on consignment own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee contract in respect of, trade and deal in, sell, exchange, let lend, export, mortgage, pledge, deed in trust, hypothecate encumber, transfer, assign and in all other ways dispose of design, develop, invent, improve, equip, repair, alter, fabricate assemble, build, construct, operate, manufacture, plant cultivate, produce, market and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal and/or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choices in action, securities stock, bonds, warrants, script, certificates, debentures mortgages, notes, commerce paper and other obligations and evidences of interest in or indebtedness of any property firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title and accompanying rights, 2866 2095

0002 0671

BOOK - 207 PAGE 676

ARTICLE THIRTEEN, CONTINUED

POWERS

and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenances thereto, including, but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges and immunities of individuals, owners or holders thereof.

To hire and employ agents, servants and employees and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor, or otherwise, either alone or in company with others.

To promote or aid in any and all manner, financially or otherwise, any person, firm, association or corporation and to guarantee contracts and other obligations.

To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association or corporation or any of the government agencies or authority or subdivision thereof.

To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the aforementioned purposes or otherwise, or that it may deem calculated directly or indirectly, to improve the interest of this corporation, and to do all things specified in 'Corporations and Associations' of the Annotated Code of Maryland to have and to exercise all powers conferred by the laws of the State of Maryland on corporations formed under the laws pursuant to which and under which this Corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things herein above set forth to the same extent as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations in any part of the world.

2966 2097

0002 0672

BOOK - 207 PAGE 677

ARTICLE THIRTEEN, CONTINUED

POWERS

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this Corporation and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purpose, but the purposes and power stated shall be construed distributively as each object expressed and the enumeration as to the specific powers shall not be construed as to limit in any manner the the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

IN WITNESS WHEREOF, we have signed these

ARTICLES OF INCORPORATION

this 27th day of October 1987

Witness:

as to all

Sandra D. Lane

Ryan J. Collinson

Ryan J. Collinson

W. Fairley Gies

W. Fairley Gies

Timothy V. Connelly

Timothy Connelly

2966 2098

0002 0673

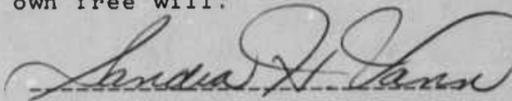
CLERK'S NOTATION

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

BOOK - 207 PAGE 678

STATE OF MARYLAND : TO WIT
COUNTY OF ANNE ARUNDEL :

I HEREBY CERTIFY on this 27th day of October 1987
that before me, the subscriber, a notary public in and for the
aforementioned State and County, personally appeared
RYAN COLLINSON, W. FAIRLEY GIES and TIMOTHY CONNELLY and they
acknowledged the foregoing Articles of Incorporation to be true
and correct to the best of their knowledge, information and
belief and that they acted of their own free will.



Notary Public

My commission expires 8-1-90

2966 2099

0002 0674



BOOK -207 PAGE 679

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 028 BUSINESS CODE 04 COUNTY 52

P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED. Includes items like Organ. & Capitalization, Rec. Fee (Arts. of Inc.), Name Change, etc.

TOTAL FEES 44 Check Cash Documents on checks

APPROVED BY: [Signature]

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

2966 2100

0002 0675

CLERK'S NOTATION

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

BOOK - 207 PAGE 680

ARTICLES OF INCORPORATION

MORA CARAVAN No. 105, Inc.

R. T. Moxley
6100 Frederick Ave
Balto. Md. 21228
547-0560

0002 0676

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 682

87-10-20

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

BARTCH ENTERPRISES, INC. 11-3-87 at 10:00 a.m.

JP

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, TED C. BARTCH, whose post office address is
7707 Lake Circle, 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:

BARTCH ENTERPRISES, INC.

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

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

(1) To engage in the business of operating retail
stores for the sale of food and non-alcoholic beverages,
specializing in but not limited to pizzas and related products,
to buy, lease, rent and acquire; to hold, own, use, manage; to
sell, lease, rent, mortgage and dispose of; and generally to deal
in and with real and personal property in any manner; not
inconsistent with law, situated in the State of Maryland or
elsewhere.

(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 8009 D Jumpers Hole Road,
Pasadena, Maryland 21122. The name and post office address of
the Resident Agent of the Corporation in this State is Ted C.
Bartch, 7707 Lake Circle, Pasadena, Maryland 21122. Said
Resident Agent is an individual actually residing in this State.

RECORDED FOR RECORD
88 MAR 17 PM 2:55
H. ERLE SCHAEFER
CLERK

73078048

2966 1977

0002 0678

BOOK - 207 PAGE 683

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 four (4), which number may be increased pursuant to the By-laws of the Corporation. The names of the directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Ted C. Bartch
Cynthia M. Bartch
Robert F. Bartch
Lorraine M. Bartch

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

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

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

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



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 Name Change. Includes rows 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Property Reports and late filing penalties, Other.

TOTAL FEES 40 [X] Check [] Cash Documents on [] checks

APPROVED BY: [Signature]

ATTENTION: MAIL TO ADDRESS: William Hadeney 7310 Ritchie Hwy #210 Glen Burnie Md 21061

NOTE:

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

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

BOOK - 207 PAGE 686

ARTICLES OF INCORPORATION
OF
BARTCH ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 3, 1987** AT **10:00** O'CLOCK **A. M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

H

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2444313

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
WILLIAM HACKNEY
7310 RITCHIE HWY., #210
GLEN BURNIE MD 21061

090C3010618

A 245800



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO ²⁹⁶⁶ 1976

BOOK - 207 PAGE 687

MANHATTAN WOODS HOMEOWNERS ASSOCIATION, INC. TAXATION
STATE DEPARTMENT OF ASSESSMENTS

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

FIRST: The undersigned Peter Sowa, Gregory D. Hupka, Robert Sheir,
whose post office addresses are: 11-387 at 9:08a M.

790 Forsythe Terrace, Severna Park, MD 21146
788 Tremaine Way, Severna Park, MD 21146
314 Russell Place, Severna Park, MD 21146

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

SECOND: The name of the corporation is Manhattan Woods Homeowners
Association, Inc.

THIRD: The corporation does not contemplate pecuniary gain or
profit, direct or indirect to its members. The purposes for which it
formed are:

A. To promote the general welfare of the residents of Manhattan
Woods; for the improvement of said locality and to regulate all
matters affecting the aforesaid community in accordance with the
Declaration of Covenants, By-Laws and Master Plat duly filed
among the Land Records of Anne Arundel County, Maryland, with
respect to that certain parcel of real property located in Anne
Arundel County, Maryland, known as Manhattan Woods as recorded
among the Plat Records, Anne Arundel County, Plat Book 10, Page
23, Plat No. 2 of 3.

B. To own, improve, sell, or convey any common community property.

C. To provide for the designation, hiring and/or dismissal of the
personnel necessary for the proper care of the common properties
consistent with the provisions of the By-Law and the Declaration
of Covenants.

D. To promulgate and enforce such rules and regulations and such
restrictions on or requirements as may be deemed proper
respecting the use of the common properties as are designated on
the Master Plat, all of which shall be consistent with the
provisions of the By-Laws and the Declaration of Covenants.

E. To pay taxes, if any, on the common properties, and to pay
expenses incident to the conduct of business of the Corporation,
including all licenses, taxes, or governmental charges.

F. Insofar as permitted by law, to do any other thing that in the
opinion of the Board of Directors will promote the common
benefit and enjoyment of the residents of Manhattan Woods.

83 MAR 17 PM 2:55

H. ERLE SCHAFER
CLERK

1987 NOV - 3 A 9:08

10/23/87

73078029

1986 1941

BOOK - 207 PAGE 688

- 2 -

FOURTH: The post office address of the principal office of the corporation in Maryland is C/O Peter Sowa, 790 Forsythe Terrace, Severna Park, MD 21146

The name and address of the resident agent of the corporation in Maryland is Peter Sowa, 790 Forsythe Terrace, Severna Park, MD 21146

FIFTH: The Corporation shall not be authorized to issue capital stock.

SIXTH: 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 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.

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

PRESIDENT: Peter Sowa
VICE-PRESIDENT: Gregory D. Hupka
TREASURER/SECRETARY: Robert Sheir

EIGHT: 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:

A. Every person, group of persons, corporation, trust or other legal entity, or any combination thereof, which owns a home or building lot within Manhattan Woods may be a member of the corporation, if they desire, provided, however, that any person, group of persons, corporation, trust or other legal entity which holds such interest solely as a security for the performance of an obligation cannot be a member. Upon evidence being presented to the Board of Directors by the applicant of ownership of a home or building lot said applicant shall be admitted to membership.

B. The Corporation shall have one class of membership and each member shall be entitled to one vote for each home or building

10/23/87

2966 1942

0002 0684

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 689

- 3 -

- lot in which he or it holds the interest required for membership in (A) above. When more than one person holds such interest or interests in any home or building lot, all such persons shall be members, and the vote for such unit shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any one home or building lot.
- C. Except as otherwise provided for herein the affairs of the Corporation shall be governed by a Board of Directors composed of three (3) persons, whom shall be members of the corporation, who shall hold office until the election of their successor or successors.
- D. The By-Laws may be amended by a vote of two-thirds (2/3) of the membership present at any meeting of the association, provided however, that notice of the proposed change or changes in the By-Laws be made available to the members thirty days (30) in advance of the voting.
- E. The corporation may be dissolved only with the assent given in writing and signed by the voting members representing more than two-thirds (2/3) of the voting members present. Written notice of a proposal to dissolve setting forth the reasons there and the disposition to be made of the assets shall be conveyed to every member not less than thirty (30) days nor more than fifty (50) days in advance of any action taken.
- F. To the extent permitted by law, the corporation may participate in mergers and consolidations with other non-profit corporations or associations organized for the same purpose, provided that any such mergers or consolidations shall require the assenting votes cast at a duly held meeting of members representing two-thirds (2/3) of the memberships of the association.

NINTH: The corporation shall have the right to use and care for common community property.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on NOVEMBER 1, 1987, and severally acknowledge the same to be our act.

Peter J. Sowa
Gregory D. Shupda
Pat A. Akin

2966 1943

10/23/87

0002 0685



BOOK - 207 PAGE 690

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 027 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	
50		Cert. of Qual. or Reg.	_____ Change of Principal Office
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 Standings	
NA		Foreign Corporation Registration	
87		_____ Limited Part. Good Standings	MAIL TO ADDRESS: _____
71		Financial	<u>Peter Sowa</u>
600		_____ Personal	<u>790 Forsyth Terrace</u>
		Property Reports and _____ late filing	<u>Benning Park Md</u>
		penalties	<u>21146</u>
		Other _____	
		Other _____	

TOTAL FEES

40

_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: al

NOTE:

2966 1944

0002 0686

CLERK'S NOTATION

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CLERK'S NOTATION

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BOOK - 207 PAGE 691

ARTICLES OF INCORPORATION
OF
MANHATTAN WOODS HOMEOWNERS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 3, 1987** AT **9:08** O'CLOCK **A. M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

H

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2444222

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
PETER SOWA
790 FORSYTHE TERRACE
SEVERNA PARK MD 21146

090C3010609

A 245791



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

2966 1940

CLERK'S NOTATION
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BOOK -207 PAGE 692

GORDON J. HASENEI, INC.
(A Close Corporation Under Title 11/2/87

STATE DEPARTMENT OF
AND
APPROVED
at 9:52

ARTICLES OF INCORPORATION

FIRST, I, Gordon J. Hasenei, whose post office address is 7707 Fairbanks Court, Hanover, Maryland, 21076, being at least eighteen years of age, am hereby forming a corporation under the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is Gordon J. Hasenei, Inc.

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

(1) To conduct a general real estate business, that is, to buy and sell and/or lease for the Corporation and/or for others real estate and other property holdings, and, in addition thereto, to engage in any type of lawful business not inconsistent with the laws of this State.

(2) The statement of the corporate purposes as set forth herein being intended to be by way of illustration and not by way of limitation and is intended to specifically include any and all powers granted under the laws of the State of Maryland and particularly including the general powers set forth in the Annotated Code of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is 7707 Fairbanks Court, Hanover, Maryland, 21076. The name and post office address of the Resident Agent of the Corporation in this State is Gordon J. Hasenei, 7707 Fairbanks Court, Hanover, Maryland, 21076. Said Resident Agent is an individual actually residing in this State.

LAW OFFICES
STARK AND LITTLE

ALEXANDER STARK
SUITE 500 - ONE EAST REDWOOD STREET - CORNER OF CHARLES AND REDWOOD STREETS
BALTIMORE, MARYLAND 21202 - 539-3545
WILLIAM S. LITTLE
1900

7306844b

03 MAR 17 PM 2:55
H. ERLE SCHAFER
CLERK

1987 NOV -2 A 9-02

0002 0688

-2- BOOK -207 PAGE 693

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of common stock, with a par value of Ten Dollars (\$10.00) a share, all of one class, having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00). The following is a description of each class of stock of the Corporation with preferences, conversions and rights, voting powers, restrictions, limitations as to dividends, and qualifications as to each class:

- a. There shall be only one class of stock having a par value of Ten Dollars (\$10.00) per share.
- b. The stock of the Corporation shall have no special preferences or conversion rights.
- c. The voting powers are without restriction in that each share of stock is entitled to one (1) vote.
- d. The transfer of the stock shall be restricted in the manner provided by the Annotated Code of Maryland in that no transfer shall be valid unless such transfer has been consented to no more than three (3) months prior to the date of the transfer by all stockholders of the Corporation by signed, written instrument or such transfer as made pursuant to provisions of a Stockholder Agreement subsequently entered into by the stockholders of the Corporation and unless and until such an Agreement is filed upon the records of this Corporation, provisions of these Articles shall prevail as contained in this paragraph or in subsequent paragraphs.

LAW OFFICES
STARK AND LITTLE

ALEXANDER STARK

WILLIAMS, LITTLE

SUITE 500 - ONE EAST REDWOOD STREET - CORNER OF CHARLES AND REDWOOD STREETS 1901
BALTIMORE, MARYLAND 21202 - 539-3545

0002 0689

-3- BOOK -207 PAGE 694

SIXTH: The number of directors of the Corporation shall not be less than one (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one (1). There shall be one Director who shall act until the first annual meeting or until the successor is duly chosen and qualified, and that is, namely, Gordon J. Hasenei.

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, which provisions shall also have the force and effect of the stockholders agreement as provided by the Annotated Code of Maryland:

a. the management of the business and affairs of the Corporation shall be vested in directors or officers of the Corporation without necessity of specific meetings of directors or stockholders except as may be required for purposes set forth by Maryland law.

b. transfer of stock is restricted so as not to be saleable on the open market and not to be sold to any person other than those persons consented to by existing stockholders, nor shall any additional stock be issued as an initial issuance other than to such person or persons approved by stockholders of record at that time and any such transfer or issuance of stock shall be only upon written consent filed with the records of the Corporation, which consent may not be older than three months prior to the date of filing.

c. dissolution if desired shall be only as provided by the

LAW OFFICES
STARK AND LITTLE

ALEXANDER STARK

WILLIAM S. LITTLE

SUITE 500 - ONE EAST REDWOOD STREET - CORNER OF CHARLES AND REDWOOD STREETS
BALTIMORE, MARYLAND 21202 - 539-3545

1902

0002 0690

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

-4- BOOK - 207 PAGE 695

Maryland Code.

d. the Director of the Corporation shall be Gordon J. Hasenei and he shall also be President and Secretary/Treasurer of the Corporation and such additional officers or directors as shall be provided for by the By-Laws of the Corporation may be named.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23rd day of October, 1987 and I acknowledge the same to be my act.

Barbara J. Fox
Witness

Gordon J. Hasenei
Gordon J. Hasenei

AS E H 05 19 1987 (SEAL)

STATE OF MARYLAND)
CITY/COUNTY OF Baltimore) to wit:

I HEREBY CERTIFY that on this 23rd day of October, 1987, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared Gordon J. Hasenei, the person known to me and he acknowledged the foregoing Articles of Incorporation to be his act.

Barbara J. Fox
Notary Public

My Commission Expires: 7/7/90.

LAW OFFICES
STARK AND LITTLE
ALEXANDER STARK
SUITE 500 - ONE EAST REDWOOD STREET - CORNER OF CHARLES AND REDWOOD STREETS
BALTIMORE, MARYLAND 21202 - 539-3545
WILLIAM B. LITTLE
1903

0002 0691



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 696

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. Includes entries 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Personal Property Reports and late filing penalties, Other.

TOTAL FEES

50

Check Cash

Documents on checks

APPROVED BY: PC/M

NOTE:

MAIL TO ADDRESS: Stark + Little, One E. Redwood St, # 500, Balt Md 21202-1194

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

2966 1904

0002 0692

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

BOOK -207 PAGE 697

ARTICLES OF INCORPORATION
OF
GORDON J. HASENEI, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **NOVEMBER 2, 1987** AT **9:02** O'CLOCK **A. M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2444172

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:
STARK & LITTLE
ONE E. REDWOOD STREET, STE. 500
BALTIMORE MD 21202 1194

090C3010604

A 245786



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2966 1899

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

BOOK - 207 PAGE 698

GORDON HASENEI, INC.
(A Close Corporation Under Title 11/2/87

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION

APPROVED FOR RECORD
at 9:02

ARTICLES OF INCORPORATION

FIRST: I, Gordon J. Hasenei, whose post office address is 7707 Fairbanks Court, Hanover, Maryland, 21076, being at least eighteen years of age, am hereby forming a corporation under the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is Gordon Hasenei, Inc.

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

(1) To conduct a general insurance business and to act as agent and/or broker for individuals and corporations in obtaining insurance and, in addition thereto, to engage in any type of lawful business not inconsistent with the laws of this State.

(2) The statement of the corporate purposes as set forth herein being intended to be by way of illustration and not by way of limitation and is intended to specifically include any and all powers granted under the laws of the State of Maryland and particularly including the general powers set forth in the Annotated Code of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is 7707 Fairbanks Court, Hanover, Maryland, 21076. The name and post office address of the Resident Agent of the Corporation in this State is Gordon J. Hasenei, 7707 Fairbanks Court, Hanover, Maryland, 21076. Said Resident Agent is an individual actually residing in this State.

LAW OFFICES
STARK AND LITTLE

ALEXANDER STARK

WILLIAM S. LITTLE

SUITE 500 - ONE EAST REDWOOD STREET - CORNER OF CHARLES AND REDWOOD STREETS 1894
BALTIMORE, MARYLAND 21202 - 539-3545

88 MAR 17 PM 2:55
HERLE SCHAFFER
CLERK

0002 0694

-2- BOOK - 207 PAGE 699

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of common stock, with a par value of Ten Dollars (\$10.00) a share, all of one class, having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00). The following is a description of each class of stock of the Corporation with preferences, conversions and rights, voting powers, restrictions, limitations as to dividends, and qualifications as to each class:

- a. There shall be only one class of stock having a par value of Ten Dollars (\$10.00) per share.
- b. The stock of the Corporation shall have no special preferences or conversion rights.
- c. The voting powers are without restriction in that each share of stock is entitled to one (1) vote.
- d. The transfer of the stock shall be restricted in the manner provided by the Annotated Code of Maryland in that no transfer shall be valid unless such transfer has been consented to no more than three (3) months prior to the date of the transfer by all stockholders of the Corporation by signed, written instrument or such transfer as made pursuant to provisions of a Stockholder Agreement subsequently entered into by the stockholders of the Corporation and unless and until such an Agreement is filed upon the records of this Corporation, provisions of these Articles shall prevail as contained in this paragraph or in subsequent paragraphs.

LAW OFFICES
STARK AND LITTLE

ALEXANDER STARK

WILLIAM S. LITTLE

SUITE 500 - ONE EAST REDWOOD STREET - CORNER OF CHARLES AND REDWOOD STREETS
BALTIMORE, MARYLAND 21202 - 539-3545

1895

0002 0695

SIXTH: The number of directors of the Corporation shall not be less than one (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one (1). There shall be one Director who shall act until the first annual meeting or until the successor is duly chosen and qualified, and that is, namely, Gordon J. Hasenei.

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, which provisions shall also have the force and effect of the stockholders agreement as provided by the Annotated Code of Maryland:

a. the management of the business and affairs of the Corporation shall be vested in directors or officers of the Corporation without necessity of specific meetings of directors or stockholders except as may be required for purposes set forth by Maryland Law.

b. transfer of stock is restricted so as not to be saleable on the open market and not to be sold to any person other than those persons consented to by existing stockholders, nor shall any additional stock be issued as an initial issuance other than to such person or persons approved by stockholders of record at that time and any such transfer or issuance of stock shall be only upon written consent filed with the records of the Corporation, which consent may not be older than three months prior to the date of filing.

c. Dissolution if desired shall be only as provided by the

LAW OFFICES
STARK AND LITTLE

ALEXANDER STARK

WILLIAM B. LITTLE

SUITE 500 - ONE EAST REDWOOD STREET - CORNER OF CHARLES AND REDWOOD STREETS
BALTIMORE, MARYLAND 21202 - 539-3545

1896

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

Maryland Code.

d. the Director of the Corporation shall be Gordon J. Hasenei and he shall also be President and Secretary/Treasurer of the Corporation and such additional officers or directors as shall be provided for by the By-Laws of the Corporation may be named.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23rd day of October, 1987 and I acknowledge the same to be my act.

Barbara J. Fox WITNESS Gordon J. Hasenei (SEAL)
GORDON J. HASENEI

STATE OF MARYLAND)
CITY/COUNTY OF Baltimore) to wit:

I HEREBY CERTIFY, that on this 23rd day of October, 1987, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared Gordon J. Hasenei, the person known to me and he acknowledged the foregoing Articles of Incorporation to be his act.

Barbara J. Fox
Notary Public

My Commission Expires: 7/1/90

LAW OFFICES
STARK AND LITTLE
ALEXANDER STARK WILLIAM S. LITTLE
SUITE 500 - ONE EAST REDWOOD STREET - CORNER OF CHARLES AND REDWOOD STREETS 21266 1897
BALTIMORE, MARYLAND 21202 - 539-3545

0002 0697



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 702

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 Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>10</u>	<u>1</u> Certified Copy <u>4</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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Stark + Little</u>
600	_____	Personal Property Reports and late filing penalties	<u>One E. Redwood ST.</u>
_____	_____	Other	<u># 500</u>
_____	_____	Other	<u>Balto, Md 21202-1194</u>

TOTAL FEES

50

2 Documents on 1 checks

APPROVED BY: PCM

2966 1898

0002 0698

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

CLERK'S NOTATION
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satisfactory photographic repro-
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BOOK - 207 PAGE 703

ARTICLES OF INCORPORATION
OF
GORDON HASENEI, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 2, 1987 AT 9:02 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2444164

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:
STARK & LITTLE
ONE E. REDWOOD STREET, STE. 500
BALTIMORE MD 21202 1194

090C3010603

A 245785



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2355 1893

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

J

SYSTEMS PLUS Inc.
ARTICLES OF REVIVAL

BOOK - 207 PAGE 704

- FIRST: The name of the corporation at the time the charter was forfeited was SYSTEMS PLUS Inc.
- SECOND: The name which the corporation will use after revival is SYSTEMS PLUS Inc.
- THIRD: The name and address of the resident agent are G. Gordon Schulmeyer 5215 Grenock Drive Lothian, MD 20711.
- FOURTH: These Articles of Revival are for the purpose of reviving the charter of the corporation.
- FIFTH: At or prior to the filing of these Articles of Revival, the corporation has:
 - (a) Paid all fees required by law;
 - (b) Filed all annual reports which should have been filed by the corporation if its charter had not been forfeited;
 - (c) Paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.
- SIXTH: The address of the principal office in this state is 5215 Grenock Drive Lothian, MD 20711.

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

G. Gordon Schulmeyer
Last Acting President

Jane F. Schulmeyer
Last Acting Secretary

1987 OCT -8 A 10:17

68 MAR 17 PM 2:55
HERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
10/20/87 at 8145 .m. 72938064

2966 0523

0002 0100

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 705

AFFIDAVIT

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

G. Gordon Schulmeyer

G. Gordon Schulmeyer, President

I hereby certify that on 7-7-87 before me, the subscriber, a notary public of the State of Maryland, in and for W. A. County, Md., personally appeared G. Schulmeyer and made oath under the penalties of perjury that the matters and facts set forth in this affidavit are true to the best of his knowledge, information and belief.

As witness my hand and notarial seal

Shirley Malone

My Commission expires 7-1-90



1987 OCT -8 A 10:17

2966 0530

0002 0701

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

BOOK - 207 PAGE 707

***** THE ARTICLES OF REVIVAL
OF
SYSTEMS PLUS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 20, 1987 AT 8:45 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$ _____

\$ 20.00

\$ 30.00

01171362

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:
SYSTEMS PLUS INC. OF MARYLAND
5215 GRENOCK DRIVE
LOTHIAN MD 20711

089C3010585

A 245764



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

2966 0528

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

BOOK - 207 PAGE 708

ARTICLES OF INCORPORATION

A Close Corporation

of

LANTECH COMMUNICATIONS, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11/5/87 at 11:00

FIRST: The undersigned subscriber, Dennis Dale Jacobson, whose post office address is 606 Millwright Court, No. 44, Millersville, MD 21108, 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 LANTECH COMMUNICATIONS, INC.

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

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

a. To engage in and carry on sales, leasing and/or vending of new and/or used equipment and services, including, but not limited to, telecommunications systems, pay telephones, long distance telephone services, voice mail boxes, answering machines, paging equipment, cellular telephones, other telephone equipment, computers, peripheral computer equipment, telecommunications and computer data and/or information and any media for containing, providing, transferring and/or transmitting same; to engage in and carry on program management assistance; to engage in and carry on proposal assistance, evaluation, and consultation and to deal in all products, materials and/or services connected with or related to the business; and, to generally engage in other businesses which may be carried on conveniently or advantageously in connection with the general business of the Corporation, including the electronic equipment sales business.

b. To engage in and carry on the business under contract or otherwise, and to make estimates on and bid for such business and to do every act and thing commonly done by companies and contractors in the business of providing electronic equipment sales.

c. To purchase, or otherwise acquire and to own and hold, and to sell, exchange, or otherwise dispose of any and all franchises or interest therein that may be

73098345

80 MAR 17 PM 2:55
H. ERLE SCHAFER
CLERK

DONALD J. KATZ
ATTORNEY AT LAW
SUITE 810
2324 WEST JOPPA ROAD
LUTHERVILLE, MARYLAND 21093
(301) 484-8885

2966 0150

0002 0703

BOOK - 207 PAGE 709

necessary, or serve useful advantages for the purposes of the Corporation.

d. To carry on its operation and conduct business in any state, district or colony, or any territory, dependency or position in the United States and in any foreign country.

e. To carry on said business as is now established and also to expand on the same and any other function which is incidental or possible to the business of providing electronic equipment sales.

f. To do every other act or thing incidental or appurtenant to or growing out of or connected with said business or any part thereof.

g. To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any other way incumber or dispose of goods, wares and merchandise, implements or other personal property or equipment of every kind.

h. To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner, incumber or dispose of real property wherever situate.

i. 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-partnership, association, individual (including the estate of a decedent), carry on or having carried on in full or in part of aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liability thereof, and to pay for any such property rights, business, contract, goodwill, franchises or assets by the issue, in accordance with the Laws of Maryland, of stocks, bonds, or other securities, of the Corporation or otherwise.

j. To apply for, obtain, or purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulas, and alike, 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.

k. To loan or advance money, with or without security, without limits as to the amount, and to borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by Law, for the

2966 0151

0002 0704

BOOK - 207 PAGE 710

money so borrowed or in the payment for property purchases, or for any lawful consideration and to secure the payment thereof and of the interest thereon, by mortgage upon or pledged or advanced, 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 known or thereafter acquired; and to sell, pledge, discount, and otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

l. To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer of, or any bonds or other certificates for any share of stock or any bonds, or other Corporation or association, organized under the Laws of the State of Maryland or any other state, territory, district, colony or dependence of the United States of America or of any foreign country.

m. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the exercise of any of the powers herein set forth, either alone or in conjunction with other corporations, firms, individuals, and either as principals or agents, and to every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above mentioned objects, purposes or powers of the Corporation.

n. To do anything permitted by Section 2-103 of Title 2, Md. Ann. Code, Corporations and Associations Article, as amended from time to time.

o. The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in no way limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects and purposes.

p. The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance and not in limitations of the powers conferred upon the Corporation by Law, and is not intended by the mention of any particular purpose, object or business, and in any manner limit or restrict any of the powers of the Corporation. The Corporation is formed upon Articles, conditions and privileges 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 total number of shares of stock which the Corporation has authority to issue is Ten Thousand

2966 0152

0002 0705

BOOK - 207 PAGE 711

(10,000) shares with one dollar (\$1.00) par value, and all of one class.

The stockholders of the Corporation by unanimous agreement are hereby authorized to issuance from time to time of shares of the Corporation's stock, with one dollar (\$1.00) par value, or such shares of the Corporation's stock, with one dollar (\$1.00) par value, for such consideration as the stockholders may consider advisable. For any such stock issued within one and one-half years of the date of the Corporation's first organizational meeting aggregating less than Five Hundred Thousand Dollars (\$500,000.00), it shall be issued in such a manner that in the hands of a qualified shareholder, such shares may receive benefit of Section 1244 of the Internal Revenue Code of 1954, if such election is made by the shareholders.

a. The stock of the Corporation shall be governed in respected transfers by Section 4-503 of Title 4, Md. Ann. Code, Corporations and Associations.

b. Any such transfer will be subject additionally to any stockholders agreement made pursuant to Section 4-501 of Title 4 of the Md. Ann. Code, Corporations and Associations.

SIXTH: The post office address of the principal office of the Corporation in Maryland is 106 Furnace Branch Road, Glen Burnie, Maryland 21061. The resident agent of the Corporation is Dennis Dale Jacobson, 106 Furnace Branch Road, Glen Burnie, Maryland 21061. Said resident agent is a citizen of the State of Maryland and actually reside therein.

SEVENTH: After the completion of the organizational meeting of the Directors and issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors.

EIGHTH: The initial directors of the Corporation are Dennis Dale Jacobson, whose post office address is 606 Millwright Court, No. 44, Millersville, MD 21108, Laurie Lester Jacobson, 606 Millwright Court, No. 44, Millersville, Maryland 21108, Buddy J. Dye, whose post office address is 5415 Sasha Court, Williamsburg, VA 23185, Mary E. Dye, whose post office address is 5414 Sasha Court, Williamsburg, VA, 23185, Jerry F. Lester, whose post office address is 106 Marine Circle, Grafton, VA 23692 and Laura A. Lester whose post office address is 106 Marine Circle, Grafton, VA 23692.

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

2966 0153

0002 0706

BOOK - 207 PAGE 712

a. The Corporation will have all powers incident to running the aforementioned business and also will specifically retain the power to buy any property containing the business, should such property or properties become available to the corporation by the landlord.

b. The Corporation will have the power to transfer all licenses in the business now existing at 606 Millwright Court, No. 44, Millersville, MD 21108 to any location or locations; or to sell said business and licenses and re-engage in the business at another location or locations should it be so desired.

c. The stockholders are empowered to authorize the issuance from time to time of shares of stock, of any class, whether now or hereinafter authorized.

d. As to any contract or other transaction between this Corporation and any other corporation; 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 member, who may be pecuniarily or otherwise interested in any contract or transaction 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 this Corporation, which shall authorize any contract or transaction, with life force and effect, as if he were not such director or officer of such other corporation or not so interested.

TENTH: The Corporation reserves the right to make, from time to time, any amendments of its Charter which may now or hereafter be authorized by Law, including any amendment changing the terms of any class of its stock by classifications, re-classifications, or otherwise.

ELEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS THEREOF, I Hereunto set my hand and seal this 4th day of November, 1987, and I acknowledge these Articles of Incorporation to be my respective act.

LANTECH COMMUNICATIONS, INC.

2966 0154

0002 0707

BOOK -207 PAGE 713

Christine Kackula
Witness

Dennis Dale Jacobson
Dennis Dale Jacobson

STATE OF MARYLAND, CITY OF BALTIMORE:

TO WIT:

I HEREBY CERTIFY, that on this 4th day of
November, 1987, before me, the Subscriber, a Notary
Public, of the City and State aforesaid, personally
appeared, DENNIS DALE JACOBSON and he acknowledged the
aforegoing Articles of Incorporation to be his act.

My commission expires: 7 1-90

Christine Kackula

2966 0155

0002 0708



BOOK - 207 PAGE 714

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 7 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change (New Name) _____
61	<u>22</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	Certified Copy	_____
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Donald Katz</u>
600	_____	Personal Property Reports and late filing penalties	<u>2324 W. Joppa Rd</u>
	_____	Other	<u>#610</u>
	_____	Other	<u>Lutheville, Md</u>

TOTAL FEES 42
_____ Check _____ Cash
_____ Documents on _____ checks

APPROVED BY: pcn

MAIL TO ADDRESS: _____
Donald Katz
2324 W. Joppa Rd
#610
Lutheville, Md
NOTE: 21093

CLERK'S NOTATION
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2966 0156

0002 0709

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 715

ARTICLES OF INCORPORATION
OF
LANTECH COMMUNICATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 5, 1987 AT 11:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ 20.00	\$ 22.00	\$
D2444099		

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:
DONALD KATZ
2324 W. JOPPA RD., #610
LUTHERVILLE MD 21093

089C3010521

A 245723



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 0149

0002 0710

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

BOOK - 207 PAGE 716

ARTICLES OF INCORPORATION

OF

PAGE TWO, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11/5/87 at 12:31

NOV - 5 P 12:31

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Glenn L. Myers whose post office address is 3336 Leritz Lane, Edgewater, Anne Arundel County, Maryland 21037, and Audrey W. Myers, whose post office address is 3336 Leritz Lane, Edgewater, Anne Arundel County, Maryland 21037, both being at least eighteen years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

PAGE TWO, INC.

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

(A) To maintain and operate an outlet for the retail and wholesale distribution of office supplies and other consumables as well as to provide a custom printing service.

(B) To maintain a consulting service in the field of wholesale and retail sales of office supplies and other consumables as well as custom printing.

(C) To finance the necessary credit in the furtherance of the above business.

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

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

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

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CLERK

BOOK - 207 PAGE 717

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

(H) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

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

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

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

BOOK - 207 PAGE 718

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

The aforementioned enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

✓ FOURTH: The post office address of the principal office of the Corporation is 3336 Leritz Lane, Edgewater, Anne Arundel County, Maryland 21037. The resident agent of the Corporation is Glenn L. Myers, whose post office address is 3336 Leritz Lane, Edgewater, Anne Arundel County, Maryland 21037. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

SIXTH: The Corporation shall have two (2) directors, and Glenn L. Myers and Audrey W. Myers shall act as such until the first annual meeting and until their successors are duly chosen and qualified. The number of Directors may be changed in such lawful manner as the Bylaws shall from time to time provide.

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

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

(B) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or

BOOK -207 PAGE 719

officers of, such other corporation, any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction.

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

(D) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including and amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which change the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

(G) The Board of Directors shall have the power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or

CLERK'S NOTATION
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BOOK - 207 PAGE 720

reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 4 day of November, 1987.

Mary Jane Chetwin
Witness

Glenn L. Myers (SEAL)
Glenn L. Myers

Mary Jane Chetwin
Witness

Audrey W. Myers (SEAL)
Audrey W. Myers

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 4th day of November, 1987, before, me the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Glenn L. Myers and Audrey W. Myers and severally acknowledged the foregoing Articles of Incorporation to be their respective acts.

IN WITNESS WHEREOF, I hereunto set my hand and notarial seal the day and year last above written.

Conna G. [Signature]
Notary Public

My Commission Expires:
July 1, 1990



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
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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Glenn L. Myers</u>
600	_____	Personal Property Reports and late filing	<u>3336 Leritz Lane</u>
_____	_____	penalties	<u>Edgewater, Md. 21037</u>
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES 40

_____ Check _____ Cash
Documents on _____ checks

APPROVED BY: J.M.T.

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CLERK'S NOTATION

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

BOOK - 207 PAGE 722

ARTICLES OF INCORPORATION
OF
PAGE TWO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 5, 1987 AT 12:31 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2443943

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:
GLENN L. MYERS
3336 LERITZ LANE
EDGEWATER

MD 21037

089C3010506

A 245708



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2966 0032

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
BOOK - 207 PAGE 723/2/87 at 8:00 .m.

CHARLES V. HANCOCK & ASSOCIATES, LTD.
A Maryland Close Corporation

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: I, Charles V. Hancock, whose post office address is 4 River 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:

CHARLES V. HANCOCK & ASSOCIATES, LTD.

THIRD: The purposes for which the Corporation is formed are: (1) to provide environmental planning, soil-water and related natural resource conservation and utilization services to landusers, consultants, developers and others; (2) to assist such clients in meeting local, state and federal planning, zoning and permit requirements; (3) to perform all necessary and proper related services and activities in connection therewith, including but not limited to, providing natural resource reports, inventories, determinations and assessments relative to environmental concerns pertaining to, among other things, wetlands, soil and water conservation, water quality, erosion and sediment control, woodlands and wildlife; and (4) to do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

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H. ERLE SCHAFER
CLERK

all
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BOOK -207 PAGE 724

FOURTH: 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.

FIFTH: The post office address of the principal office of the Corporation in this State is 4 River Drive, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is Charles V. Hancock, 4 River Drive, Severna Park, Maryland 21146. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand (1000) 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 Charles V. Hancock.

EIGHTH: Shareholders shall have preemptive rights.

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 officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former officer, the Corporation may indemnify

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CLERK'S NOTATION

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BOOK -207 PAGE 725

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30 day of OCTOBER, 1987, and I acknowledge same to be my act.

Mary Jane Boyd

Charles V. Hancock
Charles V. Hancock



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 726

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, Name Change (New Name). Rows include codes 20-73, 75-85, 21-31, NA, 87-71, 600.

TOTAL FEES

40 Check Cash Documents on checks

APPROVED BY: A

MAIL TO ADDRESS: Codd + Codd PO Box 610

NOTE:

2965 200

CLERK'S NOTATION

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CLERK'S NOTATION
Document submitted for record
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duction.

BOOK - 207 PAGE 727

ARTICLES OF INCORPORATION
OF
CHARLES V. HANCOCK & ASSOCIATES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 2, 1987 AT 8:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2443646

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:
Codd & Codd
P. O. BOX 610
SEVERNA PARK

MD 21146

089C3010476

A 245680



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2365 2636

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

BOOK - 207 PAGE 728

B.A.D., INC.

STATE DEPARTMENT OF ASIA, Maryland Close Corporation,
AND TAX Organized Pursuant to Title Four of the
Corporations and Associations Article of the
Annotated Code of Maryland

11-4-87 at 1:34

ARTICLES OF INCORPORATION

FIRST: I, David A. Beardmore, whose post office address is 1123 Valentine Creek Drive, Crownsville, Maryland 21032, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the " Corporation") is B.A.D., 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 real estate development, sales, building, engineering, and other real estate activities.
- 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 1123 Valentine Creek Drive, Crownsville, Maryland 21032. The name and post office address of the Resident Agent of the Corporation in this State is David A. Beardmore, 1123 Valentine Creek Drive, Crownsville, Maryland 21032. 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 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: David A. Beardmore

EIGHTH:
1) As used in this Article EIGHTH, any word or words

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H. ERLE SCHAFFNER
CLERK

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of NOVEMBER, 1987, and I acknowledge the same to be my act.

David Beardmore
David A. Beardmore



STATE OF MARYLAND

BOOK - 207 PAGE 730

State Department of Assessments and Taxation

Gen. 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 Reg.
51		Foreign Name Registration
13	8	1 Certified Copy <i>sp</i>
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 Standings
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: _____

David Beardmore
1123 Valentine Creek Dr
Crownsville, Md 21032

TOTAL FEES

48

Check _____ Cash

Documents on _____ checks

APPROVED BY: *[Signature]*

NOTE:

CERTIFIED COPY MADE

2965 2691

CLERK'S NOTATION

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CLERK'S NOTATION
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BOOK - 207 PAGE 731

ARTICLES OF INCORPORATION
OF
B.A.D., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 4, 1987 AT 1:34 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ 20.00	\$ 20.00	\$
D2443620		

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 A. BEARDMORE
1123 VALENTINE CREEK DRIVE
CROWNSVILLE MD 21032

089C3010474

A 245679



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2965 2688

0002 0726

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 732

1987 NOV - 4 10:40

ARTICLES OF INCORPORATION

OF STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

P.J.'s DELI, INC.

APPROVED FOR RECORD

THIS IS TO CERTIFY:

11/4/87 at 10:40 .m.

FIRST: I, the undersigned, Patricia Jane Comer, whose Post office address is 1820 Sharwood Place, Crofton, Maryland 21114, being over eighteen (18) years of age, do hereby form a corporation under 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 P.J.'s DELI, INC.

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

1. To engage in the dispensing of alcoholic beverages and food, operating as a restaurant serving alcoholic beverages, and generally to purchase or otherwise acquire restaurants and taverns, and to own, hold, lease, rent, or sell such business or businesses.

2. To introduce, erect, operate, conduct, manage, maintain, and carry on a restaurant, cafe, and cabaret business; to buy, sell, lease, or otherwise dispose of and to operate, conduct, furnish, equip, and manage restaurants, inns, eating houses, taverns, cabarets, cafes, or places of entertainment, and generally to do and perform everything necessary for carrying out the aforesaid purposes; to buy, or otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with, impart, and export food and food products of every class and description, fresh, canned, preserved, or otherwise; and to prepare and serve all food, beverages, alcoholic or nonalcoholic, and other preparations and refreshments of all kinds.

3. A) To acquire, by purchase, lease, or otherwise, lands and interests in lands, and to own, hold improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held, or occupied by the Corporation, buildings or other structures, with their appurtenances, and to manage, operate, lease, rebuild, enlarge, alter or improve any buildings or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands or interests in lands, and any buildings or other structures, and any stores, shops, suites, rooms, or part of any buildings or other structures, at any time owned or held by the Corporation.

To acquire, by the purchase, lease, manufacture, or otherwise, any personal property deemed necessary or useful in the equipment, furnishing improvement, development, or management of any property, real or personal, at any time owned, held or occupied by the Corporation and to invest, trade, and deal in any personal property deemed beneficial to the Corporation, and to encumber or dispose of any personal property at any time owned or held by the Corporation.

B) To establish, purchase, lease as lessee, or otherwise acquire, to own, operate, and maintain, and to sell, mortgage, deed in trust, lease as lessor, and otherwise dispose of retail stores or departments therein; to buy, sell, trade, manufacture, deal in, and deal with goods, wares, and merchandise or every kind and nature, and to carry on such

2965 2676

83 MAR 17 PM 2:55
H. ERLE SCHAFER
CLERK

0002 0727

BOOK - 207 PAGE 733

business as wholesalers, retailers, importers and exporters; to acquire all such merchandise, supplies, materials, and other articles as shall be necessary or incidental to such business; and to have any and all powers above set forth as fully as natural persons, whether as principal, agents, trustees, or otherwise.

C)(1) To purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire, import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise, use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect or trade, and deal in trust, deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with mixed, tangible, or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, scripts, certificates, debentures, mortgages, notes commercial paper, and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every charter of interest therein and appurtenance thereto, including, but not limited to mineral, oil, franchises, subsidies, charters, concessions, grants, rights, powers, or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual, owners or holders thereof.

(2) To hire and employ agents, servants, and employees, and to enter into agreements or employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor, or otherwise either alone or in company with others.

(3) To promote or to aid in any manner, financially or otherwise, any person, firm, association, or corporation, and to guarantee contracts and other obligations.

(4) To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform, and carry out, contracts and arrangements of every kind and character with any person, firm, association, or corporation, or any government or authority or subdivision or agency thereof.

(5) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly to improve the interests of this corporation, and to do all things specified in the Corporation and Associations volume of the Annotated Code of Maryland, and to have and to exercise all powers conferred by the laws of the State of Maryland on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations, or corporations and in any part of the world. The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be

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in a condition not permitting
satisfactory photographic repro-
duction.

liberally construed in aid of the powers of corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes and powers stated shall be construed distributively as each object expresses and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers but are in furtherance of, and in addition to and not in limitation of said general powers.

4. To do all and everything necessary, suitable, or 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 along or in association with other corporations, firms, or individuals and to do every other act or thing incident or appurtenant to or growing out of or in conformity with the General Laws of the State of Maryland, now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any privileges or powers or rights conferred upon corporations organized and formed under said State Laws.

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

FOURTH: That the post office address of the principal office of the Corporation in this State is: 1820 Sharwood Place, Crofton, Anne Arundel County, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is: C. Fred Delavan, 80 West Street, Suite 110, Annapolis, MD 21401. Said Resident Agent is an individual actually residing in this State. ✓

FIFTH: The total number of shares of stock which the corporation has the authority to issue is 1,000 shares of common stock with No Par Value, fully paid, and non-assessable, all of which shares are of one class and are designated common stock, subject to the restriction on the sale and transfer appearing on the back of the certificate.

SIXTH: The duration of the Corporation shall be perpetual.

SEVENTH: The number of directors of the Corporation shall be Four, which number may be increased pursuant to the By-Laws of the Corporation, and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Earnley Marvin Comer, Patricia Jane Comer, Earlney Michael Comer, Brian Eugene Comer.

WITNESS:

Cheryl Suwet Patricia Jane Comer
Patricia Jane Comer

PJDELAR.CFD



STATE OF MARYLAND

BOOK - 207 PAGE 735

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
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	_____	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 Standings	
NA	_____	Foreign Corporation Registration	
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Patricia Comer</u>
600	_____	Property Reports and _____ Personal late filing penalties	<u>1820 Sheward Pl.</u>
	_____	Other _____	<u>Crofton, Md 21114</u>
	_____	Other _____	NOTE: _____

TOTAL FEES

40 Check _____ Cash _____ Documents on _____ checks

APPROVED BY: A

2965 2679

0002 0730

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 - 207 PAGE 736

ARTICLES OF INCORPORATION
OF
P.J.'S DELI, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 4, 1987 AT 10:40 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2443596

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:
PATRICIA COMER
1820 SHARWOOD PLACE
CRUFTON MD 21114

089C3010471

A 245677



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2965 2675

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

BOOK - 207 PAGE 737

ARTICLES OF INCORPORATION
OF
HAND IN HAND, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11/02/87 at 9:42

FIRST: I, Karen Irene Crawley-Buckholtz, whose post office address is 2956 Rose Crown Circle, Pasadena Maryland 21122, being at least 18 years of age, hereby form a corporation under the Maryland General Corporation Law.

SECOND: The name of the Corporation is HAND IN HAND, INC. (from herein called the "Corporation").

THIRD: The Corporation is organized exclusively for charitable, educational and scientific purposes, within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1954, as amended.

The corporation's purposes include, but are not limited to, offering support services to families of children with various handicapping conditions, who are or intend to care for their child at home. The corporation shall also have all the general powers granted by law permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland as amended from time to time, and all other powers not inconsistent with law which are appropriate to promote and attain its purposes.

Notwithstanding any other provision of these Articles, the Corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity that would invalidate its status (1) as a corporation which is exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1954, or the corresponding provision of any subsequent law, or (2) as a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954, or the corresponding provision of any subsequent law.

88 MAR 17 PM 2:55
H. ERLE SCHAFFER
CLERK

1987 OCT 21 P 8 56

1987 NOV - 2 - A 9:02

73068439

2965 2559

0002 0732

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK -207 PAGE 738

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any member, director, or officer of the Corporation, or to any private individual. However, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the corporate purposes.

No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall the Corporation in any manner or to any extent participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

✓ FOURTH: The address of the principle office of the Corporation is 2956 Rose Crown Circle, Pasadena, Maryland 21122. The name and the address of the resident agent are Karen Irene Crawley-Buckholtz, 2956 Rose Crown Circle, Pasadena, Maryland 21122.

FIFTH: The Corporation shall be a nonstock corporation under Subtitle 2 of Title 5 of the Maryland General Corporation Law. The Corporation shall have no authority to issue capital stock, and shall not be operated for profit. The Corporation shall have members. Members shall be elected and members may resign or be removed as provided in the By-Laws of the Corporation, which may also prescribe different classes of membership and prescribe the qualifications for each class.

SIXTH: The number of Directors of the Corporation shall be two, until changed as provided by the By-Laws of the Corporation. The names of those who will serve as Directors are Karen Irene Crawley-Buckholtz and David Ronald Buckholtz, until the first meeting or until their successors are duly chosen and qualified.

2965 2560

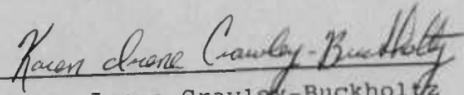
0002 0733

BOOK - 207 PAGE 739

SEVENTH: 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 deemed by inference of 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.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities and obligations of the Corporation, distribute all of the assets of the Corporation exclusively to such organization or organizations organized and operated exclusively for religious, charitable, scientific, literary or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue Code of 1954, or the corresponding provision of any subsequent law. No member, director or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 18th day of October 1987, and I acknowledge the same to be my act.


Karen Irene Crawley-Buckholz

2965 2561

0002 0734



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 740

DOCUMENT CODE 526 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	_____	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>David R. Buckholtz</u>
600	_____	Personal Property Reports and late filing penalties	<u>2956 Rose Crown Cir.</u>
	_____	Other	<u>Pasadena, Md. 21122</u>
	_____	Other	_____

TOTAL FEES 40

Check _____ Cash
Documents on _____ checks

APPROVED BY: J.M.T.

295 2562

0002 0735

CLERK'S NOTATION

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

BOOK - 207 PAGE 741

ARTICLES OF INCORPORATION
OF
HAND IN HAND, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 2, 1987 AT 9:02 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$

D2443364

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. BUCKHOLTZ
2956 ROSE CROWN CIRCLE
PASADENA MD 21122

089C3010448

A 245658



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 255 2558

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK -207 PAGE 742

9

R. DiBLASI & 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 R. DiBLASI & 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

R. DiBLASI & ASSOCIATES, INC.

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

(1) To offer engineering and related services; and to own real and personal property necessary for the rendering of engineering and related services.

(2) To engage in and perform any activities or functions which may lawfully be performed by a business corporation organized under the laws of the State of Maryland.

The foregoing enumerated purposes and objects shall be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article of the Charter of the Corporation, and each shall be regarded as independent; and they are intended to be and shall be construed as powers as well as purposes and objects of the Corporation and shall be in addition to and not in limitation of

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83 MAR 17 PM 2:56
H. EDLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

73088125
2965 2525

APPROVED FOR RECORD

11/04/87 at 8:44 .m.

0002 0737

BOOK -207 PAGE 743

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 504 Likeston Court, Severna Park, Maryland 21146.

FIFTH: The name and address of the resident agent of the Corporation in this state are Richard DiBlasi, 504 Likeston Court, Severna Park, Maryland 21146. The Resident Agent is an individual actually living in this State.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of common stock with a par value of one cent (.01), amounting in the aggregate to fifty dollars (\$50.00).

SEVENTH: 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 (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: Richard DiBlasi and Catherine DiBlasi.

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:

BOOK -207 PAGE 744

(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

BOOK - 207 PAGE 745

its Directors is a director or has a material financial interest is not void solely because of any one or more of the following: (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

BOOK - 207 PAGE 746

transaction is not authorized, approved or ratified in one of the ways provided for in this 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 fullest 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,

BOOK -207 PAGE 747

subject only to any restrictions imposed by law, to authorize the issuance from time to time of shares of the Corporation's stock, 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.

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 748

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

NINTH: The duration of the Corporation's existence will be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, on this 3rd day of November, 1987, and I acknowledge the same to be my act.

WITNESS:

Jody Abbott

Annette Rooney Fries
Annette Rooney Fries



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
61	<u>24</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____
50	_____	Cert. of Qual. or Reg.	_____ Change of Principal Office
51	_____	Foreign Name Registration	_____
13	_____	Certified Copy _____	_____ Change of Resident Agent
56	_____	Penalty	_____
54	_____	For. Supplemental Cert.	_____ Change of Resident Agent
73	_____	Cert. of Conveyance	Address _____
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	_____
84	_____	Amendment to Limited Partnership	Code <u>54</u>
85	_____	Termination of Limited Partnership	ATTENTION: <u>Annette R. Fries</u>
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	_____	Personal Property Reports and late filing penalties	_____
	_____	Other _____	_____
	_____	Other _____	_____

TOTAL FEES 44

Check _____ Cash _____ Documents on _____ checks

APPROVED BY: J.M.T.

NOTE: _____

2965 2532

0002 0744

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 - 207 PAGE 750

ARTICLES OF INCORPORATION
OF
R. DIBLASI & ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 4, 1987 AT 8:44 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 24.00

SPECIAL
FEE PAID:

\$

D2443307

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:
SEMMES, BOWEN & SEMMES
ATTN: ANNETTE R. FRIES
250 WEST PRATT ST
BALTIMORE MD 21201

089C3010442

A 245652



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

2965 2524

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

BOOK -207 PAGE 751

LINTHICUM VIDEO, INC.
(A Close Corporation)

ARTICLES OF INCORPORATION

FIRST: I, Louis F. Friedman, whose post office address is 409 Washington Avenue, Suite 900, Towson, Maryland 21204, 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 LINTHICUM VIDEO, INC.

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

(1) To engage in the business of renting and selling prerecorded video and stereo tapes and laser disks of every nature, kind and description; to engage in the business of renting, selling and servicing video and stereo equipment and accessories of every nature, kind and description; and to perform all necessary and proper related services and activities in connection therewith.

(2) To borrow money from any person, firm or corporation, to make and issue notes, bills, bonds, debentures, and other evidences of indebtedness of all kinds, and to secure the same by pledge, mortgage, or otherwise, without limit as to amount, and to provide for payment of the same by deposited cash, sinking funds or otherwise.

(3) To purchase or otherwise acquire, and to own, develop, sell, mortgage or otherwise dispose of real estate, real property, and all interests and rights therein, without limit on amount and to the same extent as natural persons might or could do, and in any part of the world.

(4) To buy or otherwise to acquire any other enterprise adapted to be carried on in connection with the Corporation's business, together with the good will, rights, property and assets of all kinds thereto appertaining, and in connection therewith, to assume any of the lia-

H. ERLE SCHAFER
CLERK

83 MAR 17 PM 2:57

11 & A 2-NOV-1981

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11/02/87 at 9:12

2965 2508

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BOOK -207 PAGE 752

bilities of any person, firm or corporation, and to pay for the same in cash, stock, debentures or other securities of the Corporation.

(5) To contract freely with any person, firm or corporation, private or public, and to carry out and fulfill contracts of every sort and kind, and to purchase, lease or otherwise acquire any and all rights, privileges and franchises convenient or profitable to carry out in connection with the corporate purposes and corporate business of the Corporation.

In furtherance and not in limitation of the purposes aforesaid and of the general powers conferred by the laws of the State of Maryland, it is hereby expressly provided that the Corporation shall have the following further additional powers:

To do any and all other acts or things which may be necessary or incidental to the carrying out of any or all of the foregoing powers or of the proper transaction of the business which may be incidental to or in furtherance of the said business or any branch or part thereof.

✓ FOURTH: The post office address of the principal office of the Corporation in Maryland is 509 S. Camp Meade Road, Linthicum, Maryland 21090. The name and post office address of the resident agent of the Corporation in Maryland is Stanley Holzman, 509 S. Camp Meade Road, Linthicum, Maryland 21090. 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 10,000 shares of the par value of \$10.00 a share, all of one class, and having an aggregate value of \$100,000.00, all stock to be common stock.

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

BOOK -207 PAGE 753

the By-Laws of the Corporation, provided that: (1) There must be at least one director; and (2) if there is stock outstanding, the minimum number of directors shall be the lesser of: (a) three, or (b) 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 Stanley Holzman.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the power of the Corporation and of the director(s) and stockholder(s):

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such 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) The Board of Directors of the Corporation is hereby empowered to authorize the purchase or purchases of shares of its own capital stock and the making of such contract therefor when and in the manner that the Board, in its discretion, may deem right and proper.

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

2965 2510

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duction.

BOOK - 207 PAGE 754

than a quorum, or (ii) the contract, trans-
action or act shall be authorized, ratified or
approved in any other manner permitted by the
Maryland General Corporation Law.

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

(5) To the maximum extent permitted by the
Maryland General Corporation Law as from time
to time amended, the Corporation shall indem-
nify its currently acting and its former direc-
tors, officers, agents, and employees and those
persons who, at the request of the Corporation,
serve or have served another corporation, part-
nership, joint venture, trust or other enter-
prise in one or more of such capacities.

EIGHTH: The duration of the Corporation shall be
perpetual.

NINTH: The Corporation shall be a close corporation as
authorized by §4-201(a) of the Corporations and Associations
Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation on this 4th day of September, 1987, and I
acknowledge the same to be my act.

WITNESS:

Will S. Doherty

Louis F. Friedman
Louis F. Friedman

0181B/1-4
WSD:1

2965 2511



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 755

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, 75-85, 21-31, 87-71, and 600 with corresponding fee descriptions.

TOTAL FEES 40
Check Cash
2 Documents on 1 checks (6000)

APPROVED BY Jm.T.

MAIL TO ADDRESS:
Friedman & Friedman
Mercantile Bank Bldg
Suite 900
409 Washington Ave.
Towson, Md. 21204
NOTE:
File 2nd

CLERK'S NOTATION
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2965 2512

0002 0750

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 756

Linthicum Video, Inc.		ARTICLES OF INCORPORATION	<p>LAW OFFICES FRIEDMAN & FRIEDMAN MERCANTILE BANK BUILDING SUITE 900 408 WASHINGTON AVENUE TOWSON, MARYLAND 21284</p>
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0002 8751

CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 757

ARTICLES OF INCORPORATION
OF
LINTHICUM VIDEO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 2, 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:
\$ 20.00	\$ 20.00	\$
	02443273	

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 & FRIEDMAN
MERCANTILE BANK BLDG., SUITE 900
409 WASHINGTON AVE.
TOWSON MD 21204

089C3010439

A 245649



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 2965 2507

CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 758

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

FOR

M. G. P., INC.

APPROVED FOR RECORD

THIS IS TO CERTIFY:

11/2/87 at 9:22 .m.

FIRST: That I, Michael S. Pappafotis, whose post office address is 7419 Baltimore Annapolis Blvd., Glen Burnie, Maryland 21061, 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: That the name of the Corporation (which is hereinafter called the "Corporation") is

M. G. P., INC.

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

1. To establish, maintain, conduct, and operate businesses and investment companies of every kind nature and description; to purchase, buy, sell, exchange, manufacture, export, import, handle, store, distribute, and otherwise generally deal in any and all investment activities and business of all kinds and to acquire, construct, maintain, operate, buy, sell, and deal in investment businesses and companies of all kinds.

2. To carry out any contract and to do any act and exercise any power which a corporation or individual person could lawfully do and exercise so far only as may be necessary or proper for carrying out the purposes for which this Corporation is

H. ERLE SCHAFER
CLERK
NOV 17 PM 2:57

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2965 2017

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BOOK -207 PAGE 759

organized; and generally, with full power to do and perform any and all acts connected therewith or arising therefrom or incident thereto; and any and all acts proper and necessary for the purpose of the business; but the Corporation shall not do any act or thing forbidden by law to a corporation organized under the laws of this State.

3. To buy, hold, lease, sell and/or mortgage any real estate in the State of Maryland or anywhere else in the United States, for the purposes of the business of the Corporation, and to build, erect, operate and maintain offices anywhere in the United States for the purposes of the business of the Corporation.

4. To purchase, lease, or otherwise acquire, in whole or in part, the business, goodwill, rights, franchises and property of any kind, and to undertake the whole or any parts of the assets or liabilities of any person, firm, association or corporation engaged in any enterprise conducted or authorized to be conducted by this Corporation, or owning property necessary or suitable for its purposes, and to pay for the same in cash, in the stock or bonds of this Company (suitable to the laws of the State of Maryland), or otherwise; to hold or in any manner dispose of the whole or any part of the business or property so acquired; to exercise all the powers necessary or incidental to the conduct of such business.

5. In the purchase or acquisition of the property, business, rights or franchises, or for additional working capital

2965 2018

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BOOK - 207 PAGE 760

or for any object in or about its business affairs, and without limitation as to amount, to incur debts, and to raise, borrow and secure the payment for any money, in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable instruments, evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deeds of trust or otherwise.

6. To engage in the business of manufacturing, importing, exporting and selling goods is the purpose of the Corporation.

7. The Corporation may conduct its business in other states, territories, and possessions of the United States, and in foreign countries, and may have one office or more than one office and keep its books outside of the State of Maryland, except as may be provided by law.

8. The objects and purposes specified herein 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 by any amendment thereto, and shall each be regarded as independent and construed as powers as well as objects and purposes.

9. The Corporation shall be authorized to exercise and enjoy all the powers, rights and privileges granted to or conferred upon corporations of 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

2965 2019

0002 0755

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BOOK - 207 PAGE 761

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 shall be 7419 Baltimore Annapolis Blvd., Glen Burnie, Maryland 21061.

The Resident Agent of the Corporation is MICHAEL S. PAPPAFOTIS, whose post office address is 7419 Baltimore Annapolis Blvd., Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

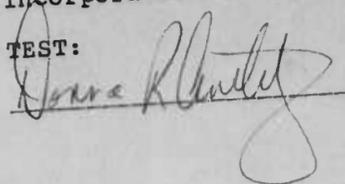
FIFTH: There shall be three (3) Directors of the said Corporation. Said directors shall be JAMES GAUNTLETT, RICHARD LEMARX and MICHAEL S. PAPPAFOTIS.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5000) shares without par value, all of one class.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 29th day of OCTOBER, 1987.

TEST:



 (SEAL)
MICHAEL S. PAPPAFOTIS

2965 2020

0002 0756

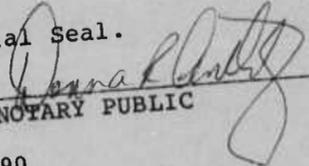
CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 762

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 29th day of October,
1987 before me, the subscriber, a Notary Public in and for the
State and County aforesaid, personally appeared MICHAEL S.
PAPPAFOTIS, who acknowledged the foregoing Articles of
Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.


NOTARY PUBLIC



MY COMMISSION EXPIRES: July 1, 1990.

2965 2021

0002 0757



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 024 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
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>11</u>	<u>1</u> Certified Copy <u>5</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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Lessons + Tate</u>
600	_____	Personal Property Reports and late filing penalties	<u>7419 Balt - Annapolis Blvd</u>
_____	_____	Other	<u>Blair Burner, Md 21061</u>
_____	_____	Other	_____

TOTAL FEES

51 Check _____ Cash
Documents on _____ checks

APPROVED BY: A

NOTE:

2965 2022

0002 0758

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satisfactory photographic repro-
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BOOK - 207 PAGE 764

ARTICLES OF INCORPORATION
OF
M. G. P., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 2, 1987 AT 9:22 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ 20.00	\$ 20.00	\$
D2442978		

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.
GLEN BURNIE MD 21061

088C3010373

A 245580



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2965 2016

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duction.

BOOK - 207 PAGE 765

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

OF

11/2/87 at 8:59

Handwritten initials

WESTERN FENCE CENTER, INC.

I, WILLIAM G. SIMMONS, of 51 Monroe Street, Rockville, Maryland 20850, County of Montgomery, the undersigned natural person, being over the age of eighteen (18) years, acting as incorporator of a corporation, do, under and by virtue of the general laws of the State of Maryland, adopt the following Articles of Incorporation.

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

WESTERN FENCE CENTER, INC.

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

- (1) The business is organized as a fence company for the sales, repair, and installation of wood, chain link, metal, ornamental, and all types of fencing and related items as well as landscaping, land clearing, fence removal and demolition.
- (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 acquire the goodwill, 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 to management of said business.
- (5) To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association

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H. ERLE SCHAEFER
CLERK

Law Offices
William G. Simmons,
P. A.
Suite 1102
One Metro Square
51 Monroe Street
Rockville, Maryland 20850
301-340-1900

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CLERK'S NOTATION
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duction.

or corporation, town, city, county, body politic, state, territory,
government or colony with a dependency thereof.

(6) 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, debenture or other negotiable
or non-negotiable instruments and evidences of indebtedness and to
secure the payment thereof and the interest thereon by the mortgage
or pledge, conveyance of assignment in trust of the whole or part of
the property of the Corporation at this time owned or hereafter acquired.

(7) To conduct business in any of the states,
territories, colonies or dependencies of the United States, in the
District of Columbia, and in all foreign countries, to have one or more
offices therein, and therein to hold, purchase, mortgage, and convey
real and person property without limit as to amount.

(8) To do any kind 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.

(9) 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.

(10) To carry out all of 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 any time
may appear conducive to or expedient for the accomplishment of any
of the objects and purposes herein enumerated or incidental to the

2965 2006

Law Offices
William G. Simmons,
P. A.
Suite 1102
One Metro Square
51 Monroe Street
Rockville, Maryland 20850
301-340-1900

BOOK - 207 PAGE 767

powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such objects and purposes.

(11) 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 manner to limit or restrict any of the purposes, power, 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.

THIRD: The Post Office address of the place at which the office of the Corporation in this State will be located is 2806 Clove Lane, Edgewater, Maryland 21037. The resident agent of the Corporation is Frank J. Hayward whose post office address is 2806 Clove Lane, Edgewater, Maryland 21037. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FOURTH: A branch office, or offices, may be maintained within or without the State of Maryland at such place or places, as the Board of Directors may from time to time designate by appropriate resolution at any regular or special meeting.

FIFTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three (3), provided that:

1. If there is no stock outstanding, the number of directors may be less than three (3), but not less than one; and
2. If there is stock outstanding and so long as there are less than three (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

2965 2006

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BOOK - 207 PAGE 768

are: Frank J. Hayward
Sigrid S. Frederick
William G. Simmons

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 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 Corporation reserves the right to make from time to time any amendments of its Charter which may or hereafter be authorized by law, including amendments changing the terms of any class of its outstanding stock by classification, reclassification, or otherwise and including any amendment authorizing any sale, lease, exchange or transfer of its property and assets as an entirety or substantially as an entirety,

(2) With respect to:

(a) the amendment of the Charter of the Corporation;

(b) the consolidation of the Corporation with one or more corporations to form a new consolidated Corporation;

(c) the merger of the Corporation into another Corporation or the merger of one or more other Corporations into the Corporation;

(d) the issuance of shares of stock of any class not hereafter authorized, any securities exchangeable for, or convertible into such shares, or warrant or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares;

(e) the sale, lease, exchange, or other transfer of all, or substantially all, of the property and assets of the Corporation, excluding its goodwill and franchises;

(f) the participation of the Corporation in

Law Offices
William G. Simmons,
P.A.
Suite 1102
One Metro Square
51 Monroe Street
Rockville, Maryland 20850
301-340-1900

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 769

a share exchange (as defined in the Corporation and Association
Article of the Annotated Code of Maryland) as the Corporation, the
stock of which is to be acquired;

(g) the voluntary or involuntary liquidation,
dissolution, or winding up of the Corporation; such action shall
be effective and valid only if taken or approved by the stockholders
by an affirmative vote of all the votes entitled to be cast thereon,
after due authorization and/or approval.

EIGHTH: The duration of the Corporation shall be
perpetual.

IN TESTIMONY WHEREOF, I have executed these Articles of
Incorporation the 20th day of October, 1987.

[Signature]
Witness

[Signature]
WILLIAM G. SIMMONS

STATE OF MARYLAND :
 : to wit:
COUNTY OF MONTGOMERY:

I HEREBY CERTIFY that on this 26th day of October,
1987, before the subscriber, a Notary Public in and for the said State
and County, personally appeared WILLIAM G. SIMMONS, and that he
acknowledged the foregoing Articles of Incorporation to be his
voluntary act and deed.

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

[Signature]
Notary Public

My commission expires: 7/1/90

Law Offices
William G. Simmons,
P. A.
Suite 1102
One Metro Square
51 Monroe Street
Rockville, Maryland 20850
301-340-1900



STATE OF MARYLAND

BOOK - 207 PAGE 770

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, and Name Change. Includes entries 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Personal Property Reports and late filing penalties, Other.

TOTAL FEES 51 Check Cash Documents on checks

APPROVED BY: A

MAIL TO ADDRESS: William Simmons, 30 Courthouse Sq., #302, Rockville, Md 20850

NOTE:

2965 2009

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CLERK'S NOTATION
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satisfactory photographic repro-
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BOOK - 207 PAGE 771

ARTICLES OF INCORPORATION
OF
WESTERN FENCE CENTER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 2, 1987 AT 8:59 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2442952

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 G. SIMMONS
30 COURTHOUSE SQUARE, STE. 302
ROCKVILLE MD 20850

088C3010371

A 245578



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2965 2003

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

BOOK - 207 PAGE 772

Harbor Lights Recreation, 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, Rodney J. McGarrie, whose post office address is 8230
Moncton Road, Millersville, Maryland 21108, being at least eighteen (18)
years of age, hereby form a corporation under and by virtue of the General
Laws of the State of Maryland.

Second, The name of the corporation (which is hereafter called
"Corporation") is Harbor Lights Recreation, Inc.

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

Fourth, The purposes for which the Corporation is formed are:

(1) To operate a charter boat operation and to engage in any other
lawful purpose and or business, and

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

Fifth, The post office address of the principal office of the
Corporation in this State is 8230 Moncton Road, Millersville, Maryland
21108. The name and post office address of the Resident Agent of the
Corporation in this State are Robert S. Perry, 4059 Cottontop Court,
Waldorf, Maryland 20601. Said Resident Agent is an individual actually

73068423

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88 MAR 17 PM 2:57
H. ERLE SCOTT
CLERK

0002 0767

residing in this state.

BOOK - 207 PAGE 773

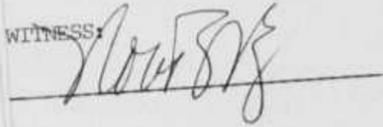
Sixth, The total number of capital stock which the corporation has authority to issue is One Hundred (100) shares of common stock, without par value.

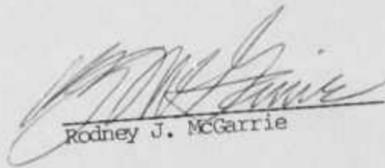
Seventh, The number of directors shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the director, who shall act until the first annual meeting or until his successor in duly chosen and qualified is: Rodney J. McGarrie.

Eighth, The Corporation may underunify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30th day of October, 1987, and I acknowledge the same to be my act.

WITNESS:




Rodney J. McGarrie

2965 1940

CLERK'S NOTATION

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STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 774

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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Property Reports and late filing, penalties, Other.

TOTAL FEES 40 Check Cash Documents on checks

APPROVED BY: [Signature]

Code ATTENTION: MAIL TO ADDRESS: Robert Perry PO Box 3327 Fairfax, VA 22038

NOTE:

2965 1941

CLERK'S NOTATION

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0002 0769

CLERK'S NOTATION

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

BOOK - 207 PAGE 775

ARTICLES OF INCORPORATION
OF
HARBOR LIGHTS RECREATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 2, 1987 AT 8:10 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$

D2442820

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. PERRY
P. O. BOX 3327
FAIRFAX

VA 22038

088C3010358

A 245570



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2965 1938

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

BOOK - 207 PAGE 776

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARC CONSULTING GROUP, INC.

APPROVED FOR RECORD

ARTICLES OF INCORPORATION

11-2-87 at 8:50 A.M.

RC
RCW
FIRST: The undersigned Richard H. Cobb, whose address is 1918 Hidden Point Road, Annapolis, Maryland 21401, being at least eighteen years of age, does hereby form a corporation under and by virtue of the general laws of the State of Maryland.

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

ARC CONSULTING GROUP, INC.

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

(a) To provide consulting services relating to information systems, management systems, computer systems and computer software.

(b) To do any and all acts and things in the furtherance of any and all of the aforementioned purposes, as authorized by and in accordance with law.

(c) To exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations generally by the laws of the State of Maryland 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.

(d) To acquire, own, hold, manage and dispose of investments in real and personal property, tangible or intangible, by the use of surplus funds, by the issuance of its own securities, or by any other lawful means.

(e) To purchase, take, receive, subscribe for or otherwise acquire shares or other interests in, or own, hold,

03 MAR 17 PM 2:57
H. ERLE SCHWARTZ
CLERK

DC 8 V 2-A & 50
1987 NOV 2 - NOV 1987

73068160 2965 1673

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

BOOK -207 PAGE 777

vote, sell, exchange mortgage, pledge or otherwise dispose of and otherwise use and deal in and with shares or other interests in, or obligations of, associations, partnerships, proprietorships or other corporations formed under the laws of this State or any other state or any district, territory, country, nation or other governmental or political authority.

(f) To engage in any mercantile, manufacturing or trading business of any kind or character whatsoever throughout the world and to do all things incidental to any such business.

(g) To promote, cause to be organized, finance and aid by loan, subsidy, guaranty, contribution to capital or surplus or otherwise, any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, located in or organized under the laws of any authority in any part of the world; and in connection therewith to guarantee or become surety for the performance of any undertaking or obligation of the foregoing, and to guarantee by endorsement or otherwise the payment of the principal of, or interest or dividends on, any such security of the foregoing.

(h) To apply for, obtain, register, purchase, lease, or otherwise acquire, and to hold, use, pledge, lease, sell, assign, or otherwise dispose of formulas, secret processes, distinctive marks, improvements, processes, trade names, trademarks, copyrights, patents, licenses, concessions and the like, whether used in connection with or secured under letters patent of or issued develop and grant licenses in respect thereof or otherwise turn the same to account.

(i) To enter into any lawful arrangement for sharing profits, union or interest, reciprocal concession or cooperation with any corporation, association, partnership, syndicate, entity, person, or governmental, municipal or public authority, domestic or foreign, located in or organized under the

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CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 778

laws of any authority in any part of the world, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of the Corporation.

(j) 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, guarantee, execute and issue promissory notes, drafts, bills or exchange, warrants, bonds, debentures and other negotiable or nonnegotiable instruments and evidences of indebtedness, and to secure the payment thereof and of the interest thereon by mortgage on, or pledge, conveyance or assignment in trust of, the whole or any part of the assets of the corporation, real, personal or mixed, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such securities or other obligations of the Corporation for its corporate purposes.

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 any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

FOURTH: The address of the principal office of the Corporation in Maryland is 1918 Hidden Point Road, Annapolis, Maryland 21401. The name and address of the resident agent of the Corporation in Maryland are Richard H. Cobb, 1918 Hidden Point Road, Annapolis, Maryland 21401. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock of the par value of One Dollar (\$1.00) a

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CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 779

share, all of one class, and having the aggregate par value of Five Thousand Dollars (\$5,000.00).

SIXTH: The number of directors of the Corporation shall be One (1), which number may be increased and decreased pursuant to the bylaws of the Corporation but shall never be less than required by law; and the name of the person who will serve as director until the first annual meeting and until his successor is elected and qualify is Richard H. Cobb.

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 shareholders:

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

(b) Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract, transaction, or act of the Corporation, and in the absence of fraud no contract, transaction or act shall be thereby affected or invalidated; and any director who is a member of such other firm, who is an officer or director of such other corporation or association, or who is so interested individually may be counted in determining the existence of a quorum at any meeting of the board of directors at which such contract, transaction or act is authorized and may vote thereat to authorize any such contract,

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duction.

BOOK - 207 PAGE 780

transaction, or act.

(c) Any contract, transaction or act of the Corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall, so far as permitted by law, be as valid and as binding as though ratified by every stockholder of the Corporation.

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

(e) No stockholder of the Corporation shall have any preferential or preemptive right to acquire or to subscribe to additional shares of stock of the Corporation except to the extent and on the terms that the board of directors may from time to time determine.

(f) The Corporation shall indemnify all of its present and former directors and officers in connection with any proceeding (as such term is defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time, or in any successor provision of the laws of the State of Maryland) to the fullest extent permitted by and in accordance with the laws of the State of Maryland, as amended from time to time.

(g) The Corporation reserves the right to make from time to time any amendments of its charter which may now or

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 781

hereafter be authorized by law, including any amendments which alter the contract rights of any class of its stock by classification, reclassification, or otherwise; but no such amendment which alters the contract rights of any of the outstanding stock of any class shall be valid unless such alteration shall have been authorized by the holders of two-thirds (2/3) of all the shares of such class of stock at the time outstanding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 26 day of October, 1987.

WITNESS:

Anne M. Cove

Richard H. Cobb (SEAL)
Richard H. Cobb, Incorporator

ACKNOWLEDGEMENT

THE UNDERSIGNED, Incorporator, Richard H. Cobb, hereby acknowledges the foregoing Articles of Incorporation to be his act.

Richard H. Cobb
Richard H. Cobb, Incorporator

2965 1678

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STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 782

DOCUMENT CODE 0210 BUSINESS CODE 03 COUNTY 521

_____ 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 Address
13	<u>12</u>	<u>1</u> Certified Copy <u>6-p</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 <u>74</u>
85	_____	Termination of Limited Partnership	ATTENTION: <u>Ronald Dawson</u>
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing	_____
	_____	penalties	_____
	_____	Other	_____
	_____	Other	_____

TOTAL FEES 54

NOTE:

Check _____ Cash
Documents on _____ checks

APPROVED BY: [Signature]

2965 1679

0002 0777

CLERK'S NOTATION

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CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic reproduction.

BOOK - 207 PAGE 783

ARTICLES OF INCORPORATION
OF
ARC CONSULTING GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 2, 1937 AT 8:50 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 22.00

SPECIAL
FEE PAID:

\$

D2442333

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:
SMITH, SOMERVILLE & CASE
ATTN: RONALD DAWSON
100 LIGHT ST.
BALTIMORE MD 21202

088C3010309

A 245536



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2965 1672

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

C9823.211 L
2:10/31/87

BOOK - 207 PAGE 784

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RLO

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
TOWSON CONVALESCENT CENTER, INC.
ARTICLES OF INCORPORATION

APPROVED FOR RECORD
11-389 at 9:41W

FIRST: I, Jacqueline A. Reed, 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

TOWSON CONVALESCENT CENTER, INC.

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

- (a) To own and operate a health care facility,
and to perform all activities in connection therewith.
- (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 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

1987 NOV 3

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NOV 17 PM 2:57

H. ERLE SCHAFER
CLERK

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1:10/29/87

BOOK - 207 PAGE 785

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 7779 New York Lane, Glen Burnie, Maryland 21061. The name and post office address of the resident agent of the Corporation in this State are Gary L. Attman, 7779 New York Lane, Glen Burnie, Maryland 21061. 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 five thousand (5,000) shares of common stock with a par value of One Cent (\$.01) per share, for an aggregate par value of Fifty Dollars (\$50.00).

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 than the number of stockholders. The number of Directors may be increased or decreased pursuant to the By-laws of the Corporation, subject,

C9823.211 M
1:10/29/87

BOOK - 207 PAGE 786

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 Alvin Powers, Gary L. Attman and Leonard Attman.

SEVENTH: The following provisions are hereby adopted for the purposes of describing the rights and 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.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing is for descriptive purposes only and shall in no way be limited or restricted by the terms of any other clause of this or any other Article of the Charter of the Corporation, or in any manner

CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

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1:10/29/87

BOOK - 207 PAGE 787

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 *2nd* day of *November*, 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.

Jacqueline A. Reed

Jacqueline A. Reed



STATE OF MARYLAND

BOOK - 207 PAGE 788

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 021 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	<u>Name Change</u>
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	<u>(New Name)</u>
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>10</u>	<u>1</u> Certified Copy <u>48</u> 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>32</u>
85	_____	Termination of Limited Partnership	ATTENTION: <u>Jackie Reed</u>
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	_____
	_____	Other	_____
	_____	Other	_____

TOTAL FEES 50
 Check _____ Cash _____
Documents on _____ checks

NOTE: _____

APPROVED BY: [Signature]

2965 1648

0002 0783

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 - 207 PAGE 789

ARTICLES OF INCORPORATION
OF
TOWSON CONVALESCENT CENTER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 3, 1987 AT 9:41 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2442291

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:
GORDON, FEINBLATT, ROTHMAN
HOFFBERGER & HOLLANDER
1200 GARRETT BUILDING
233 E. REDWOOD STREET
BALTIMORE MD 21202

088C3010305

A 245532



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2965 1643

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK - 207 PAGE 790

ALARM DATA CORPORATION STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
ARTICLES OF AMENDMENT 1987 OCT 30 A 9:30 APPROVED FOR RECORD
10-30-87 at 9:30a .m.

gp

ALARM DATA CORPORATION, a Maryland corporation having its principal office in San Diego, California (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended by striking out the SECOND Article and inserting in lieu thereof the following:

The name of the corporation is RILEY CORPORATION.

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

IN WITNESS WHEREOF: RILEY CORPORATION (formerly Alarm Data Corporation), has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary on 1 July 1987.

These articles are verified under the penalties of perjury by the president of the corporation.

SIGNED: RILEY CORPORATION

ATTEST:

Dennis V. Riley
Dennis V. Riley, President

Bianche E. Riley
Bianche E. Riley, Secretary

RECEIVED FOR RECORD
68 MAR 17 PM 2:57
H. ERLE SCHAFER
CLERK

73038214

2965 1570

0002 0785



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 9A BUSINESS CODE _____ COUNTY 52

D 1314970 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

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

Name Change (New Name) Riley Corporation

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 Standings
 NA _____ Foreign Corporation Registration
 87 _____ Limited Part. Good Standings
 71 _____ Financial
 600 _____ Personal Property Reports and late filing penalties
 _____ Other
 _____ Other

Code _____ ATTENTION: _____

MAIL TO ADDRESS: Riley Corporation
8716 Production Ave
San Diego CA 92121

TOTAL FEES 20

NOTE:

Check _____ Cash
Documents on _____ checks

APPROVED BY: Jes

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 - 207 PAGE 792

ARTICLES OF AMENDMENT
OF
ALARM DATA CORPORATION

CHANGING ITS NAME TO:
RILEY CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 30, 1987** AT **9:30** O'CLOCK **A.M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

2

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ <u>20.00</u>	\$ _____
<u>D1314970</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:
RILEY CORPORATION
8716 PRODUCTION AVE.
SAN DIEGO CA 92121



087C3010229
A 245467

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2965 1569

0002 0787

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
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BOOK - 207 PAGE 794

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BOOK - 207 PAGE 793

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
SETON WOODS COMMUNITY ASSOCIATION, INC.

ARTICLES OF REVIVAL APPROVED FOR RECORD

SETON WOODS COMMUNITY ASSOCIATION, INC., at ^{10/27/87} ~~Maryland~~ ^{7:07} A.M.

js

corporation having its principal office in Crofton, Maryland (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: These Articles of Revival are for the purpose of reviving the Charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its Charter was SETON WOODS COMMUNITY ASSOCIATION, INC..

THIRD: The name which the Corporation will use after the revival of its Charter pursuant to these Articles of Revival shall be SETON WOODS COMMUNITY ASSOCIATION, INC., which name complies with the provisions of the Corporations and Associations Article of the Annotated Code of Maryland with respect to corporate names.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 1854 Neuman Way, Crofton, Maryland 21114, the same county in which the principal office of the Corporation was located at the time of the forfeiture of its Charter.

FIFTH: The name and post office address of the resident agent of the Corporation in the State of Maryland is Robert D. Lockard, 1854 Neuman Way, Crofton, Maryland. Said resident agent is a citizen actually residing in this State.

1987 OCT 27 P 8:07

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73008043

0002 0188

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ON, INC.

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2965 1427

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

BOOK - 207 PAGE 795

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Nancy B Marsh - Secretary of Seton Woods Community Association 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.

Nancy B Marsh

I hereby certify that on this 7th day of October, 1987, before me, the subscriber, a notary public of the State of Maryland, in and for Anne Arundel County personally appeared Nancy B. Marsh and made oath under the penalties of perjury that the matters and facts set forth in this affidavit are true to the best of his knowledge, information and belief.

As witness my hand and notarial seal

Walter P. Thomas Jr
Notary Public

My Commission Expires: 7/1/90

2965 1428

0002 0789



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 796

DOCUMENT CODE

18

BUSINESS CODE

COUNTY

52

D0920413

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	70	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	10	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 Standings
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:

Wade P. Thomas Jr.
7 Willow St
Annapolis, Md 21401

NOTE:

TOTAL FEES

30.00

Check

Cash

Documents on

checks

APPROVED BY:

2965 1429

0002 0170

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 - 207 PAGE 797

THE ARTICLES OF REVIVAL
OF
SETON WOODS COMMUNITY ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 27, 1987** AT 8:07 O'CLOCK 4 A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID \$ _____
RECORDING FEE PAID \$ 20.00
SPECIAL FEE PAID \$ 10.00
D0920413

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

ANNE ARUNDEL COUNTY

RETURN TO:
WADE P. THOMAS, JR.
7 WILLOW STREET
ANNAPOLIS

MD 21401



087C3010220
A 245460

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2965 1425

0002 0791

BOOK - 207 PAGE 799

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

(e) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account.

(f) 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.

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

(h) To perform any act or engage in any activity permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

The foregoing enumeration of the purposes, objects and businesses of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is c/o Attman Properties Company, 7779 New York Lane, Glen Burnie, Maryland 21061. The resident

BOOK - 207 PAGE 800

agent of the Corporation is Leonard J. Attman, whose post office address is 7779 New York Lane, Glen Burnie, Maryland 21061. Said resident agent is a citizen of the State of Maryland, and actually resides therein. ✓

FIFTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares with no par value, all of which shares are of one class and are designated common stock.

SIXTH: The number of Directors of the Corporation shall initially be five (5), which number may be increased or decreased pursuant to the By-Laws of the Corporation and the names of the directors who shall act until their successors are duly chosen pursuant to Sections 2-402, 2-403 and 2-404 of the Corporations and Associations Article of the Annotated Code of Maryland, are: Leonard J. Attman, John B. Howard, Daniel O'C. Tracy, Jr., Shellye Gildden and Gary Attman.

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) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been made known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(b) The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount of working 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

BOOK -207 PAGE 801

and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

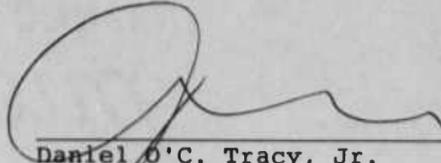
(c) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two-thirds of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(d) Subject to any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(e) The Corporation shall indemnify its officers and directors pursuant to and in accordance with the provisions of Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland as authorized in the specific case after a determination that indemnification of the person is proper in the circumstances made by a majority of the stockholders of the Corporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 3rd day of November, 1987, and acknowledge the same to be my act.

WITNESS:

Aprille Dawn Massarelli
Daniel O'C. Tracy, Jr.

(SEAL)



STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 021 BUSINESS CODE 03 COUNTY 52

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

20	<u>20</u>	Organ. & Capitalization
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>4</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
85	_____	Termination of Limited Partnership
21	_____	Recordation Tax
22	_____	State Transfer Tax
23	_____	Local Transfer Tax
31	_____	Corp. Good Standings
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 18

ATTENTION: _____

MAIL TO ADDRESS: _____

NOTE: _____

TOTAL FEES

50 Check _____ Cash
Documents on _____ checks

APPROVED BY: A

CERTIFIED COPY, MADE

2965 1370

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CLERK'S NOTATION
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satisfactory photographic repro-
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BOOK - 207 PAGE 803

ARTICLES OF INCORPORATION
OF
GARRISON FOREST CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 3, 1987 AT 10:34 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ 20.00

\$ 20.00

\$ _____

D2442226

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:
COOK, HOWARD, DOWNES, & TRACY
210 ALLEGHENY AVENUE
TOWSON MD 21204

087C3010210

A 245451



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2365 1365

CLERK'S NOTATION
Document submitted for record
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BOOK - 207 PAGE 804

ARTICLES OF INCORPORATION
OF STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ELLIOTT TOOL COMPANY APPROVED FOR RECORD
A CLOSE CORPORATION 10-30-87 at 8:48 a.m.

I. The undersigned, C. B. Carlan, whose post office address is 7 Village Green, Crofton, Anne Arundel County, Maryland 21114, being at least eighteen years of age or older, does hereby form a corporation under the General Laws of the State of Maryland.

II. This Corporation shall be a Close Corporation.

III. The name of the Corporation is ELLIOTT TOOL COMPANY

IV. The purpose for which the Corporation is formed is to engage in and to conduct any and all lawful activities that it may elect to pursue, including but not limited to the sale, lease, rental and maintenance of equipment and merchandise.

V. The Corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon corporations of similar character by the General Laws of the State of Maryland now or hereinafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

VI. The post office address of the place at which the principal office of the Corporation in this State shall be located is 1304 Tab Street, Odenton, Maryland 21113.

VII. The name and address of the resident agent of the Corporation is George Anthony Elliott, 1304 Tab Street, Odenton, Maryland 21113, and the said resident agent is a citizen of the State of Maryland and actually resides therein.

VIII. The total amount of authorized capital stock of the Corporation is one thousand (1000) shares, without nominal or par value.

VIX. The number of directors of the Corporation comprising the full Board shall be one who shall serve until the

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CLERK

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CLERK'S NOTATION

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BOOK - 207 PAGE 805

organizational meeting of the stockholders and Board of Directors, at which time the Corporation may elect to operate without a Board of Directors, as may be more fully set forth in the By-Laws of the Corporation. The name and address of the Director who shall serve only until the organizational meeting is C. B. Carlan, 7 Village Green, Crofton, Maryland 21114.

X. The duration of the Corporation shall be perpetual.

XI. These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I, the undersigned, have signed these Articles of Incorporation and do hereby acknowledge the same to be my act on this 16th day of October, 1987.


C. B. CARLAN

2965 1070



STATE OF MARYLAND

BOOK - 207 PAGE 806

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 020 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	Name Change
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	Certified Copy _____	_____
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Cabell Carlan</u>
600	_____	Personal Property Reports and late filing penalties	<u>7 Village Green</u>
	_____	Other _____	<u>Crofton, Md 21114</u>
	_____	Other _____	_____

TOTAL FEES 40 Check _____ Cash _____ Documents on _____ checks

APPROVED BY: [Signature]

2965 1071

0002 0799

CLERK'S NOTATION

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
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BOOK - 207 PAGE 807

ARTICLES OF INCORPORATION
OF
ELLIOTT TOOL COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 30, 1987** AT **8:48** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2441871

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:
CABELL CARLAN
7 VILLAGE GREEN
CROFTON

MD 21114

087C3010175

A 245377



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

295 108

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 808

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

NORTHCO TITLE CORPORATION
ARTICLES OF INCORPORATION

APPROVED FOR RECORD

10/30/87 at 9:03

.m.

P

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:

NORTHCO TITLE CORPORATION

THIRD: The purposes for which the Corporation is formed are:

(1) To act as a title insurance agency, providing real property settlement and escrow services; 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 address of the principal office of the Corporation in this State is:

NORTHCO TITLE CORPORATION
7419 Baltimore-Annapolis Boulevard
Post Office Box 1330
Glen Burnie, Maryland 21061

The name and post office address of the Resident Agent of the Corporation in this State are:

James C. Praley
7419 Baltimore-Annapolis Boulevard
Post Office Box 1330
Glen Burnie, Maryland 21061

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 never be less than three (3), provided that:

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1987 OCT 30 A 9 03
H. ERLE SCHWARTZ
CLERK

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CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 809

(1) If there is no stock outstanding, the number of directors may be less than three (3) but not less than one (1); and

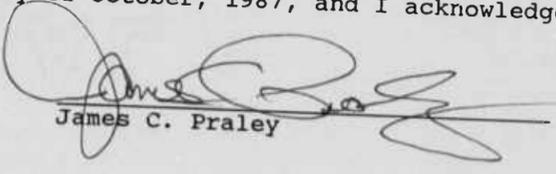
(2) If there is stock outstanding and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders.

The name of the Director who shall act until the first annual meeting or until his successor is duly chosen and qualified is:

James C. Praley

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 27th day of October, 1987, and I acknowledge the same to be my act.


James C. Praley



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02

BUSINESS CODE 03

COUNTY ES52

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging

(Transferor) _____

Surviving

(Transferee) _____

CODE

AMOUNT

FEE REMITTED

20 20 Organ. & Capitalization
 61 20 Rec. Fee (Arts. of Inc.)
 62 _____ Rec. Fee (Amendment)
 63 _____ Rec. Fee (Merger or Consolidation)
 64 _____ Rec. Fee (Transfer)
 65 _____ Rec. Fee (Dissolution)
 66 _____ Rec. Fee (Revival)
 52 _____ Foreign Qualification
 50 _____ Cert. of Qual. or Reg.
 51 _____ Foreign Name Registration
 13 8 1 Certified Copy 2
 56 _____ 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 Standings
 NA _____ Foreign Corporation Registration
 87 _____ Limited Part. Good Standings
 71 _____ Financial
 600 _____ Personal Property Reports and late filing penalties
 _____ Other
 _____ Other

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Jessans + Tate
PO Box 1330
Glen Burnie Md
21061-3592

TOTAL FEES

48

Check

Cash

Documents on _____ checks

APPROVED BY: PCM

CERTIFIED COPY MADE

2965 1017

0002 0803

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 - 207 PAGE 811

ARTICLES OF INCORPORATION
OF
NORTHCO TITLE CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **OCTOBER 30, 1987** AT **9:03** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ <u>20.00</u>	\$ <u>20.00</u>	\$ _____
<u>D2441772</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:
LESSANS & TATE
P. O. BOX 1330
GLEN BURNIE MD 21061

087C3010165

A 245369



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 2965 1014

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 812

CRAFTSMEN CONTRACTORS, INC
ARTICLES OF AMENDMENT

Craftsmen Contractors, Inc. a Maryland corporation having its principal office in Anne Arundel county, Maryland, herein-after called Craftsmen Contractors, Inc. hereby certifies to the State Department of Assessments and Taxation of Maryland that

FIRST: The charter of the corporation is hereby amended by striking out paragraph Sixth, and inserting in lieu thereof the following:

As of 08/18/87, Craftsmen contractors, Inc to be known as a Close corporation therefore, the number of directors of the corporation shall be one (1) which may increase or decrease in pursuant to the bylaws of the close corporation. The name of the director who shall act until the first annual meeting or until his or her successor are duly chosen and qualified is Raymond E Hanlin.

SECOND: The amendment of the charter of the corporation as hereinabove set forth has been duly advised by the board of directors and approved by the stockholders of the corporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 15 day of Aug, 1987, certified under penalties of perjury.

attested:

Witnessed by:

J. Hanlin
Sec.

Raymond E. Hanlin
RAYMOND E. HANLIN

08 MAR 17 PM 2:58
H. ERLE SCHAEFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
Oct 30, '87 at 9:35a .m.

73038217 2964 2928

0002 0805



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 09 BUSINESS CODE _____ COUNTY 52

#01498823 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 Req.	_____ Change of Resident Agent
51		Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>7</u>	<u>1</u> Certified Copy <u>1.00</u>	
36		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 Standings	
NA		Foreign Corporation Registration	
87		Limited Part. Good Standings	MAIL TO ADDRESS: <u>Rog</u>
71		Financial	<u>Hanlin, 7783</u>
600		Property Reports and <u>Personal</u>	<u>Telegraph Rd</u>
		penalties late filing	<u>Severna, MD</u>
		Other	<u>21144</u>
		Other	

TOTAL FEES 27
 Check _____ Cash
Documents on _____ checks

APPROVED BY: amb

NOTE:
Corp gaining & clear Corp.

CERTIFIED COPY MADE

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 - 207 PAGE 814

ARTICLES OF AMENDMENT
OF
CRAFTSMEN CONTRACTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 30, 1937 AT 9:35 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D1498823

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:
RAY HANLIN
7733 TELEGRAPH ROAD
SEVERN

MD 21144

086C3010127

A 245322



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 364 2925

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 815 STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

Parrott Associates, Inc.
Articles of Dissolution

APPROVED FOR RECORD

10/27/87 at 8:25 p.m.

First: The name of the corporation is Parrott Associates, Inc.

Second: The address of the principal office of the corporation is 601 K
Hammonds Ferry Road, Linthicum, Maryland 21090.

Third: The name and address of a resident agent of the corporation who shall
serve for one year after dissolution and until the affairs of the
corporation are wound up are M. Wayne Parrott, 2 Weybridge Court,
Severna Park, Maryland 21146.

Fourth: The name and address of each of the directors is as follows:

NAME	ADDRESS
M. Wayne Parrott	2 Weybridge Court Severna Park, Maryland 21146

RECEIVED FOR RECORD
OCT 17 PM 2:53
H. ERLE SCHAFER
CLERK

Fifth: The name, title, and post office address of each of the officers
is as follows:

NAME	TITLE	ADDRESS
M. Wayne Parrott	President	2 Weybridge Court Severna Park, MD 21146
Marie Parrott	Sec't/Treas.	2 Weybridge Court Severna Park, MD 21146

Sixth: The dissolution of the corporation was approved in the manner and
by the vote required by law and by the charter of the corporation.
The dissolution of the corporation was duly authorized by the board
of directors and stockholders of the corporation.

Seventh: The corporation had no known creditors.

Eighth: Be it known that Parrott Associates, Inc. is now dissolved.

The undersigned certify under the penalties of perjury that to the best of
my knowledge, information, and belief, the matters and facts set forth in
these Articles of Dissolution with respect to the approval thereof are true
in all material aspects:

ATTEST:

Marie Parrott Sec. Treas.
Marie Parrott
Secretary/Treasurer

73003055
M. Wayne Parrott (Pres)
M. Wayne Parrott
President

2964 2772

0002 0808

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK -207 PAGE 816



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
LOUIS L. GOLDSTEIN TREASURY BUILDING
P.O. BOX 466 PHONE 974-3814
ANNAPOLIS, MARYLAND 21404-0472

LOUIS L. GOLDSTEIN
COMPTROLLER

J. BASIL WISNER
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION
ARNOLD G. HOLZ CPA
DIRECTOR

Dear Sir/Madam:

The following tax clearance certificate is being issued by the Maryland State Comptroller's Office as requested:

THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

PARROTT ASSOCIATES, INC.

have been paid.

WITNESS my hand and official seal this

23RDday of SEPTEMBER A.D. 1987.

Catricia A. Mehal
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

2964 2773

PS-409

0002 0809



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE

190

BUSINESS CODE

COUNTY

52

D2109379

P.A.

Religious

Close

Stock

Nonstock

Merging

(Transferor)

Surviving

(Transferee)

CODE

AMOUNT

FEE REMITTED

20 _____ Organ. & Capitalization
 61 _____ Rec. Fee (Arts. of Inc.)
 62 _____ Rec. Fee (Amendment)
 63 _____ Rec. Fee (Merger or Consolidation)
 64 _____ Rec. Fee (Transfer)
 65 20 Rec. Fee (Dissolution)
 66 _____ Rec. Fee (Revival)
 52 _____ Foreign Qualification
 50 _____ Cert. of Qual. or Reg.
 51 _____ Foreign Name Registration
 13 _____ Certified Copy
 56 _____ 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 Standings
 NA _____ Foreign Corporation Registration
 87 _____ Limited Part. Good Standings
 71 _____ Financial
 600 _____ Personal Property Reports and late filing penalties
 _____ Other
 _____ Other

Code

ATTENTION:

MAIL TO ADDRESS:

Parrott Industries
 PO Box 185
 Luthersville, Md 21090

TOTAL FEES

50

Check

Cash

Documents on checks

APPROVED BY:

A

NOTE:

2964 2774

0002 0810

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 - 207 PAGE 818

***** THE ARTICLES OF DISSOLUTION
OF
PARROTT ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 27, 1987 AT 8:25 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 20.00

\$ 30.00

D2109379

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:
PARROTT INDUSTRIES, INC.
P. O. BOX 185
LINTHICUM MD 21090

086C3010098

A 245294



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO. 2964 2771

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK -207 PAGE 819

APPROVED FOR RECORD DAVE'S CHEERS OF PASADENA, INC.

Oct 30 '97 at 11:54 a.m. A Close Corporation

THIS IS TO CERTIFY:

This Corporation is a Close Corporation organized pursuant to and as authorized by Corporations and Associations Article of the Annotated Code of Maryland.

FIRST: We, the undersigned, David Clarence Kyle, whose post office address is 152 Downing Dr., Severna Park, Maryland, 21146, and Carolyn Estelle Kyle, whose address is 152 Downing Drive, Severna Park, Maryland, 21146, both being over the age of twenty-one years does hereby, under virtue of the general laws of the State of Maryland, authorize the formation of a corporation by the execution of these Articles.

SECOND: The name of the Corporation, which is hereinafter called "The Corporation" shall be:

DAVE'S CHEERS OF PASADENA, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

a. To own, lease, manage, operate, and conduct taverns, restaurants, cafes, and bars and to carry on, conduct and manage any and all business and activities, incident to and forming a part of such business; general, to do any and all things, and to perform any and all acts, incident to the business hereinbefore stated, including the right to purchase, acquire, hold, and dispose of the stocks, bonds, and other evidences of indebtednesses of any corporation, domestic or foreign, and to issue in exchange therefor its stocks, bonds, or other obligations.

b. To buy, sell, and deal in, as wholesalers, retailers, jobbers, or otherwise, food stuffs, wines, liquors, hotel supplies, furnishings, and commodities of every kind needed in and about the construction, maintenance, and operation of restaurants, cafes, and bars and for any purpose whatsoever; and generally to do and perform everything necessary for the aforesaid purposes.

69 MAR 17 PM 2:53
H. ERLE SCHAFER
CLERK

1997 OCT 30 A 11:54

73038372
2964 273

0002 0812

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK -207 PAGE 820

c. Subject to such restrictions and under such supervision and regulation as may be imposed by Federal, State and Municipal Laws, to buy and sell at retail whiskies, gins, rums, brandies, cordials, wines, spirits, alcoholic liquors, beers, ales, all kinds of alcoholic and non-alcoholic malt liquors and alcoholic and non-alcoholic beverages of any and all kinds.

d. To take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, divide, and otherwise handle, deal in, and dispose of real estate, real property, and any interest or right therein, either within or without the State of Maryland.

✓
✓
FOURTH: The post office address of the principal office of the Corporation in this State is 2940 Mountain Road, Pasadena, Maryland, 21122. The name and post office address of the resident agent of the Corporation in this State is David Clarence Kyle, No. 152 Downing Drive, Severna Park, Maryland, 21146. Said Resident Agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares without par value.

SIXTH: All of the Corporation issued stock shall be held of record by not more than nine (9) persons.

SEVENTH: The Corporation shall have two (2) Directors, namely, David Clarence Kyle and Carolyn Estelle Kyle, who shall act as such until the first annual meeting or until their successors shall be duly chosen and qualify.

EIGHTH: The Corporation shall make no offering of any of the stock which would constitute a public offering within the meaning of the U. S. Securities Act of 1933 as it may be amended from time to time.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 821

NINTH: The Corporation shall have a perpetual existence.

TENTH: This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by Law and all rights conferred on any officer, director and/or stockholder herein are granted subject to this reservation.

IN WITNESS WHEREOF, We have hereunto signed these Articles of Incorporation on this 29th day of October, 1987.

[Signature]
Witness

David Clarence Kyle (SEAL)
David Clarence Kyle

[Signature]
Witness

Carlyn Estelle Kyle (SEAL)
Carlyn Estelle Kyle

2964 2731

0002 0814



STATE OF MARYLAND

BOOK - 207 PAGE 822

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 descriptions of various fees like Organ. & Capitalization, Name Change, etc.

TOTAL FEES 40 X Check Cash Documents on checks

APPROVED BY: [Signature]

CLERK'S NOTATION Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ATTENTION: David C. Kyle MAIL TO ADDRESS: 152 Downing Dr. Severn Park, MD, 21146

2964 272

0002 08 15

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 823

ARTICLES OF INCORPORATION
OF
DAVE'S CHEERS OF PASADENA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 30, 1987 AT 11:54 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2441525

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 CLARENCE KYLE
152 DOWNING DRIVE
SEVERNA PARK MD 21146

086C3010090

A 245286



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2728

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 824

C. CRAIG'S TRUCKING CO. INC.

APPROVED FOR RECORD
10:17 A.M.
OCT 30 '87

SAMUEL N. MCEWEN
Accountant

5555 Phelps Luck Drive
Columbia, MD 21045

Telephone: (301) 730-4917

SERVICES:

- Accounting
- Personal
- Business & Corporate Taxes
- Corporation Procurement

Articles of Incorporation

The undersigned Carlton S. Craig and
Claudia D. Craig, whose post office address
is 7633 Spencer Road, Glen Burnie, MD 21061,
being at least eighteen years of age, do
hereby form a corporation under the general
laws of the state of Maryland.

FIRST:

The Name of the Corporation (Which is
hereinafter called The Corporation) is
C. CRAIG'S TRUCKING CO. INC.

SECOND:

The purpose for which The Corporation is
formed is as follows: This Corporation is
organized exclusively for the purpose of
providing the services of transport and hauling
of debris combined with the services of
excavating for the construction industry.
C. CRAIG'S TRUCKING CO. INC. is also a
certified minority contractor in the state
of Maryland.

88 MAR 17 PM 2:59
H. ERLE SCHUMPER
CLERK

1987 OCT 30 A 10:17

0002 0817

BOOK -207 PAGE 825

C. CRAIG'S TRUCKING CO. INC.

SAMUEL N. MCEWEN
Accountant

5555 Phelps Luck Drive
Columbia, MD 21045

Telephone: (301) 730-4917

SERVICES:

- Accounting
- Personal
- Business & Corporate Taxes
- Corporation Procurement

Articles of Incorporation

Page 2 of 4

THIRD:

The post office address of the principal office of the Corporation in Maryland is 7633 Spencer Road, Glen Burnie, MD 21061.

The name and post office address of the resident agent of The Corporation in Maryland is Carlton S. Craig, 7633 Spencer Road, Glen Burnie, MD 21061.

FOURTH:

The total number of shares of stock which The Corporation has authority to issue is ~~1~~ 1 share of the par value of (\$0) a share, all of one class, and having an aggregate par value of (\$0).

2964 2714

0002 0818

BOOK - 207 PAGE 826

C. CRAIG'S TRUCKING CO. INC.

SAMUEL N. MCEWEN
Accountant

5555 Phelps Luck Drive
Columbia, MD 21045

Telephone: (301) 730-4917

SERVICES:

- Accounting
- Personal
- Business & Corporate Taxes
- Corporation Procurement

Articles of Incorporation

Page 3 of 4

FIFTH:

The number of directors of The Corporation shall be two (2) which number may be increased or decreased pursuant to the by-laws of The Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Carlton S. Craig and Claudia D. Craig.

SIXTH:

The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of The Corporation and of the directors and stockholders:

NONE

2964 2715

0002 0819

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK -207 PAGE 827
C. CRAIG'S TRUCKING CO. INC.

SAMUEL N. MCEWEN
Accountant

5555 Phelps Luck Drive
Columbia, MD 21045

Telephone: (301) 730-4917

SERVICES:

- Accounting
- Personal
- Business & Corporate Taxes
- Corporation Procurement

Articles of Incorporation

Page 4 of 4

SEVENTH:

The duration of The Corporation shall be
perpetual.

IN WITNESS WHEREOF, We have signed these
Articles of Incorporation on this second day
of July in the year of 1987, and severally
acknowledge the same to be our act.

Carlton S. Craig
Carlton S. Craig

Claudia D. Craig
Claudia D. Craig

2964 2716

0002 0820



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 828

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

P.A. Religious Close X Stock Nonstock

Merging (Transferor) Surviving (Transferee)

CODE AMOUNT FEE REMITTED

20 20 Organ. & Capitalization
61 20 Rec. Fee (Arts. of Inc.)
62 Rec. Fee (Amendment)
63 Rec. Fee (Merger or Consolidation)
64 Rec. Fee (Transfer)
65 Rec. Fee (Dissolution)
66 Rec. Fee (Revival)
52 Foreign Qualification
50 Cert. of Qual. or Reg.
51 Foreign Name Registration
13 Certified Copy
56 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 Standings
NA Foreign Corporation Registration
87 Limited Part. Good Standings
71 Financial
600 Personal Property Reports and late filing penalties
Other
Other

Code
ATTENTION: Samuel N. McGowan

MAIL TO ADDRESS: 5555 Phelps Luck Dr. Columbia, Md. 21045

TOTAL FEES 40

NOTE:

Documents on 4 checks

APPROVED BY: amk

2964 2717

0002 0821

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 -207 PAGE 829

ARTICLES OF INCORPORATION
OF
C. CRAIG'S TRUCKING CO. INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 30, 1987 AT 10:17 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$

D2441491

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
SAMUEL N. MCEWEN
5555 PHELPS LUCK DRIVE
COLUMBIA MD 21045

086C3010087

A 245283



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

2964 2712

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 830

90

ARTICLES OF INCORPORATION
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

WARNER CONTRACTING, INC. APPROVED FOR RECORD
A CLOSE CORPORATION 11-2-87 at 9:10 a.m.

This is to certify that:

FIRST: George V. Frederick, Jr., whose address is 8592 Main Avenue, Pasadena, Anne Arundel County, Maryland 21122, being at least eighteen years of age, does under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, intend to form a corporation by the execution and filing of these Articles.

SECOND: The name of the corporation (which is hereafter called "the Corporation") is:

WARNER CONTRACTING, INC.

THIRD: The Corporation is a close corporation authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland,

FOURTH: The purposes for which the Corporation is formed are as follows:

(a) To engage in the business of making home improvements, the building of garages and sheds, the building of custom homes for individuals, supplying labor and materials to general contractors and the building of homes for sale;

(b) To acquire by purchase or in any other manner and take, receive, own, hold, use, employ, improve and otherwise deal with any interest in real or personal property;

(c) To sell, lease, exchange, transfer, convey, mortgage, pledge and otherwise dispose of any or all of its assets;

(d) To make contracts and guarantees, to incur liabilities and borrow money; but the corporation will not act as a surety;

(e) To engage in any other lawful business or activity and to exercise any power now or from time to time hereafter permitted by the General Laws of the State of Maryland relating to corporations, without regard to whether such business, activity or power is appropriate to promote and/or attain the other purposes set forth in this Article.

68 MAR 17 PM 2:59
H. ERLE SCHAFFER
CLERK

7306846 01 6 V 2- NON 1061

2961 2517

0002 0823

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

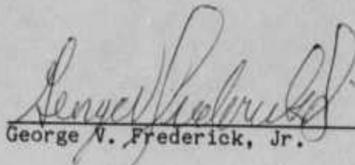
BOOK - 207 PAGE 831

FIFTH: The address of the principal office of the Corporation in this State is: 601 Pleasant View Avenue, Pasadena, Maryland 21122. The resident agent of the Corporation is: L. Eric Warner, whose address is: 601 Pleasant View Avenue, Pasadena, Maryland 21122. The resident agent is a citizen of the State of Maryland who resides here.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5000) shares without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The Corporation elects to retain a Board of Directors. There shall be two (2) initial directors who shall act until the first annual meeting or until successors are duly chosen and qualified. The number of directors may be increased or decreased pursuant to the Bylaws of the Corporation. The names of the directors are (1) L. Eric Warner, and (2) Elizabeth A. Warner.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 30th day of October, 1987 and I certify those Articles to be my act.


George N. Frederick, Jr.

2964 318

0002 0824



STATE OF MARYLAND

BOOK - 207 PAGE 832

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, and descriptions of fees like Organ. & Capitalization, Name Change, etc.

TOTAL FEES 48 Check Cash Documents on checks

APPROVED BY: [Signature]

CERTIFIED COPY MADE 2964 2519

CLERK'S NOTATION Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0002 0825

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 833

ARTICLES OF INCORPORATION
OF
WARNER CONTRACTING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 2, 1987 AT 9:10 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	\$ 20.00	\$

D2441152

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:
GEORGE FREDERICK
8592 MAIN AVE.
PASADENA MD 21122

086C3010053

A 245260



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2564 2516

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK - 207 PAGE 834

ARTICLES OF INCORPORATION AND TAXATION

OF APPROVED FOR RECORD

E G B, INC. 11-2-87 at 8:32a

A Close Corporation

FIRST: I, EDWARD G. BECK, SR., whose post office address is 1277 Double Gate Road, Davidsonville, Maryland 21035, being at least eighteen (18) years of age, hereby form a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is herein-after referred to as the "Corporation") is: E G B, INC.

THIRD: The purposes for which the Corporation is formed are:

1. To engage in the business of trucking, shipping, hauling and transporting by truck or other motor vehicles, goods, equipment, and other products of all types and to perform all necessary and proper related services and activities in connection therewith.

2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the annotated Code of Maryland, as amended from time to time.

FOURTH:

1. The post office address of the principal office of the Corporation in this State is: 1277 Double Gate Road, Davidsonville, Anne Arundel County, Maryland 21035.

2. The name and post office address of the Resident Agent of the Corporation in this State is Edward G. Beck, Sr., 1277 Double Gate Road, Davidsonville, Maryland 21035. Said Resident Agent is an individual actually residing in this State.

1987 NOV - 2 A 8 32

73068 2964 2376 159

03 MAR 17 PM 2:59
H. EHLE SCHAFER
CLERK

BOOK - 207 PAGE 835

-2-

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, with a par value of ten dollars (\$10.00) per share.

SIXTH: The initial number of Directors of the Corporation shall be two (2) which numbers may be increased or decreased.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

EDWARD G. BECK, SR.
ELIZABETH L. BECK

SEVENTH: Pursuant to the Corporations and Associations Article, Section 4-201, the Corporation hereby elects to be a "CLOSE CORPORATION".

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders. The terms directors shall mean stockholders upon the Corporation's election, if any, to have no board of directors.

The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any 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.

2964 2377

0002 0828

BOOK - 207 PAGE 836

-3-

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, officer or stockholder of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

3. With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully 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; (ii) or 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.

2964 2378

0002 0829

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 837

-4-

IN WITNESS WHEREOF, I have signed these Articles
of Incorporation on this 20th day of October, 1987, and
I acknowledge the same to be my act.

WITNESS:

Lorraine K. Suit

Edward G. Beck, Sr. (SEAL)
EDWARD G. BECK, SR.
1277 Double Gate Road
Davidsonville, Maryland 21035

2964 2379

0002 0830



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, and Name Change. Includes rows 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, 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 Standings, Foreign Corporation Registration, Limited Part. Good Standings, Financial, Personal Property Reports and late filing penalties, Other.

TOTAL FEES 40 Check Cash Documents on checks

APPROVED BY: [Signature]

ATTENTION: MAIL TO ADDRESS: Edmund Beck, 1277 Doublegate Rd, Davidsonville, Md, 21035

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 - 207 PAGE 839

ARTICLES OF INCORPORATION
OF
E G B, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 2, 1987 AT 8:32 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$

D2441020

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 G. BECK, SR.
1277 DOUBLE GATE ROAD
DAVIDSONVILLE MD 21035

08603010040

A 245249



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO, 2964 2375

ATS-060

0002 0832

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 840

1987 OCT 30 A 8:06
ARTICLES OF INCORPORATION

OF

SCOTT PATRICK, INC.

(A Maryland Close Corporation)

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

THIS IS TO CERTIFY:

APPROVED FOR RECORD

10-30-87 at 8:06 a.m.

FIRST: That I, Michael Scott Patrick, whose post office address is 2062 Lake Grove Court, Crofton, Maryland 21114, being at least eighteen (18) years of age, do hereby form a close corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the close corporation (which is hereinafter called the "Corporation") is SCOTT PATRICK, 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 nature of the business of the Corporation and the objects and purposes proposed to be transacted, promoted, or carried on by it, are as follows, to wit:

(1) To own, maintain, conduct and carry on a general construction business, including the performance of all services, transactions, matters, activities and things necessary and related thereto.

(2) To enter into and perform contracts; to acquire, use, deal in and with, encumber and dispose of real and personal property, without limitation, including obligations and/or

73038030³⁹⁶¹ 6344

08 MAR 17 PM 2:59
H. ERNE SCHAFER
CLERK

0002 0833

BOOK -207 PAGE 841

-2-

securities; to borrow and lend money for its corporate purposes, to invest and reinvest its funds, and take, hold and deal with real and personal property as security for the payment of funds loaned or invested or otherwise and to vary any investment or employment of capital of the corporation from time to time.

(3) 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 herein before set forth, 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 of any part or parts thereof, provided the same not be inconsistent with the laws under which this corporation is organized, and to do all such acts and things and conduct business and have one or more offices and exercise its corporate powers in any and all places, without limitation.

(4) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time; and all other matters that corporations may lawfully perform.

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,
2364 2345

0002 0834

BOOK - 207 PAGE 842

-3-

or to limit or restrict any of the powers of the Corporation. This 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 this Corporation is 2062 Lake Grove Court, Crofton, Maryland 21114. The resident agent of the Corporation is Michael Scott Patrick, 2062 Lake Grove Court, Crofton, Maryland 21114. Said resident agent is an individual actually residing in the State of Maryland.

SIXTH: The total number of shares which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of Ten Dollars (\$10.00) a share, all of one class, and having an aggregate par value of Ten Thousand Dollars (\$10,000.00).

A description of said stocks, with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends and qualifications is as follows:

CLASS A COMMON STOCK

The holder of each share of Class A Common Stock shall be entitled to one vote in all proceedings in which action shall be taken by stockholders of the Corporation. The holders of such stock shall be entitled to any dividends of the Corporation and shall be entitled to distribution of all of the assets of the

2964 2346

0002 0835

CLERK'S NOTATION
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BOOK -207 PAGE 843

-4-

Corproation upon liquidation, dissolution or termination of the Corporation.

SEVENTH: The Corporation shall have one (1) director who shall serve only until such time as stock in the Corporation is issued, and the organization meeting completed. Michael Scott Patrick shall act as the sole director until such time; thereafter, the Corporation shall have no directors. The affairs and property of the Corporation shall be managed by its stockholders acting in lieu of a board of directors. Any matters to be acted on by the stockholders (except such matters as are required by statute to be decided by some different number or proportion) shall be decided by the vote of the owners of a majority of the issued and outstanding stock of the Corporation entitled to vote on such matters.

EIGHTH: 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 stock.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 20th day of October, 1987.

WITNESS:

Robert T. Gushue Michael Scott Patrick
MICHAEL SCOTT PATRICK

2964 2347

0002 0836

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 844

-5-

STATE OF MARYLAND :

COUNTY OF ANNE ARUNDEL :

I HEREBY CERTIFY that on this 20th day of October,
1987, before me, a Notary Public in and for the State of Maryland
and County of Anne Arundel, personally appeared Michael Scott
Patrick, the above named subscriber, and he acknowledged the
foregoing Articles of Incorporation to be his act.

As witness my hand and notarial seal


L. Edmond 'Dw.' Coe
Notary Public

My Commission Expires: 7/1/90

2964 2348

0002 0837



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	<u>Name Change</u>
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	<u>11</u>	<u>1</u> Certified Copy <u>50</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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Robert Gushlee</u>
600	_____	Personal Property Reports and late filing penalties	<u>PO BOX 460</u>
_____	_____	Other _____	<u>Upper Marlboro, MD</u>
_____	_____	Other _____	<u>20772-0460</u>

TOTAL FEES 51
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: gls

2964 3349

0002 0838

CLERK'S NOTATION
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CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

BOOK -207 PAGE 846

ARTICLES OF INCORPORATION
OF
SCOTT PATRICK, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 30, 1987 AT 8:06 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$

D2440972

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 GUSHEE
P. O. BOX 460
UPPER MARLBORO

MD 20772 0460

086C3010035

A 245244



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 264 2343

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 847 APPROVED FOR RECORD

11/12/87 at 8:29 A.M.

GALLEY, INC.ARTICLES OF VOLUNTARY DISSOLUTION

Galley, Inc., a Maryland corporation, having its principal office in Annapolis, Anne Arundel County, Maryland (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth and the post office address of the principal office of the corporation in the State of Maryland is 163 King George Street, Annapolis, Maryland 21401. ✓

THIRD: The name and address of a Resident Agent of the Corporation who shall serve for one year after dissolution and until the affairs are wound up is Ronald Hollander, 163 King George Street, Annapolis, Maryland 21041. ✓

FOURTH: The name and address of each director of the Corporation are as follows: Ronald B. Hollander, 163 King George Street, Annapolis, Maryland 21401.

FIFTH: The name, title and address of each officer of the Corporation are as follows:

Pres: Ronald Hollander 163 King George St. Annapolis MD 21401
Sec: Alan J. Hyatt 1919 West St. Annapolis MD 21401
Treas: Ronald Hollander 163 King George St. Annapolis MD 21401

SIXTH: The voluntary dissolution of the Corporation was approved in the manner and by the vote required by law and by the

RECEIVED FOR RECORD

86 MAR 17 PM 3:00

H. ERLE SCHAEFER
CLERK

67 & W 21 NOV 1987

73168060

2967 2178

0002 0840

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK -207 PAGE 848

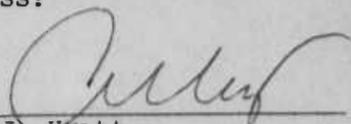
Charter of the Corporation in that the voluntary dissolution of the Corporation was, by unanimous written informal action of and duly executed by the entire Board of Directors of the Corporation, deemed advisable and directed that the proposed voluntary dissolution be submitted for consideration to the Stockholders of the Corporation; and further in that the voluntary dissolution of the Corporation was, by unanimous written informal action of and duly executed by all Stockholders of the Corporation, duly approved by the Stockholders of the Corporation by the affirmative vote of all the votes entitled to be cast on the matter.

SEVENTH: The Corporation has no known creditors.

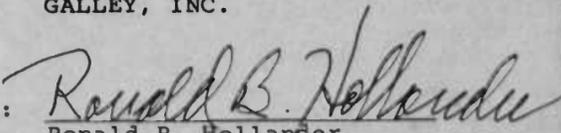
IN WITNESS WHEREOF, Galley, Inc. has caused these presents to be signed in its name and on its behalf by its President, and attested by its Secretary on this 23rd day of October, 1986, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of Galley, Inc. and, 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.

WITNESS:

GALLEY, INC.


Alan J. Hyatt
Secretary

BY:


Ronald B. Hollander
President

2967 2179

0002 0841

BOOK - 207 PAGE 849

AFFIDAVIT OF
NO PERSONAL PROPERTY

I, Ronald B. Hollander, President of Galley, Inc. a Maryland Corporation, do hereby affirm under the penalties of perjury that the following is true and correct to the best of my knowledge, information and belief:

1) That the Corporation known as Galley, Inc. with principal offices located at 163 King George Street, Annapolis, Maryland 21401 does not own, rent or lease any personal property of any type.

2) And that the Corporation ceased doing business on or about December 11, 1988.

GALLEY, INC.

Ronald B. Hollander
By: Ronald B. Hollander,
President

Sworn before me this 23rd day of October 1987.

Mary M. Jones
Notary Public
Mary M. Jones

My Commission Expires: July 1, 1990

2967 2180

0002 0842

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 850



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
LOUIS L. GOLDSTEIN TREASURY BUILDING
P.O. BOX 466 PHONE 974-3814
ANNAPOLIS, MARYLAND 21404-0472

LOUIS L. GOLDSTEIN
COMPTROLLER
J. BASIL WISNER
CHIEF DEPUTY
GENERAL ACCOUNTING DIVISION
ARNOLD G. HOLZ CPA
DIRECTOR

Dear Sir/Madam:

The following tax clearance certificate is being issued by the Maryland State Comptroller's Office as requested:

THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

GALLEY, INC.

have been paid.

WITNESS my hand and official seal this

15TH day of OCTOBER A.D. 19 87

Catrina A. Meekal
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

2967 2181

PS-409

0002 0843

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

City of



BOOK - 207 PAGE 851
Annapolis

MUNICIPAL BUILDING
160 DUKE OF GLOUCESTER STREET
ANNAPOLIS, MARYLAND 21401

WILLIAM S. TYLER
FINANCE DIRECTOR
FINANCE OFFICE

August 3, 1987

Annap. 263-7952
Balto. 269-5410

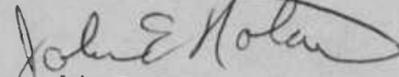
TO WHOM IT MAY CONCERN:

This to to certify that all corporation taxes assessed by the City of
Annapolis to

Galley, Inc.
D 1231687

have been paid through June 30, 1987.

Sincerely,


John E. Nolan
Deputy Finance Director

JEN/sst

2967 2182

0002 0844

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 852

OFFICE OF FINANCE
BILLINGS AND CUSTOMER SERVICE DIVISION
ROOM 103, ARUNDEL CENTER



Anne Arundel County

MS. 1103 BOX 1851
ANNAPOLIS, MARYLAND 21404

TELEPHONE: (301) 221 1111
FRIEDLIMPHONE: 811 0150
FROM WASHINGTON: 201-8250
TAX BILLING: EXT. 1144
WATER & SEWER BILLING: EXT. 1133
REAL TAX DIVISION: EXT. 1177
Personal PROP

HYATT & CHEP P A
1919 WEST ST
P O BOX 1852
ANNAPOLIS MD 21404

DATE OCTOBER 1 1987

ACCT# 9 106 D1231687

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
GALLEY INC

are paid thru 1987/88. Our records indicate that this is the last
year certified to us by the Maryland State Department of Assessment and Taxation.

Anne Arundel County, Maryland

August H Kruelle for
AUGUST H KRUELLE, Revenue Admin.

2967 2183

0002 0845



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

BOOK - 207 PAGE 853

DOCUMENT CODE 19 BUSINESS CODE 03 COUNTY 52

01231687 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	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	<u>22</u>	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	<input checked="" type="checkbox"/> Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____
51	_____	Foreign Name Registration	_____ Change of Resident Agent
13	_____	Certified Copy _____	_____
56	_____	Penalty	_____ Change of Resident Agent
54	_____	For. Supplemental Cert.	Address
73	_____	Cert. of Conveyance	_____
75	<u>30</u>	Special Fee	_____
80	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	_____
84	_____	Amendment to Limited Partnership	Code _____
85	_____	Termination of Limited Partnership	ATTENTION: <u>John E.</u>
21	_____	Recordation Tax	<u>Haislip, Jr., Esq.</u>
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	MAIL TO ADDRESS: <u>Hyatt,</u>
NA	_____	Foreign Corporation Registration	<u>Chap + Peters, P.A.</u>
87	_____	Limited Part. Good Standings	<u>1919 west street</u>
71	_____	Financial	<u>Annapolis, MD</u>
600	_____	Property Reports and _____ Personal late filing penalties	<u>21404</u>
_____	_____	Other _____	NOTE: _____
_____	_____	Other _____	

TOTAL FEES \$52.00

Check Cash
Documents on _____ checks

APPROVED BY: John

2967 214

0002 0846

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 - 207 PAGE 854

***** THE ARTICLES OF DISSOLUTION
OF
GALLEY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 8:29 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$ _____

\$ 22.00

\$ 30.00

D1231687

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
HYATT, CHEP & PETERS, P.A.
ATTN: JOHN E. HAISLIP, JR. ESQ.
1919 WEST STREET
ANNAPOLIS MD 21404

094C3011117

A 246316



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2967 2177

CLERK'S NOTATION
Document submitted for record
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 855

Not
1987 DEC -5 A 9:01 AMENDED ARTICLES OF INCORPORATION

So as to form a Close Corporation
(pursuant to Corporations and Associations,
Title 4, Sec. 2-603(b))

OF
HAIR EXPRESS, INC. at 9:02a

(A close corporation permitted
by the laws of the State of
Maryland as found in Corporations
and Associations, Title 4, Sec.
4-201, Et Seq.)

The undersigned, Christine A. Gillian, 701 Washington
Avenue, Glen Burnie, Maryland 21061, being at least eighteen (18)
years of age, does hereby form a corporation under the General
Laws of the State of Maryland.

ARTICLE I

The name of the corporation (which is hereinafter called the
Corporation) is Hair Express, Inc.

ARTICLE II

The Corporation is a close corporation pursuant to
Corporations and Associations, Title 4, Sec. 4-201(b)(2)(i).

ARTICLE III

The purpose for which the Corporation is formed and the

LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7709 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061

98 MAR 17 PM 3:00
H. ERLE SCHAFER
CLERK

73098053

29 1951

0002 0848

BOOK - 207 PAGE 856

business or object to be carried out and promoted by it are as follows:

To own and operate a full service beauty salon and to buy, sell and generally deal in beauty supplies of all types; and to do all things generally necessary or incident to or related to the above stated purpose.

ARTICLE IV

The post office address of the principal office of the Corporation in Maryland is 7709 Quarterfield Road, Glen Burnie, Maryland 21061.

ARTICLE V

The name and post office address of the resident agent of the Corporation in Maryland is Christine A. Gillian, 701 Washington Avenue, Glen Burnie, Maryland 21061. 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 authorization to issue is 1,000 shares of the par value of \$1.00 each, all of one class, having aggregate par value of \$1,000.00.

ARTICLE VII

The Corporation elects to have no board of Directors. Until the election to have no Board of Directors becomes effective



BOOK - 207 PAGE 858

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 10 B BUSINESS CODE 03 COUNTY 52

01902915 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

Table with columns: CODE, AMOUNT, FEE REMITTED, Name Change (New Name), Change of Name, Change of Principal Office, Change of Resident Agent, Change of Resident Agent Address.

TOTAL FEES 20 Check Cash Documents on checks

APPROVED BY: [Signature]

CLERK'S NOTATION Document submitted for record in a condition not permitting satisfactory photographic reproduction.

2967 1954

0002 0851

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 859

AMENDED ARTICLES OF INCORPORATION
OF
HAIR EXPRESS INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 5, 1987 AT 9:01 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ _____

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$ _____

TO THE CLERK OF THE COURT OF

D1902915
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 FORMAN
7709 QUARTERFIELD ROAD
GLEN BURNIE MD 21061 4497



094C3011083
A 246286

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 237 1987

0002 0852

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK -207 PAGE 859

AMENDED ARTICLES OF INCORPORATION
OF
HAIR EXPRESS INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 5, 1987 AT 9:01 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

\$ _____

D1902915

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 FORMAN
7709 QUARTERFIELD ROAD
GLEN BURNIE MD 21061 4497

094C3011083

A 246286



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2967 1987

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 860

ANNAPOLIS LIFE CARE, INC.

ARTICLES OF AMENDMENT AND RESTATEMENT

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
10/20/87 at 10:57 a.m.

J.

ANNAPOLIS LIFE CARE, INC., a Maryland corporation, having its principal office at 2901 Riva Trace Parkway, Annapolis, Maryland 21401 (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Corporation desires to amend and restate its Charter as currently in effect as hereinafter provided. The provisions set forth in these Articles of Amendment and Restatement are all of the provisions of the Charter of the Corporation as currently in effect.

SECOND: The Charter of the Corporation is hereby amended by striking in their entirety Paragraphs FIRST through NINTH, inclusive, and by substituting in lieu thereof the following:

"FIRST: The name of the Corporation is:
ANNAPOLIS LIFE CARE, INC.

"SECOND: The purposes for which the Corporation is organized are as follows:

(a) To use and apply its assets, both income and principal, exclusively for religious, charitable and educational purposes as those terms are used in Section 501(c)(3) of the Internal Revenue Code of 1986 and its Regulations as they now exist or as they may hereinafter be amended.

(b) To establish and maintain facilities and agencies to study, evaluate, plan, gather resources, create, develop, coordinate, administer and manage a comprehensive ministry to the aging which will provide services and facilities

98 MAR 17 PM 3:01
H. ERLE SCHAFER
CLERK

2963 0096

72938356

BOOK -207 PAGE 861

to satisfy the full needs of the aging throughout Maryland, including, but not limited to, housing, health care and financial security.

(c) To receive, construct, sell, hold, operate, manage and invest in property, both real and personal, tangible and intangible, for the study, establishment and operation of housing, health care and community facilities for the aging designed to satisfy the primary needs of aging persons, and for other purposes set forth above.

(d) To engage in and perform any and all activities and services permitted by the laws of the State of Maryland which further the general purposes of the corporation and which do not conflict with its charitable purposes as herein provided.

"THIRD: The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of its Board of Directors and of its members:

(a) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Directors, officers, or members, or any private person (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more its purposes) and no Directors, officers or members of the Corporation, or any private person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to

BOOK -207 PAGE 862

influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(b) Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by organizations which are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law) and contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

(c) Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to such religious, charitable, scientific, literary, or educational organizations as may be selected by the then acting Directors of the Corporation and would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 and its Regulations as they now exist or as they may hereafter be amended.

(d) The Corporation shall direct its services and the use of its properties and facilities only on the basis that such services and uses are open to all persons regardless of race, sex, color or ethnic origin.

BOOK -207 PAGE 863

(e) The Corporation shall indemnify its present or former Directors, officers, and members to the full extent not prohibited by applicable law, including the advance of related expenses, upon a determination by the Board of Directors or independent legal counsel (who may be regular counsel for the Corporation) made in accordance with applicable law; and, upon authorization by the Board of Directors, may indemnify other present or former employees or agents to the same extent; provided, however, such indemnification shall only be to the extent not prohibited of organizations which are exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law) and contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

(f) 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 trustee or in which any Director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided, that in case of a Director, or a firm of which he is a member, is so interested, such fact shall be

BOOK -207 PAGE 864

disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director of the Corporation who is also a trustee 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 which shall authorize any such contract or transaction and provided that the majority of disinterested Directors determine that the contract or transaction is fair and reasonable to the Corporation.

"FOURTH: The post office address of the principal office of the Corporation in this State is 2901 Riva Trace Parkway, Annapolis, Maryland 21401. The resident agent of the Corporation in this State is David C. Daneker, whose post office address is 250 West Pratt Street, Baltimore, Maryland 21201. Said resident agent is a citizen of the State of Maryland and actually resides therein.

"FIFTH: The Corporation is not organized for profit; it is not authorized to issue any capital stock. The Directors of the Corporation shall serve as its members. Matters relating to the members of the Corporation shall be set forth in the By-Laws of the Corporation.

"SIXTH: The affairs of the Corporation shall be managed by a Board of Directors which shall consist of such numbers of Directors, as the By-Laws shall provide, but in no event shall be less than three (3). The names of the current Directors who shall act as such until their successors are duly chosen and qualified are:

BOOK - 207 PAGE 865

Mildred R. Baker
Morgan H. Baldwin
Garnett Y. Clark
Ira N. Curtis
William M. Darden
Adelaide Fullinwider
Calvin B. Galloway
Marjorie S. Holt
Herbert L. Kinsolving
Richard Lazenby
E. Bates McKee
Tanja N. McKee
Randolph Meade, Jr.
M. Virginia Meredith
Charles S. Minter
James O. Olfson
William C. Richardson
Carl A. TenHoopen, Jr.
Vernon L. Thompson
Willard G. Triest
J. Edward Tyler, III

"SEVENTH: 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 nor contrary to the laws of the State of Maryland or of the United States.

"EIGHTH: These Articles may be amended from time to time by Articles of Amendment approved by not less than a majority of the Directors, and the same shall become effective upon the acceptance thereof for recording and filing by the State Department of Assessments and Taxation of the State of Maryland."

THIRD: By majority vote, the Board of Directors of the Corporation duly advised the foregoing Articles of Amendment and Restatement and, by unanimous vote of the members of the Corporation present at the meeting at which the action was taken, the members of the Corporation duly approved said Articles of Amendment and Restatement.

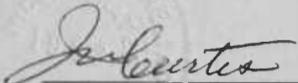
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK -207 PAGE 866

IN WITNESS WHEREOF, Annapolis Life Care, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be affixed hereunder and attested by its Secretary on this 7th day of October, 1987, and its President acknowledges that these Articles of Amendment and Restatement are the act and deed of Annapolis Life Care, Inc., and under the penalties of perjury, that the matters and acts 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:

ANNAPOLIS LIFE CARE, INC.


Ira N. Curtis, Secretary

By: 
Charles S. Minter, President

5573.1.5
10/7/87



STATE OF MARYLAND

BOOK - 207 PAGE 867

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 13 BUSINESS CODE 04 COUNTY 52

D1419720 61 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>24</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	<input type="checkbox"/> Change of Name
50	_____	Cert. of Qual. or Reg.	<input checked="" type="checkbox"/> Change of Principal Office
51	_____	Foreign Name Registration	_____
13	_____	Certified Copy _____	<input type="checkbox"/> Change of Resident Agent
56	_____	Penalty	<input checked="" 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	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Semmes, Bowen & Semmes</u>
600	_____	Personal Property Reports and late filing penalties	<u>250 W. Pratt St.</u>
_____	_____	Other _____	<u>Betho, Md. 21201</u>
_____	_____	Other _____	_____

TOTAL FEES 24

Check Cash
Documents on _____ checks

APPROVED BY: J.M.T.

NOTE: _____

2963 0103

0002 0861

CLERK'S NOTATION

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CLERK'S NOTATION
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satisfactory photographic repro-
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BOOK - 207 PAGE 868

ARTICLES OF AMENDMENT
OF
ANNAPOLIS LIFE CARE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND October 20, 1987 AT 10:57 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

8

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 24.00

\$ _____

D1419720

TO THE CLERK OF THE COURT OF Anne Arundel County

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.



A 241863

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2963 0095

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

1987 NOV -6 A 9:57

BOOK - 207 PAGE 869

STATE DEPARTMENT OF ASSESSMENTS
NEW MARYLAND
ASSIGNED FOR TAXES
11/6/87 at 9:57W

AMENDMENT TO THE
ARTICLES OF INCORPORATION

FISHERGATE PUBLISHING COMPANY, INC.

Anthony Drummond, President, and Barbara M. Drummond, Secretary of the above-named Corporation certify under the penalties of perjury that:

1. The above-named Corporation was duly organized under the laws of the State of Maryland on August 17, 1972 when the original Articles of Incorporation were accepted and approved by the Department of Assessments and Taxation.
2. The above-named Corporation was organized as a statutory close organization and now has one member of the Board of Directors, namely, Anthony Drummond. The corporation has one stockholder, namely, Anthony Drummond.
3. The above-named corporation upon the proposal of its Board of Directors by resolution adopted by said Board of Directors, does now hereby by said President and Secretary execute and acknowledge the following Articles of Amendment of its Articles of Incorporation.

"RESOLVED: That Article I of the Articles of Incorporation of Fishergate Publishing Company, Inc. shall be and is hereby amended so that the corporate name of the corporation shall and will be FISHERGATE, INC. and that the Corporation shall henceforth conduct business under said corporate name."

4. The Board of Directors of the Corporation, at a regular meeting of the Board held on May 18, 1987 at 7:30 P.M. adopted said resolution amending Article I of the Articles of Incorporation. At the same time, at a regular meeting of the stockholders, the said resolution amending the Articles of Incorporation was presented to the sole stockholder of the corporation, who adopted and ratified the act of the Board of Directors.

5. The sole change made by this amendment is to change the corporate name of the corporation from Fishergate Publishing Company, Inc. to FISHERGATE, INC.

gh IN WITNESS WHEREOF, the parties have set their hands and seals as of this day of October, 1987.

Anthony Drummond (Seal)
Anthony Drummond, President

Barbara M. Drummond (Seal)
Barbara M. Drummond, Secretary

73108326

NOV 17 PM 3:01
M. GRIFFIN
CLERK

0002 0863



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 9A B BUSINESS CODE 23 COUNTY 52

00408443 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) <u>Fishergate,</u>
62	<u>20</u>	Rec. Fee (Amendment)	<u>Inc.</u>
63		Rec. Fee (Merger or Consolidation)	
64		Rec. Fee (Transfer)	
65		Rec. Fee (Dissolution)	<input checked="" type="checkbox"/> Change of Name
66		Rec. Fee (Revival)	
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		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 Standings	
NA		Foreign Corporation Registration	
87		Limited Part. Good Standings	MAIL TO ADDRESS: _____
71		Financial	<u>Christopher Drummond</u>
600		Property Reports and Personal late filing penalties	<u>PO Box 827</u>
		Other	<u>Annapolis Md</u>
		Other	<u>21404-0827</u>

TOTAL FEES 20
 Check Cash
Documents on _____ checks

APPROVED BY: [Signature]

2967 1989

0002 0864

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 - 207 PAGE 871

ARTICLES OF AMENDMENT
OF
FISHERGATE PUBLISHING COMPANY, INC.

CHANGING ITS NAME TO:
FISHERGATE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 6, 1987 AT 9:57 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ _____

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$ _____

D0408443

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 DRUMMOND
P. O. BOX 827
ANNAPOLIS

MD 21404 0827

094C3011079

A 246282



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO
2967 1937

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 872

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11-6-87 at 9:04a

ARTICLES OF TRANSFER

These Articles of Transfer are entered into this 29th day of October, 1987, by and between THE BRANCH INN TAVERN, INCORPORATED, a Maryland corporation (hereinafter sometimes referred to as the "Transferor"), and DOUBLE EAGLE SALOON, INC., a Maryland corporation (hereinafter sometimes referred to as the "Transferee").

THIS IS TO CERTIFY:

FIRST: The Transferor does hereby sell, assign and transfer substantially all of its operating property and assets to Transferee, its successors and assigns, as hereinafter set forth.

SECOND: The name, post office address and principal place of business of the Transferee is DOUBLE EAGLE SALOON, INC., 74 Curtis Road, Gibson Estates, Pasadena, Maryland 21122.

THIRD: The name and state of incorporation of each corporate party to these Articles of Transfer is as follows:

(a) Transferor is THE BRANCH INN TAVERN, INC., a corporation organized under the general laws of the State of Maryland.

(b) Transferee is DOUBLE EAGLE SALOON, INC., a corporation organized under the general laws of the State of Maryland.

FOURTH: The nature and amount of the consideration to

100-5 A 900

MAR 17 1988
H. ERLE SCHAFER
CLERK

73108295
2986 2607

0002 0866

BOOK -207 PAGE 873

be paid by Transferee for the property and assets hereby transferred to it as set forth in Article NINTH hereof, is \$40,000.00 plus an amount equal to the value of the Transferor's inventory, to be valued at cost, paid to the Transferor as follows: An amount equal to the inventory simultaneously with the execution hereof; \$ 10,000.00 simultaneously with the execution hereof; and \$ 30,000.00 to be paid, together with interest at the rate of ten percent (10%) per annum, in one hundred eighty (180) consecutive equal monthly installments of \$ 322.39 commencing one month from the date hereof.

Transferee assumes no liabilities of the Transferor.

FIFTH: The principal office of the Transferor is in Anne Arundel County, State of Maryland. Transferor owns no property, the title to which could be affected by the recording of an instrument among the Land Records.

SIXTH: The location of the principal office of the Transferee is in Anne Arundel County, State of Maryland.

SEVENTH: That by unanimous consent of the Directors of the Transferor, pursuant to Section 2.408(c), these Articles of Transfer were, by unanimous vote, duly advised by its Board of Directors and were duly submitted by action thereupon by its Stockholders; whereupon, these Articles of Transfer were duly approved by the unanimous vote of said Stockholders.

BOOK - 207 PAGE 874

EIGHTH: That by unanimous consent of the Directors of the Transferee, pursuant to Section 2.408(c), these Articles of Transfer were, by unanimous vote, duly advised by its Board of Directors and were duly submitted by action thereupon by its Stockholders; whereupon, these Articles of Transfer were duly approved by the unanimous vote of said Stockholders.

NINTH: In consideration of the payment to Transferor of \$40,000.00 plus an amount equal to the cost of its inventory in accordance with the terms and conditions of the Agreement of the parties dated October 29, 1987, the Transferor does hereby bargain, sell, deed, grant, convey, transfer and set over and assign to Transferee, its successors and assigns, all of the Transferor's equipment, fixtures, furniture, liquor license, good will and inventory, constituting substantially all of the properties and assets of the Transferor, but excluding cash and receivables.

TENTH: These Articles of Transfer are executed, acknowledged, sealed and delivered in the State of Maryland and shall be construed in accordance with the law applicable to contracts made entirely to be performed within the State of Maryland.

ELEVENTH: The officers signing this instrument below hereby acknowledge it to be the corporate act of each of the corporations party hereto and hereby certify under the penalties

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 875

of perjury, that to the best of their knowledge, information and belief, all matters and facts set forth herein with respect to authorization and approval are true in all material respects.

IN WITNESS WHEREOF, each of the undersigned corpora-
tions has caused this instrument to be executed in its name and
on its behalf, and its corporate seal to be hereunto affixed by
the respective corporate officers set forth below, the day and
year first above written.

ATTEST: THE BRANCH INN TAVERN, INCORPORATED

Edward Calligan BY: Edward Calligan (SEAL)

ATTEST: DOUBLE EAGLE SALOON, INC.

Lou Anna Baker BY: James H. Baker (SEAL)

PARCHMENT
NEW YORK CITY FIRE

288786120030

0002 0869



STATE OF MARYLAND

BOOK - 207 PAGE 876

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 121 B BUSINESS CODE _____ COUNTY 52

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) The Branch Inn Tavern, Incorporated
A 100 7137

Surviving (Transferee) Double Eagle Saloon, Inc.
A 24310621

CODE	AMOUNT	FEE REMITTED
20	_____	Organ. & Capitalization
61	_____	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger or Consolidation)
64	<u>20</u>	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	_____	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 Standings
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: _____

Jacob Davis

P.O. Box 849

6661 Burnie Md

21061-0849

TOTAL FEES 30

Check Cash

Documents on _____ checks

APPROVED BY: [Signature]

CERTIFIED COPY MADE

2386 2611

0002 0870

CLERK'S NOTATION

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CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 877

ARTICLES OF TRANSFER
OF
THE BRANCH INN TAVERN, INC. (Md. Corp.)-Transferor
AND
DOUBLE EAGLE SALOON, INC. (Md. Corp)-Transferee

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 6, 1987 AT 9:04 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 20.00

\$ _____

D2431062

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

094C3011078

A 246281



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2986 2606

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK - 207 PAGE 878 APPROVED FOR RECORD
11/9/87 at 11:31 A.m.

COGAR, INC.

A Maryland Close Corporation
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF VOLUNTARY DISSOLUTION

COGAR, INC., a Maryland close corporation, having its
principal office in Baltimore County, Maryland, (hereinafter
referred to as the "Corporation"), hereby certifies to the
State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set
forth and the post office address of the principal office of
the Corporation in the State of Maryland is 7145 Baltimore and
Annapolis Blvd., Ferndale, Maryland 21061. ✓

THIRD: The name and address of the resident agent of the
Corporation who shall serve for one (1) year after dissolution
and until the affairs are wound up are Bernard L. Taylor, Esq,
8355 Court Avenue, Ellicott City, Maryland 21043 . ✓

FOURTH: The Corporation has the following Board of
Directors:

Joseph Keith Garchinsky
7145 Baltimore & Annapolis Blvd.
Ferndale, Maryland 21061

FIFTH: The name, title and address of each officer of the
Corporation are as follows:

Joseph Keith Garchinsky, President

68 MAR 17 PM 3:01
H. ERLE SCHAFER
CLERK

1987 NOV -9 A 11:31

731388719899

0002 0872

BOOK -207 PAGE 879

7145 Baltimore & Annapolis Blvd.
Ferndale, Maryland 21061

and

Charles J. Nemphos Treasurer/Secretary
9455 Baltimore National Pike
Ellicott City, MD 21043

SIXTH: The voluntary dissolution of the Corporation was approved in the manner and by the vote required by law and by the Charter of the Corporation in that the voluntary dissolution of the Corporation was by the affirmative vote of all the votes entitled to be cast by the Stockholders of the Corporation.

SEVENTH: The Corporation has no known creditors.

EIGHTH: These Articles of Voluntary Dissolution are accompanied by Certificates provided by Section 3-407(c)(2) of the Corporations and Associations Article of the Annotated Code of Maryland, stating that all taxes not barred by limitations which are levied on assessments made by the State Department of Assessments and Taxation of Maryland and billed by and payable to the issuer of the each of said Certificates by the Corporation, including taxes for the current year, have been paid or provided for in a manner satisfactory to the issuer of each of said Certificates.

IN WITNESS WHEREOF, COGAR, 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 President on this 14th day of April, 1987, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of COGAR, 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.

CLERK'S NOTATION
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duction.

BOOK -207 PAGE 880

ATTEST:

COGAR, INC.

Charles J. Nemphos
Charles J. Nemphos
Treasurer/Secretary

Joseph R. Garchinsky
Joseph Keith Garchinsky
President 6/26/87

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 88



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P.O. BOX 466 PHONE (301)-269-3814
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
COMPTROLLER

J. BASIL WISNER
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION
ARNOLD G. HOLZ, C.P.A.
DIRECTOR

Dear Sir/Madam:

The following tax clearance certificate is being issued by the Maryland State Comptroller's Office as requested:

THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

COGAR, INC.
have been paid.

WITNESS my hand and official seal this
18th day of February A.D. 1987.

Patricia A. Meekal
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

2967 1902

PS-409

0002 0875



BOOK - 207 PAGE 882

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 19 BUSINESS CODE 031 COUNTY 52

01732387 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

CODE	AMOUNT	FEE REMITTED	
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	<u>23</u>	Rec. Fee (Dissolution)	
66		Rec. Fee (Revival)	Change of Name
52		Foreign Qualification	<input checked="" type="checkbox"/> Change of Principal Office
50		Cert. of Qual. or Reg.	<input checked="" type="checkbox"/> Change of Resident Agent
51		Foreign Name Registration	<input checked="" type="checkbox"/> Change of Resident Agent Address
13		Certified Copy	
56		Penalty	
54		For. Supplemental Cert.	
73		Cert. of Conveyance	

75	<u>30</u>	Special Fee	
80		For. Limited Partnership	
83		Cert. Limited Partnership	
84		Amendment to Limited Partnership	Code
85		Termination of Limited Partnership	ATTENTION: <u>Bernard L. Taylor, Esq</u>
21		Recordation Tax	
22		State Transfer Tax	
23		Local Transfer Tax	
31		Corp. Good Standings	
NA		Foreign Corporation Registration	
87		Limited Part. Good Standings	MAIL TO ADDRESS: <u>8355</u>
71		Financial	<u>Court Avenue</u>
600		Personal Property Reports and late filing penalties	<u>Elliott City,</u>
		Other	<u>MD 21043</u>
		Other	

TOTAL FEES \$53.00 Check Cash Documents on checks

APPROVED BY: John

NOTE:

2967 1903

0002 0876

CLERK'S NOTATION

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duction.

BOOK - 207 PAGE 883

THE ARTICLES OF DISSOLUTION
OF
COGAR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 9, 1987 AT 11:31 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 23.00

\$ 30.00

D1732387

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:
BERNARD L. TAYLOR, ESQUIRE
8355 COURT AVENUE
ELLICOTT CITY MD 21043

094C3011074

A 246277



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 237 1898

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 884

J.

ARTICLES OF INCORPORATION
OF
ANNAPOLIS YACHT CHANDLERS &
YACHTING BOUTIQUE, INC.

FIRST: I, Horst O. T. Kleinsorg, 3521 Rockway Avenue, Annapolis, Maryland 21403, 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:

ANNAPOLIS YACHT CHANDLERS &
YACHTING BOUTIQUE, INC.

THIRD: The purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

- (1) To engage in the sale of Yacht Equipment and Supplies to the general public ; to import and export such equipment and to do all business generally connected with Yachting and Boating, including domestic purchase, sale and marketing of same.
- (2) To enter partnerships, joint ventures and other business associations for any lawful purposes;
- (3) To purchase, lease and otherwise acquire, hold, mortgage and other wise 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 charater;
- (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 fullfill 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 other wise 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 stocks, 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;

STATE DEPARTMENT OF ASSESSMENTS 2 -
AND TAXATION

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7316336

APPROVED FOR RECORD

88 MAR 17 PM 3:01

11/12/87 at 11:00

2967 1722

H. ERLE SCHAFER
CLERK

7316337

0002 0878

CLERK'S NOTATION
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duction.

(9) To acquire by purchase, lease or otherwise to own, use and operate factories, shops, manufacturing plants, including lands, buildings, machine 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 negotiate 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 stocks 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 law 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 corporation of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges, so granted or conferred;

FOURTH: The post office address of the principal office of the Corporation in this State is 914 Bay Ridge Road, Annapolis, Md. 21401. The name and post office address of the Resident Agent of the Corporation are Horst Kleinsorg, 3521 Rockway Avenue, Annapolis, Maryland 21403. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand (1,000) shares of capital stock with par value of \$.01 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 one (1).

The names of the directors who shall act until the first annual meeting and until their successors shall be duly chosen and qualified shall be:

HORST KLEINSORG

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.

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duction.

EIGHTH: (1) As used in this Article EIGHTH, any word or words that are defined in Section 20418 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) 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 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 12th day of November, and I acknowledge the same to be my act.

WITNESS:

Johanna Volrad

Horst O. T. Kleinsorg

Horst O. T. Kleinsorg
3521 Rockway Avenue
Annapolis, Maryland 21403

2967 1724

0002 0880



STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
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duction.

DOCUMENT CODE 024 BUSINESS CODE 03 COUNTY 52

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
20	<u>20</u>	Organ. & Capitalization	Name Change
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.	_____
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	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Horst O. T. Kleinsorg</u>
600	_____	Property Reports and <u>Personal</u> late filing	<u>3521 Rockway Ave.</u>
_____	_____	penalties	<u>Annapolis, Md. 21403</u>
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES 49

NOTE:

Check _____ Cash _____
1 Documents on 2 checks (40.00 + 9.00)

APPROVED BY: J. m. T.

CERTIFIED COPY MADE

2967 1725

0002 0881

CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 888

ARTICLES OF INCORPORATION
OF
ANNAPOLIS YACHT CHANDLERS & YACHTING BOUTIQUE,
INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 11:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ 20.00	\$ 20.00	\$
	D2447258	

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:
HORST O. T. KLEINSORG
3521 ROCKWAY AVENUE
ANNAPOLIS MD 21403

094C3011035
A 246247



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2967 1721

0002 0882

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

SYLVIA DEVELOPMENT CORPORATION

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

11/2/87 at 11:00 .m.

FIRST: The undersigned J. Karel Dohnal and Gabriela M. Dohnal, whose post office addresses are 7310 Edgewood Road, P.O. Box 4597, 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 SYLVIA DEVELOPMENT CORPORATION.

THIRD: The purpose for which the Corporation is formed is as follows: To develop residential and commercial properties.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 7310 Edgewood Road, Annapolis, Maryland 21403. The name and post office address of the resident agent of the Corporation in Maryland are Mr. J. Karel Dohnal, 7310 Edgewood Road, Annapolis, Maryland 21403.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 1000 shares of the par value of \$ 0.01 a share, all of one class, and having an aggregate value of \$ 10.00 .

SIXTH: The number of directors of the Corporation shall be two which number may be increased or decreased pursuant to the bylaws of the Corporation, 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 Mr. J. Karel Dohnal and Mrs. Gabriela M. Dohnal.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on November 10, 1987, and severally acknowledge the same to be our act.

J. Karel Dohnal
J. Karel Dohnal

Gabriela M. Dohnal
Gabriela M. Dohnal

88 MAR 17 PM 3: 01
H. ERLE SCHAFER
CLERK

1987 NOV 12 A 11: 00

73168329

297 1698

0002 0883

CLERK'S NOTATION

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STATE OF MARYLAND

BOOK - 207 PAGE 890

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
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	_____	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 Standings	
NA	_____	Foreign Corporation Registration	
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Gabriela Dohnal</u>
600	_____	Property Reports and _____ Personal	<u>PO Box 4597</u>
	_____	penalties late filing	<u>Annapolis Md</u>
	_____	Other _____	<u>21403</u>
	_____	Other _____	

TOTAL FEES 40
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: PCM

2967 1699

0002 0884

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK - 207 PAGE 891

ARTICLES OF INCORPORATION
OF
SYLVIA DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 11:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 20.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID:

\$

D2447225

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:
GABRIELA DOHNAL
P. O. BOX 4597
ANNAPOLIS

MD 21403

094C3011032

A 246244



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO

1987 1597

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 892

9
ARTICLES OF INCORPORATION
OF
PHILIP J. GORMAN COMPANY
(a close corporation under Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland)

FIRST: I, David Seidl, whose post office address is 10 Light Street, Baltimore, Maryland 21202, being at least 18 years of age, hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the Corporation is "Philip J. Gorman Company" (the "Corporation").

RECORDED
11-17-87 PM 3:01
CLERK

THIRD: The Corporation is a "close corporation" as defined and 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 (1) to engage in the business of advertising design and consultation and (2) 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.

FIFTH: The address of the principal office of the Corporation is 517 Benfield Road, Severna Park, Maryland 21146. The name and address of the resident agent of the Corporation are Philip J. Gorman, 9606 Sherwood Road, Owings Mills, Maryland 21117.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

73168332

APPROVED FOR RECORD
11/12/87 at 10:47 A.M. 2967 1694

0002 0886

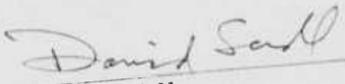
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

SIXTH: The total number of shares of Capital Stock which the Corporation has authority to issue is 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.

SEVENTH: After completion of the organizational meeting of the director and the issuance of at least one share of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have one director whose name is Philip J. Gorman.

EIGHTH: The Corporation shall indemnify to the fullest extent all persons permitted to be indemnified under the Corporations and Associations Article of the Annotated Code of Maryland, but shall not be required to purchase or maintain insurance on behalf of such persons.

I acknowledge these Articles of Incorporation to be my act this 11th day of November, 1987.


David Seidl (SEAL)



STATE OF MARYLAND

BOOK - 207 PAGE 894

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
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	Certified Copy	_____
56	_____	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>45</u>
85	_____	Termination of Limited Partnership	ATTENTION: <u>David Seidl</u>
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	_____
600	_____	Personal Property Reports and late filing penalties	_____
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES

40

NOTE:

Check _____ Cash
Documents on _____ checks

APPROVED BY: J.M.T.

367 1696

0002 0888

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 -207 PAGE 895

ARTICLES OF INCORPORATION
OF
PHILIP J. GORMAN COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1987 AT 10:47 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2447217

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:
MILES & STOCKBRIDGE
ATTN: DAVID SEIDL
10 LIGHT STREET
BALTIMORE

MD 21202

094C3011031

A 246243



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO.

2967 1693

CLERK'S NOTATION
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duction.

BOOK - 207 PAGE 896

BRONSON BACKHOE SERVICE, INC.

A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
AND T Corporations and Associations Article of the
Annotated Code of Maryland

STATE DEPARTMENT OF
APPROVED FOR RECORD

11-10-87 at 9:14

ARTICLES OF INCORPORATION

FIRST: I, JOHN EDWARD BRONSON, whose post office address is 745 Oak Grove Circle, 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 BRONSON BACKHOE SERVICE, INC.

THIRD: The Corporation shall be a close Corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

- (1) To engage in the business of and to act as general contractors, builders, pavers, wreckers, concrete breakers and contractors, miners, dredgers, excavators, welldiggers, carpenters, woodworkers, cabinet makers, plumbers, electricians, drilling contractors, riveters, acoustical contractors, glaziers, roofers, tinsmiths, floorers, tile contractors, bricklayers, hod carriers, masons, quarry owners and operators, stone, sand, and gravel dealers, stonecutters, sand blasters, copper, tin, lead, aluminum, brass, bronze, nickle, zinc, iron, steel, and other metal

11-10-87
9:14 AM. dj

MAR 17 PM 3:02
H. ELLIS-SCHWARTZ
CLERK

73148251

0002 0890

BOOK -207 PAGE 897

producers and processors, smiths, sheet metal and other metal workers, smelters, welders, heating and air conditioning contractors, elevator contractors, 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 raise 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 enumerations of purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and is not intended by the mention of any particular 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 Corporation.

2967 1347

0002 0891

BOOK - 207 PAGE 898

PO, RAA ✓

FIFTH: The post office address of the principal office of the Corporation in this State is 745 Oak Grove Circle, Severna Park, Maryland 21146. The Resident Agent is JOHN EDWARD BRONSON, an individual actually residing in this State.

SIXTH: The Corporation shall exist as a close Corporation until such time as the stockholders, by unanimous consent, shall file Articles of Amendment to change such status all in accordance with Title 4, Corporations and Associations Article, Annotated Code of Maryland.

SEVENTH: The number of directors of the Corporation shall be 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 meeting or until his successors are duly chosen and qualified is JOHN EDWARD BRONSON.

EIGHTH: The total amount of authorized stock of the Corporation is One Thousand (1,000.00) 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.

2967 1348

0002 0892

BOOK - 207 PAGE 399

TENTH: The Corporation shall provide any indemnification required or permitted by Section 2-418 of the Corporation Article of the Annotated Code and shall indemnify directors, officers, agents, and employees as follows:

(1) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, 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 reasonable 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

BOOK - 207 PAGE 900

not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect to any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the Court in which such action or suit was brought, or any other Court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnify for such expense which such Court shall deem proper.

(3) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraphs one (1) and two (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 herewith, without the necessity for determination as to the standard of conduct as provided in paragraph four (4) of this Article TENTH.

(4) Any indemnification under paragraph one (1) and two (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 because he has met the applicable standard of conduct set forth in paragraphs one (1) and two (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 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

2967 1350

0002 0894

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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 901

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 insure 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 4 day of November, 1987, and I acknowledge the same to be my act.

John Edward Bronson
JOHN EDWARD BRONSON

James B. ...
WITNESS

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:
I HEREBY CERTIFY, that on this 4 day of November, 1987, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared JOHN EDWARD BRONSON and he acknowledged the foregoing Articles of Incorporation to be his act and deed.

2967 1351

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK - 207 PAGE 902

WITNESS my Hand and Notarial Seal the day and year
above written.

Wm. G. F. ...
NOTARY PUBLIC

My commission expires July 1, 1990.

2967 1352

0002 0896



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
61	<u>24</u>	Rec. Fee (Arts. of Inc.)	(New Name) _____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	_____	Rec. Fee (Revival)	_____ Change of Name
52	_____	Foreign Qualification	_____ Change of Principal Office
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Change of Resident Agent Address
13	_____	Certified Copy _____	_____
56	_____	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 Standings	_____
NA	_____	Foreign Corporation Registration	_____
87	_____	Limited Part. Good Standings	MAIL TO ADDRESS: _____
71	_____	Financial	<u>Vernon Frame</u>
600	_____	Personal Property Reports and late filing penalties	<u>3111 Mountain Rd</u>
	_____	Other _____	<u>Pasadena, Md</u>
	_____	Other _____	<u>21122</u>

TOTAL FEES 44
 Check _____ Cash _____
Documents on _____ checks

APPROVED BY: [Signature]

NOTE: _____

2967 1353

0002 0897

CLERK'S NOTATION

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 904

VERNON G. FRAME, P.A. ATTORNEY AT LAW PASADENA PROFESSIONAL BUILDING 3111 MOUNTAIN ROAD PASADENA, MARYLAND 2122			
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0002 0898

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK - 207 PAGE 905

ARTICLES OF INCORPORATION
OF
BRONSON BACKHOE SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 10, 1987 AT 9:14 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 24.00

SPECIAL
FEE PAID:

\$

D2446763

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 FRAM
3111 MOUNTAIN RD.
PASADENA

MD 21122

094C3010986

A 246208



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO

2967 1345