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

ECLIPSE FINE ART GALLERY, INC.

11/3/88 at 8:45 A.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, Phyllis Dixon, whose post office address is 1631 Pleasant Plains Road, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is Eclipse Fine Art Gallery, 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 sale, import, retail, wholesale, and marketing of antiques, fine art, and accessories.

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 1631 Pleasant Plains Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Phyllis Dixon, 1631 Pleasant Plains Road, Annapolis, Maryland 21401.

1988 NOV -3 A 8:45

83088097

89 MAR -1 AM 11:26

M. ERLE SCHAFER
CLERK

3074 2245

0000 0001

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

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 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 her successor is duly chosen and qualified is: Phyllis Dixon.

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) A 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 consititued 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.

3074 2250

0080 0002

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20th day of October, 1988, and I acknowledge the same to be my act.

Phyllis Dixon

3074 225

0000 0003

BOOK 221 PAGE 04

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

DOCUMENT CODE 02. BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
Phyllis Dixon
1031 Pleasant Plains Rd
Annapolis, Md 21401

NOTE:

TOTAL FEES 40.00

_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: _____

3074 2252

0000 0004

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 221 PAGE 05

ARTICLES OF INCORPORATION
OF
ECLIPSE FINE ART GALLERY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 3, 1988 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	$ 20.00	$

D2665529

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
PHYLLIS DIXON
1631 PLEASANT PLAINS RD.
ANNAPOLIS MD 21401

090C3020576

A 277277

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3074 2246

0000 0885

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

BOOK 221 PAGE 06

STATE DEPARTMENT OF ASSESSMENT AND TAXATION
APPROVED FOR RECORD
10/18/88 at 8:30

ARTICLES OF INCORPORATION

A Close Corporation

of

MOISTURE PROTECTION TECHNOLOGIES, INC.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned Gary D. Wilson, whose post office address is 1720 Farmington Court, Crofton, Md 21114 and Harold D. Wilson, whose post office address is 705 Institute Blvd., Dixon, Illinois, 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 close corporation pursuant to the provisions of Article 4-101, et seq., Corporations and Associations Article, Annotated Code of Maryland.

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

MOISTURE PROTECTION TECHNOLOGIES, INC.

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

(1) To engage in the business of providing construction, waterproofing, remodeling and painting services and supplies to individuals, organizations and groups which utilize such services, and to engage in any other lawful purpose and/or business.

(2) 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.

(3) 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.

(4) To employ, hire, and to appoint corporations, firms, and individuals in any and all parts of the world to act as agents for this corporation in such capacity and on such conditions as may be determined from time to time by the

89 MAR -1 AM 11:26
H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
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Board of Directors.

(5) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of this corporation.

The powers, rights and privileges provided in these Articles of Incorporation are not to be deemed to be in limitation of similar other or additional powers, rights and privileges granted or permitted to this Corporation by the corporation laws of this State, as amended, under which this Corporation by virtue hereof becomes deemed to be incorporated, it being intended that this Corporation shall be authorized to have and shall have all the powers, rights, and privileges granted or permitted to a corporation by such laws.

This Corporation reserves the right to amend, alter, change, or appeal any provision herein contained as prescribed by law, and all rights conferred upon stockholders hereunder or granted subject to this provision.

FOURTH: The post office address of the principal office of the Corporation is 1720 Farmington Court, Crofton, Maryland 21114. The name and post office address of the resident agent of the corporation in Maryland are John C. Wright of 7138 Rivers View Court Columbia, Maryland 21044. The said Resident Agent is an individual actually residing in this State.

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 one (1), and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Gary D. Wilson
Harold D. Wilson

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.

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, of any class, whether now or hereafter authorized, 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.

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

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

any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of term shall have been authorized by the holders of two-thirds (2/3rds) of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, WE have signed these articles of Incorporation this 10 day of October, 1988 and severally acknowledge the same to be our act.

Witness:
Ethel P. Dunn

Gary D. Wilson

Harold D. Wilson

STATE OF MARYLAND)
COUNTY OF PRINCE GEORGES) to wit:

I HEREBY CERTIFY that on this 10 day of October, 1988, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Gary D. Wilson and Harold D. Wilson, and acknowledged the foregoing Articles of Incorporation to be their free act and deed.

Barbara C. Williams
Notary Public

My Commission Expires June 30, 1990

BOOK 221 PAGE 09

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

___ P.A ___ Religious ✓ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		___ Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		Personal Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other
		Other
TOTAL FEES	40	

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: John C. Wright
7138 Rivers View Ct
Columbia, Md 21044

NOTE:

✓ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: PCM

3076 0449

0000 0009

CLERK'S NOTATION

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

53

BOOK 221 PAGE 10

ARTICLES OF INCORPORATION
OF
MOISTURE PROTECTION TECHNOLOGIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 18, 1988 AT 8:30 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: $

02669844

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 C. WRIGHT
7138 RIVERS VIEW COURT
COLUMBIA MD 21044

094C3021213

A 277888

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3076 0445

CLERK'S NOTATION

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

BOOK 221 PAGE 11

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

11/14/88 at 9:29 .M.

THIS IS TO CERTIFY:

FIRST: The undersigned, John H. Denick, whose post office address is 1400 Munsey Building, Baltimore, Maryland 21202, being at least twenty-one (21) years of age, under and by virtue of the general laws of the State of Maryland, does hereby form a corporation by the execution and filing of these Articles.

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

PEARL RODRIGUEZ, 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 operate a restaurant with a carry-out food service business.

2. To carry out all or any part of the aforesaid purposes to the same extent and as fully as a natural person might or could do.

The aforegoing enumeration of purposes, objectives and business of the corporation is made in furtherance and not in limitation of the powers conferred under the corporation by law and it is expressly provided that the said enumeration of specific powers shall not be held to limit or restrict in any manner the objects, purposes and powers of the corporation.

FOURTH: The post office address of the place at which the principal office of the corporation in the State of Maryland will be located is 300 North Crain Highway, Glen Burnie, Maryland 21061 and the name of the Resident Agent of the Corporation is Elias Houliaris who is a citizen of Maryland, actually resident therein and whose post office address is 100 John Street, Linthicum, Maryland 21090.

1988 NOV 1 9:29

RECEIVED FOR RECORD

89 MAR -1 AM 11:26

H. ERLE SCHAFER
CLERK

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

FIFTH: The number of Directors of the Corporation shall be three (3). The number of Directors, however, may from time to time by a majority vote of the shares of stock represented at any meeting called for that purpose be increased to not exceed ten (10) and the said stockholders by a majority vote of the shares of stock represented at such meeting shall fill the vacancy arising from such increase. The stockholders, by a majority vote may remove at any time, with or without cause, any one or more of the directors. The majority vote of all of the shares of stock represented at any regular or special meeting of the stockholders shall be required to elect or pass any measure.

Provided, however, that if there is no stock outstanding the number of directors may be 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 only one director and the same shall be Elias Houliaris.

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 by the majority vote of the shares of stock represented at such meeting shall fill the vacancies arising from such death or resignation.

SIXTH: The total amount of shares of stock of each class which the corporation has the authority to issue is one thousand (1,000) shares of stock without par value.

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

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CLERK'S NOTATION

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

b. No contract or other transaction between this corporation and any other corporation and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; 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 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

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CLERK'S NOTATION

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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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on this 10th day of November, 1988.

WITNESS:

Rene Sauers

(SEAL)

JOHN H. DENICK
Bass & Denick, P.A.
1400 Munsey Building
Baltimore, Maryland 21202
(301) 685-7400

3076 0554

0000 0014

BOOK 221 PAGE 15

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: Bass + Derrick
7 N. Calvert St
Baltimore, MD
21202

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: PCM

3076 0555

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

0000 0015

CLERK'S NOTATION

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

BOOK 221 PAGE 16

ARTICLES OF INCORPORATION
OF
PEARL RODRIGUEZ, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 AT 9:29 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	$

D2670016

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
BASS & DENICK
7 N. CALVERT STREET
BALTIMORE MD 21202

094C3021230

A 277904

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

3076 0550

0000 0016

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

BOOK 221 PAGE 17 APPROVED FOR RECORD

11-09-88 at 9:23 .m.

T.D. GEDDINGS, INC.

(A close corporation under and by virtue of the Annotated Code of the Public General Laws of Maryland, Corporations and Associations, Title 4- close corporations)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Thomas D. Geddings, Jr., whose Post Office address is 527 1/2 Sylview Drive, Pasadena, Maryland 21122, 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 T.D. GEDDINGS, INC.

THIRD: The corporation shall be a closed corporation authorized by the Annotated Code of Public General Laws of Maryland, Corporations and Associations, Title 4, closed corporations.

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

(a) For Welding and Fabrication.

(b) To acquire, by purchase, exchange, or otherwise all or any part of, or any interest in, the properties, assets, businesses, and goodwill of anyone or more persons, firms, associations, or corporations heretofore or hereafter engaged in any business for which a corporation may now or hereafter be organized under the laws of this state; to pay for the same in cash, property, or its own or other security; to hold, operate, reorganize, liquidate, sell, or in any manner dispose of the whole or any part thereof; and in connection therewith, to assume or guarantee performance of any liabilities, obligations or

RECEIVED FOR RECORD
89 MAR -1 AM 11:26
H. EALE SCHAFER
CLERK

1989 NOV -8 A 8:23

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

contracts of such persons, firms, associations, or corporations, and to conduct the whole or any part of any business thus acquired.

(c) To carry out anyone or more of the purposes and objects herein enumerated as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any persons, partnership, association or corporation.

(d) To carry on its operation and conduct business in any state, in the State of Maryland, in the District of Columbia, and in any territory, dependency, or possession of the United States, and in any foreign country.

(e) To enter into, make, perform, and carry out contracts of any sort and kind which may be necessary or convenient of this Corporation, or business of a similar nature, with any persons, corporation, private, public or municipal, body politic under the government of the United States or any state, territory, or possession thereof, or any foreign government so far as and to the extent that the same may be done and performed by corporations organized under the corporation law of this state.

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

(g) To such extent as a corporation organized under the corporation law of this state may now or hereafter lawfully do,

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

to do, either as principal or agent, and either alone or in connection with other corporations, or individuals, all and everything necessary, suitable, convenient, or proper, for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designated directly or indirectly to promote the interest of this corporation or to enhance the value of its property; and, in general, to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the corporation law of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore.

FIFTH: The Post Office address of the principal office of the corporation in Maryland is 527 1/2 Sylview Drive, Pasadena, Maryland. The name and Post Office address of the Resident Agent is Thomas D. Geddings, Jr., 527 1/2 Sylview Drive, Pasadena, Maryland. Said Resident Agent is a citizen of Maryland and actually resides therein.

SIXTH: The total of shares which the corporation has authority to issue is Five Thousand (5,000) shares without par value, all of one class.

3076 0722

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

SEVENTH: After completion of the organization meeting of the Director and the issuance of one or more shares of stock of the corporation, the corporation shall have no Board of Directors. Until such time, the corporation shall have one (1) Director whose name is Thomas D. Geddings, Jr.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 1st day of November 1988.

WITNESS:

Kristine E. Shover

Thomas D. Geddings Jr.
THOMAS D. GEDDINGS, JR.

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, TO WIT:

I HEREBY CERTIFY that on this 1st day of November 1988, before me, the Subscriber, a Notary Public of the State aforesaid, personally appeared Thomas D. Geddings, Jr., and he acknowledged the aforegoing Articles of Incorporation to be his act.

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

Kristine E. Shover
NOTARY PUBLIC

KRISTINE E. SHOVER NOTARY PUBLIC ANNE ARUNDEL CO. MD.

My Commission Expires: 7/1/90

3076 0723

BOOK 221 PAGE 21

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY [redacted] 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		1 Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
87		Limited Part. Good Standing
71		Financial
600		Personal Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		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: Waldman, Grossfeld And Appel
2525 Mountain Rd.
Pasadena, Md. 21122

NOTE:

TOTAL FEES 40

✓ Check ___ Cash

___ Documents on ___ checks

APPROVED BY JMT

3076 0724

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

0000 0021

CLERK'S NOTATION

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

BOOK 221 PAGE 22

ARTICLES OF INCORPORATION
OF
T.D. GEDDINGS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 9, 1988 AT 9:23 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	$

D2670297

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
WALDMAN, GROSSFELD & APPEL
2525 MOUNTAIN ROAD
PASADENA MD 21122

094C3021258

A 277926

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

3076 0719

0000 0022

CLERK'S NOTATION

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

CITY HOUSES, INC.
(a close corporation under Title 4
Corporations and Associations Article,
Annotated Code of Maryland

Articles of Incorporation

FIRST: The undersigned, Joe Barker, whose post office address is 392 Boxelder Court, Millersville, Maryland 21108 being at least twenty-one years of age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

CITY HOUSES, INC.

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

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

(a) To build, repair, recondition and otherwise work with real property with the ultimate purpose of renting or selling same.

(b) To purchase, lease, sell, mortgage, transfer or otherwise acquire or dispose of all land, buildings, warehouses or other structures and all other property, real, personal or mixed, necessary or desirable for the carrying on of the business conducted hereunder.

(c) To acquire by purchase, lease or otherwise,

RECEIVED FOR RECORD
89 MAR -1 AM 11:26
H. ERLE SCHAFER
CLERK

D'ALESANDRO, MILIMAN & YERMAN
ATTORNEYS AT LAW
5 LIGHT STREET 11TH FLOOR
BALTIMORE, MD 21202
SARATOGA 7-0114

83145240
1988 NOV -9 A 9:41

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-09-88 at 9:41 .m.

3076 0733

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

the property rights, business, goodwill, franchises and assets of any kind of any corporation, association or individual carrying on the aforesaid business, or any part thereof, and to pay for the assets so acquired in stocks, bonds or other securities of this Corporation, or otherwise, in the manner permitted by law.

(d) The above granted powers of the said Corporation are in furtherance and not in limitation of the general powers conferred by law upon corporations, and it shall exercise and enjoy all powers and privileges granted to or conferred upon corporations of this character by the General Laws of the State of Maryland now or hereafter in force.

FIFTH: The post office address of the principal office of the Corporation in this State is 392 Boxelder Court, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in this State is Joe Barker, 392 Boxelder Court, Millersville, Maryland 21108. Said Resident Agent is a resident of this State and actually resides therein.

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: After the completion of the organizational meeting of the director and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board

D'ALESANDRO, MILIMAN & YERMAN
ATTORNEYS AT LAW
5 LIGHT STREET, 11TH FLOOR
BALTIMORE, MD. 21202
SARATOGA 7-0114

3076 0734

0000 0024

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

of Directors. Until such time, the Corporation shall have one director, whose name is Joe Barker.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, on the 31 day of October, 1988.

WITNESS:

Robert I Yerman

Joe Barker (SEAL)
Joe Barker

STATE OF MARYLAND, CITY OF BALTIMORE, to wit:

I HEREBY CERTIFY that on this 31st day of October, 1988, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared Joe Barker, who made oath in due form of law, that the aforegoing Articles of Incorporation are his executed act.

AS WITNESS, my hand and Notarial Seal.

PATRICIA ANNE NISLEY NOTARY PUBLIC BALTIMORE CITY, MD.

Patricia Anne Nisley
Notary Public

My Commission expires July 1, 1990

D'ALESANDRO, MILIMAN & YERMAN
ATTORNEYS AT LAW
8 LIGHT STREET, 11TH FLOOR
BALTIMORE, MD 21202
SARATOGA 7-0114

BOOK 221 PAGE 26

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: D'Alesandro, Milman & Yerman
5 Light St. 11th Fl.
Balto., Md. 21202-1295

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JMT

3076 0736

0000 0026

CLERK'S NOTATION

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

BOOK 221 PAGE 27

ARTICLES OF INCORPORATION
OF
CITY HOUSES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 9, 1988 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:
$ 20.00	$ 20.00	$

D2670321

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
D'ALESANDRO, MILIMAN & YERMAN
5 LIGHT STREET, 11TH FLOOR
BALTIMORE MD 21202 1295

094C3021261

A 277929

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

3076 0732

0888 0827

CLERK'S NOTATION

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

BOOK 221 PAGE 28

TRADE INTERNATIONAL CORPORATION

A Maryland Close Corporation
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, Doyle Edward Murray, whose past office address is 861 Holly Drive South, 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 Trade International Corporation.

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

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

(1) To engage in the designing, consulting and engineering of motor vehicles for handicapped individuals;

(2) To procure buyers for these handicapped vehicles in any state, territory, district, and possession of the United States and in any foreign country; and to engage in any other lawful purpose and business; and

(3) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from [redacted]

89 MAR -1 AM 11:26
H. EARLE SCHAFER
CLERK

RECEIVED FOR RECORD
PROP. COMM.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-09-88 at 9:35

1988 NOV -9 A 9:35

83148227

1988 OCT 32 A 8:20

83148226

3076 0738

0000 0028

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

time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 861 Holly Drive South, Annapolis, MD 21401. The name and address of the Resident Agent of the Corporation in this State is Doyle Edward Murray, 861 Holly Drive South, Annapolis, MD 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 Hundred (500) 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 Doyle Edward Murray.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 25 day of Oct, 1988, and I acknowledge the same to be my act.

Doyle Edward Murray
DOYLE EDWARD MURRAY

BOOK 221 PAGE 30

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
Trade International
861 Holly Dr. South
Annapolis, Md. 21401

NOTE:

TOTAL FEES 40

✓ Check _____ Cash

1 Documents on 2 checks (20.00 ea.)

APPROVED BY: L.M.T.

3076 0740

0000 0030

CLERK'S NOTATION

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

BOOK 221 PAGE 31

ARTICLES OF INCORPORATION
OF
TRADE INTERNATIONAL CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 9, 1988 AT 9:35 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	$

D2670339

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
TRADE INTERNATIONAL
861 HOLLY DRIVE SOUTH
ANNAPOLIS MD 21401

094C3021262

A 277930

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

3076 0737

0888 0031

CLERK'S NOTATION

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

BOOK 221 PAGE 32

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD 11/10/88 at 8:22 .m.

ARTICLES OF INCORPORATION

OF

EASTPORT SPRING ~~FLING,~~ INC.

FIRST: Tracey Voorhees, 419 Fourth Street, Annapolis, MD 21403, Clarence Goldberg, 13 Horn Point Court, Annapolis, MD 21403, and Philip M. Evans, 413 Fourth Street, Annapolis, MD 21403, each being over eighteen 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 called the "Corporation"), is EASTPORT SPRING FLING, INC.

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

(a) To raise funds and to distribute the same for charitable and educational purposes, civic improvements, and generally for the betterment of the Eastport, Annapolis, Maryland community.

(b) To foster and sustain interest in the history and future of the Eastport community.

(c) To further the enjoyment of the members of the Eastport community.

(d) To sponsor events involving members of the Eastport community to achieve the purposes of the organization.

FOURTH: The post office address of the principal office of the Corporation in this State is 419 Fourth Street, Annapolis, MD 21403. The name and post office address of the Resident Agent of the Corporation in this State is Tracey Voorhees, 419 Fourth Street, Annapolis, MD 21403. Said Resident Agent is an individual actually residing in this State.

1988 NOV 10 A 8:22

83158060

RECEIVED FOR RECORD
LAND RECORDS

89 MAR -1 AM 11:26

H. ERLE SCHAFER
CLERK

3076

0000 0032

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

EASTPORT SPRING FLING, INC.

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

SIXTH: The number of directors of the Corporation shall be six (6), which number may be increased, decreased, or divided into classes pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified, are Tracey Voorhees, Clarence Goldberg, and Philip M. Evans.

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 not be inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or of the United States.

EIGHTH: No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof.

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.

3076 1077
1075
0000 0033

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

EASTPORT SPRING FLING, INC.

(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.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 23rd day of October, 1988, and we acknowledge the same to be our act.

Witness — Tracey Voorhees, Incorporator

Witness — Clarence Goldberg, Incorporator

Witness — Philip M. Evans, Incorporator

3076 1078

0000 0034

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

EASTPORT SPRING FLING, INC.

COUNTY OF ~~ANNE ARUNDEL~~ Arlington :
: SS
STATE OF ~~MARYLAND~~ Virginia :

On this 23rd day of October, 1988 before me, a Notary Public, personally appeared Tracey Voorhees, Clarence Goldberg, and Philip M. Evans, known or identified to me to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same for the purposes therein contained.

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

Jana Olsen
Notary Public

My commission expires ~~July 1, 1990.~~ 1-20-91

3076 1079

0000 0035

BOOK 221 PAGE 36

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

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

DOCUMENT CODE 02 D BUSINESS CODE 04 COUNTY 52

_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Tracey Voorhees
419 Fourth St.
Annapolis, Md
21403

NOTE:

TOTAL FEES 40

____ Check ____ Cash

____ Documents on ____ checks

APPROVED BY: PCM

3076 1080

0000 0036

CLERK'S NOTATION

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

BOOK 221 PAGE 37

ARTICLES OF INCORPORATION
OF
EASTPORT SPRING FLING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 10, 1988 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:
$ 20.00	$ 20.00	$

D2670727

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
TRACEY VOORHEES
419 FOURTH ST.
ANNAPOLIS MD 21403

095C3021319

A 277975

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

3076 1075

0888 0837

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11/10/88 at 8:59 A.m.

ARTICLES OF INCORPORATION

OF

CONSTRUCTION TECHNOLOGY, INC.

(A Close Corporation Under Title 4
Corporations and Associations)

FIRST: The undersigned, Richard W. Moore, whose post office address is 300 N. Charles Street, Fifth Floor, Baltimore, Maryland 21201, 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 (hereinafter referred to as "Corporation") is:

CONSTRUCTION TECHNOLOGY, INC.

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

FOURTH: The purposes for the forming of the Corporation are as follows:

(a) To engage in business of performing mechanical and general contracting for profit.

(b) To purchase, sell at wholesale or retail, or consume in the operation of its business, all products and equipment and allied lines and supplies necessary in connection with its operation.

(c) To do all such acts and things and to exercise all and any powers to the same extent as a natural person might or could lawfully do.

(d) It is the intention that the foregoing clauses be broadly construed both as to purposes and powers and, generally, that the Corporation shall be authorized to exercise and enjoy all other powers and rights granted or conferred upon corporations of this character by the laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive or as a waiver of any of the powers, rights or privileges granted or conferred by the laws of the State of Maryland now or hereafter in force.

MOORE, LIPOWITZ
& THOMAS
ATTORNEYS AT LAW
300 NORTH CHARLES ST
5TH FLOOR
BALTIMORE, MARYLAND
21201-3305

1988 NOV 10 A 8:59

RECEIVED FOR RECORD
TRUST COURT
89 MAR -1 AM 11:26
H. ERLE SCHAFER
CLERK

83158155
3070 1134

0000 0038

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

FIFTH: The post office address of the principal place of business of the Corporation in Maryland is 250 Glenda Court, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in this State is Richard W. Moore, 300 N. Charles Street, Fifth Floor, Baltimore, Maryland 21201. Said Resident Agent is a citizen of Maryland and actually resides herein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is 5000 shares without par value, all of one class.

SEVENTH: After the completion of the organization meeting of the Directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one Director whose name is John W. Mavis.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I hereby acknowledge these Articles of Incorporation to be my act this 9th day of November, 1988.

Richard W. Moore
Incorporator

MOORE, LIBOWITZ
& THOMAS
ATTORNEYS AT LAW
300 NORTH CHARLES ST
5TH FLOOR
BALTIMORE, MARYLAND
21201-4305

3076 1135

BOOK 221 PAGE 40

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Richard W. Moore Esq. 300 N. Charles St. 5th fl. Balto. Md 21201-4300

NOTE:

TOTAL FEES 40.00

_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: DM

3076 1136

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

0000 0040

CLERK'S NOTATION

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

BOOK 221 PAGE 41

ARTICLES OF INCORPORATION
OF
CONSTRUCTION TECHNOLOGY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 10, 1988 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	$

D2670800

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
RICHARD W. MOORE
300 N. CHARLES ST. FIFTH FLOOR
BALTIMORE MD 21201

095C3021327

A 277983

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

3076 1133

0000 0041

CLERK'S NOTATION

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BOOK 221 PAGE 42

ARTICLES OF INCORPORATION

OF

EN-TICE-MENT CONSTRUCTION CO., INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11/10/88 at 8:59 AM

THIS IS TO CERTIFY:

FIRST: I, DENNIS J. TICE, whose post office address is 227 Polling House 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.

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

EN-TICE-MENT CONSTRUCTION CO., INC.

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

(A) To do all business relating to engineering, construction management, inspection services, contracting and sub-contracting for all construction and building trades and related activities including the construction of buildings, homes, utilities, roadways and any other public or private construction, to do said construction activities or services, in whole or in part, as either a general contractor or as a subcontractor.

(B) To purchase, own, hold, lease, convey, mortgage, pledge, transfer or otherwise acquire or dispose of land, tenements, hereditaments, buildings, structures and all other

RECEIVED FOR RECORD
89 MAR -1 AM 11:27
H. ERLE SCHAFER
CLERK

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\ENTCEMNT.ART

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CLERK'S NOTATION

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property, real or personal of every character and description or any interest therein.

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

The aforegoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 227 Polling House Road, Harwood, Maryland 20776. The name and post office address of the Resident Agent of the Corporation in this State are Dennis J. Tice, 227 Polling House Road, Harwood, Maryland 20776. 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 (1000) shares of common stock, without par value.

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

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

DENNIS J. TICE

JULIAN B. STEVENS, JR.

CAROL KATZ

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

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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 Corporation shall have any pre-emptive right to purchase, 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

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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, 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, the undersigned has executed these Articles of Incorporation this 4 day of Nov, 1988, and acknowledged the same to be his act, and that to the best of his 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.

Dennis J. Tice
DENNIS J. TICE

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\CORP
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3076 1141

BOOK 221 PAGE 47

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

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
___		Other _____

TOTAL FEES 40.00

_____Check _____Cash

_____ Documents on _____ checks

APPROVED BY: DMC

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: Julian B Stevens Jr Esq
2 Willow St
Annapolis, MD 21401

NOTE:

3076 1142

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

0000 0047

CLERK'S NOTATION

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BOOK 221 PAGE 48

ARTICLES OF INCORPORATION
OF
EN-TICE-MENT CONSTRUCTION CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 10, 1988 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	$

D2670818

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
JULIAN B. STEVENS, JR., ESQ.
7 WILLOW ST.
ANNAPOLIS MD 21401

095C3021328

A 277984

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

3076 1137

0000 0048

CLERK'S NOTATION
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BOOK 221 PAGE 49

ARTICLES OF INCORPORATION

OF

INTERNATIONAL AERONAUTICAL, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11/10/88 at 8:43 A

THIS IS TO CERTIFY:

FIRST: I, JULIAN B. STEVENS, JR., whose post office address is 7 Willow 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:

INTERNATIONAL AERONAUTICAL, INC.

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

(1) To carry on and conduct a maintenance, inspecting, evaluation, testing and other processing of airframe programs consisting of program management, aircraft repair, instructional support including preparation of software, management of aircraft spares, and testing and evaluating newly developed equipment.

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

RECEIVED FOR RECORD
89 MAR -1 AM 11:27
H. ERLE SCHAFER
CLERK

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

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

The aforegoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 7 Willow Street, Suite 111, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State are Julian B. Stevens, Jr., 7 Willow Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

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

CLERK'S NOTATION
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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:

GUY L. BLOCKER
JULIAN B. STEVENS, JR.
CAROL KATZ

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

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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 Corporation shall have any pre-emptive right to purchase, 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

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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, 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, the undersigned has executed these Articles of Incorporation this 5th day of Nov, 1988, and acknowledged the same to be his act, and that to the best of his 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.

JULIAN B. STEVENS, JR.

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BOOK 221 PAGE 54

STATE OF MARYLAND
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	70	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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	400	

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: Julian B. Stevens Jr. Esq. G. Wallace St. Annapolis, Md. 21401

NOTE:

___ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: DMC

3076 1156

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

0000 0054

CLERK'S NOTATION

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

BOOK 221 PAGE 55

ARTICLES OF INCORPORATION
OF
INTERNATIONAL AERONAUTICAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 10, 1988 AT 8:43 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	$

D2670834

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
JULIAN B. STEVENS, JR.
7 WILLOW ST. STE. 111
ANNAPOLIS MD 21401

095C3021330

A 277986

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

3076 1150

0880 0055

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

BOOK 221 PAGE 56

ARTICLES OF INCORPORATION

OF

J & S CUSTOM PAINTING CO.

(A MARYLAND CLOSE CORPORATION)

THIS IS TO CERTIFY:

FIRST: That I, SAMUEL J. WHITE, whose post office address is 2919 Crystal Palace Lane, Pasadena, Maryland 21122, being at least twenty-one years of age, do under and by virtue of the General Laws of Maryland authorizing the formation of corporations intend to form a Maryland Close Corporation in accordance with and as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, by the execution and filing of these articles.

SECOND: That the name of the Corporation which is hereinafter called the "Corporation" is: J & S CUSTOM PAINTING CO.

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

(a) To conduct the business of painting, which business shall include the provision of paints and all manner of painting supplies and accessories to residential and commercial properties; and such other business as is usual, proper and necessary in such enterprise.

(b) To purchase, take, own, hold, deal in, mortgage or otherwise lien, and to lease, sell, exchange, convey, transfer or in any and every class and description, or any interest therein, within or without the State of Maryland.

LAW OFFICES
CHARLES J. BALINT
8312 LIBERTY ROAD
BALTIMORE, MD 21207

RECEIVED FOR RECORD
PROPERTY
89 MAR -1 AM 11:27
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11-14-88 at 9:22 .m.

1988 NOV 14 A 9:22

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CLERK'S NOTATION

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(c) To manufacture, purchase or otherwise acquire and to hold, own, mortgage or otherwise lien, pledge, lease, sell, exchange, transfer, handle or in any manner dispose, and to invest, deal and trade in and with goods, wares, merchandise, and personal property of any and every class and description.

(d) To acquire the good will, rights and property of any kind, 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 the property so purchased; to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(e) To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, exchange, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of indebtedness created by other corporations and while the holder or owner of any of the above to exercise all the rights and privileges of ownership, including the right to vote any stock to the same extent as a natural person might or could do.

(f) 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 any manner to deal with patents, inventions, improvements, processes, formulas, trademarks, trade names, rights, and licenses secured under letters, patent, copyrights or otherwise.

LAW OFFICES
CHARLES J. BALINT
8312 LIBERTY ROAD
BALTIMORE, MD 21207

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CLERK'S NOTATION
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(g) To enter into, make and perform contracts of every kind for any lawful purpose, without limit as to amount, with any person, firm, association, corporation, town, city, county state, territory or government.

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

(i) To purchase, hold, sell, transfer, pledge or otherwise dispose of its capital stock.

(j) To issue, bonds, debentures or obligations and to secure the same by mortgage, pledge, deed of trust or otherwise.

(k) To have one or more offices and to conduct any or all of its operations and business, so far as permitted by law, in the State of Maryland, and in other states of the United States and in the territories and the District of Columbia and in any and all dependencies, colonies or possessions of the United States or any other country of the World or Universe.

(l) In furtherance and not in limitations of the general powers conferred by the laws of the State of Maryland and of the purposes hereinafter stated, it is hereby expressly provided that the Corporation shall have the power to do any and all things set forth as its objects, to the same extent and as fully as a natural person might or could do, as principal, agent, contractor or otherwise, and alone or jointly with any other corporation, association, firm or person, and to do all and every thing necessary and incidental for the accomplishment of the purposes or the attainment of any one or more of the objects herein enumerated or incidental for the protection and benefit of the Corporation. Furthermore, the objects and purposes specified in each of the clauses of this Article shall be regarded as independent

LAW OFFICES
CHARLES J. BALINT
8312 LIBERTY ROAD
BALTIMORE, MD 21207

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0000 0058

CLERK'S NOTATION

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objects and purposes, and that said clauses shall be construed as both purposes and powers.

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

FOURTH: The post office of the place at which the principal office of the Corporation in this State will be located is 2919 Crystal Palace Lane, Pasadena, Maryland 21122. The resident agent of the Corporation is SAMUEL J. WHITE, whose post office address is 2919 Crystal Palace Lane, Pasadena, Maryland 21122. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

SIXTH: The Board of Directors may authorize the issuance from time to time of shares of its stocks with or without par value of any class for such consideration as said Board of Directors may deem available. The

LAW OFFICES
CHARLES J. BALINT
8312 LIBERTY ROAD
BALTIMORE, MD 21207

3076 1375

CLERK'S NOTATION
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Board of Directors shall, by resolution, state its opinion of the actual value of any consideration other than money for which it authorized shares of stock without par value to be issued.

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 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 Director or a majority therof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, to the extent allowed by sec. 2-419 of the Corporations and Associations Article of the Annotated Code of Maryland.

EIGHTH: The Corporation shall have two directors and the following named person shall act as such until the first annual meeting or until his successor(s) are duly chosen and have qualified: SAMUEL J. WHITE and JOHN BYRNE.

The Corporation may determine by its By-Laws the classification and number of its directors, which may from time to time be fixed at a number

LAW OFFICES
CHARLES J. BALINT
8312 LIBERTY ROAD
BALTIMORE, MD 21207

3076 1376

0080 0060

CLERK'S NOTATION

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greater than one but not more than five (5). The directors shall be elected at the annual meeting of the stockholders, to be held at the general office of this Corporation in Pasadena, Maryland, on the first Monday in January, each year.

NINTH: At all meetings of the stockholders, cumulative voting shall be allowed, and each stockholder may vote by written proxy.

TENTH: The annual meeting of the Board of Directors shall be held immediately following the annual meeting of the stockholders, and at the same place. Executive officers of this Corporation shall be a president, vice president and treasurer/secretary. Such executive officers shall be elected by the Board of Directors at each annual meeting held as aforesaid. The Board of Directors shall have power to fill any vacancy in the Board of Directors or in any other office.

ELEVENTH: The Corporation reserves the right at any time or times hereafter to amend this Charter, and each and every Article hereof, in such manner as it may deem proper and advisable.

TWELFTH: Directors and all other officers of this Corporation shall serve without compensation, unless expressly otherwise provided by the unanimous vote of the Board of Directors.

THIRTEENTH: There shall be three (3) officers of the Corporation namely; President, Vice-President and Treasurer/Secretary. A person may hold more than one office.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 7 day of November, 1988.

WITNESS:

Stephen Sifer

Samuel J. White (SEAL)
SAMUEL J. WHITE

LAW OFFICES
CHARLES J. BALINT
8312 LIBERTY ROAD
BALTIMORE, MD 21207

3076 1377

BOOK 221 PAGE 62

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

CLERK'S NOTATION
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DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY JI

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	22	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial _____ Personal
600		Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
___		Other _____
TOTAL FEES	42	

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

____ Resignation of Resident Agent

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Charles F. Balint
8312 Liberty Rd
Eldo, Md. 21207

NOTE:
922-0900
Steve Dickson

✓ Check _____ Cash

2 Documents on 1 checks (84.00)

APPROVED BY: JRT

3076 1378

0000 0062

CLERK'S NOTATION

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

BOOK 221 PAGE 63

ARTICLES OF INCORPORATION
OF
J & S CUSTOM PAINTING CO.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 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	$ 22.00	$

D2671139

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 J. BALINT
8312 LIBERTY RD.
BALTIMORE MD 21207

095C3021360

A 278007

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

3076 1371

0888 0063

CLERK'S NOTATION

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

BOOK 221 PAGE 64

11-14-88 9:26a

OAKLAND HILLS CONDOMINIUM, INC.

ARTICLES OF DISSOLUTION

FIRST: The name of the Corporation is OAKLAND HILLS CONDOMINIUM, INC.

SECOND: The address of the principal office of the Corporation is 1631 Pleasant Plains Road, 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 are WILLIAM E. DIXON, 1631 Pleasant Plains Road, Annapolis, Md., 21401.

FOURTH: The name and address of each of the Directors is as follows:

Name	Address
Thomis I. Baldwin	647 Lakeland Road, Severna Park, Md. 21146
William E. Dixon	1631 Pleasant Plains Road Annapolis, Md. 21401
Bobby L. Redmon	1631 Pleasant Plains Road Annapolis, Md. 21401

FIFTH: The name, title and post office address of each of the Officers is as follows:

Name	Title	Address
Thomas I. Baldwin	President	647 Lakeland Road Severna Park, Md. 21146
William E. Dixon	V. President	1631 Pleasant Plains Road Annapolis, Md. 21401
Bobby L. Redmon	Secretary & Treasurer	1631 Pleasant Plains Road Annapolis, Md. 21401

SIXTH: The dissolution of the Corporation was approved in the manner and by the vote required by law and by the Charter of the Corporation. The dissolution of the Corporation was duly authorized by the Board of Directors and Stockholders of the Corporation.

SEVENTH: The Corporation has no known creditors.

EIGHTH: The Corporation is dissolved as of September 30, 1988.

83198551

RECEIVED FOR RECORD
ANNE ARUNDEL CO.
89 MAR -1 AM 11:28
H. ERLE SCHAFER
CLERK

1988 NOV 14 A 9:26

3076 1729

CLERK'S NOTATION
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NINTH: The dissolution is pursuant to an order of the Circuit Court of Anne Arundel County, Maryland.

The undersigned Vice President and Secretary certify under the penalties of perjury that to the best of their knowledge, information and belief, the matters and facts set forth in these Articles of Dissolution with respect to approval thereof are true in all material respects.

ATTEST:

Bobby L. Redmon, Secretary of Corporation

William E. Dixon, Vice President of Corporation

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0000 0065

CLERK'S NOTATION
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BOOK 221 PAGE 66

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

OAKLAND HILLS CONDOMINIUM, INC.

have been paid.

WITNESS my hand and official seal this

1ST day of NOVEMBER A.D. 1988.

Marlene J. Lord
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

3076 173 PS-409

0000 0066

BOOK 221 PAGE 67

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

DOCUMENT CODE 19 BUSINESS CODE 03 COUNTY 52

D0518423 ___ 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 Req.
51		Foreign Name Registration
13		___ Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		Personal Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	50	

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: Rudolph Tighe Jr
607 Sussex Rd
Towson Md 21204

NOTE:

✓ Check _____ Cash

___ Documents on ___ checks

APPROVED BY: ps

3076 1732

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

0000 0067

CLERK'S NOTATION

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

BOOK 221 PAGE 68

THE ARTICLES OF DISSOLUTION
OF
OAKLAND HILLS CONDOMINIUM, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 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

D0518423

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
RUDOLPH TIGHE, JR.
607 SUSSEX ROAD
TOWSON MD 21204

095C3021421

A 278049

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

3076 1726

0000 0068

CLERK'S NOTATION

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD BOOK 221 PAGE 69

11-14-88 at 9:03 .m.

BAYSIDE ELECTRICAL SERVICE, INC.
A Maryland Close Corporation Organized Pursuant to Title Four of the Corporations and Associations Article of the Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: The undersigned KEN MISAL, whose post office address is 1243 Delaware Avenue, Churchton, MD 20733, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the Corporation) is: BAYSIDE ELECTRICAL SERVICE, INC.

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

FORTH: The Corporation is primarily engaged in the business of electrical contracting. The purposes for which the Corporation is formed are as follows: To carry on any lawful business and to have and 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, 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.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 1243 Delaware Avenue, Churchton, MD 20733. The name and post office address of the Resident Agent of the Corporation in this State is KEN MISAL 1243 Delaware Avenue, Churchton, MD 20733. 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, all of one class.

SEVENTH: The number of directors 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 required by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time. The

89 MAR -1 AM 11:28

H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
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name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is;

JANICE MISAL
1243 Delaware Avenue
Churchton, Md 20733

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 28 th day of October, 1988, and I acknowledge the same to be my act.

WITNESS:
Janice R. Misal
.....

Kenneth Misal
.....
Ken Misal,
Incorporator

State of Maryland
County of Anne Arundel

I HEREBY CERTIFY that on this 28 th day of October, 1988, before me the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared Ken Misal, sole Incorporator, and acknowledged the foregoing Articles of Incorporation to be his act.

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

My Commission Expires:
July 1, 1990

Harry T. Alexander III
.....
Notary Public

3076 2573

BOOK 221 PAGE 71

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

CLERK'S NOTATION
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DOCUMENT CODE 02 6 BUSINESS CODE 03 COUNTY 52

___ P.A ___ Religious ✓ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	8	1 Certified Copy 2
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corporation Registration
87		____ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	48	

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: Harry T. Aycock, III
7906-D Vintage Circle
Glen Burnie, Md. 21061

NOTE:

✓ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: JMT.

3076 2574

0000 0071

CLERK'S NOTATION

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

BOOK 221 PAGE 72

ARTICLES OF INCORPORATION
OF
BAYSIDE ELECTRICAL SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 AT 9:03 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:
$

D2671659

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
HARRY T. AYCOCK, III
7906-D VINTAGE CIRCLE
GLEN BURNIE MD 21061

096C3021422

A 278065

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

3076 2571

0000 0072

CLERK'S NOTATION

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

BOOK 221 PAGE 73

ARTICLES OF INCORPORATION

OF

E and H Square, Inc.

FIRST: I, Robert W. Warfield, whose post office address is 4 Evergreen Road, Severna Park, Maryland 21146, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the general laws of the State of Maryland.

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

E and H Square, Inc.

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

(1) To engage in the business of owning and operating a retail liquor store and to perform in connection therewith any and all related services and to engage in any and all activities incident thereto.

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

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

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
1-9-88 at 8:48 .m

RECEIVED FOR RECORD
89 MAR -1 AM 11:28
M. ERLE SCHAFER
CLERK

83198057

83198058

0000 0073

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

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CLERK'S NOTATION

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(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 reissue the shares of its capital stock in such manner as the Board of Directors may from time to time determine.

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

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

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CLERK'S NOTATION

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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 106 Wilton Lane, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is Elmore Evans, 106 Wilton Lane, 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) shares of capital stock without par value.

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

(1) If there is no stock outstanding, the number of directors may be less than three (3) but not less than one (1); and

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

The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Elmore Evans, Harry Hargadon, and

3076 2650

0000 0076

CLERK'S NOTATION

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

Robert W. Warfield.

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

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

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

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

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

3078 2651

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CLERK'S NOTATION

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

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 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.

3076 2652

0000 0078

CLERK'S NOTATION

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

BOOK 221 PAGE 79

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this ___ 1st day of November, 1988, and I acknowledge the same to be my act.

WITNESS:

Lori L Hock

Robert W. Warfield (SEAL)
Robert W. Warfield

k:7367.aoi

3076 2653

0000 0079

BOOK 221 PAGE 80

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 53

#_____ ___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	13	1 certified Copy 7
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
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23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
87		Limited Part. Good Standing
71		Financial
600		Personal Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other
		Other
TOTAL FEES	53	

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 172

ATTENTION: Robert W. Warfield

MAIL TO ADDRESS: _____

NOTE:

✓ Check _____ Cash

1 Documents on 2 checks (40.00+13.00)

APPROVED BY: J.M.T.

3076 2654

0000 0088

CLERK'S NOTATION

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

BOOK 221 PAGE 81

ARTICLES OF INCORPORATION
OF
E AND H SQUARE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 2, 1988 AT 8:48 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2671782

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 &
MEREDITH/ATTN: ROBERT W. WARFIELD
4 EVERGREEN ROAD
SEVERNA PARK MD 21146 3897

096C3021435

A 278078

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3076 2646

0000 0081

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

BOOK 221 PAGE 82

B & M TRANSPORTATION SERVICES, 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: We, WILLIAM RATCLIFFE, whose post office address is 217 Royal Arms Way, Glen Burnie, Maryland 21061, and MARC JEFFREY MORRIS, whose post office address is 160-C Green Meadow Way, Largo, Maryland 20772, 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 B & M Transportation Services, Inc.

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

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

(1) To conduct, engage in, and carry on the business for the transportation of freight, express, baggage, goods, wares, merchandise, and other property of every kind, nature, class or description by any means of transportation now or hereafter in use, including but not limited to airlines, railroads, railways, truck lines, bus lines, pipelines and shipping lines; to carry on its operations and to conduct business in any state, in the District of Columbia, and in any territory, dependency or possession of the United States and in any foreign country; to buy, rent and lease real estate, motor vehicles, aircraft and other means of transportation essential to the operation of its business; and to engage in any other lawful purpose and/or business.

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

(3) To do any act or thing and exercise any powers suitable, convenient or proper for the accomplishment of any of

1988 NOV 15 A 9:54

8320834

RECEIVED FOR RECORD
CIRCUIT COURT, MD.
89 MAR -1 AM 11:28
H. ERLE SCHAFER
CLERK

RM

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11/15/88 at 9:54 a.m.

3077 0182

0000 0082

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

the purposes herein enumerated or incidental to the powers specified or which at any time may appear conducive to or expedient for the accomplishment of any such purposes.

(4) To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Maryland upon corporations. The aforegoing enumeration of the powers and purposes of the Corporation is made in furtherance of 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 mentioned, to limit or restrict any of the powers of the Corporation. The purposes specified in each of the paragraphs of 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 of this or any other article or paragraph 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, exercise any power, or to do any act which a corporation formed under the Laws of the State of Maryland may not at anytime carry on or do.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 899-D Airport Park Road, Glen Burnie, Md. 21061. The name and post office address of the Resident Agent of the Corporation in this State is William Ratcliffe, 217 Royal Arms Way, Glen Burnie, Md. 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 without par value, all of one class.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be two directors whose names are William Ratcliffe and Marc Jeffrey Morris.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 14th day of November, 1988.

WITNESS:

William Ratcliffe
WILLIAM RATCLIFFE

Jerome Wasserman
JEROME WASSERMAN

Marc Jeffrey Morris
MARC JEFFREY MORRIS

3077 0183

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

STATE OF MARYLAND, CITY OF BALTIMORE, to wit:

I HEREBY CERTIFY that on this 14TH day of November, 1988, before me, the subscriber, a Notary Public in and for the City and State aforesaid, personally appeared William Ratcliffe and Marc Jeffrey Morris, who acknowledged the aforegoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

BARRY NORWITZ NOTARY PUBLIC BALTIMORE CITY, MD.

Barry Norwitz
NOTARY PUBLIC

Commission Expires
7/1/90

3077 0184

0000 0084

BOOK 221 PAGE 85

STATE OF MARYLAND
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	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Jerome Nasserman
201 E. Balt. St #1440
Balt. Md 21202

NOTE:

TOTAL FEES 40 Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: A

3077 0185

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

0000 0085

CLERK'S NOTATION

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

BOOK 221 PAGE 86

ARTICLES OF INCORPORATION
OF
B & M TRANSPORTATION SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 AT 9:54 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2672301

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 WASSERMAN
201 E. BALTIMORE ST. #1440
BALTIMORE MD 21202

096C3021487

A 278117

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

3077 0181

0000 0086

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

BOOK 221 PAGE 87

JENRHO ENTERPRISES, INC.
Articles of Dissolution

FIRST: The name of the corporation is:

Jenrho Enterprises, Inc.

SECOND: The address of the principal office of the corporation is:

1342 Tydings Road
Annapolis, Maryland 21401

THIRD: The name and address of a resident agency of the corporation who shall serve for one year after dissolution and until the affairs of the corporation are wound up are:

Robert L. Jennings
1342 Tydings Road
Annapolis, Maryland 21401

FOURTH: The name and address of each of the directors is as follows:

Robert L. Jennings
1342 Tydings Road
Annapolis, Maryland 21401

E. L. Brewer
Route 1, Box 367
Round Hill, Virginia 22141

Klaus Peckhaus
15309 Peach Orchard Road
Silver Spring, Maryland 20904

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-03-88 at 9:38 .m.

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

83148164

Robert L. Jennings, President
1342 Tydings Road
Annapolis, Maryland 21401

E. L. Brewer, Vice-President
Route #1, Box 367
Round Hill, Virginia 22141

Klaus Peckhaus, Secretary/Treasurer
15309 Peach Orchard Road
Silver Spring, Maryland 20904

[redacted]

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-03-88 at 9:38 .m.

3077 0279

0000 0087

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

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

SEVENTH: The corporation has no known creditors.

EIGHTH: The corporation is dissolved.

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

ATTEST:

Secretary/Treasurer of Corporation

President of Corporation

3077 0280

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

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

Anne Arundel County

MS-1103; BOX 1631
ANNAPOLIS, MARYLAND 21404

TELEPHONE: (301) 224-1144
FROM BALTIMORE: 841-6750
FROM WASHINGTON: 261-6250
TAX BILLING: EXT. 1144
WATER & SEWER BILLING: EXT. 1130
SALES TAX DIVISION: EXT. 1144

DATE 9/26/88
ACCT# 9106D1882067

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of Jenrho Enterprises Inc are paid thru 1988/1989. 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 Admi

3077 0281

CLERK'S NOTATION

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

BOOK 221 PAGE 90

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

JENRHO ENTERPRISES, INC.

have been paid.

WITNESS my hand and official seal this

2ND day of NOVEMBER A.D. 19 88

Marlene J. Redd
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

3077 0282 PS-409

0000 0090

BOOK 221 PAGE 91

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

DOCUMENT CODE 19 BUSINESS CODE 03 COUNTY 52

D1882067 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	50	

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: Robert L. Jennings
1342 Tydings Rd.
Annapolis, Md. 21401

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: LMT.

3077 0283

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

0008 0091

CLERK'S NOTATION

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

BOOK 221 PAGE 92

THE ARTICLES OF DISSOLUTION
OF
JENRHO ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 3, 1988 AT 9:38 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	$ 30.00

D1882067

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 L. JENNINGS
1342 TYDINGS ROAD
ANNAPOLIS MD 21401

096C3021503

A 278132

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3077 0278

0088 0092

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

1988 NOV 14 A 10:11

ARTICLES OF AMENDMENT

FOR

BAUMGARDNER MASONRY, INC.

BAUMGARDNER MASONRY, INC., a corporation of the State of Maryland, whose registered office is located at 1509 Bishop Road, Edgewater, Maryland, certifies that at a duly authorized meeting of the stockholders and board of directors, called for the purpose of amending the articles of incorporation, it was resolved by the vote of the holders of majority shares entitled to vote that the Articles of Incorporation be amended to read as follows:

"That the present name of corporation, Baumgardner Masonry, Inc., be changed to Baumgardner Construction, Inc." I Sharon K. Baumgardner, Secretary hereby acknowledge on behalf of BAUMGARDNER MASONRY, INC. that the foregoing Articles of Amendment are the corporate act of said corporation and further certify under 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.

Signed on October 24, 1988

Baumgardner Construction, Inc.

By _____ President

By Sharon K. Baumgardner Secretary

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-14-88 at 10:11 .m.

RM

RECEIVED FOR RECORD
89 MAR -1 AM 11:29
H. ERLE SCHAFER
CLERK

83208052 3077 0337

BOOK 221 PAGE 94

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

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

DOCUMENT CODE 09A BUSINESS CODE 03 COUNTY 52

D1048305 ___ 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 Req.
51		Foreign Name Registration
13		___ Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	20	

Name Change
(New Name) Baumgardner Construction Inc.

✓ 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: Baumgardner Construction, Inc.
1509 Bishop Road
Edgewater, Md. 21037

NOTE:

✓ Check _____ Cash

___ Documents on ___ checks

APPROVED BY: J.M.T.

3077 0338

0000 0094

CLERK'S NOTATION

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

BOOK 221 PAGE 95

ARTICLES OF AMENDMENT
OF
BAUMGARDNER MASONRY, INC.
CHANGING ITS NAME TO:
BAUMGARDNER CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 AT 10:11 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D1048305

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
BAUMGARDNER CONSTRUCTION, INC.
1509 BISHOP ROAD
EDGEWATER MD 21037

096C3021514

A 278143

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND 1804

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3077 0336

0888 0895

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

BOOK 221 PAGE 96

ANNE ARUNDEL COUNTY FISH & GAME
CONSERVATION ASSOCIATION, INCORPORATED
PO Box 150
Arnold, MD 21012-0150
November 10, 1988

The Board of Directors of Anne Arundel County Fish & Game Conservation Association, Incorporated, a corporation organized in Maryland on February 21, 1950 duly approved a resolution as follows:

RESOLVED: That the Principal Office of the Corporation is changed to 91 Aquahart Road, Glen Burnie, MD 21061.

RESOLVED: The Corporation accepts the resignation of John G. Lipman as Resident Agent.

RESOLVED: That T. Joseph Touhey, Jr., 91 Aquahart Road, Glen Burnie, MD 21061 is appointed as Resident Agent for the Corporation.

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

John D. Warfield, Secretary

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
11-14-88 at 8:53 A.m.

83198693

RECEIVED FOR RECORD
AND RECORDED
89 MAR -1 AM 11:29
H. ERLE SCHAFER
CLERK

RM

3077 0423

0000 0096

BOOK 221 PAGE 97

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D0047035 ___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 Req.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
RA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
30		Change of P.O., R.A. or R.A.A.
___		Other _____
___		Other _____
TOTAL FEES	$10.00	

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: Anne Arundel Fish & Game Conservation Association Incorporated P.O. Box 150 Arnold, Md. 21012-1988

NOTE:

1 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: GMC

3077 0424

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

0000 0097

CLERK'S NOTATION

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

BOOK 221 PAGE 98

CHANGE OF RESIDENT AGENT & ADDRESS AND PRINCIPAL OFFICE
OF
THE ANNE ARUNDEL COUNTY FISH AND GAME
CONSERVATION ASSOCIATION,
INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 AT 8:53 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$	$ 10.00	$

D0047C35

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
ANNE ARUNDEL FISH & GAME
CONSERVATION ASSOCIATION, INC.
P.O. BOX 150
ARNOLD MD 21012 1998

D96C3021538

A 278153

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

3077 0422

0000 0000

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

WHITTLE DRYWALL COMPANY, INC.

Informal Action of Directors

in Lieu of Annual Meeting

October 31, 1988

The undersigned, constituting the sole Director of Whittle Drywall Company, Inc., a Maryland corporation (the "Corporation"), in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland does hereby take the actions below set forth, and to evidence his waiver of any right to dissent from such actions, does hereby consent as follows:

RESOLVED: That the Board of Directors hereby accepts the resignation of the **former Resident Agent, Rignal W. Baldwin, Jr., Esquire** and in its place appoints as the **new Resident Agent, Jerry B. Whittle**, a citizen of the State of Maryland who resides in the State of Maryland to be the Resident Agent effective as of the date first above written.

RESOLVED: That the address of the Resident Agent be changed as follows:

OLD NAME AND ADDRESS:

Rignal W. Baldwin, Jr., Esquire
Miller, Brassel & Baldwin
116 Cathedral Street
Annapolis, Maryland 21401

NEW NAME AND ADDRESS:

Jerry B. Whittle
639 Echo Cove Drive
Crownsville, Maryland 21032

RECEIVED FOR RECORD
AND RECORDED
89 MAR -1 AM 11:29
H ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11-10-88 at 9:22 A.m.

3077 0456

0000 0099

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

RESOLVED: That the address of the principal office of the Corporation is also changed as follows:

OLD ADDRESS

631 Echo Cove Drive
Crownsville, Maryland 21032

NEW ADDRESS

639 Echo Cove Drive
Crownsville, Maryland 21032

This Informal Action of Directors may be executed in counterparts.

WITNESS our hands and seals the day and year first above written.

Jerry B Whittle
Jerry B. Whittle, Sole Director

I, Rebecca Whittle, the undersigned, Secretary of the Corporation hereby certifies under penalties of perjury that the above resolutions were unanimously adopted and recorded in the minute book of said Corporation and that such resolutions are in accord with and pursuant to the Articles of Incorporation and By-Laws of said Corporation.

Rebecca Whittle (SEAL)
Rebecca Whittle, Secretary

WHITTLE.MIN
87113-00
01:04:10/28/88

BOOK 221 PAGE 101

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D229850 ___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 Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
30		Change of P.O., R.A. or R.A.A.
		Other _____
		Other _____
TOTAL FEES	$10.00	

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: W. Little
Dryvall Company, Inc.
639 Echo Cove Drive
Crownsville, Md. 21032

NOTE:

1 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: [illegible]

3077 0458

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

0000 0101

CLERK'S NOTATION

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

BOOK 221 PAGE 102

CHANGE OF RESIDENT AGENT & ADDRESS AND PRINCIPAL OFFICE
OF
WHITTLE DRYWALL COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 10, 1988 AT 9:23 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$	$ 10.00	$

D2299857

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
WHITTLE DRYWALL COMPANY, INC.
639 ECHO COVE DRIVE
CROWNSVILLE MD 21032

096C3021548

A 278160

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

3077 0455

0088 0182

CLERK'S NOTATION

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

STATE DEPARTMENT OF ASSESSMENT AND TAXATION
APPROVED FOR RECORD
11-15-88 at 9:12 a.m.

ARTICLES OF INCORPORATION

OF

ANTEL, INC.

The undersigned being a natural person and acting as incorporator, does hereby adopt the following Articles of Incorporation for the purpose of forming a business corporation in the State of Maryland, pursuant to the provisions of the Maryland General Corporation Law.

FIRST: (1) The name of the incorporator is, Thomas H. Thorelli.

(2) The said incorporator's address, including the street and number, if any, including the county or municipal area, and including the state or country is 431 South Dearborn Street, Suite 1604, Chicago, Illinois 60605, Cook County.

(3) The said incorporator is at least eighteen years of age.

(4) The said incorporator is forming the corporation named in these Articles of Incorporation under the general laws of the State of Maryland, to wit, the Maryland Corporation Law.

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

Antel, Inc.

THIRD: The corporation is formed for the following purpose or purposes:

To devise, invent, manufacture, fabricate, import, export, buy, sell, warehouse, distribute, assemble, install, service, repair, maintain, alter, lease as lessor or lessee, job, enter into, negotiate, execute, acquire and assign contracts in respect of antennas for all kinds.

89 MAR -1 AM 11:29
H. ERLE SCHAFER
CLERK

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

To have all of the powers conferred upon corporations organized under the provisions of the Maryland General Corporation Law.

FOURTH: The address, including street and number, if any, and the county or municipal area, of the principal office of the corporation within the State of Maryland, is c/o Mr. Lennart Elmlund, 1688 Albermale Drive, Crofton, Maryland 21114.

FIFTH: The name and the address, including street and number, if any, and the county or municipal area, of the resident agent of the corporation within the State of Maryland, is Mr. Lennart Elmlund, 1688 Albermale Drive, Crofton, Maryland 21114.

* * * * * * * * * * *

NO PAR SHARES

SIXTH: (1) The total number of shares of stock which the corporation has authority to issue is 1000, all of which are without par value and are designated as Common Stock.

(2) The Board of Directors of the corporation is authorized, from time to time, to issue any additional stock or convertible securities of the corporation with the approval of the holders of outstanding stock.

(3) The Board of Directors of the corporation is authorized, from time to time, to classify or to reclassify, as the case may be, any unissued shares of stock of the corporation.

(4) Provisions, if any, governing the restriction on the transferability of any of the shares of stock of the corporation may be set forth in the By-Laws of the corporation or in any agreement or agreements duly entered into.

(5) To the extent permitted by Section 2-104(b)(5) of the Maryland General Corporation Law, notwithstanding any provision of the Maryland General Corporation Law requiring a greater proportion than a majority of the votes entitled

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

to be cast in order to take or authorize any action, any such action may be taken or authorized upon the concurrence of at least a majority of the aggregate number of votes entitled to be cast thereon.

GRANT PREEMPTIVE RIGHTS

(6) Each share of stock of the corporation shall entitle the holder thereof to a preemptive right, for a period of thirty days, to subscribe for, purchase, or otherwise acquire any shares of stock of the same class of the corporation or any equity and/or voting shares of stock of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of stock of the same class of the corporation or of equity and/or voting shares of any class of stock of the corporation or for the purchase of any shares of stock, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase, or otherwise acquire shares of stock of the same class of the corporation or equity and/or voting shares of stock of any class of the corporation, whether now or hereafter authorized or created, whether having unissued or treasury status, and whether the proposed issue, reissue, transfer, or grant is for cash, property, services, or any other lawful consideration; and after the expiration of said thirty days, any and all of such shares of stock, rights, options, bonds, securities, or obligations of the corporation may be issued, reissued, transferred, or granted by the Board of Directors, as the case may be, to such persons, firms, corporations, and associations, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine. As used herein,
the terms "equity shares" and "voting shares" shall mean, respectively, shares of stock which confer unlimited dividend rights and shares of stock which confer unlimited voting rights in the election of one or more directors. No preemptive right shall attach, however, to any such shares issued or issuable pursuant to articles of merger.

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

SEVENTH: (1) The number of directors of the corporation, until such number shall be changed by the By-Laws of the corporation, is four.

(2) The names of the persons who will serve as directors of the corporation until the first annual meeting of stockholders and until their successors are elected and qualify are as follows:

Mr. Lennart Elmlund
Mr. Borje Ekstam
Mr. Stefan Eriksson
Mr. Thomas H. Thorelli

(3) The initial By-Laws of the corporation shall be adopted by the initial directors. Thereafter, the power to adopt, alter, and repeal the By-Laws of the corporation shall be vested in the Board of Directors of the corporation.

(4) The liability of the directors of the corporation is limited to the fullest extent permitted by the provisions of Section 2-405.2 of the Maryland General Corporation Law, as the same may be amended and supplemented.

(5) The corporation shall, to the fullest extent permitted by the Maryland General Corporation Law, as the same may be amended and supplemented, and, without limiting the generality of the foregoing, in accordance with Section 2-418 of said Maryland General Corporation Law, indemnify any and all persons whom it shall have power to indemnify under said law from and against any and all of the expenses, liabilities or other matters referred to in or covered by said Maryland General Corporation Law.

EIGHTH: From time to time any of the provisions of these Articles of Incorporation may be amended, altered or repealed, and other provisions authorized by the Maryland General Corporation Law at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and any contract rights at any time conferred upon the stockholders of the corporation by these Articles of Incorporation are granted subject to the provisions of this Article.

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CLERK'S NOTATION

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

IN WITNESS WHEREOF, I have adopted and signed these Articles of Incorporation and do hereby acknowledge that the adoption and signing are my act.

Dated: November 11, 1988

Thomas H. Thorelli

3077 1244

BOOK 221 PAGE 108

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	30	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: Thomas H. Thorelli
431 S. Dearborn St.
Ste 1604
Chi. Ill. 60605

NOTE:

_____ Check _____ Cash

1 Documents on 1 checks

APPROVED BY: _____

3077 1245

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

0000 0108

CLERK'S NOTATION

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

BOOK 221 PAGE 109

ARTICLES OF INCORPORATION
OF
ANTEL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 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	$

D2672566

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 H. THORELLI
431 S. DEARBORN ST. STE. 1604
CHICAGO IL 60605

097C3021573

A 278189

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

3077 1239

0888 0189

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

ARTICLES OF INCORPORATION FOR FUND FOR AGRICULTURAL EDUCATION AND RESOURCE MATERIALS IN MARYLAND SCHOOLS, INC.

First: I, Wayne A. Cawley, Jr., whose post office address is 50 Harry S Truman Parkway, Annapolis, Maryland 21401, being at least eighteen (18) years old, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

Second: The Corporation's name is "Fund for Agricultural Education and Resource Materials in Maryland Schools, Inc." Hereinafter, it shall be referred to as the "Corporation".

Third: The post office address of the Corporation's principal office in this state is: Fund for Agricultural Education and Resource Materials in Maryland Schools, Inc., 50 Harry S Truman Parkway, Annapolis, Maryland 21401. The name and post office address of the Corporation's resident agent is: Thomas F. Filbert, Assistant Attorney General, Maryland Department of Agriculture, 50 Harry S Truman Parkway, Annapolis, Maryland 21401.

Fourth: The Corporation's duration is perpetual.

Fifth: The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock.

Sixth: The Corporation is organized and operated exclusively for charitable and educational purposes beneficial to the public, as such terms and purposes are used and defined in or in connection with Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code). These

89 MAR -1 AM 11:29
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-14-88 at 3:34 p.m.

83208069

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

purposes are more specifically defined as follows:

A. To provide financial support for the continued development of educational programs that help students understand the important role that agriculture has in this state and in the United States;

B. To provide financial support for the teaching of agricultural education in the schools of this state through curriculum development, training programs for teachers, textbook review, and any other appropriate means to achieve this purpose; and

C. To provide financial support generally, for the continued development of agricultural education in the schools of this state.

Seventh: To accomplish the aforesaid purposes, the Corporation is empowered:

A. 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 or value, except such limitations, if any, as may be imposed by law;

B. 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 beforementioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received;

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CLERK'S NOTATION
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C. 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 (but for no other purposes), 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;

D. 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

E. In general, to exercise any, all and every power for which a nonprofit corporation, organized under the applicable provisions of the Annotated Code of Maryland, for charitable and educational 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 the exempt purposes.

Eighth: The Corporation's powers are subject to the following limitations:

A. The Corporation shall receive, administer, maintain, use, and employ its funds, net earnings and property, real, personal and mixed, exclusively for charitable and educational purposes beneficial to the public, as such terms and purposes are used and

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

defined in or in connection with Section 501(c)(3) of the Internal Revenue Code (or any corresponding section of any future federal tax code).

B. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to members, associate members, 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 Sixth hereof.

C. 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.

D. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on: (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, (or corresponding section of any future federal tax code), or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, (or corresponding section of any future federal tax code).

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CLERK'S NOTATION
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Ninth: In the event of the liquidation, dissolution, or winding up of the business and affairs of the Corporation, whether voluntary or involuntary or by operation of law, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such corporation(s) or organization(s) as shall at the time qualify as exempt corporation(s) or organization(s) under Section 501(c)(3) of the Internal Revenue Code, (or corresponding section of any future federal tax code), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by a court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such corporation(s) or organization(s), as said court shall determine, which are organized and operated exclusively for such purposes.

Tenth: The Corporation shall not discriminate on the basis of: (1) political or religious opinion or affiliation, marital status, race, color, creed, or national origin, or (2) sex or age, except where sex or age constitutes a bona fide occupational qualification, or (3) the physical or mental handicap of a qualified handicapped individual.

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CLERK'S NOTATION
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Eleventh: The Corporation's affairs shall be managed by a Board of Directors. The number of directors shall be fifteen (15), which number may be increased or decreased pursuant to the Corporation's Bylaws, but shall never be less than three (3). The following three persons shall be on the Board of Directors by virtue of their office.:

A. The Secretary of Agriculture;

B. The Superintendent of Schools; and

C. The Chancellor of the University of Maryland System.

The remaining directors to serve on the Board shall be elected by those members of the Corporation comprising Class A. The tenure and any remaining conditions of office of the Corporation's directors shall be as provided in the Corporation's Bylaws.

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

Wayne A. Cawley, Jr.
Joseph L. Shilling
John S. Toll.

Thirteenth: The Corporation's Board of Directors also shall constitute its only members for purposes of any statutory provision or rule of law relating to members of a nonstock corporation, and when meeting as directors, may exercise the rights and powers of members. The Corporation's membership shall be divided into three classes. Class A shall be comprised of the

3077 1252

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CLERK'S NOTATION

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

Secretary of Agriculture. Class B shall be comprised of the Superintendent of Schools and the Chancellor of the University of Maryland System. Class C shall be comprised of the Corporation's remaining members.

Fourteenth: The Corporation may by its Bylaws make any other provisions or requirements for the arrangement or conduct of the Corporation's business, provided the same are not inconsistent with those Articles of Incorporation nor contrary to the laws of this state.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of November, 1988 and acknowledge same to be my act.

WITNESS:

Patricia A. Brunk
Name: Patricia A. Brunk
Witness

Wayne A. Cawley, Jr.
Wayne A. Cawley, Jr.

STATE OF MARYLAND

City/County of Anne Arundel

I HEREBY CERTIFY that on November 4, 1988, before me, the subscriber, a notary public of the State of Maryland in and for the City/County of personally appeared Wayne A. Cawley, Jr., and acknowledged the foregoing Articles of Incorporation to be his act.

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

Patricia A. Brunk

3077 1253

BOOK 221 PAGE 117

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

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

DOCUMENT CODE 02 6 BUSINESS CODE 04 COUNTY 52

___ P.A ___ Religious ___ Close ___ Stock ✓ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		___ Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: Wayne Cawley

MAIL TO ADDRESS: State of Md. Dept of Agriculture
50 Harry S. Truman Pkwy
Annap Md 21401

NOTE:

___ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: [illegible]

3077 1254

0000 0117

CLERK'S NOTATION

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

BOOK 221 PAGE 118

ARTICLES OF INCORPORATION
OF
FUND FOR AGRICULTURAL EDUCATION AND RESOURCE
MATERIALS IN MARYLAND SCHOOLS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 AT 3:34 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	$

D2672574

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
STATE OF MD. DEPT. OF AGRICULTURE
ATTN: WAYNE CAWLEY
50 HARRY S TRUMAN PARKWAY
ANNAPOLIS MD 21401

097C3021574

A 278190

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

3077 1246

0000 0118

CLERK'S NOTATION

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

BOOK 221 PAGE 119

R. W. BROWN CONTRACTING, INC.
A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, ROBERT WILLIAM BROWN, whose post office address is 7640 4th Street, Pasadena, Maryland 21122, being at least eighteen years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is: **R. W. BROWN CONTRACTING, 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) Construction; 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 7640 4th Street, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is Robert William Brown, 7640 4th Street, Pasadena, Maryland 21122. Said Resident Agent is an individual actually residing in this State.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-14-88 at 9:23 .m.

1988 NOV 14 A 9:23 RM

RECEIVED FOR RECORD
89 MAR -1 AM 11:29
H. ERLE SCHAFER
CLERK

3077 1311

0000 0119

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

SIXTH: The total number of shares which the Corporation has authority to issue is Eight Hundred (800) shares of common stock, without par value.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8 day of November, 1988, and I acknowledge the same to be my act.

Robert William Brown

Robert William Brown

3077 1312

0000 0120

BOOK 221 PAGE 121

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

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

DOCUMENT CODE 02 6 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: _____
Hall & Duvall, P.A.
2520 Mountain Road
Pasadena, Md. 21122

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: J.M.T.

3077 1313

0000 0121

CLERK'S NOTATION

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

BOOK 221 PAGE 122

ARTICLES OF INCORPORATION
OF
R. W. BROWN CONTRACTING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 AT 9:23 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	$

D2672665

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
HALL & DUVALL, P.A.
2520 MOUNTAIN RD.
PASADENA MD 21122

097C3021583

A 278199

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO

3077 1310

0000 0122

CLERK'S NOTATION

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

BOOK 221 PAGE 123

ARTICLES OF INCORPORATION
OF
INTERGOVERNMENTAL LIAISON, INC.

The undersigned, Jeffrey L. Squires, whose post office address is 1726 M Street, N.W., Washington, D.C. 20036, being at least 18 years of age, does hereby form a corporation under the general laws of the State of Maryland.

FIRST: The name of the corporation is INTERGOVERNMENTAL LIAISON, INC.

SECOND: The nature of the business or purposes to be conducted or promoted by the corporation are to engage in providing consulting services, and to engage in any other activities permitted under the Constitution or laws of the State of Maryland.

THIRD: The address of the corporation's registered office in the State of Maryland is 1770 Farmington Court, Crofton, Maryland. The name of its registered agent at such address is Glenn D. Johnson.

FOURTH: The aggregate number of shares which the corporation is authorized to issue is 10,000 common shares, which shall be of one class, each share having a par value of $.10.

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, and so long as there are less than three (3) stockholders, the number of directors may be less than

1988 NOV 14 A 9:12

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

89 MAR -1 AM 11:29

H. ERLE SCHAFER
CLERK

ACCEPTED FOR RECORD

83198645

11-14-88 at 9:12 .m.

3077 1335

CLERK'S NOTATION

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

BOOK 221 PAGE 124

(3) but not less than the number of stockholders, and the of the directors who shall act until the first meeting or their successors are duly chosen and qualified are:

Name	Address
lenn D. Johnson	1770 Farmington Court Crofton, Maryland 21114
James A. Rowan, Jr.	2614 Cathedral Avenue, N.W. Washington, D.C.
Robert Ernst	4906 Scarsdale Road Bethesda, MD

SIXTH: In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorize to make, alter or repeal the by-laws of the corporation.

SEVENTH: Meetings of the shareholders may be held within or without the State of Maryland, as the by-laws may provide. The books of the corporation may be kept (subject to any provisions contained in the statutes) outside the State of Maryland at such place or places as may be designated from time-to-time by the board of directors or in the by-laws of the company. Elections of directors need not be by written ballot unless the by-laws of the corporation shall so provide.

EIGHTH: The shareholders shall have no preemptive rights to acquire additional shares of stock in the corporation.

NINTH: The duration of the corporation shall be perpetual.

TENTH: The corporation shall indemnify its directors

1236
3077 1237
0000 0124

BOOK 221 PAGE 120

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 55

____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62	____	Rec. Fee (Amendment)
63	____	Rec. Fee (Merger or Consolidation)
64	____	Rec. Fee (Transfer)
65	____	Rec. Fee (Dissolution)
66	____	Rec. Fee (Revival)
52	____	Foreign Qualification
50	____	Cert. of Qual. or Reg.
51	____	Foreign Name Registration
13	____	____Certified Copy ____
56	____	Penalty
54	____	For. Supplemental Cert.
53	____	Foreign Resolution
73	____	Certificate of Conveyance
76	____	Certificate of Merger/Transfer
75	____	Special Fee
80	____	For. Limited Partnership
83	____	Cert. Limited Partnership
84	____	Amendment to Limited Partnership
85	____	Terminaton of Limited Partnership
21	____	Recordation Tax
22	____	State Transfer Tax
23	____	Local Transfer Tax
31	____	____Corp. Good Standing
NA	____	Foreign Corporation Registration
87	____	____Limited Part. Good Standing
71	____	Financial
600	____	____ Personal Property Reports and ____ late filing penalties
70	____	Change of P.O., R.A. or R.A.A.
91	____	Amend/Cancellation, for Limited Part.
___	____	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: Squires & Darnell
Ste. 601
1726 M Street, N.W.
Washington, D.C. 20036

NOTE:

TOTAL FEES 40

✓ Check ____ Cash

____ Documents on ____ checks

APPROVED BY: JmT.

3077 1338

0000 0125

CLERK'S NOTATION

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

BOOK 221 PAGE 127

ARTICLES OF INCORPORATION
OF
INTERGOVERNMENTAL LIAISON, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 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	$

D2672715

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
SQUIRES & DARNELL
1726 M STREET, N.W. STE. 601
WASHINGTON DC 20036

097C3021588

A 278204

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

3077 1334

0000 0926

CLERK'S NOTATION

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

0000 0127

CLERK'S NOTATION

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-14-88 at 9:15 .m.

BOOK 221 PAGE 128

ARTICLES OF INCORPORATION

OF

ANNAPOLIS BARTENDERING SERVICES, INCORPORATED

In compliance with the requirements of the general laws of the State of Maryland, Rex S. Caldwell, III, a resident of Maryland, whose address is 38 Murray Avenue, Annapolis, Maryland 21401, and who is of full legal age necessary to form a corporation, does hereby form a corporation and does hereby certify:

ARTICLE I - NAME

The name of the corporation is Annapolis Bartendering Services, Incorporated hereinafter called the "Corporation."

ARTICLE II - PURPOSE

The purposes for which the Corporation is formed are to provide bartendering services to individuals in Maryland and 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.

ARTICLE III - PRINCIPAL OFFICE

The principal office of the Corporation is located at 14 1/2 Spa View Circle, Annapolis, Maryland 21401.

ARTICLE IV - RESIDENT AGENT

Richard M. Riley, whose address is 14 1/2 Spa View Circle, Annapolis, Maryland 21401, is hereby appointed initial resident agent of this corporation.

ARTICLE V - BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of two (2) Directors, acting in accordance with the Bylaws for Annapolis Bartendering Services, Incorporated, as

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
89 MAR -1 AM 11:29
H. EARLE SCHAFER
CLERK

83198662

3077 1340

BOOK 221 PAGE 130

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Rex S. Caldwell, III
38 Murray Ave.
Annapolis, Md. 21401

NOTE:

TOTAL FEES 40

✓ Check _____ Cash

____ Documents on ____ checks

APPROVED BY: JMT

3077 1342

0000 0129

CLERK'S NOTATION

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

BOOK 221 PAGE 131

ARTICLES OF INCORPORATION
OF
ANNAPOLIS BARTENDERING SERVICES, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 AT 9:15 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	$

D2672723

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
REX S. CALDWELL, III
38 MURRAY AVE.
ANNAPOLIS MD 21401

097C3021589

A 278205

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

3077 1339

0088 0138

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR
11-14-88 at 8:26a

Chesapeake Grounds Care, Inc.

A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, Paul Ernest Masimore, whose post office address is 1658 Millersville Road, Millersville, Md 21108, being at least eighteen (18) years of age,hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

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

A. To conduct the business of lawn maintenance and upkeep; and

B. To mow lawns and trim shrubbery and trees; and

C. To engage in general cleanup of weeds, leaves and other unwanted ground clutter; and

D. To prepare estimates on the cost of any of the above work; and

E. To acquire any necessary equipment and tools to carry out the foregoing objectives; and

F. To do any other lawful purpose permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

1988 NOV 14 A 8:25

FIFTH: The post office address of the principal office of the Corporation in this State is 1658 Millersville Road, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in the State are Paul Ernest Masimore, 1658 Millersville Road, Millersville, Maryland 21108.

RECEIVED FOR RECORD
89 MAR -1 AM 11:29
H. ERLE SCHAFER
CLERK
RM
83198093
3077 1392

CLERK'S NOTATION

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

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5000) shares of common stock, without par value.

SEVENTH: The corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is Paul Ernest Masimore.

EIGHTH: No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages except (1) to the extent that is proved that such director or officer actually received an improper benefit or profit in money, property or services for the amount of the benefit or profit money, property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding in the proceeding that such director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 10th day November, 1988, and I acknowledge the same to be my act.

Paul E. Masimore
Paul Ernest Masimore

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY that on this 10th day of November, 1988, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Anne Arundel, personally appeared Paul Ernest Masimore, who having been duly sworn, acknowledged the foregoing Articles of Incorporation to be his act.

As witness my hand and Notarial Seal.

D. Gay Edwards
Notary Public

My Commission expires: July 1, 1990

10.6a4.u

3077 1394

0000 0132

BOOK 221 PAGE 134

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: D Gregory Howard
PO Box 827
Annapolis Md
21404-0827

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JD

3077 1395

0000 0133

CLERK'S NOTATION

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

BOOK 221 PAGE 135

ARTICLES OF INCORPORATION
OF
CHESAPEAKE GROUNDS CARE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 AT 8:26 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	$ 20.00	$

D2672814

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
D. GREGORY HOWARD
P.O. BOX 827
ANNAPOLIS MD 21404 0827

097C3021598

A 278214

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

3077 1392

0088 0134

CLERK'S NOTATION

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-15-88 at 8:29 AM

BOOK 221 PAGE 136

ARTICLES OF INCORPORATION

OF

A.L.J. INC.

A MARYLAND CLOSE CORPORATION ORGANIZED PURSUANT TO TITLE 4 OF CORPORATIONS AND ASSOCIATIONS ARTICLE OF THE ANNOTATED CODE OF MARYLAND

FIRST: I, the undersigned, **ARTHUR D. EBERSBERGER**, whose post office address is 216 Springdale Avenue, Severna Park, Maryland, being at least eighteen (18) years of age, do hereby form a corporation, as incorporator, under and by virtue of the General Laws of the State of Maryland.

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

A.L.J. INC.

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

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

A. To engage in the business of buying, selling, dealing in securities, investments of all types and nature, in real estate investments, securities, or other investments, which from time to time may be deemed prudent by the officers and stockholders of the corporation.

RM

RECEIVED FOR RECORD
1988 NOV 15 A 8:29

1

89 MAR -1 AM 11:29

H. ERLE SCHAFER
CLERK

83208094

3077 1438

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

B. To borrow or raise money without limit, and upon any terms, for any purpose of this Corporation or of any corporation, association, firm, syndicate, body politic or individual, having a business or property which this Corporation determines to finance, promote or become interested in; to issue, sell, dispose of this Corporation's bonds, debentures, notes, certificates of indebtedness, and other obligations, secured or unsecured and however evidenced, upon any terms, and as security therefor to mortgage, pledge or grant any charge, or impose any lien upon all or any part of the real or personal property, right, interest or franchises of this Corporation whether owned by it at the time or thereafter acquired; to loan money, secured by mortgages or pledges, on personal property or real estate or otherwise, or without security.

C. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, and other negotiable instruments, and to redeem any debt or other obligations before the same shall fall due on any terms and on any advance of premiums.

D. To guarantee the payment of dividends upon any capital stock, and by endorsement or otherwise to guarantee the payment of the principal or interest, or both, on any bonds, debentures, notes, script, or other obligations or evidences of indebtedness, or the performance of any contracts or obligations, of any corporation or association, domestic or foreign, or of any firm, individual, syndicate or body politic in which, or of whom, or

3077 1439

0000 0136

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

in the business, financing or welfare of which, or of whom, this Corporation may have an interest.

E. To conduct its business in the State of Maryland, other states, the District of Columbia, and the territories, colonies, and possessions of the United States, and in foreign countries, to have one or more offices out of the State of Maryland, as well as within said State, and to hold, purchase, mortgage and convey real and personal property out of the State of Maryland, as well as within said State, and to purchase or acquire by condemnation proceedings, as provided by law for such cases made and provided, real estate, personal property, as may be necessary, desirable or convenient for the purposes of this Corporation and incidental thereto.

F. To acquire the good will, rights, property and assets of kinds of any person, firm or corporation, domestic or foreign, and pay for the same in money, stocks, bonds debentures, or other securities of this Corporation, or otherwise in any manner permitted by law.

G. To purchase, hold, retire or reissue shares of its capital stock of any class, now or hereafter authorized in the manner provided by the Code of Public General Laws of the State of Maryland.

H. To engage or carry on any other business or businesses which may conveniently be conducted in conjunction with any of the business or businesses of the Corporation. And in general to do any and all things and to exercise any and all powers

3077 1440

0000 0137

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

which may now or hereafter be lawful for the Corporation to do or exercise under and in pursuance of the laws of the State of Maryland.

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

FIFTH: After the completion of the organization meeting of the Directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one (1) Director, whose name is: ARTHUR D. EBERSBERGER. The number may be increased or decreased pursuant to the By-laws of the Corporation.

SIXTH: The post office address of the principal office of the Corporation in this State is 542 Ritchie Highway, Severna Park, Maryland. The name and post office address of the Resident Agent of the Corporation in this State are: **ARTHUR D. EBERSBERGER**, 216 Springdale Avenue, Severna Park, Maryland. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

3077 1441

0000 0138

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF I have signed these Articles of Incorporation on this 10 day of November, 1988.

Witness

ARTHUR D. EBERSBERGER

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, TO WIT:

I HEREBY CERTIFY that on this 10th day of November, 1988, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared ARTHUR D. EBERSBERGER, and he acknowledged the aforegoing Articles of Incorporation to be his act and deed and that he executed the same for the purposes therein contained.

AS WITNESS, my hand and Notarial Seal.

Notary Public

My Commission Expires: 7/1/90

3077 1412

0000 0139

BOOK 221 PAGE 141

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

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

DOCUMENT CODE 02 S BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: Dietz & Ebersberger
59 Franklin St.
Annapolis, Md. 21401

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JMT

3077 1443

0000 0140

CLERK'S NOTATION

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

BOOK 221 PAGE 142

ARTICLES OF INCORPORATION
OF
A.L.J. INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 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:
$ 20.00	$ 20.00	$

D2672889

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DIETZ & EBERSBERGER
59 FRANKLIN ST.
ANNAPOLIS MD 21401

097C3021605

A 278221

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

3077 1437

0888 0141

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

BOOK 221 PAGE 143

SOFTWARE ENGINEERING ASSOCIATES, INC.

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

ARTICLES OF INCORPORATION

FIRST: I, Joseph H. Rouse, whose post office address is 7433 Baltimore-Annapolis Boulevard, Glen Burnie, Maryland, 21061, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is SOFTWARE ENGINEERING ASSOCIATES, INC..

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

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

(1) To offer, engage in, sell, market, create, solicit, and otherwise handle, professional computing services and consultations, both for software and hardware, to any and all customers and markets, whether private, public or governmental; to obtain, purchase, buy, and otherwise obtain all and every item, material, equipment and related items necessary in order to effectuate these purposes; and to do any and all things necessary and pertinent to these

RECEIVED FOR RECORD
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
89 MAR -1 AM 11:29
APPROVED FOR RECORD
H. ERLE SCHAFER
CLERK
11-15-88 at 8:52 .m.
RM
83208167
3077 1450
1988 NOV 15 A 8:52

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

purposes; 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 1159 Hampton Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Joseph H. Rouse, 7433 Baltimore-Annapolis Boulevard, Glen Burnie, Maryland, 21061. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand (1000) shares of common stock, 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 Joseph H. Rouse.

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

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

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.

CLERK'S NOTATION

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8th day of November, 1988, and I acknowledge the same to be my act.

Anne M. Sorrow
Witness

Joseph H Rouse
JOSEPH H. ROUSE

3077 1453

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

BOOK 221 PAGE 147

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial _____ Personal
600		Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	40	

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
7433 Baltimore-Annapolis Blvd.
Glen Burnie, Md. 21061

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JMT

3077 1454

0800 0146

CLERK'S NOTATION

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

BOOK 221 PAGE 148

ARTICLES OF INCORPORATION
OF
SOFTWARE ENGINEERING ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 AT 8:52 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2672905

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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

097C3021607

A 278223

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

3077 1449

0888 0147

CLERK'S NOTATION

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

BOOK 221 PAGE 148

ARTICLES OF INCORPORATION
OF
SOFTWARE ENGINEERING ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 AT 8:52 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2672905

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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

097C3021607

A 278223

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

3077 1449

0888 0148

CLERK'S NOTATION

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

BOOK 221 PAGE 149

CHESAPEAKE INTERNATIONAL TRADING CORPORATION

ARTICLES OF REVIVAL

1988 NOV -1 A 10:53

THIS IS TO CERTIFY THAT:

FIRST: The name of the Corporation at the time of the forfeiture of its charter was Chesapeake International Trading Corporation.

SECOND: The name by which the Corporation will hereafter be known is Chesapeake International Trading Corporation.

THIRD: The address of the principal office of the Corporation in the State of Maryland is 127 Gibralter Street, Annapolis, Maryland 21401.

FOURTH: The name and address of the resident agent of the corporation in the State of Maryland is Lawrence B. Goldstein, 107 Ridgely Avenue, Annapolis, Maryland 21401. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: These Articles of Revival are for the purpose of reviving the charter of the above-named Corporation.

SIXTH: The undersigned acknowledge these Articles of Revival to be their act, and as to all matters or facts required to be verified under oath, the undersigned acknowledge that to the best of their knowledge, information and belief, these matters and facts are true in all material respects and that this statement is made under the penalties for perjury.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary of the Corporation, have signed these Articles of Revival this 27 day of October, 1988.

Frank A. Widic, Jr.
Frank A. Widic, Jr.,
Last Acting President

Lawrence B. Goldstein
Lawrence B. Goldstein
Last Acting Secretary

1988 NOV 15 A 10:41

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11-15-88 at 10:41 83208395

RECEIVED FOR RECORD
AND RECORDED

89 MAR -1 AM 11:29

H. ERLE SCHAFER
CLERK

3077 0714

0000 0149

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

BOOK 221 PAGE 150

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Lawrence B. Goldstein, Secretary (insert name and title) of Chesapeake International Trading Corporation (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.

Lawrence B. Goldstein
Lawrence B. Goldstein
(PRINT NAME BENEATH SIGNATURE)

I hereby certify that on October 27, 1988 (insert date) before me, the subscriber, a notary public of the State of Maryland, in and for Anne Arundel County, Maryland (insert name or county for which notary is appointed) personally appeared Lawrence B. Goldstein (insert name of person swearing) and made oath under the penalties of perjury that the matters and facts set forth in this affidavit are true to the best of his knowledge, information and belief.

As witness my hand and notarial seal

Eunice B Earle
(Signature of notary public)

My Commission expires July 1, 1990.

3077 0715

0000 0150

BOOK 221 PAGE 151

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

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

DOCUMENT CODE 18 BUSINESS CODE 03 COUNTY 52

D1728237 ___ P.A ___ Religious ___ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66	20	Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	8	1 Certified Copy 2
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corporation Registration
87		____ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	58	

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 065

ATTENTION: Stanley Heuhausen

MAIL TO ADDRESS: _____

NOTE:

CERTIFIED COPY MADE

_____ Check ✓ Cash

_____ Documents on _____ checks

APPROVED BY: J.M.T

3077 0716

0000 0151

CLERK'S NOTATION

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

BOOK 221 PAGE 152

THE ARTICLES OF REVIVAL
OF
CHESAPEAKE INTERNATIONAL TRADING CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 AT 10:41 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

D1728237

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

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

097C3021659

A 278267

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

3077 0713

0080 0192

CLERK'S NOTATION

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

BOOK 221 PAGE 153

FUNKHOUSER PROPERTIES, INC.

ARTICLES OF VOLUNTARY DISSOLUTION

11-14-88 9:40a

Funkhouser Properties, Inc., a Maryland Corporation, having its principal office in Edgewater, Anne Arundel County, Maryland 21037 (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 500 Bay View Drive, Edgewater, Anne Arundel County, Maryland 21037.

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 Dorothy M. Funkhouser, 3614 Edelmar Terrace, Silver Spring, Maryland 20906.

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

Dorothy M. Funkhouser
3614 Edelmar Terrace
Silver Spring, Maryland 20906

Marsha Lee Politz
12706 Eldrid Place
Silver Spring, Maryland 20904

Cynthia Lee Politz
2239 North Quincy Street
Arlington, Virginia 22207

83198576

RECEIVED FOR RECORD
CIRCUIT COURT

89 MAR -1 AM 11:29

H. ERLE SCHAFER
CLERK

RM

1

3077 0744

0000 0153

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

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

President and Treasurer	Dorothy M. Funkhouser 3614 Edelmar Terrace Silver Spring, Maryland 20906
Vice President and Secretary	Marsha Lee Politz 12706 Eldrid Place Silver Spring, Maryland 20904

SIXTH: The voluntary dissolution of the Corporation was approved unanimously by the Stockholders and Directors of the Corporation by written Informal Action dated May 1, 1988.

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 bared by limitations which are levied on assessments made by the State Department of Assessments and Taxation of Maryland and billed by and payable to the issuer of each of said Certificates by the Corporation, including taxes for the current year, have been paid or provided for in a manner satisfactory to the issuer in each of said certificates.

IN WITNESS WHEREOF, FUNKHOUSER PROPERTIES, INC., 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 the 1st day of July 1988, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of **FUNKHOUSER PROPERTIES, INC.**,

3077 0745

0000 0154

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

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 her knowledge, information, and belief.

Attest: FUNKHOUSER PROPERTIES, INC.

(Corporate Seal)

Marsha Lee Politz
Secretary

BY: Dorothy M. Funkhouser
President

3077 0746

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

BOOK 221 PAGE 156

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

FUNKHOUSER PROPERTIES, INC.

have been paid.

WITNESS my hand and official seal this

2ND day of NOVEMBER A.D. 19 88

Marlene J. Lord
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

PS-409

3077 0747

0000 0156

BOOK 221 PAGE 157

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

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

DOCUMENT CODE 19 BUSINESS CODE _____ COUNTY 52

D0106294 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	50	

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: Stanley Pickett
7515 Annapolis Rd
206
Hyattsville Md
20784-1799

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JRS

3077 0748

0000 0157

CLERK'S NOTATION

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

BOOK 221 PAGE 158

THE ARTICLES OF DISSOLUTION
OF
FUNKHOUSER PROPERTIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 AT 9:40 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$	$ 20.00	$ 30.00

D0106294

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
STANLEY PICKETT
7515 ANNAPOLIS ROAD
SUITE 206
HYATTSVILLE MD 20784 1799

097C3021666

A 278273

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO.

3077 0743

0088 0158

CLERK'S NOTATION

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

BOOK 221 PAGE 159

October 7, 1988

The Board of Directors of Solutions Financial Services, Inc., a corporation organized in Maryland on December 9, 1987, duly approved a resolution as follows:

RESOLVED: That the principal office of the corporation is changed to:

200 Boones Drive
Lothian, MD 20711

I, Daniel L. Stradley, 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.

Daniel L. Stradley, President

Date: 11/7/1988

ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11-15-88 at 9:08 A.M.

1988 NOV -9 A 8:58

RECEIVED FOR RECORD
PG. PG. CONT. A.A.

89 MAR -1 AM 11:29

H. ERLE SCHAFER
CLERK

3077 0815

0000 0159

BOOK 221 PAGE 160

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

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D2462190 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
30		Change of P.O., R.A. or R.A.A.
		Other _____
		Other _____
TOTAL FEES	$10.00	

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: Solutions
Financial Services, Inc.
200 Broad Drive
Lothian, MD. 20711

NOTE:

1 Check _____ Cash

x 3 Documents on 1 checks

APPROVED BY: DMC

3077 0816

0000 0160

CLERK'S NOTATION

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

BOOK 221 PAGE 161

CHANGE OF PRINCIPAL OFFICE
OF
SOLUTIONS FINANCIAL SERVICES, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 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:
$	$ 10.00	$

D2462190

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
SOLUTIONS FINANCIAL SERVICES,
INCORPORATED
200 BOONES DRIVE
LOTHIAN MD 20711

097C3021678

A 278285

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

3077 0814

0000 8761

CLERK'S NOTATION

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

BOOK 221 PAGE 162

October 7,1988

The Board of Directors of J. Stanley & Associates, Inc., a corporation organized in Maryland on November 30, 1987, duly approved a resolution as follows:

RESOLVED: That the principal office of the corporation is changed to:

200 Boones Drive
Lothian, MD 20711

I, Daniel L. Stradley, 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.

Daniel L. Stradley, President

Date: 11/7/1988

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11-15-88 at 9:08 .m.

RECEIVED FOR RECORD
CHARLES COUNTY, MD.

89 MAR -1 AM 11:29

H. ERLE SCHAFER
CLERK

RM

0000 0162

BOOK 221 PAGE 163

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D2457794 ___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 Req.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
___		Other _____
___		Other _____
TOTAL FEES	$10.00	

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: J. Stanley & Associates Incorporated
200 Boone Drive
Lothian, Md 20711

NOTE:

1 Check _____ Cash

13 Documents on 1 checks

APPROVED BY: [illegible]

3077 0819

0000 0163

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 221 PAGE 164

CHANGE OF PRINCIPAL OFFICE
OF
J. STANLEY & ASSOCIATES, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 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:
$	$ 10.00	$

D2457794

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
J. STANLEY & ASSOCIATES,
INCORPORATED
200 BOONES DRIVE
LOTHIAN MD 20711

097C3021679

A 278286

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3077 0817

0888 0164

CLERK'S NOTATION

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

BOOK 221 PAGE 165

October 7,1988

The Board of Directors of Stradley & Associates, Inc., a corporation organized in Maryland on December 15, 1987, duly approved a resolution as follows:

RESOLVED: That the principal office of the corporation is changed to:

200 Boones Drive
Lothian, MD 20711

I, Daniel L. Stradley, 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.

Daniel L. Stradley, President

Date: 11/7/1988

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11-14-88 at 9:08 A.m.

RECEIVED FOR RECORD
AND COURT LA...

89 MAR -1 AM 11:29

H. ERLE SCHAFER
CLERK

RM

3077 0821

0000 0165

BOOK 221 PAGE 166

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D246340 ___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 Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
30		Change of P.O., R.A. or R.A.A.
___		Other _____
___		Other _____
TOTAL FEES	$10.00	

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: Strodley & Associates, Incorporated
200 Booths Drive
Lothian, Md. 20711

NOTE:

1 Check _____ Cash

13 Documents on 1 checks

APPROVED BY: [illegible]

3077 0822

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

0000 0166

CLERK'S NOTATION

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

BOOK 221 PAGE 167

CHANGE OF PRINCIPAL OFFICE
OF
STRADLEY & ASSOCIATES, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 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.
$	$ 10.00	$

D2466340

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
STRADLEY & ASSOCIATES, INC.
200 BOONES DRIVE
LOTHIAN MD 20711

097C3021680

A 278287

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3077 0820

0000 8167

CLERK'S NOTATION

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

BOOK 221 PAGE 168

FREEWING DEVELOPMENT CORPORATION

P.O. BOX 1327 • PASADENA, MARYLAND 21122 • U.S.A.
(703) 444-5378 • (301) 437-5416

FREEWING DEVELOPMENT CORPORATION

RESOLUTIION OF THE BOARD OF DIRECTORS

The undersigned, being the members of the board of directors of the Freewing Development Corporation, have duly resolved on this day to officially relocate the corporation to 475 Center St., Pasadena, Anne Arundel, MD 21122, and dissolve the previous corporation post office address of 346 Shady Lane, Pasadena, Anne Arundel, MD 21122.

IN WITNESS WHEREOF, we have signed this resolution on November 5, 1988, and severally acknowledge the same to be our act.

Hugh J. Schmittle

Kevin V. Lindsey

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

11-15-88 at 9:16 A.m.

1988 NOV 15 A 9:16

83208214

RECEIVED FOR RECORD

89 MAR -1 AM 11:29

H. ERLE SCHAFER
CLERK

0000 0168

BOOK 221 PAGE 169

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

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D2452118 ___ 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 Req.
51		Foreign Name Registration
13		___ Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
___		Other _____
___		Other _____
TOTAL FEES	$10.00	

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: Kevin V. Lindsey
475 Center Street
Pasadena, Md. 21122

NOTE:

1 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: _____

3077 0858

0000 0169

CLERK'S NOTATION

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

BOOK 221 PAGE 170

CHANGE OF PRINCIPAL OFFICE
OF
FREEWING DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 AT 9:16 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$	$ 10.00	$

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
475 CENTER STREET
PASADENA MD 21122

097C3021692

A 278298

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

3077 0856

0000 0170

CLERK'S NOTATION

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

BOOK 221 PAGE 171

J & K Distributors, Inc.
2012 Renard Court • Suite A • Annapolis, MD 21401 • (301) 841-6024
2041 M.L.K., Jr. Avenue, S.E. • Suite LL6 • Washington, D.C. 20020 • (202) 678-9300

November 14, 1988

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

SUBJECT: CHANGE OF ADDRESS

The Board of Directors of J & K Distributors, Inc., a Corporation organized in the state of Maryland, on January 2, 1982, duly approved a resolution as follows:

RESOLVED: That the address of the Corporation is changed to 2012 Renard Ct., Suite A, Annapolis, Maryland 21401.

I, Kay F. Price, President, J & K Distributors, Inc., certify under penalties of perjury that to the best of my knowledge, information, and belief, the abvove resolution to be true in all material respects.

Respectfully,

Kay F. Price

Kay F. Price
President

KFP:alf
Encl: $10.00 fee

83208221

1988 NOV 15 A 9:28

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD
11-15-88 at 9:29 a.m.

RECEIVED FOR RECORD
89 MAR -1 AM 11:30
H. ERLE SCHAFER
CLERK

3077 0839

0000 0171

BOOK 221 PAGE 172

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

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D1360957 ___ 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 Req.
51		Foreign Name Registration
13		___ Certified Copy _____
55		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
___		Other _____
___		Other _____
TOTAL FEES	$10.00	

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: J & K Distributors Inc
2012 Renard Ct. Ste A
Annapolis Md. 21401

NOTE:

1 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: RC

3077 0840

0000 0172

CLERK'S NOTATION

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

BOOK 221 PAGE 173

CHANGE OF PRINCIPAL OFFICE
OF
J & K DISTRIBUTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 AT 9:29 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$	$ 10.00	$

D1360957

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
J & K DISTRIBUTORS, INC.
2012 RENARD COURT
SUITE A
ANNAPOLIS MD 21401

097C3021686

A 278292

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

3077 0838

0000 0173

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

BOOK 221 PAGE 174

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-16-88 at 9:02a .M.

INTERNATIONAL CONSULTING ENTERPRISES, INC. (I.C.E.)
(a Close Corporation)

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

That I, WILLIAM E. FELIX, JR., whose post office address is P.O. Box 1288, Waldorf, MD 20604-1288, being at least twenty-one (21) years of age, do hereby declare myself as Incorporator, with the intention of forming a corporation under and by virtue of the general laws of the State of Maryland, and for such purpose do hereby make, execute and adopt the following Articles of Incorporation:

ARTICLE I. The name of the Corporation shall be: INTERNATIONAL CONSULTING ENTERPRISES, INC. (I.C.E.)

ARTICLE II. The period of existence and duration of the life of this Corporation shall be perpetual.

ARTICLE III. The Corporation shall be a "Close Corporation", as authorized by The Corporations and Associations Article, Title 4, Annotated Code of Maryland.

ARTICLE IV. The principle office for the transaction of business of this Corporation shall initially be located in the County of Anne Arundel, State of Maryland, at:

1559 Farlow Avenue
Crofton, Maryland 21114

The following-named person shall be designated as the statutory resident agent of this Corporation and said resident agent is a citizen and actual resident of the State of Maryland:

William Francis Coenen
1559 Farlow Avenue
Crofton, Maryland 21114

RECEIVED FOR RECORD
89 MAR -1 AM 11:30
H. ERLE SCHAFER
CLERK

88 NOV 16 AM 9:02

341-202 3078 0058

0000 0174

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

ARTICLE V: The general purposes for which this Corporation is formed, and the business or objects to be carried on and promoted by it are as follows:

(a) To conduct and operate an International Brokering and Consulting business; to do all things necessary to engage in the business of an international brokering and consulting business.

(b) To acquire by purchase, subscription, contract or otherwise, and to hold, sell, exchange, mortgage, pledge or otherwise dispose of, or turn to account or realize upon, and generally to deal in and with, all forms of securities, including, but not limited to, shares, stocks, bonds, debentures, coupons, notes, scrip, mortgages, evidences of indebtedness and commercial paper, certificates of indebtedness and certificates of interest issued or created in any and all parts of the world by corporations, associations, partnerships, firms, trustees, syndicates, individuals, governments, states, municipalities, and other political and governmental divisions and subdivisions, or any combinations of organizations, or entities whatsoever, or issued or created by others, irrespective of their form or the name by which they may be described, and all trust participating and other certificates of the receipts evidencing interest in any such securities;

(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, notes and other evidences of indebtedness of any corporation, 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, 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 re-issue 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;

3078 0059

0000 0175

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

(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 of other corporations, also to assume the whole or any part of the liabilities, existing or prospective, of any person, firm, organization, corporation or association, and to aid in any manner any other person, firm, corporation or association with which it has business dealings, or whose stock, bonds or other obligations are held, or in any way or manner guaranteed by the corporation, and to the other debts 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 hereinbefore mentioned and to issue or exchange stocks, bonds and other liabilities in payment for property purchased or acquired by it, or for any objective in or about its business, to borrow money without limit, to mortgage or pledge its property, real or personal, income or profits accruing to it, and stocks, bonds or other obligations, or any franchises which may be acquired by it; and

(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 or other states, in the District of Columbia, in the territories and colonies of the United States of America and foreign countries, or to hold, purchase, mortgage and convey real or personal property, 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.

The enumeration of specific powers shall not be construed as limiting or restricting in any manner, either the meaning of general terms used in any of such provisions of the scope of the general powers of the corporation, nor shall the expression of one thing in any of those provisions be deemed to exclude another not specifically expressed, although it be of like nature.

3078 0060

0000 0176

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

ARTICLE VI. The total number of shares of stock which this Corporation has authority to issue is nine hundred (900) shares of common stock at no par value. Such shares may be issued for such consideration as may from time to time be considered appropriate and all such shares, when so issued, shall be considered fully paid and not liable to any further call or assessment. The shares of this Corporation are not [illegible] divided into classes. This Corporation is not authorized to issue shares in series. The holders of the common stock of this Corporation shall have no premptive rights, as such holders, to acquire any shares or other securities which may at any time be issued by this Corporation. All shares of stock are subject to the following restrictions:

The Corporation shall have the first option to purchase any stock of the Corporation. No stockholder(s) shall have the right to transfer, sell, assign, pledge or otherwise dispose of any shares of stock of the Corporation without first offering such stock for sale to the Corporation at book value. The Corporation shall have thirty (30) days after receipt of a written offer to accept such offer. If the Corporation fails to accept the offer within thirty (30) days, the stockholder(s) shall have the right to dispose of the stock on such terms as he sees fit to any person qualified to be a stockholder of an electing small business corporation under Subchapter S of the United States Internal Revenue Code, if at the time of such transfer, the Corporation has so qualified.

The Corporation, and the parties hereto, may take whatever action shall be necessary to cause the stock of the Corporation to qualify as "Section 1244 Stock" as such term is used and defined in the Internal Revenue Code of 1978, as amended, and the Regulations issued thereunder.

ARTICLE VII. This Corporation shall have one (1) Director, who shall serve as such until 12:00 a.m., midnight, on the fourth (4th) working day following the receipt and approval for record of these Articles of Incorporation by the State Department of Assessments and Taxation of Maryland or until such time as Three Hundred (300) shares of stock of this Corporation have been

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

issued, whichever shall last occur. At such time, the Director shall cease to be a Director without further act, and this Corporation shall thereafter have no Board of Directors.

The business and affairs of this Corporation shall be managed by direct action of the stockholders of this Corporation and all of the powers and duties given to Directors by law shall be exercised by the stockholders, pursuant to Subtitle 3, Section 4-301 et seq. of the Corporations and Associations Volume of the Annotated Code of Maryland.

The name and post office address of the Director who shall act as aforesaid is:

William Francis Coenen
1559 Farlow Avenue
Crofton, Maryland 21114

ARTICLE VIII: This Corporation reserves the right, from time to time, to amend, alter or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute for the amendment of Articles of Incorporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 14th day of November, 1988, and acknowledge the same to be my act.

WITNESS:

William E. Felix, Jr.
WILLIAM E. FELIX, JR.

3078 0062

BOOK 221 PAGE 179

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

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

ENT CODE 02 (1) BUSINESS CODE 03 COUNTY 52

___ P.A ___ Religious ✓ Close ✓ Stock ___ Nonstock

ing (Transferor) _____ Surviving (Transferee) _____

E	AMOUNT	FEE REMITTED
	20	Organ. & Capitalization
	20	Rec. Fee (Arts. of Inc.)
		Rec. Fee (Amendment)
		Rec. Fee (Merger or Consolidation)
		Rec. Fee (Transfer)
		Rec. Fee (Dissolution)
5		Rec. Fee (Revival)
6		Foreign Qualification
2		Cert. of Qual. or Req.
0		Foreign Name Registration
1		Certified Copy
3		Penalty
56		For. Supplemental Cert.
54		Foreign Resolution
53		Certificate of Conveyance
73		
		Certificate of Merger/Transfer
76		
		Special Fee
75		For. Limited Partnership
80		Cert. Limited Partnership
83		Amendment to Limited Partnership
84		Terminaton of Limited Partnership
85		Recordation Tax
21		State Transfer Tax
22		Local Transfer Tax
23		Corp. Good Standing
31		Foreign Corporation Registration
NA		Limited Part. Good Standing
87		Financial
71		Personal
600		Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		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: William Coenen
1559 Farlow Av
Crofton Md 21114

NOTE:

TOTAL FEES 40 ✓ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: GO

3078 0063

CLERK'S NOTATION

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

BOOK 221 PAGE 180

ARTICLES OF INCORPORATION
OF
INTERNATIONAL CONSULTING ENTERPRISES, INC.
(I.C.E.)

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 16, 1988 AT 9:02 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2673705

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 COENEN
1559 FARLOW AVE.
CROFTON MD 21114

098C3021743

A 278391

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3078 0057

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-20-88 at 9:57a

ARTICLES OF INCORPORATION

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

SECOND: The name of the church exempt organization is the TRY JESUS DELIVERANCE TEMPLE, INC.

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

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

(a) The Church is organized exclusively for religious, educational and charitable purposes, including, for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such religious, charitable and educational purposes, all for the public welfare, and for no other purposes; and to that end to take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if 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 it is received, but not gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limitedin such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Section 1(d) of this Plan, or as shall, in the opinion of the Trustees, jeopardize the federal income tax exemption of the Church pursuant to Section 501 (c)(3) of the Internal Revenue Code of 1986, as now in force or

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H. ERLE SCHAFER
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CLERK'S NOTATION
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afterwards amended, to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations or other securities of any corporation or corporations, domestic or foreign, but only for some or all of the foregoing purposes; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for religious, educational, and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Church shall inure to the benefit of or be distributable to its members, Trustees, officers or other private persons, except that the Church shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third, Section (1) hereof. No substantial part of the activities of the Church shall be the carrying on of propaganda, or otherwise attempting to influnce legislation, and the Church shall not participate, or intervene, (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office. Notwithstanding an other provision of this Plan, the Church 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 corresponding provision of any future United States Internal Revenue Law) or , (b) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

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

(i) to establish and maintain a church and to provide a place of worship and prayer in accordance with Apostolic traditions;

(ii) to establish, maintain and conduct a school for religious instruction of children and adults;

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

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

CLERK'S NOTATION
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(d) In this Plan:

(i) references to "charitable organizations" or "charitable organizations" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its states, territories, possessions, or the District of Columbia, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which incures or is payable to or for the benefit of any private stockholder or individual, and no substantial part of the activities of which involves carrying on of propaganda or otherwise attempting to influence legislation and which do not involve participating, or intervening, (including the publishing or distributing or statements), in any political campaign on behalf of any candidates for public office; and,

(ii) the term "charitable purposes" shall be limited to and shall include only religious, charitable, or educational purposes within the meaning of the terms used in Section 501 (c) (3) of the Internal Revenue Code of 1986, and only such purposes as also shall constitute public purposes under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States.

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

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

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

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CLERK'S NOTATION

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

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

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

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

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

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

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

FOURTH: The existence of the Church shall be perpetual.

FIFTH: The address of the principal place of worship of the Church is 121 Inglewood Drive, Glen Burnie, MD 21061. The name and address of the resident agent of the Church is Patricia Ann Grigsby, 121 Inglewood Drive, Glen Burnie, Maryland 21061. Said resident is a citizen of the State of Maryland and actually resides therein.

SIXTH: The initial number of Trustees of the Church is four (4), which number may be increased or pursuant to the By- Laws of the Church but shall never be less than three (3), nor more than seven (7). The names and addresses of those persons serving as initial Trustees are:

Patricia Ann Grigsby
121 Inglewood Drive
Glen Burnie, MD 21061

Darryl Griffin
9232 Pirates Cove
Columbia, MD 21046

Zella Mae Bradley
4417 Edson Place, NE
Washington, DC

Patricia Fletcher
4417 E. 3rd Street
Washington, DC 20743

CLERK'S NOTATION

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TRY JESUS DELIVERANCE TEMPLE, INC.
PAGE 5

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

EIGHTH: Upon the dissolution of the Church, the Trustees shall, after paying or making provision for the payment of all of the liabilities of the Church, dispose of all of the assets of the Church exclusively for the purposes of the Church in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court for the County where the principal place of worship of the Church is located (if not then located in Baltimore City), or by the Superior Court of Baltimore City if such principal place of worship is then located in Baltimore, City, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such religious, charitable or educational purposes.

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 29 day of August, 1988, and we acknowledge the same to be our acts.

Patricia A. Grigsby
Patricia Ann Grigsby

Darryl Griffin
Darryl Griffin

Zella mae Bradley
Zella Mae Bradley

P. C. Fletcher
Patricia Fletcher

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CLERK'S NOTATION

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TRY JESUS DELIVERANCE TEMPLE, INC.
PAGE 6

STATE OF MARYLAND
CITY OF BALTIMORE

On this 30th day of August, 1988, before me the undersigned Notary Public, Patricia Ann Grigsby, Darryl Griffin, Patricia Fletcher and Zella Mae Bradley, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledge that they execute the same for the purposes therein contained.

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

Dennis M. Gogek

My Commission Expires July 1, 1990.

BOOK 221 PAGE 187

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 16 COUNTY 52

____ ___P.A ✓ Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: _____
Tryjesus Deliverance Temple, Inc.
121 Inglewood Drive
Glen Burnie Md
21061

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JO

3078 0071

CLERK'S NOTATION

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

BOOK 221 PAGE 188

ARTICLES OF INCORPORATION
OF
TRY JESUS DELIVERANCE TEMPLE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 20, 1988 AT 9:57 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2673713

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
TRY JESUS DELIVERANCE TEMPLE, INC
.
121 INGLEWOOD DRIVE
GLEN BURNIE MD 21061

098C3021744

A 278392

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 3078 0064

CLERK'S NOTATION

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

BOOK 221 PAGE 189

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11-17-88 at 10:35 a.m.

ARTICLES OF INCORPORATION

OF

WHITE ROCKS YACHT CLUB, INC.

FIRST: The undersigned, Charles L. Tobias, whose address is 8701 Georgia Avenue, Suite 200, Silver Spring, Maryland 20910 being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation is WHITE ROCKS YACHT CLUB, INC.

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

To own, develop and manage a yachting club; to provide services of entertainment and recreation to its members. To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise, use and operate its properties, improved or unimproved, and any right or interest therein.

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

FOURTH: The post office address of the principal office of the corporation is 1402 Colony Road, Pasadena, Maryland 21122 and the name of the initial registered agent is RICHARD D. LONDON. Said resident agent is a resident and citizen of the State of Maryland. The address of the resident agent is 8701 Georgia Avenue, Suite 200, Silver Spring, Maryland 20910.

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

SIXTH: The number of directors of the corporation shall be two (2), which number may be increased and thereafter decreased pursuant to the by-laws of the corporation, but shall never be less than the number required by law. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are:

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CLERK

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CLERK'S NOTATION
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Dennis C. Blaeuer James A. Marsden

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

EIGHTH: Notwithstanding anything in these Articles of Incorporation to the contrary, the holders of common shares shall not have preemptive rights to purchase any shares of the Corporation hereafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

NINTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 15th day of November, 1988, and acknowledge the same to be my act.

WITNESS: INCORPORATOR:

Gloria B. Kempson Charles L. Tobias

Articles Of Incorporation
WHITE ROCKS YACHT CLUB, INC.

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BOOK 221 PAGE 191

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

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

DOCUMENT CODE 02 8 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
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NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: _____
Max & London
Charles Tobias
8701 Georgia Av #200
Silver Spring Md 20910-3714

NOTE:

✓Check _____Cash

_____ Documents on _____ checks

APPROVED BY: RO

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CLERK'S NOTATION

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

BOOK 221 PAGE 192

ARTICLES OF INCORPORATION
OF
WHITE ROCKS YACHT CLUB, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 AT 10:35 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	$

D2673754

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
MAX & LONDON
CHARLES TOBIAS
8701 GEORGIA AVE. STE. 200
SILVER SPRING MD 20910 3714

098C3021748

A 278396

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

0888 0192

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

REALTY MART, INC.

A Maryland Close Corporation

Organized Pursuant to Title 4 of the

Corporations and Associations Article of the

Annotated Code of Maryland

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
11-14-88 at 8:47 .m.

ARTICLES OF INCORPORATION

FIRST: I, Eugene R. Seifert, whose post office address is 447 Magothy Bridge Road, Pasadena, Maryland 21122, being at least eighteen years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is Realty Mart, 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 Corporation shall be a "Small Business Corporation" (Subchapter S Corporation) as authorized by Article 26, Section 1371, et seq. of the United States Code Annotated (Internal Revenue Code 1954 - TRA 1986).

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

1. To conduct and engage in a real estate service business to specifically include, but not be limited to, the sale, trade, exchange, purchase, lease, rent, and generally dealing in real estate, leases and

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H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
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options thereon, real estate contracts, business personal property, and related services; to engage in the property management business; to promote and conduct the sale and resale of time-shares; and to engage in any other lawful purpose and/or business.

2. To enter into partnerships, joint ventures, other business associations and licensing agreements for any lawful purpose.

3. To invest its funds in real estate, mortgages, stocks, bonds or other types of investments for any lawful purpose.

4. To acquire by purchase, or otherwise, to hold, buy, sell, convey, lease, mortgage or otherwise encumber and in any manner deal in real, leasehold and personal property of every kind and description, and of any interest and estate therein.

5. To do any and all things and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law 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 this 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 powers of this Corporation. The Corporation is founded upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to Close Corporations which

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CLERK'S NOTATION
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are contained in the General Laws of this State and relative to "Subchapter S Corporations" which are contained in the Internal Revenue Code of the United States of America.

SIXTH: The post office address of the principal office of the Corporation is: 447 Magothy Bridge Road, Pasadena, Maryland 21122. The name and post ofice address of the Resident Agent of the Corporation in this State is Eugene R. Seifert, 447 Magothy Bridge Road, Pasadena, Maryland 21122. Said Resident Agent is an individual actually residing in this State.

SEVENTH: The total number of shares of capital stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of Common Stock, all of one class, having a Ten Dollar ($10.00) par value each for for an aggregate par value of all shares totaling One Hundred Thousand Dollars ($100,000.00).

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 tha (1). The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is:

Eugene R. Seifert

NINTH: The stockholders of the Corporation shall have pre-emptive rights to purchase, subscribe for, or otherwise acquire any shares of the

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CLERK'S NOTATION
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stock of the Corporation of any class now or hereafter authorized, or 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 following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and the stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time shares of its stock of any class 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 aforegoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other Article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

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CLERK'S NOTATION
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3. With respect to:

(a) the amendment of the Charter of the Corporation;

(b) the sale, lease, exchange or other transfer of the property and assets of the Corporation, including its goodwill and franchises;

(c) 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 an affirmative vote of all the votes entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article 3.

4. No contract or other transaction between this Corporation and any other corporation and no act of the Corporation shall in any way be affected or invalidated by the fact that any of the directors of this 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 the Corporation who is also a director or officer of such other corporation or who is 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

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CLERK'S NOTATION
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contract or transaction, with the force and effect as if he were not such director or officer of such other corporation or not so interested.

5. In order to preserve and protect the Corporation's status as a "Subchapter S Corporation" under the Internal Revenue Code, the Board of Directors is hereby empowered by all stockholders both now and in the future, to consent on behalf of such stockholders and in their stead to elect for the continuance of the Corporation as a "Subchapter S Corporation"; and in the event that any new shareholder, as defined by Article 26, Section 1372 E of the United States Code Annotated, fails to consent to said Corporate election for income tax purposes within the initial time allowed by federal law, the transfer of stock to said shareholder shall in all be null and void as effecting the rights of such new stockholder in the Corporation as a stockholder.

ELEVENTH: The following provisions are hereby adopted for the purposes of defining, limiting and regulating the transfer of the stock of the Corporation. Acceptance of stock by any stockholder shall automatically constitute the agreement of that stockholder with these provisions and shall have the same force and effect as if the stockholder had voluntarily entered into an unamious Stockholders' Agreement under the terms of Section 4-401 of the Corporations and Associations Article of the Annotated Code of Maryland concerning the provisions.

1. "Transfer" means the transfer of any interest in the stock of Corporation owned by any stockholder other than by operation of law to a personal representative, guardian or similar legal representative. It includes

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0000 0198

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

all other transfers either voluntary or involuntary or by operation of law of stock owned by any stockholder. It includes the acquisition of any interest in stock owned by any stockholder less than full ownership by any other party including the acquisition of a lien or power of rule by attachment, levy or a similar procedure; and the creation or assignment of a security interest.

2. Any transfer to a party or parties which would have the effect of rendering the Corporation ineligible for treatment as a "Small Business Corporation" (Subchapter S Corporation under Article Section 1371 et seq. of the United States Code Annotated) by reason of the identity or nature of the transferee shall be null and void.

3. No shareholder shall transfer, alienate or in any way dispose of any shares of stock of the Corporation unless said shares shall have first been offered for sale to the remaining stockholders of record; notice of said right of first refusal shall be given to the remaining stockholders of record in writing via Certified Mail - return receipt requested; such right to be exercised by each remaining stockholder shall be in proportion to the number of shares held by that stockholder to the aggregate number of shares outstanding at the time of transfer, alienation or disposal.

4. The Corporation will exercise the right of first refusal accorded the remaining stockholders in the preceding subsection 3 of Article ELEVENTH for any shares not acquired by the remaining stockholders.

TWELFTH: The duration of the Corporation shall be perpetual.

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CLERK'S NOTATION

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THIRTEENTH: (1) As used in this Article THIRTEENTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Idemnification Section"), as amended from time to time, shall have the same meaning as provided in the Idemnification 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 Idemnification 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 Idemnification Section; provided, 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 subscetions (b) and (c) of the Idemnification Section, any claim, issue or matter raised in such proceeding, the Corporation shall not idemnify such corporate representative other than a present or former director or officer under the Idemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative

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CLERK'S NOTATION

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vote at a duly constituted meeting of the majority of the Board of Directors who were 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 idemnification of such corporate representatives 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 10th day of November, 1988 and acknowledge the same to be my act.

WITNESS:

Phyllis M. Stewart

Eugene R. Seifert

EUGENE R. SEIFERT

3078 0129

0000 0201

BOOK 221 PAGE 202

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

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

DOCUMENT CODE 02 S BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: _____
Eugene R. Seifert
447 Magothy Bridge Rd
Pasadena, Md. 21122

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JMT

3078 0130

0000 0202

CLERK'S NOTATION

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

BOOK 221 PAGE 203

ARTICLES OF INCORPORATION
OF
REALTY MART, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 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:
$ 20.00	$ 20.00	$

D2673838

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
EUGENE R. SEIFERT
447 MAGOTHY BRIDGE RD.
PASADENA MD 21122

098C3021756

A 278401

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

3073 0120

0880 0203

CLERK'S NOTATION

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

BOOK 221 PAGE 204

D. T. BURGEE HOME IMPROVEMENT, INC.

(A CLOSE CORPORATION)

11-15-88 at 12:19 p.m.

1988 NOV 15 P2:53

FIRST: We, the undersigned, Douglas T. Burgee, 1048 Lake Claire Drive, Annapolis, Maryland 21401, and Bruce Gary Marshall, 915 Hillside Drive, Edgewater, Maryland 21037 being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate myselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is D. T. Burgee Home Improvement, Inc.

THIRD: The corporation shall be a close corporation as authorized by Title 4, Subtitle 2, Subsection 4-201 of the Corporation and Associations Volume of the Annotated Code of Maryland.

FOURTH: The purpose for which the corporation is for the construction of new structures and for the repair, remodeling and repair of existing structures.

FIFTH: The post office address of the Corporation in the State of Maryland is 1048 Lake Claire Drive, Annapolis, Maryland 21401. The name and post office of the resident agent of the Corporation in Maryland is Henry L. McRobie, 715 Ingleside Avenue, Baltimore, Maryland 21228. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares without par value, all of which are one class.

The following is a description of the class of stock of the Corporation with, conversion and other rights, voting powers, restrictions, limitations as to dividends:

All the stock in this Corporation shall be common stock and the holders of such common stock shall have the right to vote and all stockholders must vote in person

89 MAR -1 AM 11:31

H. ERLE SCHAFER
CLERK

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83208403

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CLERK'S NOTATION

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

and cannot vote in proxy. Dividends shall be paid from the net profits of the Corporation and shall be paid when and as determined by the Board of Directors.

SEVENTH: The number of directors of the Corporation shall be two (2) which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than 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 Douglas T. Burgee, 1048 Lake Claire Drive, Annapolis, Maryland 21401; and Bruce Gary Marshall, 915 Hillside Drive, Edgewater, Maryland 21037.

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

This Corporation shall have the power to carry on the business of the construction of new structures and for the repair, remodeling and repair of existing structures, carry on any other business which may seem to the corporation capable of being conveniently carried on in connection with the powers or calculated directly or indirectly to enhance the value of the corporation's property or right; to purchase, acquire, hold, sell, assign, transfer, mortgage, pledge, exchange or otherwise deal in shares of capital stock of this or any other corporation, and to exercise all the rights, powers and privileges, including the right to vote thereon, except on the stock of this corporation, which natural persons might, could or would exercise; to acquire the goodwill rights, property and assets of all kinds, and to undertake the whole or part of the liabilities of any person, firm, assocation or corporation, engage in a similar line of business, and to pay for same in cash, stock, debentures of other securities of this or any other corporation; to borrow money, make and issue promissory notes, bonds, debentures and evidence of indebtedness of any kinds whether secured by mortgage, pledge or otherwise; to acquire, purchase, lease, exchange, hire, or otherwise deal in lands or any interest therein; to erect, construct, alter, maintain

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CLERK'S NOTATION
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and improve houses, buildings or works of every description of any lands of the corporation or upon any other lands, and rebuild, alter, improve and remove existing buildings or works thereon necessary or convenient for the carrying on of the business of the organization; to sell, lease, mortgage, or otherwise dispose of, operate, or utilize the lands, houses, buildings and other property of the corportation; to undertake the management and sale of all property, building and lands of the corporation or otherwise; to make and enter into contracts pertaining to the corporation's business with any individual, firm, association, corporation private, public or municipal body politic, and with the government of the United States, or of any state thereof; to renumerate any person or persons or corporation for services rendered or may be rendered, to transact and carry on all or any other business which may be necessary, incidental or proper to the exercise of any or all of the aforesaid purposes of the corporation, and in general to carry on business in conection with the foregoing objects, the foregoing to be construed both as to objects and powers, not to limit or restrict in any manner the exercise of all powers conferred by the general corporation laws of the State of Maryland but nothing herein shall be construed as an attempt to secure powers not properly obtainable by corporations organized under the laws of the State of Maryland; in furtherance and not in limitation to the powers conferred by the laws of the State of Maryland, the board of directors is expressly authorized;

To make and alter the by-laws.

To fix the amount to be reserved as working capital and from time to time to authorize and cause to be executed mortgages and liens upon the property and franchises of this corporation.

To sell, assign, convey or otherwise dispose of a part of the property and assets of this corporation less than the while or less than substantially the whole thereof, on such terms and conditions as they shall deem advisable, without the assent of the

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CLERK'S NOTATION

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stockholders in writing or otherwise; and also to sell, assign, transfer, convey or otherwise dispose of the whole or substantially the whole of the property and assets, including the goodwill and corporation franchises, of the corporation, upon such terms and conditions as they shall deem expedient and for the best interests of the corporation, when and as authorized by the corporation, when and as authorized by the unanimous vote of all the holders of the stock issued and outstanding having voting power, given at a stockholders' meeting call for that purpose of when authorized by the written consent of all the holders of the voting stock issued and outstanding.

From time to time determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of this corporation, or any of them other than the stock ledger shall be open to the inspection of the stockholders; and no stockholder shall have any right to inspect any accounts or books or documents of the corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders. This corporation may in its by-laws confer powers upon the directors in addition to the foregoing and in addition to the powers and authorities expressly conferred by them by law.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation and severally acknowledged the same or be our acts.

WITNESS:

Henry L McRae — Douglas T. Burgee
DOUGLAS T. BURGEE

Henry L McRae — Bruce Gary Marshall
BRUCE GARY MARSHALL

3078 0190

0000 0207

CLERK'S NOTATION
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STATE OF MARYLAND, COUNTY OF Baltimore :to wit

I HEREBY CERTIFY that on this 24 day of October ,1988, before me the subscriber, a Notary Public of the State of Maryland, personally appeared DOUGLAS T. BURGEE, President and Treasurer and BRUCE GARY MARSHALL, Vice President and Secretary of D. T. Burgee Home Improvement, Inc. and in the name and on behalf of said corporation acknowledged the foregoing Articles of Incorporation 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 Incorporation with respect to the approval thereof are true to the best of their knowledge, information and belief.

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

Lynn A. Welkner
Notary Public

My Commission Expires: 7/1/90

3078 0191

BOOK 221 PAGE 209

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

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

DOCUMENT CODE 02b BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	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 Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial _____ Personal
600		Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	40	

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: McRobie + Shaw 715 Ingleside Ave Catonsville, Md 21228

NOTE:

✓ Check _____ Cash

3 Documents on 1 checks

APPROVED BY: MSK

3078 0192

0080 0209

CLERK'S NOTATION

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

BOOK 221 PAGE 210

ARTICLES OF INCORPORATION
OF
D.T. BURGEE HOME IMPROVEMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 AT 12:19 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	$

D2673952

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
MCROBIE & SHAW
715 INGLESIDE AVE.
CATONSVILLE MD 21228

098C3021768

A 278411

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3078 0166

0088 8219

CLERK'S NOTATION

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

BOOK 221 PAGE 211

GLEN BURNIE IMPROVEMENT ASSOCIATION, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

ARTICLES OF AMENDMENT

APPROVED FOR RECORD 11/14/88 at 10:01 .m.

Glen Burnie Improvement Association, Inc., a Maryland, non-stock corporation, having its principal office at Crain Highway and First Avenue, SE, Glen Burnie, Maryland, hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Certificate of Incorporation is hereby amended by adding thereto a revised Article 2, which shall read as follows:

"2. The purpose for which the said Corporation is formed and the objects to be promoted by it, are as follows:

The promotion and furtherance of the moral and social welfare of its members, particularly in its application to the general improvement to the town of Glen Burnie, Maryland, and adjacent territory, to give financial assistance to the organization known in 1988 as the Glen Burnie Voluntary Fire Company, as long as that organization continues to exist as a viable volunteer fire protection organization within the boundaries of the Association and in furtherance of said purpose and objects, to acquire and hold for the use of the Association such property as may be deemed necessary, including the disposition thereof, to hold annual or other carnivals, fairs and entertainments, to raise funds for the purpose and objects of the said Corporation."

83198561

1988 NOV 14 A 10:01

RECEIVED FOR RECORD
CIRCUIT COURT

89 MAR -1 AM 11:31

H. ERLE SCHAFER
CLERK

3078 0309

0000 0211

CLERK'S NOTATION

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

SECOND: By formal action of a majority of the members, the Board of Directors of the Corporation, pursuant and in accordance with the Corporations and Associations Article of the Annotated Code of Maryland duly advised the aforegoing Amendment. That under the provisions of the Corporations and Associations Article of the Annotated Code of Maryland and the By-Laws of the Corporation, the members were given notice of the proposed Amendment to the Certificate of Incorporation and that the meeting of the Association held on May 10, 1988, said Amendment was passed by a vote of at least two-thirds of the members present.

IN WITNESS WHEREOF, the Glen Burnie Improvement Association, Inc. 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 8th day of November, 1988, and its President acknowledges that these Articles of Amendment are the act and deed of the Glen Burnie Improvement Association, 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:

Sarah Davies
Sarah Davies
Recording Secretary

GLEN BURNIE IMPROVEMENT ASSOCIATION, INC.

BY: Alfred Lipin
Alfred Lipin
President

3078 0310

BOOK 221 PAGE 213

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

DOCUMENT CODE 09 BUSINESS CODE _____ COUNTY 52

D0109629 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties,
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	20	

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: Charles Ayres Jr
P.O. Box 670
Glen Burnie, Md
21061

NOTE:

_____Check _____Cash

_____ Documents on _____ checks

APPROVED BY: PCM

3078 0311

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

0000 0213

CLERK'S NOTATION

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

BOOK 221 PAGE 214

ARTICLES OF AMENDMENT
OF
GLEN BURNIE IMPROVEMENT ASSOCIATION,
INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 14, 1988 AT 10:01 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	$

D0109629

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 AYRES, JR.
P. O. BOX 670
GLEN BURNIE MD 21061

098C3021786

A 278430

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

0088 0214

CLERK'S NOTATION

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

BOOK 221 PAGE 215

MAMMA FOODS, INC.

A CLOSE CORPORATION UNDER TITLE 4

ARTICLES OF AMENDMENT

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-15-88 at 8:27a .m.

MAMMA FOODS, INC., a Maryland corporation having its principal office in Severn, Maryland, (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Charter of the Corporation is hereby amended by striking out the Paragraph entitled "Second" and inserting in lieu thereof the following:

SECOND: That the name of the Corporation is:

MAMA FOODS, INC.

SECOND: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised and approved by all the stockholders of the Corporation. The Corporation is a Close Corporation which elected to have no Directors.

IN WITNESS WHEREOF, MAMMA FOODS, 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 11th day of November, 1988.

ATTEST:

Lloyd C. Kimm, Secretary

BY: MAMMA FOODS, INC.

Diana C. Kimm, President

1988 NOV 15 A 8:27

RECEIVED FOR RECORD
CIRCUIT COURT

89 MAR -1 AM 11:31

H. ERLE SCHAFER
CLERK

83208091

3078 0373

CLERK'S NOTATION

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

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

Diana C. Kimm

BOOK 221 PAGE 217

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

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

DOCUMENT CODE 9A BUSINESS CODE 03 COUNTY 52

D2490969 ___ 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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties,
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____

Name Change (New Name) Mama Foods, Inc.

✓ 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: _____
William Hubock
304 Crain Highway North
Glen Burnie Md
21061

NOTE:

TOTAL FEES 20 ✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: GD

3078 0375

0000 0217

CLERK'S NOTATION

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

BOOK 221 PAGE 218

ARTICLES OF AMENDMENT
OF
MAMMA FOODS, INC.
CHANGING ITS NAME TO:
MAMA FOODS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 AT 8:27 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: $

D2490969

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 HUDOCK
304 CRAIN HIGHWAY NORTH
GLEN BURNIE MD 21061

098C3021799

A 278441

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3078 0372

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-16-88 at 9:05 .m.

BOOK 221 PAGE 219

ARTICLES OF TRANSFER

ARTICLES OF TRANSFER entered into this 11th day of November, 1988, by and between ARMOR OIL, INC., a Maryland Corporation (hereinafter sometimes referred to as the "Transferor"), and EASTERN PETROLEUM CORPORATION, a Maryland corporation, (hereinafter sometimes referred to as the "Transferee").

THIS IS TO CERTIFY:

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

SECOND: The post office address and principal place of business of Transferee are: 33 Hudson Street, Annapolis, Maryland 21401.

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

Transferor is ARMOR OIL, INC., a corporation organized under the laws of the State of Maryland.

Transferee is EASTERN PETROLEUM CORPORATION, a corporation organized under the general laws of the State of Maryland.

Transferee was incorporated in 1969, under the general laws of the State of Maryland.

FOURTH: The nature and amount of the consideration to be paid by Transferee for the property and assets hereby transferred to it as set forth in Article NINTH herein, is $ 19,535.00 Dollars.

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

FEDDER AND GARTEN
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
BALTIMORE, MARYLAND 21201

RECEIVED FOR RECORD
89 MAR -1 AM 11:31
H. ERLE SCHAFER
CLERK

0000 0219

CLERK'S NOTATION

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

title to which could be affected by the recording of an instrument among the land records.

SIXTH: The location of the principal office of Transferee in the State of Maryland is 33 Hudson Street, Anne Arundel County, Maryland. Transferee owns no real property in this State. The name and address of the resident agent of the Transferee is Jeffrey Abarbanel, Esquire, 2300 Charles Center South, 36 South Charles Street, Baltimore, Maryland 21201.

SEVENTH: The Board of Directors of Transferor, by unanimous written informal action signed by all the members thereof filed with the minutes of the proceedings of the Board, duly adopted a resolution declaring that the sale, assignment and transfer of substantially all the assets of Transferor as herein set forth is advisable and directing that these Articles of Transfer be submitted for action thereon by the stockholders of Transferor by unanimous written informal action, all in the manner and by the vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferor.

A unanimous written informal action setting forth approval of these Articles of Transfer was signed by all of the stockholders of Transferor entitled to vote thereon, and such unanimous written informal action is filed with the minutes of the proceedings of the stockholders of Transferor, all in the manner and by vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of Transferor.

EIGHTH: As to the Transferee, the sale, assignment and transfer to be affected pursuant to these Articles of Transfer was duly advised and authorized by the Board of Directors and approved by the stockholders in the manner and by the vote required by the Charter of Transferee, its successors and assigns, all those assets set forth in the Purchase Agreement between Transferor and Transferee.

FEDDER AND GARTEN
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
BALTIMORE, MARYLAND 21201

3078 0484

0000 0220

CLERK'S NOTATION

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NINTH: In consideration of the payment to Transferor of $19535.00 Dollars, Transferor does hereby bargain, sell, deed, grant, convey, transfer, set over and assign to Transferee, its successors and assigns, all those assets set forth in the Purchase Agreement between Transferor and Transferee.

TENTH: These Articles of Transfer are executed, acknowledged, sealed and delivered in the State of Maryland by Transferor, a Maryland corporation, and Transferee, a Maryland corporation, and it is accordingly understood and agreed that these Articles of Transfer shall be construed in accordance with the law applicable to contracts made and entirely to be performed within the State of Maryland.

IN WITNESS WHEREOF, ARMOR OIL, INC. and EASTERN PETROLEUM CORPORATION, parties to these Articles of Transfer, have caused these Articles of Transfer to be signed and acknowledged in the name and on behalf of each corporation party to these Articles of Transfer by its Presidents or Vice Presidents and attested by the Secretary or an Assistant Secretary.

ARMOR OIL, INC.

ATTEST:

Jacqueline Branch, Asst Sec — By: Marshall Jarrard Sr Pres

Asst. Secretary — President

EASTERN PETROLEUM CORPORATION

ATTEST:

Jeffry Haverland — By: [signature]

Secretary — Vice President

THE UNDERSIGNED, President of ARMOR OIL, INC. who executed on behalf of said corporation the foregoing Articles of Transfer, of which this certificate is made a part hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Transfer to be the corporate act of said corporation and further

FEDDER AND GARTEN
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
BALTIMORE, MARYLAND 21201

CLERK'S NOTATION

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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.

By: [signature] President

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

By: ~~President~~ Vice President [signature]

3078 0486

FEDDER AND GARTEN
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
BALTIMORE, MARYLAND 21201

BOOK 221 PAGE 223

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

DOCUMENT CODE 12 BUSINESS CODE _____ COUNTY 52

_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

~~Merging~~ (Transferor) Armor Oil Inc.
D1579214

~~Surviving~~ (Transferee) Eastern Petroleum Corporation
D0279209

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64	20	Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
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 Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other
		Other
TOTAL FEES	20	

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 020

ATTENTION: Jeffrey Abarbanel

MAIL TO ADDRESS: _____

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JMT

3078 0487

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

0000 0223

CLERK'S NOTATION

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

BOOK 221 PAGE 224

ARTICLES OF TRANSFER
OF

ARMOR OIL, INC.
(A MD CORP.) TRANSFEROR
AND
EASTERN PETROLEUM CORPORATION
(A MD CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 16, 1988 AT 9:05 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	$

D0279109

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
FEDDER & GARTEN
PROFESSIONAL ASSOCIATION-J.A.
36 S. CHARLES STREET
2300 CHARLES CENTER SOUTH
BALTIMORE MD 21201

098C3021820

A 278462

STATE OF MARYLAND · DEPARTMENT OF ASSESSMENTS AND TAXATION

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

3078 0482

0000 0224

CLERK'S NOTATION

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

BOOK 221 PAGE 225

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD 10/18/88 at 9:00 .m.

ARTICLES OF DISSOLUTION

OF

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

CHARTERED

JAMES W. ROSS, M.D., F.A.C.C., CHARTERED, a Maryland professional corporation (hereinafter referred to as the "Corporation"), in accordance with the Annotated Code of Maryland, Corporations and Associations §3-406 (1985), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

I. The name of the Corporation is James W. Ross, M.D., F.A.C.C., Chartered, and the address of its principal office is 275 West Street, Suite 222, Annapolis, Maryland 21401.

II. The name and address of a resident agent who shall serve for one (1) year after dissolution and until the affairs of the Corporation are wound up are: James W. Ross and 275 West Street, Suite 222, Annapolis, Maryland 21401.

III. The name and address of record of the Sole Director of the Corporation are as follows:

James W. Ross	275 West Street Suite 222 Annapolis, Maryland 21401

IV. The name, title and address of each of the officers of the Corporation are as follows:

President	James R. Ross	275 West Street Suite 222 Annapolis, Maryland 21401
Secretary	Janet G. Ross	275 West Street Suite 222 Annapolis, Maryland 21401

90 1 V 87 130 0881

1988 OCT -3 A 9:50

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[redacted] 0510

H. ERLE SCHAFER
CLERK

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

Treasurer James W. Ross 275 West Street
Suite 222
Annapolis, Maryland 21401

V. The Sole Director of the Corporation, by written consent to such action, adopted a resolution in the manner and by the vote required by law and by the Charter of the Corporation, declaring that the dissolution of the Corporation was advisable and directing that the proposed dissolution be submitted for action thereon by written consent in lieu of a special meeting of the Sole Stockholder of the Corporation.

VI. A written consent in lieu of a special meeting of the Sole Stockholder of the Corporation, setting forth approval of the dissolution of the Corporation as so proposed, was signed and approved by the Sole Stockholder of the Corporation entitled to vote thereon in the manner required by law and the Charter of the Corporation, and such written consent is filed with the records of the Corporation.

VII. The Corporation has no known creditors.

VIII. The Corporation is hereby dissolved.

IX. These Articles of Dissolution are accompanied by certificates provided by the Annotated Code of Maryland, Corporations and Associations §3-407(c)(2)(1985), stating that all taxes not barred by limitations which are levied on assessments made by the State Department of Assessments and Taxation of the State of Maryland and billed by and payable to the issuer of each of said certificates by the Corporation, including taxes for the current year, have been paid or provided for in a manner satisfactory to the issuer of each of said certificates.

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

IN WITNESS WHEREOF, JAMES W. ROSS, M.D., F.A.C.C., 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 1st day of September, 1988, and its President acknowledges that these Articles of Dissolution are the act and deed of the Corporation and, under the penalties of perjury, that, to the best of his knowledge, information and belief, the matters and facts set forth herein with respect to authorization and approval are true in all material respects.

ATTEST:

JAMES W. ROSS, M.D., F.A.C.C., CHARTERED, a Maryland professional corporation

Janet G. Ross
Janet G. Ross, Secretary

By James W. Ross
James W. Ross, President

[Corporate Seal]

CLERK'S NOTATION

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BOOK 221 PAGE 228

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

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

have been paid.

WITNESS my hand and official seal this

21ST day of SEPTEMBER A.D. 19 88

Marlene J. Ford

DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

3078 0513

PS-409

CLERK'S NOTATION
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BOOK 221 PAGE 229

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

Anne Arundel County

MS-1103; BOX 1831
ANNAPOLIS, MARYLAND 21404

TELEPHONE: (301) 224-1144
FROM BALTIMORE: 641-6750
FROM WASHINGTON: 261-8250
TAX BILLING: EXT. 1144
WATER & SEWER BILLING: EXT. 1130
SALES TAX DIVISION: EXT. 1144

JAMES W. ROSS, M.D., F.A.C.C.
100 CATHEDRAL ST. #2
ANNAPOLIS, MD 21401

DATE NOVEMBER 9, 1988
ACCT# 9-606-D1335785

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of JAMES W. ROSS, M.D., F.A.C.C. are paid thru 1989. 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

Mra Gizmer for
AUGUST H. KRUELLE, Revenue Admin

3078 0514

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

City of Annapolis

MUNICIPAL BUILDING
160 DUKE OF GLOUCESTER STREET
ANNAPOLIS, MARYLAND 21401

WILLIAM S. TYLER
FINANCE DIRECTOR
FINANCE OFFICE

Annap. 263-7952
Balto. 269-5410

October 13, 1988

TO WHOM IT MAY CONCERN:

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

James W. Ross, M.D. FACC Chartered
D 1335785

have been paid through June 30, 1989.

Sincerely,

William S. Tyler

William S. Tyler
Finance Director

WST/sst

3078 0515

BOOK 221 PAGE 231

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

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

DOCUMENT CODE 19 BUSINESS CODE _____ COUNTY 52

D1335785 ___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	26	3 Certified Copy 18
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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 061

ATTENTION: _____

MAIL TO ADDRESS: _____

NOTE:

TOTAL FEES _____

76 Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: A

3078 0516

0000 0231

CLERK'S NOTATION

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

BOOK 221 PAGE 232

THE ARTICLES OF DISSOLUTION
OF
JAMES W. ROSS, M.D., F.A.C.C. CHARTERED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 18, 1988 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	$ 30.00

D1335785

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
TUCKER, FLYER, SANGERT & LEWIS
SUITE 400
1615 L STREET, N.W.
WASHINGTON DC 20036 5601

098C3021825

A 278466

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO,

3078 0509

0888 0232

CLERK'S NOTATION

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

BOOK 221 PAGE 233

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11-16-88 at 11:44a .m.

The name of the corporation at the time the charter was forfeited was B.J. STEPHENS, INC.

The name which the corporation will use after revival is B.J. STEPHENS,INC,

The name and address of the resident agent is B.J. STEPHENS
203 CAPE ST. JOHN RD.
ANNAPOLIS, MD 21401

These Articles of Revival are for the purpose of reviving the charter of the corporation.

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 of 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.

The address of the principal office in this state is
1507 FOREST DRIVE, ANNAPOLIS, MD 21403

The undersigned is the last acting and present President of the Corporation and severally acknowledges the Articles to be her act.

B.J. STEPHENS

DANIEL A. MARANGIELLO, SECRETARY

RECEIVED FOR RECORD
1988 NOV 16 A 11:44

89 MAR -1 AM 11:31

H. ERLE SCHAFER
CLERK

83218415

3078 0529

CLERK'S NOTATION

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

BOOK 221 PAGE 234

NOVEMBER 11,1988

I,B.J. STEPHENS, PRESIDENT, OF B.J. STEPHENS, 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.

B.J. Stephens
B.J. STEPHENS

I hereby certify that on 11-11-88 (date) before me, the subscriber, a notary public of the State of Maryland, in and for Anne Arundel (name of county), personally appeared B. J. Stephens (NAME OF PERSON SWEARING) and made oath under the penalties of perjury that the matters and facts set forth in this affidavit are true to the best of his knowledge, information and belief.

As witness my hand and notarial seal.

Theodore A. Buerlo
SIGNATURE

My commission expires 7-9-90

3078 0530

BOOK 221 PAGE 235

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

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

DOCUMENT CODE 18 BUSINESS CODE 03 COUNTY 52

D1582832 ___ P.A ___ Religious ___ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66	20	Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___ Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31	6	1 Corp. Good Standing 11/16/88 # 83014
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
___		Other _____
TOTAL FEES	56	

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JS

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: B.J. Stephens, Inc
1507 Forest Drive
Annapolis Md 21403

NOTE:

3078 0531

CLERK'S NOTATION

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

BOOK 221 PAGE 236

THE ARTICLES OF REVIVAL
OF
B. J. STEPHENS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 16, 1988 AT 11:44 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

D1582832

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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. J. STEPHENS, INC.
1507 FOREST DRIVE
ANNAPOLIS MD 21403

09BC3021828

A 278468

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

0078 0526

0000 0236

CLERK'S NOTATION

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

BOOK 221 PAGE 237

RESIGNATION BY REGISTERED AGENT

The undersigned hereby gives notice of his resignation as registered agent to Harvandy Ent. Inc., a Maryland corporation incorporated on September 15, 1987. A copy of this notice has been mailed to N.R. Vay, at 4307 Varney Ave., Ft. Meade, MD 20755.

Thomas C Roberts

Thomas C. Roberts
17521 Shenandoah Ct.
Ashton, MD 20861

83228214

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
11-17-88 at 9:37 A.m.

1988 NOV 17 A 9:51

RECEIVED FOR RECORD
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

89 MAR -1 AM 11:31

H. ERLE SCHAFER
CLERK

3078 0649

0000 0237

BOOK 221 PAGE 238

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

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D241726 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
30		Change of P.O., R.A. or R.A.A.
___		Other _____
___		Other _____
TOTAL FEES	$10.00	

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 017

ATTENTION: Kimberly Andras

MAIL TO ADDRESS: _____

NOTE:

1 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: RMC

3078 0650

CLERK'S NOTATION

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

BOOK 221 PAGE 239

RESIGNATION OF RESIDENT AGENT
OF
HARVANDY ENT. INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 AT 9:51 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$	$ 10.00	$

D2411726

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 COMPANY CORPORATION
ATTN: KIMBERLY ANDRAS
725 MARKET STREET
WILMINGTON DE 19801

098C3021846

A 278485

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3078 0648

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

BOOK 221 PAGE 240

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-17-88 9:57a

WALTER HOWARD & SONS, LTD.

ARTICLES OF INCORPORATION

FIRST: I, HARRY D. HUGHES, whose post office address is 1109 Odenton Road, P.O. Box 8, Odenton, Maryland 21113, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is WALTER HOWARD & SONS, LTD.

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

(1) To operate a business engaged in landscaping, construction, general hauling and the planting and growing of plants used in landscaping.

(2) To purchase, stock and sell at retail and wholesale plants and other commodities; and to engage in any other lawful purpose and business.

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

(4) To do anything permitted by Section 2-103 of the Annotated Code of Maryland as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 24 White Road, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State are JOHN KENNY, 130 Brent Road, Arnold, Maryland 21012 (P.O. Box 1029 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) shares of common stock, without par value.

SIXTH: Except as may be provided by law or by the Board of Directors:

(a) dividends may be declared and paid or set apart for payment upon the common stock out of any assets or funds of the Corporation legally available for the payment of dividends;

(b) the holders of common stock shall have the exclusive right to vote for the election of directors and on all other matters requiring stockholder action, with each share being entitled to one vote; and

(c) upon the voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the net assets of the Corporation shall be distributed pro rata to the holders of

HARRY D. HUGHES
ATTORNEY AT LAW
1109 ODENTON ROAD
ODENTON, MD 21113
(301) 674-3911

RECEIVED FOR RECORD
CIRCUIT COURT, A.A.
89 MAR -1 AM 11:32
H. EMLE SCHAFER
CLERK

1988 NOV 17 A 9:57

3078 0712

83228261

0000 0240

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

the common stock in accordance with their respective rights and interests.

SEVENTH: 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 three (3), provided that:

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

(2) If there is stock outstanding and so long as there are less than five stockholders, the number of directors may be less than five 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: WALTER E. HOWARD, CLARA D. HOWARD, WALTER D. HOWARD, JEROME E. HOWARD and WAYNE L. HOWARD.

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

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

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

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

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

HARRY D. HUGHES
ATTORNEY AT LAW
1109 ODENTON ROAD
ODENTON, MD 21113
(301) 674-3911

3078 0713

0000 0241

CLERK'S NOTATION

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 15th day of November, 1988, and I acknowledge the same to be my act.

Harry D. Hughes

HARRY D. HUGHES

HARRY D. HUGHES
ATTORNEY AT LAW
1109 ODENTON ROAD
ODENTON, MD 21113
(301) 674-3911

3078 0714

0000 0242

BOOK 221 PAGE 243

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
Harry Hughes
PO Box 8
Oldenton, Md
21113

NOTE:

TOTAL FEES 40

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: NO

3078 0715

CLERK'S NOTATION

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

BOOK 221 PAGE 244

ARTICLES OF INCORPORATION
OF
WALTER HOWARD & SONS, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 AT 9:57 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2674000

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
HARRY HUGHES
P.O. BOX 8
ODENTON MD 21113

099C3021866

A 279597

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3078 0711

0888 0244

CLERK'S NOTATION

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

CORP-BUS
MD-ART-STD
L7020 DLG/j

BOOK 221 PAGE 245

P.M.F. SERVICE COMPANY

ARTICLES OF INCORPORATION

11-17-88 9:48a

FIRST: I, JOHN C. HARVEY, whose post office address is 6001 Montrose Road, Suite 700, Rockville, Maryland, 20852, 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 P.M.F. SERVICE COMPANY.

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

(1) Contracting for electrical services and goods in the trucking industry,as well as all other mechanical services and goods in general.

(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 1678 Justine Drive, Gambrills, Maryland, 21054. The name and post office address of the Resident Agent of the Corporation in this State are DWAYNE L. GARRETT, ESQUIRE, 6001 Montrose Road, Suite 700, Rockville, Maryland, 20852. 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 name of the Director who shall act until the first annual meeting or until her successors are duly elected and qualify is: PATRICIA FENWICK.

RECEIVED FOR RECORD 1988 NOV 17 A 9:48

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89 MAR -1 AM 11:32

H. ERLE SCHAFER
CLERK

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

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

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

(2) The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time-to-time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

(3) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the face value of his stock.

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

NINTH: No Director or office of the Corporation shall be liable to the Corporation or to its stockholders for money damages except (1) to the extent that it is proved that such Director or officer actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such Director or officer is entered in a proceeding based on a finding in the proceeding that such Director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

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

IN WITNESS WHEREOF, I have signed these Articles Of Incorporation this 11th day of November, 1988, and I acknowledge the same to be my act.

JOHN C. HARVEY, ESQUIRE

3078 0742

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BOOK 221 PAGE 248

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: _____
Dwayne Garrett
6001 Montrose Rd
700
Rockville Md 20852

NOTE:

_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: _____

3078 0743

0000 0248

CLERK'S NOTATION

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

BOOK 221 PAGE 249

ARTICLES OF INCORPORATION
OF
P.M.F. SERVICE COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 AT 9:48 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2674059

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DWAYNE L. GARRETT, ESQ.
6001 MONTROSE RD. STE. 700
ROCKVILLE MD 20852

0990C3021871

A 279602

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3070 0733

0880 0249

CLERK'S NOTATION

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

BOOK 221 PAGE 250

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

LANDS END, INC.

APPROVED FOR RECORD

11/15/88 at 3:24 p.m.

FIRST: The name and address of each incorporator is as follows:

Charles F. Wheatley, III
72 Tarragon Lane
Edgewater, MD 21037

Charles F. Wheatley, Jr.
232 West Prospect Bay Drive
Grasonville, MD 21638

Each incorporator is over 18 years of age, and is forming a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation is LANDS END, INC.

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

> To engage in any lawful act or activity for which corporations may be organized under the general corporate law of Maryland.

FOURTH: Provisions for the management of the business and for the conduct of the affairs of this corporation and provisions creating, defining, limiting and regulating the powers of this corporation, the directors and the stockholders are as follows:

> 1. The board of directors shall have the power to make, adopt, alter, amend and repeal the by-laws of this corporation without the assent or vote of the stockholders, including, without limitation, the power to fix, from time to time, the number of directors which shall constitute the whole board of directors of this corporation subject to the right of the stockholders to alter, amend and repeal the by-laws made by the board of directors.

89 MAR -1 AM 11:32

83216044

H. EARLE SCHAFER
CLERK

0000 0250

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

2. The directors in their discretion may submit any contract or act for approval or ratification at any annual meeting of the stockholders or at any meeting of the stockholders called for the purpose of considering any such act or contract, and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the stock of this corporation which is represented in person or by proxy at such meeting and entitled to vote thereat (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and as binding upon this corporation and upon all the stockholders as though it had been approved or ratified by every stockholder of this corporation, whether or not the contract or act would otherwise be open to legal attack because of directors' interest, or for any other reason.

3. In addition to the powers and authority hereinbefore or by statute expressly conferred upon them, the board of directos of this corporation are hereby expressly empowered to exercise all such powers and to do all such acts and things as may be exercised or done by this corporation; subject, nevertheless, to the provisions of the statutes of the State of Maryland and of the Certificate of Incorporation as they may be amended, altered or changed from time to time and to any by-laws; provided, however, that no by-law so made shall invalidate any prior act of the board of directors which would have been valid if such by-law had not been made.

FIFTH: A director of this corporation shall have no personal liability to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, provided that this provision shall not eliminate the liability of a director: (i) for any breach of the director's duty of loyalty to the corporation or its stockholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; and (iii) for any transaction from which the director derived an improper personal benefit.

3078 0781

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

SIXTH: The address of the principal office of the corporation is:

LANDS END, INC.
313 E. Revell Highway
Annapolis, MD 21401

SEVENTH: The name and address of the resident agency of the corporation is:

Charles F. Wheatley, III
313 E. Revell Highway
Annapolis, MD 21401

EIGHTH: (i) The corporation is authorized to issue 1,000 shares of stock; (ii) the shares shall be all common stock with voting rights; and (iii) the shares shall be without par value.

NINTH: The corporation shall have three directors. The names of those who will serve as directors until the first annual meeting and until their successors are elected and qualify are:

Charles F. Wheatley, III
72 Tarragon Lane
Edgewater, MD 21037

Charles F. Wheatley, Jr.
232 West Prospect Bay Drive
Grasonville, MD 21638

Barbara R. Wheatley
72 Tarragon Lane
Edgewater, MD 21037

WHEREFORE, the above named incorporators do execute these Articles of Incorporation this 15th day of November, 1988.

Charles F. Wheatley, III

Charles F. Wheatley, Jr.

CLERK'S NOTATION

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

ACKNOWLEDGMENT AND VERIFICATION

After having first been duly sworn under oath, the incorporators: Charles F. Wheatley, III and Charles F. Wheatley, Jr., acknowledge the Articles of Incorporation herein to be their acts and that to the best of their knowledge, information, and belief, these matters and facts are true in all material respects, and that the statement is made under the penalties for perjury.

Charles F. Wheatley, III

Charles F. Wheatley, Jr.

Subscribed and sworn to before me, a notary public, this 15th day of November, 1988.

Larry H. Taylor
Notary Public

My Commission Expires:
July 1, 1990

BOOK 221 PAGE 254

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part
___		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: _____

TOTAL FEES 40 Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: A

3078 0784

WASHINGTON, D.C. SALT LAKE CITY, UTAH

CHARLES F. WHEATLEY, JR.
COUNSELLOR AT LAW

SENIOR PARTNER IN THE FIRM OF
WHEATLEY & RANQUIST
34 DEFENSE STREET
ANNAPOLIS, MARYLAND 21401

(301) 266-7524
IN WASHINGTON, D.C.
(301) 261-8608

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

0000 0254

CLERK'S NOTATION

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

BOOK 221 PAGE 255

ARTICLES OF INCORPORATION
OF
LANDS END, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 AT 3:24 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	$

D2674125

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 F. WHEATLEY, JR.
34 DEFENSE ST.
ANNAPOLIS MD 21401

099C3021878

A 279609

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

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

M

ARTICLES OF INCORPORATION

OF

K.R.T. ENTERPRISES, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11/9/88 at 8:41 .m

THE UNDERSIGNED DO HEREBY ASSOCIATE FOR THE PURPOSE OF BECOMING A CORPORATION FOR PROFIT UNDER THE LAWS OF THE STATE OF MARYLAND, AND DO HEREBY CERTIFY THE FOLLOWING ARTICLES OF INCORPORATION HAVE BEEN ADOPTED:

ARTICLE I

THE NAME OF THE CORPORATION IS, K.R.T. ENTERPRISES, INC.

ARTICLE II

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE AND ITS EXISTENCE SHALL COMMENCE ON THE DATE WHICH THESE ARTICLES ARE FILED WITH THE MARYLAND STATE DEPARTMENT OF ASSESSMENTS AND TAXATION.

ARTICLE III

THIS CORPORATION IS ORGANIZED TO ENGAGE IN ANY AND ALL LAWFUL PURPOSES, ACTIVITY OR BUSINESS WHICH CORPORATIONS MAY BE PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF MARYLAND; INCLUDING, BUT NOT IN ANY WAY LIMITED, ITS POWER TO BUY, HOLD, OWN, WORK, DEVELOP, IMPROVE, DIVIDE, SUB-DIVIDE, MANUFACTURE, PROCESS, SELL, CONVEY, LEASE, MORTGAGE, PLEDGE, EXCHANGE AND OTHERWISE DEAL IN AND DISPOSE OF, ON ITS OWN ACCOUNT OR ON COMMISSION, PROPERTY OF ALL KINDS, REAL, PERSONAL AND MIXED, INCLUDING STOCKS, BONDS AND SECURITIES ISSUED OR CREATED BY ANY OTHER CORPORATIONS IN ANY STATE OR COUNTY, AND WHETHER NOW OR HEREAFTER ORGANIZE AND INCLUDING RIGHTS, EASEMENTS AND INCORPOREAL HERDITAMENTS, APPURTENANT THERETO, AND INCLUDING PATENTS, PATENT RIGHTS AND PROCESSES, WATER RIGHTS, PERMITS PRIVILEGES, FRANCHISES, LICENSES, SEWAGE SYSTEMS, WATER POWER AND WATER WORKS PLANTS FOR THE GENERATION, DISTRIBUTION AND SUPPLY OF ELECTRICITY, GAS, STEAM AND OTHER AGENCIES FOR LIGHT AND HEAT AND OTHER PURPOSES TO WHICH THE SAME MIGHT BE ADAPTED, TO BUILD, CONSTRUCT, MAINTAIN AND OPERATE ANY OF THE PROPERTIES ABOVE MENTIONED AND SUPPLY CONVENIENCES THEREFROM; AND WHILE THE OWNER

1988 NOV 9 AM 8:41
RECEIVED FOR RECORD
89 MAR -1 AM 11:32
H. ERLE SCHAFER
CLERK
RM
83148021
[redacted]
3078 0813

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

OF ANY PROPERTIES TO EXERCISE ALL THE RIGHTS, POWERS AND PRIVILEGES OF OWNERSHIP TO THE SAME EXTENT AS NATURAL PERSONS MIGHT DO, INCLUDING THE RIGHT TO VOTE THE STOCK OF OTHER CORPORATIONS OWNED BY IT; TO BE A PROMOTER, PARTNER, MEMBER, ASSOCIATE OR MANAGER OF ANY CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST, OR OTHER ENTERPRISE; TO UNDERWRITE THE SALE OF STOCK, BONDS AND SECURITIES ISSUED BY OTHER CORPORATIONS; TO BORROW MONEY AND SECURE THE SAME AND MONIES OTHERWISE OWING BY MORTGAGES, DEBENTURES, BONDS, DEEDS, NOTES OR OTHER OBLIGATIONS THEREFORE; TO LEND MONEY, TO EMPLOY ITS SURPLUS AND EARNED SURPLUS IN THE PURCHASE OF OR AQUISITION OF ITS SHARES OR OBLIGATIONS, FROM TIME TO TIME AS ITS DIRECTORS MAY DETERMINE, AND TO HOLD THE SAME IN ITS TREASURY TO BE THEREAFTER SOLD, ISSUED, OR DISPOSED OF WHEN AND IN SUCH MANNER AS THE BOARD OF DIRECTORS OF THE CORPORATION MAY DEEM EXPEDIENT; TO ENTER INTO, MAKE, PERFORM AND CARRY OUT CONTRACTS OF EVERY KIND FOR ANY LAWFUL PURPOSE, WITHOUT LIMIT AS TO AMOUNT, WITH ANY PERSON, FIRM, ASSOCIATION OR CORPORATION, TOWN, CITY, COUNTY, PARISH, STATE, TERRITORY OR GOVERNMENT; TO DRAW, MAKE, ACCEPT, ENDORSE, DISCOUNT, EXECUTE, AND ISSUE PROMISSORY NOTES, DRAFTS, BILLS OF EXCHANGE, WARRANT DEBENTURES AND OTHER NEGOTIABLE OR TRANSFERRABLE INSTRUMENTS; TO CARRY ON ANY OR ALL OF ITS OPERATIONS AND BUSINESSES AND TO PROMOTE ITS OBJECTS WITHIN THE STATE OF MARYLAND OR ELSEWHERE WITHOUT RESTRICTION AS TO ANY OF THE POWERS 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, OR OTHERWISE, ALONE OR IN COMPANY WITH OTHERS; TO DO AND PERFORM ALL SUCH OTHER THINGS AND ACTS AS MAY BE NECESSARY, PROFITABLE OR EXPEDIENT IN CARRYING ON ANY OF THE BUSINESSES OR ACTS ABOVE NAMED. THE INTENTION IS THAT NONE OF THE OBJECTS AND POWERS HEREINABOVE SPECIFIED AND CLAUSES CONTAINED IN THIS ARTICLE, EXCEPT WHERE OTHERWISE SPECIFIED IN THIS ARTICLE, IN NO WAY SHALL BE LIMITED OR RESTRICTED BY REFERENCE TO OR INFERENCE FROM THE TERMS OF ANY OTHER OBJECTS, POWERS OR CLAUSES OF THIS ARTICLE HEREIN, BUT THAT THE OBJECTS AND POWERS SPECIFIED IN EACH OF THE CLAUSES IN THIS ARTICLE SHALL BE REGARDED AS INDEPENDENT OBJECTS AND POWERS.

ARTICLE IV

THE MAXIMUM NUMBER OF SHARES OF COMMON STOCK THAT THIS CORPORATION IS AUTHORIZED TO ISSUE AND

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HAVE OUTSTANDING AT ANY TIME IS 20000 (TWENTY THOUSAND), HAVING A PAR VALUE OF $1.00 (ONE DOLLAR) PER SHARE. ALL COMMON STOCK SHALL BE FULLY PAID AND NONASSESSABLE.

ARTICLE V

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW SHARES OF STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRORATA SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES), AT THE PRICE AT WHICH IS OFFERED TO OTHERS.

ARTICLE VI

THE STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE OF THIS CORPORATION IS:

12 MAYO ROAD
EDGEWATER, MARYLAND 21037

ARTICLE VII

THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

THELMA LAVERNE HUBER
928 LONG COVE ROAD
GLEN BURNIE, MARYLAND 21061

ARTICLE VIII

THIS CORPORATION SHALL HAVE 1 (ONE) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME BY MAJORITY VOTE OF SHAREHOLDERS BUT SHALL NEVER BE LESS THAN 1 (ONE). THE NAMES AND ADDRESSES OF THE FIRST BOARD OF DIRECTORS WHO, SUBJECT TO THE PROVISIONS OF THESE ARTICLES OF INCORPORATION, THE BY-LAWS OF THIS CORPORATION AND THE LAWS OF THE STATE OF MARYLAND SHALL HOLD OFFICE UNTIL THE FIRST MEETING OF THE SHAREHOLDERS AND UNTIL THEIR SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED, OR UNTIL THEIR

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RESIGNATION, REMOVAL FROM OFFICE, OR DEATH ARE AS FOLLOWS:

NAME	ADDRESS
THELMA LAVERNE HUTCHINS	731 SWAN COVE LANE PASADENA, MARYLAND 21122

ARTICLE IX

THE NAME AND STREET ADDRESS OF EACH INCORPORATOR AND SIGNING THESE ARTICLES ARE:

NAME	TITLE(S) AND ADDRESS
THELMA LAVERNE HUTCHINS	PRESIDENT & SECRETARY & TREASURER 731 SWAN COVE LANE PASADENA, MARYLAND 21122

The incorporator is at least 18 years of age.

ARTICLE X

THE OFFICES OF THIS CORPORATION SHALL BE PRESIDENT, SECRETARY, AND TREASURER, AND OTHER SUCH OFFICERS, AGENTS AND FACTORS SHALL BE CHOSEN IN SUCH MANNER, HOLD THEIR OFFICES FOR SUCH TERMS AND HAVE SUCH POWERS AND DUTIES AS MAY BE PRESCRIBED BY THE BY-LAWS OR DETERMINED BY THE BOARD OF DIRECTORS. ANY TWO OR MORE OFFICES MAY BE HELD BY THE SAME PERSON.

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ARTICLE XI

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND SHAREHOLDERS.

ARTICLE XII

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 PROVIDED BY LAW, AND ALL RIGHTS CONFERRED ON SHAREHOLDERS HEREIN ARE GRANTED SUBJECT TO THIS RESERVATION.

INWITNESS WHEREOF, THE UNDERSIGNED INCORPORATORS HAVE HEREUNTO SET HIS HAND AND SEAL THIS 27TH DAY OF OCTOBER, 1988 TO THE ARTICLES OF INCORPORATION FOR THE PURPOSE OF FORMING THIS CORPORATION UNDER THE LAWS OF THE STATE OF MARYLAND AND HEREBY MAKES AND FILES, IN THE OFFICE OF THE CHARTER DIVISION OF MARYLAND, THESE ARTICLES OF INCORPORATION AND CERTIFIES THAT THE FACTS HEREIN STATED ARE TRUE.

Thelma La Verne Hutchins SUBSCRIBER

BEFORE ME, PERSONALLY APPEARED THE ABOVE SUBSCRIBERS KNOWN TO THE PERSONS WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND KNOWN BY ME, AND BE ACKNOWLEDGED BEFORE ME THAT THEY HAVE EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE OF MARYLAND AND COUNTY OF ANNE ARUNDEL THIS 27th DAY OF October 1988

NOTARY PUBLIC Cheryl L Brown

COMMISSION EXPIRES July 1 1990

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THE STATE OF MARYLAND, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE SERVED

****

PURSUANT TO MARYLAND STATUTES, K.R.T. ENTERPRISES, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF MARYLAND, WITH ITS INITIAL PRINCIPAL REGISTERED OFFICE AT 12 MAYO ROAD, EDGEWATER, MARYLAND 21037, HAS NAMED THELMA LAVERNE HUBER, 728 LONG COVE ROAD, GLEN BURNIE, MARYLAND 21061, AS ITS INITIAL REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT

THE UNDERSIGNED HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT.

Thelma LaVerne Huber (SEAL)

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BOOK 221 PAGE 262

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

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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: Thelma Huber
928 Long Cove Rd
Glen Burnie, Md

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: PCM

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CLERK'S NOTATION

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BOOK 221 PAGE 263

ARTICLES OF INCORPORATION
OF
K.R.T. ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 9, 1988 AT 8:41 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	$

D2674190

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
THELMA HUBER
928 LONG COVE RD.
GLEN BURNIE MD 21061

099C3021885

A 279614

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

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CLERK'S NOTATION

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M

BOOK 221 PAGE 264

ARTICLES OF INCORPORATION

OF

U.M.R.L. ENTERPRISES, LTD.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, JACOB B. DAVIS, whose post office address is 7439 Baltimore-Annapolis Boulevard, Post Office Box 849, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

U.M.R.L. ENTERPRISES, LTD.

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

(a) To own and operate a microbiology laboratory;

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, to limit or restrict any other purpose, object or business, or to limit or restrict any of the powers of the Corporation, and the said Corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations.

FOURTH: The post office address of the principal office of the Corporation in this State is 611 P Hammonds Ferry Road, Linthicum, Maryland 21090. The Resident Agent of the Corporation is Rex A. D'Agostino, whose post office address is 611 P Hammonds Ferry Road, Linthicum, Maryland 21090. Said Resident Agent is a citizen of the State of Maryland and actually resides

RECEIVED FOR RECORD
69 MAR -1 AM 11:32
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-15-88 at 9:07 a.m.

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CLERK'S NOTATION
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therein.

FIFTH: The Corporation shall have a Board of one (1) Director, which number may be increased or decreased in accordance with the By-Laws of the Corporation, provided that if the number of Directors shall be less than three (3), their number may not be less than the number of Stockholders of the Corporation. The names of the Directors who shall act as such until the first annual meeting of the Stockholders or until their successors are duly chosen and qualify are:

Rex A. D'Agostino

SIXTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of common stock, without par value, all of one class.

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

(a) Any Director individually, or any firm of which any Director may be a member, or any corporation or association of which any Director may be an officer or director or in which any Director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no ocntract or other transaction shall be thereby affected or invalidated; provided that in case a Director, or firm of which a Director is a member, or a corporation or association of which a Director is an officer or director or in which a Director is interested as the holder of any amount of its capital stock or otherwise, such fact shall be disclosed or shall have been known to the Board of Directors or a majority thereof. Any Director of the Corporation who is also a director or officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, with like force and effect

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as if he were not such director or officer of such other corporation or association or were not so interested or were not a member of a firm so interested.

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

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

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

(2) By articles supplementary to this Charter, to classify or reclassify any unissued shares by fixing or altering in any one or more aspects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

EIGHTH: The Directors and officers of the Corporation while serving in such capacity or capacities are limited from liability for money damages to the Corporation and to the Corporation's Stockholders to the maximum extent permitted under and except as otherwise provided in Section 2-405.2 of the Corporations and Associations Article of the Annotated Code of Maryland.

NINTH: Except as the By-Laws may otherwise provide, the Corporation shall indemnify any person against reasonable expenses to the extent that he has been successful in defense of any action, suit or proceeding to which he was made a party by

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reason of his serving or having served the Corporation, or any other entity at the request of the Corporation, in any capacity, while an officer or Director of the Corporation. Except as the By-Laws may otherwise provide, no other indemnification shall be provided for any officer or Director and no indemnification shall be provided for any employee or agent of the Corporation, unless the Board of Directors shall, in its discretion, subject to the By-Laws, so direct.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act on this 14th day of November, 1988.

JACOB B. DAVIS

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BOOK 221 PAGE 268

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 1 page
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
___		Other _____
TOTAL FEES	60	

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: _____
Jacob Davis
7439 Baltimore-Annapolis Blvd
P.O. Box 849
Glen Burnie, Md
21061-0849

NOTE:
Copy made

_____ Check _____ Cash

1 Documents on 1 checks

APPROVED BY: _____

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CLERK'S NOTATION

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BOOK 221 PAGE 269

ARTICLES OF INCORPORATION
OF
U.M.R.L. ENTERPRISES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 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	$

02674208

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
JACOBS DAVIS
7439 BALTIMORE-ANNAPOLIS BLVD.
P.O. BOX 849
GLEN BURNIE MD 21061 0849

099C3021886

A 279615

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-17-88 8:39a

CLERK'S NOTATION
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LANCASTER PRODUCTS, INC.

ARTICLES OF INCORPORATION

FIRST: I, WADE P. THOMAS, JR., whose post office address is 7 Willow 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:

1. Lancaster Products, Inc.

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

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

The principal business purpose is to manufacture, distribute and sell a patented pre-rinse spray gun, proprietary faucets and its accessories and other products related to restaurant and institutional utensil and dish washing equipment.

FOURTH: The post office address of the principle office of the Corporation in this State is 2138 Espey Court, Crofton, Maryland 21114.

The name and post office address of the Resident Agent of the Corporation is S. Spear Lancaster, 2138 Espey Court, Crofton, Maryland 21114.

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

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

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Simon S. Lancaster
Jackson Lee Lancaster

1988 NOV 17 A 8:39

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89 MAR -1 AM 11:32
H. ERLE SCHAFER
CLERK

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S. Spear Lancaster

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.

EIGHT: 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:

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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 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 attorney's fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having

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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 attorney's fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph 4 of this Article NINTH.

4. Any indemnification under paragraph 1 or 2 of this Article NINTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in 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 actions, 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

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CLERK'S NOTATION
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ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this Article.

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

7. Any indemnification pursuant to this Article NINTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and administrators of such a person.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16th day of November, 1988, and I acknowledge the same to be my act.

WITNESS:

Barbara K. Poole

Wade P. Thomas

Wade P. Thomas, Jr.

3078 0652

BOOK 221 PAGE 275

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Wade Thomas Jr
7 Willow St.
Annapolis Md
21401

NOTE:

TOTAL FEES 40

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JP

3078 0853

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 221 PAGE 276

ARTICLES OF INCORPORATION
OF
LANCASTER PRODUCTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 AT 8:39 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	$ 20.00	$

D2674257

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
WADE THOMAS, JR.
7 WILLOW ST.
ANNAPOLIS MD 21401

099C3021891

A 279619

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3078 0647

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION • STATE OF MARYLAND •

CLERK'S NOTATION

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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11-17-88 at 8:28 a.m.

BOOK 221 PAGE 277

1988 NOV 17 A 8:28

OCULAR SYSTEMS, INC.

A Maryland Close Corporation

ARTICLES OF INCORPORATION

* * * * *

ARTICLE ONE: Incorporators.

The undersigned, Arthur I. Messinger, whose post office address is 166 West Street, Annapolis, Maryland 21401, being at least eighteen years of age, herewith forms a close corporation under the general laws of the State of Maryland pursuant to Corporation and Associations, Section 4-201 of the Annotated Code of Maryland.

ARTICLE TWO: Name.

1. The name of the corporation is Ocular Systems, Inc.

ARTICLE THREE: Purpose.

1. To manage, sell, and/or market medical diagnostic equipment for ocular blood flow labs or any other similar systems.

2. To purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of good, wares, merchandise, implements, and other personal property or equipment of every kind, for the furtherance of the corporation.

3. 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

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ATTORNEY AT LAW
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ANNAPOLIS, MARYLAND 21404
(301) 268-1121
BALTIMORE, MD (301) 268-1108
WASHINGTON, D.C. (301) 268-1108

RECEIVED FOR RECORD
AND RECORDED

89 MAR -1 AM 11:32

H. ERLE SCHAFER
CLERK

83228043 3078 0877

CLERK'S NOTATION
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calculated, directly or indirectly, to improve the interest of this corporation, and to do all things specified in and to have and to emphasize all powers conferred by the laws pursuant to 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 here and above setforth to the same extent and as fully as natural persons might or could do, either along or in connection with other persons, firms, associations or corporations, and in any part of the world.

4. To acquire by purchase, lease or otherwise, to own, use and operate lands, buildings, equipment and appliances, warehouses, stores, merchandise and other property within the State of Maryland or other area which may be useful to accomplish any of the purposes or carry on any business of the corporation.

5. To borrow money for any of the purposes of this corporation and to issue notes and other obligations therefore, and to secure, pledge or mortgage the whole or any part of the property of this corporation, both real or personal.

6. To carry on any of the businesses 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, businesses or rights.

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WASHINGTON, D.C. (301) 46-1105

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CLERK'S NOTATION
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7. To maintain margin accounts and make short sales of all kinds and descriptions.

9. To acquire good will, trade names, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation engaged in a similar business, and to pay for same in cash and stock of this Corporation or otherwise.

10. To acquire by subscription, purchase, exchange, or to otherwise acquire and hold for investment or otherwise to sell, use, dispose, pledge, mortgage or hypothecate any bonds, stocks or other oblig tions of any corporation 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 and securities for same and guaranteeing the payment thereof.

The aforegoing enumeration of the purposes, objects and business of the corporation is made in furtherance and not in limitation of the powers conferred upon the corporation by law, and it is not intended by the mention of any particular purpose, object or business in any manner to limit or to restrict the generality of any other purpose, object or business mentioned or to limit or restrict any of the powers of the corporation, and said corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon the corporation.

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WASHINGTON, D. C. (301) 261-1105

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ARTICLE FOUR: Principal Office and Resident Agent.

The post office address of the principal office of the Corporation is 116 Defense Highway, Suite 101, Annapolis, Maryland 21401. The name of the Resident Agent of the Corporation in this state is Arthur I. Messinger, Esq., 166 West Street, Annapolis, Maryland 21401. Said Resident Agent is a citizen actually residing in this state.

ARTICLE FIVE: Authorized Shares.

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.

ARTICLE SIX: Directors.

The number of Directors of the corporation shall be four (4) which number may be increased 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:

UPSHUR B. QUINBY, IV, President
JOHN J. RICE, Vice-President
DONALD S. MAHAFFEY, Secretary
ELAINE E. MAHAFFEY, Treasurer

ARTHUR I. MESSINGER
ATTORNEY AT LAW
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WASHINGTON, D.C. (301) 261-1109

ARTICLE SEVEN: Issuance of Shares.

The Board of Directors of the corporation are hereby

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empowered to authorize the issuance from time to time of not more than One Thousand (1,000) fully paid and non-assessable shares of no par value of the common stock of the corporation for such consideration as may be fixed by the Board of Directors. Any and all such shares shall be deemed fully paid stock and not liable for any further call or assessment thereon, and the holders of such shares shall not be liable for further payment thereon.

ARTICLE EIGHT: Indemnification.

The corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

1. The corporation shall indemnify any directors, officers or shareholders 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 any action by or in the right of the corporation) by reason of the fact that he is or was such director, officer, shareholder, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, shareholder, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney 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 reasonably believed to be in or not opposed to the best interests

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CLERK'S NOTATION
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of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe this conduct was unlawful.

2. The corporation shall indemnify any directors, shareholders or officers of the corporation who were or are a party or is threatened to be made a party of any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was such director, officer, shareholder, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, shareholder, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney fees) actually or 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 this 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

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WASHINGTON, D.C. (301) 261-1105

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expense which such could or shall deem proper.

3. To the extent that a director, shareholder 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 ARTICLE EIGHT or in defense of any claim, issue or matter therein, he shall be indemnified against expense (including attorney 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 EIGHT.

4. Any indemnification under Paragraph 1) or 2) of this ARTICLE EIGHT (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 directors, shareholders or officers is proper in the circumstances because he has met the applicable standard of conduct set forth in Paragraph 1) or 2) of this ARTICLE EIGHT. 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; b) if such a quorum is not, obtainable, or, even if obtainable, if such quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the corporation) in a written opinion; and any determination so made shall be conclusive; or, c) by a majority vote of shareholders who were not parties to such action, suit or proceeding or, if all shareholders were

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CLERK'S NOTATION

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parties to such action, suit or proceeding, then by majority vote of all shareholders.

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 or shareholders in the specific case upon receipt of an undertaking by or behalf of the directors, shareholders or officers 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 shareholders.

7. Any indemnification pursuant to this ARTICLE EIGHT 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, officer or shareholder and shall inure to the benefit of the heirs and personal representatives of such person.

IN WITNESS WHEREOF, I have signed these ARTICLES OF INCORPORATION this 15 day of November, 1988 and

ARTHUR I. MESSINGER
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WASHINGTON, D.C. (301) 261-1106

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acknowledge the same to be my act.

WITNESS

ARTHUR I. MESSINGER

ARTHUR I. MESSINGER
ATTORNEY AT LAW
166 WEST STREET
P. O. BOX 1747
ANNAPOLIS, MARYLAND 21404
(301) 268-1112
BALTIMORE, MD. (301) 269-1108
WASHINGTON, D.C. (301) 261-1109

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0000 0285

BOOK 221 PAGE 286

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties,
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
Arthur Messinger
PO Box 1747
Annapolis Md 21404

NOTE:

TOTAL FEES 40 ✓Check _____Cash

3 Documents on 1 checks

APPROVED BY: JW

CLERK'S NOTATION
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CLERK'S NOTATION

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BOOK 221 PAGE 287

ARTICLES OF INCORPORATION
OF
OCULAR SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 AT 8:28 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	$

D2674299

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
ARTHUR I. MESSINGER, ESQ.
P.O. BOX 1747
ANNAPOLIS MD 21404

09903021895

A 279623

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

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0088 0287

CLERK'S NOTATION

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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-17-88 at 8:28a

BOOK 221 PAGE 288

1988 NOV 17 A 8:28

BUSINESS MANAGEMENT GROUP, INC.

A Maryland Close Corporation

(Pursuant to Subchapter S)

ARTICLES OF INCORPORATION

* * * * *

ARTICLE ONE: Incorporators.

The undersigned, Arthur I. Messinger, whose post office address is 166 West Street, Annapolis, Maryland 21401, being at least eighteen years of age, herewith forms a close corporation under the general laws of the State of Maryland pursuant to Corporation and Associations, Section 4-201 of the Annotated Code of Maryland and elects it to be a Subchapter S close corporation.

ARTICLE TWO: Name.

1. The name of the corporation is Business Management Group, Inc.

ARTICLE THREE: Purpose.

1. To manage and/or provide general consulting services for computer related companies and businesses.

2. To purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of good, wares, merchandise, implements, and other personal property or equipment of every kind, for the furtherance of the corporation.

3. To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any

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(301) 268-1121
ANNAPOLIS, MD (301) 268-1108
WASHINGTON, D.C. (301) 261-1108

89 MAR -1 AM 11:32
H. ERLE SCHAFER
CLERK

3078 0888

CLERK'S NOTATION
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of the foregoing 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 and to have and to emphasize all powers conferred by the laws pursuant to 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 here and above setforth to the same extent and as fully as natural persons might or could do, either along or in connection with other persons, firms, associations or corporations, and in any part of the world.

4. To acquire by purchase, lease or otherwise, to own, use and operate lands, buildings, equipment and appliances, warehouses, stores, merchandise and other property within the State of Maryland or other area which may be useful to accomplish any of the purposes or carry on any business of the corporation.

5. To borrow money for any of the purposes of this corporation and to issue notes and other obligations therefore, and to secure, pledge or mortgage the whole or any part of the property of this corporation, both real or personal.

6. To carry on any of the businesses 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, businesses or

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WASHINGTON, D.C. (301) 261-1109

3078 0889

0000 0289

CLERK'S NOTATION

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rights.

7. To maintain margin accounts and make short sales of all kinds and descriptions.

8. To acquire good will, trade names, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation engaged in a similar business, and to pay for same in cash and stock of this Corporation or otherwise.

9. To acquire by subscription, purchase, exchange, or to otherwise acquire and hold for investment or otherwise to sell, use, dispose, pledge, mortgage or hypothecate any bonds, stocks or other obligations of any corporation 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 and securities for same and guaranteeing the payment thereof.

The aforegoing enumeration of the purposes, objects and business of the corporation is made in furtherance and not in limitation of the powers conferred upon the corporation by law, and it is not intended by the mention of any particular purpose, object or business in any manner to limit or to restrict the generality of any other purpose, object or business mentioned or to limit or restrict any of the powers of the corporation, and said corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon the

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WASHINGTON, D.C. (301) 261-1108

CLERK'S NOTATION
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corporation.

ARTICLE FOUR: Principal Office and Resident Agent.

The post office address of the principal office of the Corporation is 116 Defense Highway, Suite 101, Annapolis, Maryland 21401. The name of the Resident Agent of the Corporation in this state is Arthur I. Messinger, Esq., 166 West Street, Annapolis, Maryland 21401. Said Resident Agent is a citizen actually residing in this state.

ARTICLE FIVE: Authorized Shares.

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.

ARTICLE SIX: Directors.

The number of Directors of the corporation shall be four (4) which number may be increased 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:

UPSHUR B. QUINBY, IV, President

DONALD S. MAHAFFEY, Vice-President

JOHN J. RICE, Secretary

ELAINE E. MAHAFFEY, Treasurer

ARTHUR I. MESSINGER
ATTORNEY AT LAW
166 WEST STREET
P. O. BOX 1747
ANNAPOLIS, MARYLAND 21404
(301) 268-1121
BALTIMORE, MD. (301) 269-1109
WASHINGTON, D.C. (301) 261-1109

3078 0891

CLERK'S NOTATION
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ARTICLE SEVEN: Issuance of Shares.

The Board of Directors of the corporation are hereby empowered to authorize the issuance from time to time of not more than One Thousand (1,000) fully paid and non-assessable shares of no par value of the common stock of the corporation for such consideration as may be fixed by the Board of Directors. Any and all such shares shall be deemed fully paid stock and not liable for any further call or assessment thereon, and the holders of such shares shall not be liable for further payment thereon.

ARTICLE EIGHT: Indemnification.

The corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

1. The corporation shall indemnify any directors, officers or shareholders 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 any action by or in the right of the corporation) by reason of the fact that he is or was such director, officer, shareholder, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, shareholder, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney fees), judgments, fines and amounts paid in settlement actually and reasonable incurred by him in connection with such action, suit,

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BALTIMORE, MD. (301) 269-1108
WASHINGTON, D.C. (301) 28-1108

3078 0852

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CLERK'S NOTATION
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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 this conduct was unlawful.

2. The corporation shall indemnify any directors, shareholders or officers of the corporation who were or are a party or is threatened to be made a party of any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was such director, officer, shareholder, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, shareholder, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney fees) actually or 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 this 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

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WASHINGTON, D.C. (301) 261-1105

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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 could or shall deem proper.

3. To the extent that a director, shareholder 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 ARTICLE EIGHT or in defense of any claim, issue or matter therein, he shall be indemnified against expense (including attorney 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 EIGHT.

4. Any indemnification under Paragraph 1) or 2) of this ARTICLE EIGHT (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 directors, shareholders or officers is proper in the circumstances because he has met the applicable standard of conduct set forth in Paragraph 1) or 2) of this ARTICLE EIGHT. 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; b) if such a quorum is not, obtainable, or, even if obtainable, if such quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the corporation) in a written opinion; and any determination so made shall be conclusive; or,

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CLERK'S NOTATION

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c) by a majority vote of shareholders who were not parties to such action, suit or proceeding or, if all shareholders were parties to such action, suit or proceeding, then by majority vote of all shareholders.

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 or shareholders in the specific case upon receipt of an undertaking by or behalf of the directors, shareholders or officers 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 shareholders.

7. Any indemnification pursuant to this ARTICLE EIGHT 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, officer or shareholder and shall inure to the benefit of the heirs and personal representatives of such person.

IN WITNESS WHEREOF, I have signed these ARTICLES OF INCORPORATION this 15 day of November, 1988 and

ARTHUR I. MESSINGER
ATTORNEY AT LAW
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WASHINGTON D.C. (301) 261-1108

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BOOK 221 PAGE 296

acknowledge the same to be my act.

Kathy L. Ferguson
WITNESS

ARTHUR I. MESSINGER

ARTHUR I. MESSINGER
ATTORNEY AT LAW
168 WEST STREET
P. O. BOX 1747
ANNAPOLIS, MARYLAND 21404
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BALTIMORE, MD (301) 269-1109
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0000 0296

BOOK 221 PAGE 297

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62	____	Rec. Fee (Amendment)
63	____	Rec. Fee (Merger or Consolidation)
64	____	Rec. Fee (Transfer)
65	____	Rec. Fee (Dissolution)
66	____	Rec. Fee (Revival)
52	____	Foreign Qualification
50	____	Cert. of Qual. or Reg.
51	____	Foreign Name Registration
13	____	____Certified Copy _____
56	____	Penalty
54	____	For. Supplemental Cert.
53	____	Foreign Resolution
73	____	Certificate of Conveyance
76	____	Certificate of Merger/Transfer
75	____	Special Fee
80	____	For. Limited Partnership
83	____	Cert. Limited Partnership
84	____	Amendment to Limited Partnership
85	____	Terminaton of Limited Partnership
21	____	Recordation Tax
22	____	State Transfer Tax
23	____	Local Transfer Tax
31	____	____Corp. Good Standing
NA	____	Foreign Corporation Registration
87	____	____Limited Part. Good Standing
71	____	Financial
600	____	_____ Personal Property Reports and _____ late filing penalties
70	____	Change of P.O., R.A. or R.A.A.
91	____	Amend/Cancellation, for Limited Part.
___	____	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: Arthur Messinger
PO Box 1747
Annapolis Md 21404

NOTE:

TOTAL FEES 40 ✓Check _____Cash

3 Documents on 1 checks

APPROVED BY: gld

3078 0897

CLERK'S NOTATION
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0000 0297

CLERK'S NOTATION

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38

BOOK 221 PAGE 298

ARTICLES OF INCORPORATION
OF
BUSINESS MANAGEMENT GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 AT 8:28 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	$

D2674307

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
ARTHUR I. MESSINGER, ESQ.
P.O. BOX 1747
ANNAPOLIS MD 21404

0990 3021896

A 279624

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3078 0687

0888 0298

CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-17-88 at 8:28a.m.

1988 NOV 17 A 8:28

VERTICAL SYSTEMS MANAGEMENT, INC.

A Maryland Close Corporation

ARTICLES OF INCORPORATION

* * * * *

ARTICLE ONE: Incorporators.

The undersigned, Arthur I. Messinger, whose post office address is 166 West Street, Annapolis, Maryland 21401, being at least eighteen years of age, herewith forms a close corporation under the general laws of the State of Maryland pursuant to Corporation and Associations, Section 4-201 of the Annotated Code of Maryland.

ARTICLE TWO: Name.

1. The name of the corporation is Vertical Systems Management, Inc.

ARTICLE THREE: Purpose.

1. To buy and sell computer hardware and software with specialization in the legal, medical or industrial market computer systems.

2. To provide management and consulting in the area of computer ue and systems.

3. To purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of good, wares, merchandise, implements, and other personal property or equipment of every kind, for the furtherance of the corporation.

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ATTORNEY AT LAW
166 WEST STREET
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ANNAPOLIS, MARYLAND 21404
(301) 268-1121
BALTIMORE (301) 269-1108
WASHINGTON (301) 261-1108

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89 MAR -1 AM 11:32
H. ERLE SCHAFER
CLERK

3078 0899

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4. To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interest of this corporation, and to do all things specified in and to have and to emphasize all powers conferred by the laws pursuant to 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 here and above setforth to the same extent and as fully as natural persons might or could do, either along or in connection with other persons, firms, associations or corporations, and in any part of the world.

5. To acquire by purchase, lease or otherwise, to own, use and operate lands, buildings, equipment and appliances, warehouses, stores, merchandise and other property within the State of Maryland or other area which may be useful to accomplish any of the purposes or carry on any business of the corporation.

6. To borrow money for any of the purposes of this corporation and to issue notes and other obligations therefore, and to secure, pledge or mortgage the whole or any part of the property of this corporation, both real or personal.

7. To carry on any of the businesses 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

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aforesaid objects or businesses, or any of them or any part thereof, or to enhance the value of its property, businesses or rights.

8. To maintain margin accounts and make short sales of all kinds and descriptions.

9. To acquire good will, trade names, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation engaged in a similar business, and to pay for same in cash and stock of this Corporation or otherwise.

10. To acquire by subscription, purchase, exchange, or to otherwise acquire and hold for investment or otherwise to sell, use, dispose, pledge, mortgage or hypothecate any bonds, stocks or other obligations of any corporation 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 and securities for same and guaranteeing the payment thereof.

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

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said corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon the corporation.

ARTICLE FOUR: Principal Office and Resident Agent.

The post office address of the principal office of the Corporation is 116 Defense Highway, Suite 101, Annapolis, Maryland 21401. The name of the Resident Agent of the Corporation in this state is Arthur I. Messinger, Esq., 166 West Street, Annapolis, Maryland 21401. Said Resident Agent is a citizen actually residing in this state.

ARTICLE FIVE: Authorized Shares.

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.

ARTICLE SIX: Directors

The number of Directors of the corporation shall be four (4) which number may be increased 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:

REGIS J. MICHELANGELO, President

ROBERT G. GRAW, III, Vice-President

JOHN J. RICE, Secretary

ARTHUR I. MESSINGER
ATTORNEY AT LAW
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ELAINE E. MAHAFFEY, Treasurer

ARTICLE SEVEN: Issuance of Shares.

The Board of Directors of the corporation are hereby empowered to authorize the issuance from time to time of not more than One Thousand (1,000) fully paid and non-assessable shares of no par value of the common stock of the corporation for such consideration as may be fixed by the Board of Directors. Any and all such shares shall be deemed fully paid stock and not liable for any further call or assessment thereon, and the holders of such shares shall not be liable for further payment thereon.

ARTICLE EIGHT: Indemnification.

The corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

1. The corporation shall indemnify any directors, officers or shareholders 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 any action by or in the right of the corporation) by reason of the fact that he is or was such director, officer, shareholder, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, shareholder, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney fees), judgments, fines and amounts paid in settlement actually and

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WASHINGTON, D.C. (301) 261-1105

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CLERK'S NOTATION
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reasonable 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 this conduct was unlawful.

2. The corporation shall indemnify any directors, shareholders or officers of the corporation who were or are a party or is threatened to be made a party of any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was such director, officer, shareholder, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, shareholder, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney fees) actually or 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 this 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,

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BALTIMORE, MD. (301) 268-1108
WASHINGTON, D.C. (301) 261-1108

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CLERK'S NOTATION
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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 could or shall deem proper.

3. To the extent that a director, shareholder 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 ARTICLE EIGHT or in defense of any claim, issue or matter therein, he shall be indemnified against expense (including attorney 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 EIGHT.

4. Any indemnification under Paragraph 1) or 2) of this ARTICLE EIGHT (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 directors, shareholders or officers is proper in the circumstances because he has met the applicable standard of conduct set forth in Paragraph 1) or 2) of this ARTICLE EIGHT. 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; b) if such a quorum is not, obtainable, or, even if obtainable, if such quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the corporation) in a written

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opinion; and any determination so made shall be conclusive; or,

c) by a majority vote of shareholders who were not parties to such action, suit or proceeding or, if all shareholders were parties to such action, suit or proceeding, then by majority vote of all shareholders.

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 or shareholders in the specific case upon receipt of an undertaking by or behalf of the directors, shareholders or officers 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 shareholders.

7. Any indemnification pursuant to this ARTICLE EIGHT 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, officer or shareholder and shall inure to the benefit of the heirs and personal representatives of such person.

IN WITNESS WHEREOF, I have signed these ARTICLES OF

ARTHUR I. MESSINGER
ATTORNEY AT LAW
166 WEST STREET
P. O. BOX 1747
ANNAPOLIS, MARYLAND 21404
(301) 268-1121
BALTIMORE, MD. (301) 269-1109
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3078 0906

0000 0306

CLERK'S NOTATION

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BOOK 221 PAGE 307

INCORPORATION this 15 day of November, 1988 and acknowledge the same to be my act.

WITNESS

ARTHUR I. MESSINGER

ARTHUR I. MESSINGER
ATTORNEY AT LAW
166 WEST STREET
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ANNAPOLIS, MARYLAND 21404
(301) 268-1121
BALTIMORE MD (301) 269-1013
WASHINGTON, D.C. (301) 261-1105

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BOOK 221 PAGE 308

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
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75		Special Fee
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84		Amendment to Limited Partnership
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31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial _____ Personal
600		Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
Arthur Messinger
PO Box 1747
Annapolis Md 21404

NOTE:

TOTAL FEES 40 ✓Check _____Cash

3 Documents on 1 checks

3078 0906

APPROVED BY: gs

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

0000 0308

CLERK'S NOTATION

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

BOOK 221 PAGE 309

ARTICLES OF INCORPORATION
OF
VERTICAL SYSTEMS MANAGEMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 AT 8:28 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	$

D2674315

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
ARTHUR I. MESSINGER, ESQ.
P.O. BOX 1747
ANNAPOLIS MD 21404

099C3021897

A 279625

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

3076 0898

0888 0309

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-16-88 at 8:49a

BOOK 221 PAGE 310

SOUTHERN SERVICES, INC.
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: I, the undersigned, BERNARD KRAFT, whose post office address is 305 W. Chesapeake Avenue, Suite 215, Towson, Maryland, being at least eighteen (18) years of age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, am forming a corporation by the execution and filing of these Articles.

SECOND: The name of the Corporation, which is hereinafter called the Corporation, is:

SOUTHERN SERVICES, INC.

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

A. To operate a sales manufacturer's business.

B. Services - To render and charge for services of every kind and character which the Corporation may legally perform.

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

D. The above granted powers are to be in furtherance and not in limitation of the general powers conferred by the laws of Maryland upon corporations, and this Corporation shall be entitled to transact its business in any state, district, territory or possession of the United States, including the District of Columbia and government reservations, or in any foreign country.

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

260 Cypress Creek Road
Severna Park, Maryland 21146

The name and post office address of the Resident Agent of the Corporation in this State is:

Bernard Kraft, P.A.
ATTORNEYS AND COUNSELORS AT LAW
305 W. CHESAPEAKE AVENUE
SUITE 215
TOWSON, MARYLAND 21204
(301) 583-8883

1988 NOV 16 A 8:47

RECEIVED FOR RECORD
89 MAR -1 AM 11:32
H. ERLE SCHAFER
CLERK

83218030
3078 0972

CLERK'S NOTATION
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HOWARD CAPLAN
260 Cypress Creek Road
Severna Park, MD 21146

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

FIFTH: The total amount of authorized capital stock of the Corporation shall consist of ten thousand (10,000) shares of common stock, of the par value of $1.00 per share. Total authorized capitalization is Ten Thousand Dollars ($10,000.00).

SIXTH: The duration of the Corporation shall be perpetual.

SEVENTH: The number of Directors of the Corporation shall be one (1), which number may be increased or decreased according to the By-Laws, but shall never be less than the number required by law. The name of the Director who shall act until the first annual meeting or until his successor(s) are duly chosen and qualified is:

HOWARD CAPLAN

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 and Stockholders:

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

2. The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications and terms or conditions of redemption of such stock.

3. The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as

Bernard Kraft, P.A.
ATTORNEYS AND COUNSELORS AT LAW
308 W. CHESAPEAKE AVENUE
SUITE 215
TOWSON, MARYLAND 21204
(301) 583-8883

3078 097

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CLERK'S NOTATION
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expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the face value of his stock.

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

NINTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the capital stock of the Corporation shall have any 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: No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages except (1) to the extent that it is proved that such director or officer actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding in the proceeding that such director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

Bernard Kraft, P.A.
ATTORNEYS AND
COUNSELORS AT LAW
905 W. CHESAPEAKE AVENUE
SUITE 215
TOWSON, MARYLAND 21204
(301) [illegible] 6663

3078 0975

0000 0312

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 15th day of November, 1988, and I acknowledge same to be my act.

WITNESS:

Gloria L. Tausch

Bernard Kraft (SEAL)
BERNARD KRAFT

Bernard Kraft, P. A.
ATTORNEYS AND
COUNSELORS AT LAW
305 W. CHESAPEAKE AVENUE
SUITE 215
TOWSON, MARYLAND 21204
(301) 583-8883

3078 0976

BOOK 221 PAGE 314

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: _____
Bernard Kraft
305 W Chesapeake Ave
#215
Towson Md 21204

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: _____

3078 0577

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

0000 0314

CLERK'S NOTATION

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

BOOK 221 PAGE 315

ARTICLES OF INCORPORATION
OF
SOUTHERN SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 16, 1988 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:
$ 20.00	$ 20.00	$

D2674430

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 KRAFT
305 W. CHESAPEAKE AVE. #215
TOWSON MD 21204

09903021909

A 279637

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

3078 0972

0888 0315

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

MR. BREEZE HEATING & AIR CONDITIONING, INC.

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

ARTICLES OF INCORPORATION

FIRST: I, Mark Damon DeCarli, whose post office address is 104 Maryland Avenue Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is:

MR. BREEZE HEATING & AIR CONDITIONING, INC.

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

FOURTH: The purpose for which to Corporation is formed are:

(1) To engage in the business of Heating and Air Conditioning, servicing individuals and businesses. 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 104 Maryland Avenue, Pasadena, Maryland 21122. The name and Post office address of the Resident Agent of the Corporation in this State is Mark Damon DeCarli, 104 Maryland Avenue, Pasadena, Maryland 21122. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one hundred (100) shares of common stock, without par value.

83218197

1988 NOV 16 A 8:56

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD 89 MAR -1 AM 11:32
11-16-88 at 8:56 H. ERLE SCHAFER CLERK

RM

3078 1058

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

SEVENTH: The number of directors of the Corporation shall be one (1), which number may be increased pursuant to the By-Laws of the Corporation. The names of the director, who shall act until the first annual meeting or until his successors are duly chosen and qualified are: Mark Damon DeCarli.

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 preceeding 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 andin 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 sho were not parties to the proceedings; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes casted by the 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: That the duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 22nd day of September, 1988.

WITNESS:

Anne M. Mandrin

Mark Damon DeCarli
Mark Damon DeCarli

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit;

I HEREBY CERTIFY, That on this 22 day of September,1988 before me, the subscriber, a Notary Public of the State of Maryland, personally appeared Mark Damon DeCarli, and acknowledged the aforegoing Articles of Incorporation to be his act.

Anne Marie Mandrin
Anne Marie Mandrin, NOTARY PUBLIC

MY COMMISSION EXPIRES: JULY 1, 1990

ANNE MARIE MANDRIN NOTARY PUBLIC ANNE ARUNDEL COUNTY, MD.

BOOK 221 PAGE 318

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
___		Other _____
TOTAL FEES	40	

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: _____
Mark Damon DeCarli
104 Maryland Ave.
Pasadena, Md. 21122

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: J.M.T.

3078 1060

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

0000 0318

CLERK'S NOTATION

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

BOOK 221 PAGE 319

ARTICLES OF INCORPORATION
OF
MR. BREEZE HEATING & AIR CONDITIONING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 16, 1988 AT 8:56 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2674604

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
MARK DAMON DECARLI
104 MARYLAND AVE.
PASADENA MD 21122

09903021926

A 279653

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

3078 1057

0088 0319

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

BOOK 221 PAGE 320

AMERIKIDS, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned Betty A. Backes and Paul S. Heck, whose post office address is 407 Delaware Avenue NE. Glen Burnie, Maryland 21061-6920, being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.

NOV 18 A 9:59

SECOND: The name of the corporation (which is hereinafter called the Corporation) is Amerikids, Inc.

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

To provide programs in international education.

To sponsor teen-age high school exchange program for an academic year or semester.

To sponsor U. S. high school and college students in academic year or short-term programs abroad.

To foster intercultural awareness and understanding, as well as improved crosscultural communications through our educational programs.

To integrate the student participant into their new environment for a cultural, academic, athletic and social experience.

FOURTH: The post office address of the principal office of the corporation in Maryland is Delaware Avenue NE., 407, Glen Burnie, Anne Arundel, 21061-6920. The name and post office address of the resident agent of the Corporation in Maryland is Paul Heck, Delaware Avenue NE., 407, Glen Burnie, Anne Arundel, and 21061-6920.

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

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 the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Betty A. Backes and Paul S. Heck.

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

None

RECEIVED FOR RECORD
AND CLERK'S FEE
89 MAR -1 AM 11:32
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-18-88 at 9:59 .m.

83238247

0000 0320

CLERK'S NOTATION

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

BOOK 221 PAGE 321

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed the Articles of Incorporation on November 16, 1988, and severally acknowledge the same to be our act.

Betty A. Backes

Betty A. Backes

Paul S. Heck

Paul S. Heck

3078 1120

BOOK 221 PAGE 322

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

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

DOCUMENT CODE 026 BUSINESS CODE 04 COUNTY 52

_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	2 Certified Copy 4
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	51	

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: _____
Paul S. Heck
407 Delaware Ave.
Glen Burnie, Md. 21061

NOTE:

CERTIFIED COPY MADE

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JMT

3078 1121

0000 0322

CLERK'S NOTATION

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

BOOK 221 PAGE 323

ARTICLES OF INCORPORATION
OF
AMERIKIDS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 18, 1988 AT 9:59 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	$

D2674703

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
PAUL HECK
407 DELAWARE AVE. NE
GLEN BURNIE MD 21061 6920

099C3021936

A 279663

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3079 1116

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

0000 0323

CLERK'S NOTATION

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

BOOK 221 PAGE 324

11/22/88 at 10:30 .m.

1988 NOV 22 A 10: 30

ARTICLES OF INCORPORATION

OF

JUNE W. BJORNSON, P.A.

FIRST: I, June W. Bjornson, whose post office address is 1082 Crestview Drive Annapolis, Maryland 21401, being at least (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland, including the Professional Service Corporations Subtitle of the Corporations and Associations Article of the Maryland Annotated Code, as amended.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is June W. Bjornson, P.A.

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

1. To engage in every aspect of the practice of accounting, bookkeeping, financial consultation, and any related services; and

2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Maryland Annotated Code, and as limited by the Professional Service Corporations Subtitle of said Corporations and Associations Article, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 1082 Crestview Drive Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Thomas B. McGee 1827 Wilkens Avenue, Baltimore, Maryland 21223.

RECEIVED FOR RECORD

89 MAR -1 AM 11: 32

H. ERLE SCHAFER
CLERK

83278323 1425

0000 0324

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

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

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

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one (1). The name of the Director who shall act until the first annual meeting or until his successor is duly chosen and qualified is June W. Bjornson.

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

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

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

3078 1426

0000 0325

CLERK'S NOTATION

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

2. The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms and conditions of redemption of such stock.

3. The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder affected shall not be entitled to demand and receive payment of the face value of his stock.

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

4. Notwithstanding any provision of law to the contrary, the affirmative vote of a majority of all votes entitled to be case on the matter shall be sufficient, valid, and effective, after due authorization, approval, and/or advice of such action by the Board of Directors, as required by law, to approve and authorize the following acts of the Corporation:

(a) the amendment of the Charter of the Corporation;

(b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;

3078 1427

0000 0326

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

(c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

(d) the sales, lease, exchange, or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

(e) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the corporation the stock of which is to be acquired; and

(f) the voluntary or involuntary liquidation, dissolution, or winding-up of the Corporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 22nd day of November, 1988, and I acknowledge same to be my act.

June W. Bjornson

June W. Bjornson

3078 1428

0000:0327

BOOK 221 PAGE 328

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

DOCUMENT CODE 02 BUSINESS CODE 06 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing _____ penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Jane Bjornson, 1082 Crestview Dr., Annapolis, Md 21401

NOTE:

TOTAL FEES 40 Check _____ Cash

2 Documents on 1 checks

APPROVED BY: A

3078 1429

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

0000 0328

CLERK'S NOTATION

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

BOOK 221 PAGE 329

ARTICLES OF INCORPORATION
OF
JUNE W. BJORNSON, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 22, 1988 AT 10:30 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	$ 20.00	$

D2675197

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
JUNE BJORNSON
1082 CRESTVIEW DR.
ANNAPOLIS MD 21401

100C3021985

A 278534

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

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11/22/88 at 10:20 a.m.
1988 NOV 22 A 10: 20

ARTICLES OF INCORPORATION

OF

WHITE ROCKS, INC.

FIRST: The undersigned, Charles L. Tobias, whose address is 8701 Georgia Avenue, Suite 200, Silver Spring, Maryland 20910 being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation is WHITE ROCKS, INC.

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

To acquire by purchase, lease, or otherwise and to improve and develop real property. To erect or alter dwellings, apartment houses, shopping centers, marinas, and other buildings, private or public, of all kinds, and to sell or rent the same. To lay out, grade, pave, and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks, and playgrounds. To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise, use, and operate real estate of all kinds, improved or unimproved, and any right or interest therein. To do every act and thing commonly done by building contractors and developers.

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

FOURTH: The post office address of the principal office of the corporation is 1402 Colony Road, Pasadena, Maryland 21122 and the name of the initial registered agent is RICHARD D. LONDON. Said resident agent is a resident and citizen of the State of Maryland. The address of the resident agent is 8701 Georgia Avenue, Suite 200, Silver Spring, Maryland 20910.

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

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

Dennis C. Blaeuer

89 MAR -1 AM 11:32
H. ERLE SCHAFER
CLERK

83278319 1452

CLERK'S NOTATION

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

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

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 21st day of November, 1988, and acknowledge the same to be my act.

WITNESS:

Gwen C. Wynn

INCORPORATOR:

Charles L. Tobias

Articles Of Incorporation of
WHITE ROCKS, INC.

CLT:pak
0066S

3078 1453

BOOK 221 PAGE 332

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

___ P.A ___ Religious ___ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___ Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Mark + London
8701 Georgia Ave #200
Silver Spring, Md 20910-3714

NOTE:

TOTAL FEES 40 Check _____ Cash

___ Documents on ___ checks

APPROVED BY: A

3078 1454

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

0000 0332

CLERK'S NOTATION

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

BOOK 221 PAGE 333

ARTICLES OF INCORPORATION
OF
WHITE ROCKS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 22, 1988 AT 10:20 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2675247

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
MAX E LONDON
8701 GEORGIA AVE. STE. 200
SILVER SPRING MD 20910 3714

100C3021990

A 278539

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3078 1451

0088 0333

CLERK'S NOTATION

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

BOOK 221 PAGE 334

HISTO-PATH OF AMERICA, INC.

ARTICLES OF INCORPORATION

FIRST: I, Dennis R. Robin, whose post office address is 150 South 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 HISTO-PATH OF AMERICA, INC.

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

(1) To operate for profit a research support laboratory for the purpose of providing histology services such as histology slide preparation and laboratory testing to pharmaceutical and chemical companies and other businesses or organizations engaged in research activities, such services to include, by way of illustration, histology slide preparation, laboratory testing and preparation of reports regarding the laboratory services provided;

(2) To provide consultation services pertaining to histology matters, including consultation regarding quality assurance and problem solving and to provide written reports.

(3) To provide other histology laboratory services as may be considered necessary or appropriate to enhance the business of the corporation.

(4) To purchase, lease and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, solely or in partnership, both in this State and in any part of the World;

(5) 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;

(6) To carry on any other business that may be calculated, directly or indirectly to effectuate the aforesaid objects, and to facilitate the transaction by the Corporation of the aforesaid business or any part thereof, or the transaction of any other business that may be conducted, either directly or indirectly, to enhance the value of its property; and

RECEIVED FOR RECORD
89 MAR -1 AM 11:32
H. ERLE SCHAFER
CLERK

DENNIS R. ROBIN
ATTORNEY AT LAW
150 SOUTH STREET
ANNAPOLIS, MD 21401
(301) 263-5510
1608 FARNBORN STREET
CROFTON, MD 21114
(301) 721-7666

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

3079 0530

83288351

APPROVED FOR RECORD
11-23-88 at 10:10 a.m.

CLERK'S NOTATION
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(7) 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 7509 Connelley Drive, Suite F, Hanover, Maryland 21076. The name and post office address of the Resident Agent of the Corporation in this State is Dennis R. Robin, 150 South Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of Common Stock of the par value of One Dollar ($1.00) per share or an aggregate par value of Five Thousand Dollars ($5,000) all of the class (the "Common Stock").

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 not be less than four (4) except: (a) when there is no stock issued by the Corporation, the Corporation shall have at least one (1) director; and (b) when there is stock issued by the Corporation to fewer than three (3) stockholders, the number of directors shall be no less than the number of stockholders of the Corporation.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Carolyn A. Durkowski and Sandra P. Fitzgerald.

SEVENTH: (1) As used in this Article SEVENTH of these Articles of Incorporation, any word that is 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

DENNIS R. ROBIN
ATTORNEY AT LAW
150 SOUTH STREET
ANNAPOLIS, MD 21401
(301) 263-5510
1608 FARNBORN STREET
CROFTON, MD 21114
(301) 721-7666

3079 0531

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

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 note 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 is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21st day of November, 1988, and I acknowledge the same to be my act.

WITNESS:

Dana R. Byrd

Dennis R. Robin
DENNIS R. ROBIN

DENNIS R. ROBIN
ATTORNEY AT LAW
160 SOUTH STREET
ANNAPOLIS, MD 21401
(301) 263-5510
1608 FARNBORN STREET
CROFTON, MD 21114
(301) 721-7866

3079 0532

BOOK 221 PAGE 337

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 3
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	49	

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: Dennis R. Roben
150 South St
Annap, Md 21401

NOTE:

_____ Check _____ Cash

1 Documents on 1 checks

APPROVED BY: _____

3079 0533

0000 0337

CLERK'S NOTATION

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

BOOK 221 PAGE 338

ARTICLES OF INCORPORATION
OF
HISTO-PATH OF AMERICA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 23, 1988 AT 10:10 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	$

D2675734

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DENNIS R. ROBIN
150 SOUTH STREET
ANNAPOLIS MD 21403

101C3022039

A 279948

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 3079 0529
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11/18/88 8:51 A.M.

ARUNDEL CONSULTANTS, INCORPORATED

A MARYLAND CORPORATION, ORGANIZED PURSUANT TO MARYLAND CORPORATIONS AND ASSOCIATIONS CODE, ANN.

ARTICLES OF INCORPORATION

I. I, Mark L. Cain, whose post office address is P.O. Box 1047, Severna Park, Maryland 21146, being at least 18 years of age, do hereby form a corporation under and by the virtue of the general laws of the State of Maryland.

II. The name of the corporation (which is hereafter called the "Corporation") is ARUNDEL CONSULTANTS, INCORPORATED.

III. The purposes for which the corporation is formed are: to do anything permitted by Section 2-103 of the Maryland Corporations and Associations Code Ann., as amended.

IV. The post office address of the principal office of the Corporation in this State is 7310 Ritchie Highway, Suite 313, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State are Robert S. McNeill, 7310 Ritchie Highway, Empire Towers, Suite 313, Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in this State.

V. The total number of shares of capital stock that the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value, all of one class (the "common stock").

VI. The number of directors shall be one, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, provided that:

ROBERT S. McNEILL
Attorney and Counselor at Law
Suite 313

1988 NOV 18 A 8:51
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89 MAR -1 AM 11:33
H. ERLE SCHAFER
CLERK
3079 0878
83238078

CLERK'S NOTATION
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A. If there is no stock outstanding, the number of directors may be less than three, but not less than one; and

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

VII. The name of the director, who shall act until the first annual meeting or until his successor is duly chosen and qualified, is Mark L. Cain.

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

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

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

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from

ROBERT S. McNEILL
Attorney and Counselor at Law
Empire Towers-Suite 313
7310 Ritchie Highway
Glen Burnie, Maryland 21061
(301) 766-2800

3079 0878

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

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 duration of the corporation shall be perpetual.

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

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

IN WITNESS HEREOF, I have signed these Articles of Incorporation this 31st of October, 1988, and I acknowledge the same to be my act.

MARK L. CAIN

ROBERT S. McNEILL
Attorney and Counselor at Law
Empire Towers-Suite 313
7310 Ritchie Highway
Glen Burnie, Maryland 21061
(301) 766-2800

3079 0880

0000 0341

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

BOOK 221 PAGE 342

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		_____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40.00	

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: Robert A. McNeill Esq.
Emerald Towers
Suite 3.3
2310 Ritchie Hwy.
Glen Burnie, Md 21061

NOTE:

_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: DK

3079 0881

0000 0342

CLERK'S NOTATION

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

BOOK 221 PAGE 343

ARTICLES OF INCORPORATION
OF
ARUNDEL CONSULTANTS, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 18, 1988 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	$ 20.00	$

D2676260

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
ROBERT S. MCNEILL, ESQUIRE
7310 RITCHIE HIGHWAY
EMPIRE TOWERS, STE. 313
GLEN BURNIE MD 21061

101C3022092

A 279996

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS 3073 0677

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

CLERK'S NOTATION

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

BOOK 221 PAGE 344

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-21-88 at 9:51 A.M.

STAN'S LAWNCARE AND LANDSCAPING, 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, Stanley F. Smith, whose post office address is 119 E. Bay View Dr., Annapolis, Maryland, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (hereinafter referred to as the "Corporation") is STAN'S LAWNCARE AND LANDSCAPING, 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 Corporation is formed for the following purposes:

1. To engage in the business of lawn maintenance, landscaping and related activities.

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 amendtory 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, or to limit or restrict the generality of any other purpose, object or business, or to limit or restrict any of the powers of the Corporation, and the said Corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations, it being the intention that the purposes, object and powers specified in each of the paragraphs of this Article Fourth of these Articles of Incorporatin shall, except as otherwise expressly provided, in no

89 MAR -1 AM 11:33
H. ERLE SCHAFER
CLERK

1030

83268265

0000 0344

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

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 theCorporation 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 119 E. Bay View Dr., Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is Stanley F. Smith, 119 E. Bay View Dr., 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 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 two (2) directors, whose names are Stanley F. Smith and Leland F. Smith.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16th day of NOVEMBER, 1988, and I acknowledge the same to be my act.

Leland F. Smith
Witness

Stanley Freeman Smith

3079 1031

BOOK 221 PAGE 346

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 01 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: John D. Hewell
113 Cathedral St.
P.O. Box 308
Annapolis, Md. 21404

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JMT

3079 1032

0000 0346

CLERK'S NOTATION

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

BOOK 221 PAGE 347

ARTICLES OF INCORPORATION
OF
STAN'S LAWNCARE AND LANDSCAPING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 21, 1988 AT 9:51 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2676567

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 D. NEWELL
113 CATHEDRAL STREET
P. O. BOX 308
ANNAPOLIS MD 21404

101C3022122

A 280026

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3079 1028

0888 0347

CLERK'S NOTATION

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

BOOK 221 PAGE 348

CHON'S NORTHERN SERVICE CO., INC.

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11/17/88 at 9:04 A.M.

FIRST: The undersigned SAMUEL CHON, 10618 Canterberry Road, Fairfax Station, Virginia 22039, 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 CHON'S NORTHERN SERVICE CO., INC.

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

(a) to engage in the dry cleaning, laundry, alterations, and tailoring businesses.

(b) to operate dry cleaning, laundry, alterations, and tailoring store business.

(c) to do everything necessary, proper, advisable, or convenient for the accomplishment of the foregoing purposes, and to do all other things incidental to them or connected with them that are not forbidden by the laws of Maryland, by other laws, or by these Articles of Incorporation.

FOURTH: The Post Office address of the principal office of the Corporation in Maryland is 1662 Independence Court, Severn, Maryland, 21144. The Registered Agent is Jong Hwan Chon, 1662 Independence Court, Severn, Maryland, 21144. Said registered agent is a citizen of Maryland and actually resides herein.

1988 NOV 17 A 9:04

3079 1079

83228108

89 MAR -1 AM 11:33

H. ERLE SCHAFER
CLERK

0000 0348

CLERK'S NOTATION
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FIFTH: The total number of shares of stock which the Corporation is authorized to issue is 100 shares with $10.00 per value, all of one class and having an aggregate per value of $1,000.00.

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

NAME	ADDRESS
Samuel Chon	10618 Canterberry Road Fairfax Station, Va 22039
Im Sik Chon	10618 Canterberry Road Fairfax Station, Va 22039

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on 8th day of November, 1988 and acknowledged the same to be my act.

Sam Chon
SAMUEL CHON

3079 1080

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

CHON'S NORTHERN SERVICE CO., INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned SAMUEL CHON, 10618 Canterberry Road, Fairfax Station, Virginia 22039, 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 CHON'S NORTHERN SERVICE CO., INC.

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

(a) to engage in the dry cleaning, laundry, alterations, and tailoring businesses.

(b) to operate dry cleaning, laundry, alterations, and tailoring store business.

(c) to do everything necessary, proper, advisable, or convenient for the accomplishment of the foregoing purposes, and to do all other things incidental to them or connected with them that are not forbidden by the laws of Maryland, by other laws, or by these Articles of Incorporation.

FOURTH: The Post Office address of the principal office of the Corporation in Maryland is 1662 Independence Court, Severn, Maryland, 21144. The Registered Agent is Jong Hwan Chon, 1661 Independence Court, Severn, Maryland, 21144. Said registered agent is a citizen of Maryland and actually resides herein.

RETURN TO:
FRANK SOFOCLEOUS
ATTORNEY AT LAW
706 S. WASHINGTON ST.
FALLS CHURCH, VA. 22046

3079 1081

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

FIFTH: The total number of shares of stock which the Corporation is authorized to issue is 100 shares with $10.00 per value, all of one class and having an aggregate per value of $1,000.00.

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

NAME	ADDRESS
Samuel Chon	10618 Canterberry Road Fairfax Station, Va 22039
Im Sik Chon	10618 Canterberry Road Fairfax Station, Va 22039

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on 8th day of November, 1988 and acknowledged the same to be my act.

SAMUEL CHON

3079-1082

BOOK 221 PAGE 352

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
Frank Sofocleous Esq.
2000 A. Washington St
Falls Church VA. 22046

NOTE:

TOTAL FEES 40.00

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: DM

3079 1083

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

0000 0352

CLERK'S NOTATION

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

BOOK 221 PAGE 353

ARTICLES OF INCORPORATION
OF
CHON'S NORTHERN SERVICE CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 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	$ 20.00	$

02676641

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 SOFOCLEOUS, ESQUIRE
706 S. WASHINGTON STREET
FALLS CHURCH VA 22046

101C3022130

A 280034

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

0080 0353

CLERK'S NOTATION

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

BOOK 221 PAGE 354

1988 NOV 21 A 8:22

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11/21/88 at 8:22 A.M.

LUCE TRUCKING
& TRADING COMPANY, INC.
ARTICLES OF INCORPORATION
(CLOSE CORPORATION)

FIRST: I, Thomas J. Voigt, whose post office address is 1623 Forest Drive, Annapolis, Maryland, 21403, being at least eighteen (18) years of age, hereby form a close 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 LUCE TRUCKING & TRADING COMPANY, INC.

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

(1) Retail book store and related items; and

(2) Trucking and cargo transfer and hauling of merchandise and equipment.

(3) To do anything permitted by Section 2-103 of the Corporations and Association 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 Free State Mall, 15574 Annapolis Road, Bowie, Maryland 21075.

Resident agent for the corporation in this state is: Joseph R. Luce, 1644 New Windsor Court, Crofton, MD 21114.

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

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

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

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

RECEIVED FOR RECORD
89 MAR -1 AM 11:33
H. ERLE SCHAFER
CLERK

83268325

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

The name of the director who shall act until first annual meeting or until his successor is duly chosen and qualified is: Joseph R. Luce.

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 the time to time of shares of its stock of any class, whither now of hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

(3) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled t demand and receive payment of the face value of his stock.

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

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the capital stock of the Corporation shall have any 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 fights or options to subscribe for, purchase or otherwise acquire such shares.

3079 1094

CLERK'S NOTATION

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16th day of November, 1988 and I acknowledge the same to be my act.

THOMAS J. VOIGT

3079 1085

CLERK'S NOTATION

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

BOOK 221 PAGE 357

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

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40.00	

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: Thomas J. Voight Esq
1623 Forest Dr
Suite 304
Annapolis, Md 21401

NOTE:

_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: BJC

3075 1096

0000 0357

CLERK'S NOTATION

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

BOOK 221 PAGE 358

ARTICLES OF INCORPORATION
OF
LUCE TRUCKING & TRADING COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 21, 1988 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:
$ 20.00	$ 20.00	$

02675674

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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. VOIGT, ESQUIRE
1623 FOREST DRIVE, SUITE 304
ANNAPOLIS MD 21401

101C3022133

A 280037

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

3079 1092

0088 0358

CLERK'S NOTATION

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

BOOK 221 PAGE 359

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11/21/88 at 8:28 A.M.

ARTICLES OF INCORPORATION

OF

MAGGIE'S INC.

A Maryland Corporation

FIRST: I, MARGUERITE GULLY, whose post office address is 3002 Winterpine Court, Fairfax, VA 22031, 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 the "Corporation") is: MAGGIE'S, INC.

THIRD: 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 erect, construct, establish, purchase, lease, and otherwise acquire, and to hold, use, equip, outfit, supply, service, maintain, operate, sell, and otherwise dispose of, restaurants, inns, taverns, cafes, cafeterias, grills, automats, buffets, diners, delicatessens, lunch rooms, coffee shops, luncheonettes, ice cream parlors, milk bars, candy stores, soda fountains, bakeries, kitchens, bars, saloons, cocktail lounges, banquet halls, catering establishments,

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1988 NOV 21 A 8:28

RECEIVED FOR RECORD
TAX ASSESSMENT

89 MAR -1 AM 11:33

H. ERLE SCHAFER
CLERK

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

concessions, and other eating and drinking places and establishments of every kind and description, and checkrooms, news stands, and cigar, cigarette, and tobacco stands and stores, and generally to conduct the business of restaurateurs, caterers, inn keepers, tobacconists, bakers, butchers, cooks, concessionaires, and purveyors, suppliers, preparers, servers, and dispensers of food and drink; and to engage in all activities, to render all services, and to buy, seller, use, handle, and deal in all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

To manufacture, produce, treat, purchase, and otherwise acquire, cook, bake, and otherwise prepare, can, bottle, and otherwise package, and exchange, distribute, sell, and otherwise dispose of, handle, market, store, import, expert, deal and trade in and with confections, extracts, syrups, food, and food products of every kind and description, coffee, tea, cocoa, wines, liquors, ale, beer, sodas, and other drinks and beverages of every kind and description, ice cubes, crushed and block ice, cigars, cigarettes, tobacco, and smoking supplies; and products, books, newspapers, magazines, and other publications, and all similar, kindred, and allied articles, products, and merchandise.

3079 1099

0000 0360

CLERK'S NOTATION
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To acquire real property by purchase, lease, or otherwise; to erect, repair, and maintain hotel and motel buildings, guest homes, bed and breakfast inn, garages, and other structures thereon. To conduct a general hotel, motel, restaurant, and cafe business. To establish, maintain, and operate news stands, tobacco counters, novelty shops theater ticket agencies, barber shops, hairdressing and manicuring parlors, garages, tennis courts, and swimming pools.

To buy, sell, rent, or lease new or used automobiles and trucks, mopeds and boats of all descriptions.

To manufacture, purchase or otherwise acquire and to hold, mortgage or otherwise lien, pledge, lease, sell, assign, exchange, transfer or in any manner dispose of, and to invest, deal and trade in and with goods, wares, merchandise and personal property of any and every class and description, within or without the State of Maryland and within or without the United States.

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 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

3079 1100

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

trademarks, tradenames, formulas, copyrights, processes, patents, inventions, rights and licenses secured under letters patent, copyrights or otherwise;

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 evidence 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 have one or more offices and to conduct any or all of its operations and business and to promote its objects within or without the State of Maryland, without restrictions as to place or amount; and

The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict I any manner the general powers conferred on the Corporation by the laws of the State of Maryland and the Corporation shall have all powers set forth in Title 2-103, Corporations and Associations Article, Annotated Code of Maryland, as same may be amended from time to time.

3079 1101

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

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 1301/1303 West Street, Annapolis, Anne Arundel County, Maryland. 21401 The name and post office address of the Resident Agent of the Corporation in the State of Maryland is Robert L. Koven, 230 N. Washington Street, Suite 400, Rockville, Maryland 20850. Said Resident Agent is a citizen of Maryland and is an individual actually residing in Maryland.

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

SIXTH: The stockholders shall have one vote per share of fully paid stock held and the stock of the Corporation shall be freely transferable in accordance with the By-Laws of the Corporation.

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, shall shall never be less than three (3) provided that: (i) if there is no stock outstanding, the number of directors may be less than three, but not less than one; and (ii) if there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

3079 1102

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

(a) Marguerite Gully

(b) Patrick Malloy

(c) Sol Gully, IV

(d) Marguerite J. Gully

SEVENTH: The Corporation is to have perpetual existence.

EIGHTH: The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatsoever.

NINTH: In furtherance and not in limitation of the powers conferred by the laws of the State of Maryland, the board of directors is expressly authorized:

To make, alter, amend and repeal the By-Laws of the Corporation; and

To set apart out of any of the funds of the Corporation availble for dividends a reserve or reserves for any proper purpose and to alter or abolish any such reserve; and to authorize and cause to be executed mortgages and liens upon the property and franchises of the Corporation.

TENTH: The stockholders and directors of the Corporation shall have power to hold their meetings, to have an office or offices and to keep the books of the Corporation outside of

3079 1103

CLERK'S NOTATION
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the State of Maryland at such places as may from time to time be designated by the By-Laws or by resolution of the directors.

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

TWELFTH: (1) As used in this Article Twelfth, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (hereinafter called 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

3079 1104

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of November, 1988 and I acknowledge same to be my act and deed.

Witness

Marguerite Gully (SEAL)
Marguerite Gully

3079 1100

0000 0366

BOOK 221 PAGE 367

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

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

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY ~~74~~ 52

* _____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		_____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40.00	

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: Robert C. Kozen Esq. 230 N. Washington St Suite 400 Rockville, Md 20850

NOTE:

___ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: DIC

3079 1106

0000 0367

CLERK'S NOTATION

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

BOOK 221 PAGE 368

ARTICLES OF INCORPORATION
OF
MAGGIE'S, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 21, 1988 AT 8:28 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	$

D2676682

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 L. KOVEN, ESQUIRE
230 N. WASHINGTON STREET, #400
ROCKVILLE MD 20850

101C3022134

A 280038

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

3079 1097

0000 0368

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

BOOK 221 PAGE 369

ARTICLES OF INCORPORATION
OF
WYNNTEL HOSPITALITY MANAGEMENT GROUP, INC.

11-21-88 10:19a

FIRST: The undersigned, Jennifer Brooke-Davidson, whose post office address is c/o Arent, Fox, Kintner, Plotkin & Kahn, 1050 Connecticut Avenue, N.W., Washington, D.C. 20036-5339, being at least (18) eighteen years of age, does hereby form a corporation under the General Corporation Law of the State of Maryland.

SECOND: The name of the corporation (the **Corporation**) is:

Wynntel Hospitality Management Group, Inc.

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

1. To manage hotels, resorts and leisure time facilities, and to engage in, promote, carry on and transact any and all lawful acts, activities or businesses in furtherance of such purpose, or for which a corporation may be organized under the laws of the State of Maryland.

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

FOURTH: The address of the initial resident office of the corporation in the State of Maryland is 1665 Preakness Drive, Gambrills, Maryland 21144. The name of the Corporation's resident agent at such address is Thomas L. Buckley. The resident agent is an individual actually residing in the State of Maryland.

FIFTH: The address of the principal office in the State of Maryland is 1665 Preakness Drive, Gambrills, Maryland 21144.

SIXTH: The number of directors of the Corporation shall be three. However, in accordance with the General Corporation of the State of Maryland, the number of directors may be less than three, but not less than the number of shareholders. The number of directors may be increased or decreased pursuant to the Bylaws of the Corporation and the General Corporation of the State of Maryland. The name of the persons who are to serve as the initial directors until the first annual meeting of the shareholders and until their successors have been duly elected and shall qualify are:

1988 NOV 21 A 10:19

3079 1152

89 MAR -1 AM 11:33

H. ERLE SCHAFER
CLERK

83268487

0000 0369

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

Richard W. Naing

Thomas L. Buckley

Phillip Wagner

SEVENTH: The total number of shares of stock which the Corporation shall have authority to issue is One Thousand shares of common stock with a par value of $1.00 per share.

EIGHTH: The provisions for the regulation of the internal affairs of the Corporation shall be stated in the Bylaws of the Corporation, as they may be amended from time to time.

NINTH: A director or officer of the Corporation shall not be personally liable to the Corporation or its stockholders for money damages, except (1) to the extent that it is proved that the person actually received an improper benefit or profit in money, property, or services, or (2) to the extent that a judgment or other final adjudication adverse to the person is entered in a proceeding based on a finding in the proceeding that the person's action, or failure to act, was the result of active and deliberate dishonesty and was material to the cause of action adjudicated in the proceeding. If the General Corporation Law of the State of Maryland is subsequently amended to further eliminate or limit the liability of a director or officer, then a director or officer of the Corporation, in addition to the circumstances in which a director is not personally liable as set forth in the preceding sentence, shall not be liable to the fullest extent permitted by the amended General Corporation Law of the State of Maryland.

I have signed these Articles of Incorporation on November 17 1988, acknowledging them to be my act and that the matters and facts set forth herein are true in all material respects.

Jennifer Brooke-Davidson

Jennifer Brooke-Davidson

3079 1153

BOOK 221 PAGE 371

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

[redacted] ___ 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 2p
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
87		Limited Part. Good Standing
71		Financial
600		Personal Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other
		Other
TOTAL FEES	48	

✓ Check ___ Cash

___ Documents on ___ checks

Name Change (New Name) _____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

___ Resignation of Resident Agent

Code 02

ATTENTION: _____

MAIL TO ADDRESS: _____

NOTE:

CERTIFIED COPY MADE

3079 1154

APPROVED BY: _____

CLERK'S NOTATION

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

0000 0371

CLERK'S NOTATION

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

BOOK 221 PAGE 372

ARTICLES OF INCORPORATION
OF
WYNNTEL HOSPITALITY MANAGEMENT GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 21, 1988 AT 10:19 O'CLOCK A.M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

02676765

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

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

101C3022142

A 280046

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS 3079 1151

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

0888 0372

CLERK'S NOTATION

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

BOOK 221 PAGE 373

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

11-21-88 10:19a

ARTICLES OF INCORPORATION OF WYNNTEL DEVELOPMENT GROUP, INC.

FIRST: The undersigned, Jennifer Brooke-Davidson, whose post office address is c/o Arent, Fox, Kintner, Plotkin & Kahn, 1050 Connecticut Avenue, N.W., Washington, D.C. 20036-5339, being at least (18) eighteen years of age, does hereby form a corporation under the General Corporation Law of the State of Maryland.

SECOND: The name of the corporation (the **Corporation**) is:

Wynntel Development Group, Inc.

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

1. To develop hotels, resorts and leisure time facilities, and to engage in, promote, carry on and transact any and all lawful acts, activities or businesses in furtherance of such purpose, or for which a corporation may be organized under the laws of the State of Maryland.

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

FOURTH: The address of the initial resident office of the corporation in the State of Maryland is 1665 Preakness Drive, Gambrills, Maryland 21144. The name of the Corporation's resident agent at such address is Thomas L. Buckley. The resident agent is an individual actually residing in the State of Maryland.

FIFTH: The address of the principal office in the State of Maryland is 1665 Preakness Drive, Gambrills, Maryland 21144.

SIXTH: The number of directors of the Corporation shall be three. However, in accordance with the General Corporation of the State of Maryland, the number of directors may be less than three, but not less than the number of shareholders. The number of directors may be increased or decreased pursuant to the Bylaws of the Corporation and the General Corporation of the State of Maryland. The name of the persons who are to serve as the initial directors until the first annual meeting of the shareholders and until their successors have been duly elected and shall qualify are:

Richard W. Naing

Thomas L. Buckley

1988 NOV 21 A 10:19

3079 1244

89 MAR -1 AM 11:33

83268488

H. ERLE SCHAFER
CLERK

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

SEVENTH: The total number of shares of stock which the Corporation shall have authority to issue is One Thousand shares of common stock with a par value of $1.00 per share.

EIGHTH: The provisions for the regulation of the internal affairs of the Corporation shall be stated in the Bylaws of the Corporation, as they may be amended from time to time.

NINTH: A director or officer of the Corporation shall not be personally liable to the Corporation or its stockholders for money damages, except (1) to the extent that it is proved that the person actually received an improper benefit or profit in money, property, or services, or (2) to the extent that a judgment or other final adjudication adverse to the person is entered in a proceeding based on a finding in the proceeding that the person's action, or failure to act, was the result of active and deliberate dishonesty and was material to the cause of action adjudicated in the proceeding. If the General Corporation Law of the State of Maryland is subsequently amended to further eliminate or limit the liability of a director or officer, then a director or officer of the Corporation, in addition to the circumstances in which a director is not personally liable as set forth in the preceding sentence, shall not be liable to the fullest extent permitted by the amended General Corporation Law of the State of Maryland.

I have signed these Articles of Incorporation on November 17, 1988, acknowledging them to be my act and that the matters and facts set forth herein are true in all material respects.

Jennifer Brooke-Davidson
Jennifer Brooke-Davidson

3079 1245

CLERK'S NOTATION

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BOOK 221 PAGE 375

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51	8	Foreign Name Registration
13		___Certified Copy 2p
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	48	

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 002

ATTENTION: _____

MAIL TO ADDRESS: _____

NOTE:

✓Check _____Cash

_____ Documents on _____ checks

APPROVED BY: _____

CERTIFIED COPY

3079 1246

CLERK'S NOTATION

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BOOK 221 PAGE 376

ARTICLES OF INCORPORATION
OF
WYNNTEL DEVELOPMENT GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 21, 1988 AT 10:19 O'CLOCK A.M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2676914

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

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

101C3022157

A 280061

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

0088 0376

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

ARTICLES OF INCORPORATION

OF

PROFESSIONAL DELIVERY SERVICES, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
FILED FOR RECORD
11-21-88 at 8:39 a.m.
1988 NOV 22 AM 8:39

THIS IS TO CERTIFY that the undersigned, **Jeffrey N. Pritzker** whose post office address is **405 East Joppa Road, Suite 100, Towson, Maryland 21204**, being of full legal age, does hereby form a corporation under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations.

FIRST: The name of the proposed corporation is:

PROFESSIONAL DELIVERY SERVICES, INC.

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

1. To engage in the business of any and all means of transportation of freight, baggage, mail, goods, wares, merchandise of every kind and description, and to conduct engage in and carry on the business of transportation of property of every class and description of products or goods of any nature whatsoever, and to own operate and maintain, and otherwise acquire by purchase lease, or in any other matter, automobiles, vans, trucks, and motor vehicles of any nature whatsoever, as well as any and all other facilities and property, real personal, or mixed, and wheresoever situated, and furtherance of the aforementioned, and hereinafter mentioned purposes.

89 MAR -1 AM 11:33
H. ERLE SCHAFER
CLERK

2. To acquire by 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

3079 1299
89 0000 0377

CLERK'S NOTATION
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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.

3. To acquire by purchase, lease or otherwise and to use sell or sign develop, mortgage, or otherwise dispose of real property within the State of Maryland, and elsewhere.

4. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time, and in furtherance thereof and not in limitation of the general powers therein conferred and for the purposes hereinabove stated, it is hereby expressly provided that the corporation shall have power to do any and all things, to the same extent and as fully as a natural person might or could do, as principal, agent, contractor or otherwise, and alone or jointly with any other corporation, association, firm or person, and to do all and everything necessary and incidental for the accomplishment of the purposes or for the protection or benefit of the corporation.

THIRD: The principal office of the said corporation in the State of Maryland will be located at **6489 Bricktown Circle, Glen Burnie, Anne Arundel County, Maryland 21061** and **Jeffrey N. Pritzker**, a citizen of the State of Maryland, and actually residing therein, and whose post office address is **405 East Joppa Road, Suite 100, Towson, Maryland 21204**, shall act as resident agent of the corporation.

FOURTH: The total amount of the capital stock of the corporation is **Five thousand (5,000)** shares, without par value, all of one class.

3079 1300

FIFTH: The number of Directors of the corporation shall be

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

three (3) which number may be increased or decreased pursuant to the By-Laws of the corporation, but provided that the number of Directors shall never be less than the number of stockholders of the corporation. The names of the Directors who shall act until the first annual meeting of stockholders or until their successors are duly chosen and qualified are **Ellouise Ferra, Sherry Elizabeth Berg, and Orville Wayne Berg, Sr.**.

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 to 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 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.

3079 1301

CLERK'S NOTATION
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SEVENTH: Except as may be 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 stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

EIGHTH: The Corporation shall provide an 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 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.

3079 1302

2. The Corporation shall indemnify any director or officer

CLERK'S NOTATION
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of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgement in its favor by reason of the fact that he is or was such a director 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 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 the defense of any action, suit, or proceeding referred to in paragraphs 1 or 2 of the 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

CLERK'S NOTATION
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in paragraph 4 of this Article EIGHTH.

4. Any indemnification under paragraphs 1 or 2 of this Article EIGHTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraphs 1 or 2 of this Article EIGHTH. Such determination shall be made (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 same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

3079 1304

7. Any indemnification pursuant to this Article EIGHTH

CLERK'S NOTATION
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shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and administrators of such a person.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of November, 1988, and I acknowledge the same to be my act.

JEFFREY N. PRITZKER

BOOK 221 PAGE 384

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Jeffrey Pritzker
405 E. Joppa Rd
100
Towson Md 21204

NOTE:

TOTAL FEES 40

✓ Check ____ Cash

____ Documents on ____ checks

APPROVED BY: _____

3079 1306

0000 0384

CLERK'S NOTA
Document submitted
in a condition not
satisfactory photogra
duction.

ARTICLES OF INCORPORATION
OF
PROFESSIONAL DELIVERY SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 21, 1988 AT 8:39 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	$ 20.00	$

D2677003

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 N. PRITZKER
405 E. JOPPA ROAD, STE. 100
TOWSON MD 21204

101C3022166

A 280070

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 3079 1396
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

CLERK'S NOTATION

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

BOOK 221 PAGE 386

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11-21-88 at 8:38a M.

EDGEWATER GROUP, INC

Articles of Incorporation

FIRST: I, Michael P. Bentzen, whose post office address is 11141 Hurdle Hill Drive, Potomac, Maryland 20854, 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 EDGEWATER GROUP, INC.

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

1. To purchase, repair, and sell new and used serviceable parts for aircraft, including, without limitation, parts for aircraft engines, for electronic and pneumatic systems on aircraft, and for airframes; to repair and service aircraft of all kinds and descriptions; to sell and/or lease aircraft of all kinds and descriptions; and to perform such other services as shall be reasonably related to the foregoing;

2. To purchase, lease, and otherwise possess and use personal (tangible and intangible), and real property for use in its business;

3. To engage in any and all business and activities which are incidental to its business purposes; and

4. To perform and do each and every business or other activity that corporations may lawfully undertake pursuant to the Corporations and Associations Article of the Annotated Code of Maryland.

FOURTH: The post office of the principal office of the Corporation in this State is 3301 Old Point Road, Edgewater, Maryland 21037. The name and post office address of the Resident Agent of the Corporation in this State is Robert J. Waugh, 3301 Old Point Road, Edgewater, Maryland 21037. Said Resident Agent is an individual actually residing in this State.

1988 NOV 21 A 8:38

RECEIVED FOR RECORD

83268280 TS 1308

89 MAR -1 AM 11:33

H. ERLE SCHAFER
CLERK

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

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares of common stock, par value One and no/100ths Dollars ($1.00).

SIXTH: The number of Directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-laws of the Corporation, provided that:

1. If there is no stock outstanding, the number of directors shall be one (1);

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;

3. If there is stock outstanding and so long as there are three (3) or more stockholders, the number of directors shall not be less than three (3);

The name and address of the director who shall act until the first annual meeting or until his respective successor(s) are duly chosen and qualified is:

Robert J. Waugh
3301 Old Point Road
Edgewater, Maryland 21037

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

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CLERK'S NOTATION

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

powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

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

EIGHTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of the stock of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now 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 a[re 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17th day of November, 1988, and I acknowledge the same to be my act.

WITNESS:

Michael P. Bentzen

3079 1310

BOOK 221 PAGE 389

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: _____
Michael Bentzen
1225 Eye St NW #1010
Wash DC 20005

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: _____

3079 1311

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

0000 0389

CLERK'S NOTATION

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

BOOK 221 PAGE 390

ARTICLES OF INCORPORATION
OF
EDGEWATER GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 21, 1988 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	$ 20.00	$

D2677011

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 BENTZEN
1225 EYE STREET, N.W., STE. 1010
WASHINGTON DC 20005

101C3022167

A 280071

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

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-21-88 at 8:45a

OFFSHORE SAILING PRODUCTS, INC.

ARTICLES OF AMENDMENT

Offshore Sailing Products, Inc., a Maryland corporation, having its principal offices at 726 Second Street, Annapolis, Maryland 21403 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments & Taxation of Maryland (hereinafter referred to as the "Department") that:

FIRST: The Charter of the Corporation is hereby amended to change the Corporation's name from Offshore Sailing Products, Inc. to:

OFFSHORE YACHTING CENTER, INC.

SECOND: By action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advised the foregoing amendment and by 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 amendment.

IN WITNESS WHEREOF, Offshore Sailing Products, 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 3rd day of October, 1988, and its President acknowledges that [redacted]

RECEIVED FOR RECORD
1988 NOV -3 A 8:18
1988 NOV 21 A 8:45
83265245
89 MAR -1 AM 11:33
H. ERLE SCHAFER
CLERK

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

these Articles of Amendment are the act and deed of Offshore Sailing Products, Inc. and, under the penalties of perjury, 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:

By: _____
Secretary

[Corporate Seal]

OFFSHORE SAILING PRODUCTS, INC.

By: _____
President

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BOOK 221 PAGE 393

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

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

DOCUMENT CODE 9A BUSINESS CODE _____ COUNTY 52

D0492199 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	20	

Name Change (New Name) Offshore Yachting Center, Inc.

✓ 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: Offshore Yachting Center, Inc
726 Second St
Annapolis, Md
21403

NOTE:

_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: RW

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0000 0393

CLERK'S NOTA
Document submitted in a condition not satisfactory photogra duction.

ARTICLES OF AMENDMENT
OF
OFFSHORE SAILING PRODUCTS, INC.
CHANGING ITS NAME TO:
OFFSHORE YACHTING CENTER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 21, 1988 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	$

D0492199

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
OFFSHORE YACHTING CENTER, INC.
726 SECOND ST.
ANNAPOLIS MD 21403

10103022200

A 280098

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

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

BOOK 221 PAGE 395

M.

GLYNDON GREENS HOMEOWNERS ASSOCIATION, INC.
ARTICLES OF AMENDMENT

Glyndon Greens Homeowner's Association, Inc., a Maryland corporation, having its principal office at 601 Revell Highway, Unit C, Annapolis, Maryland 21401 (hereinafter referred to as the "Association"), hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department") that:

FIRST: The Charter of the Association is hereby amended by striking Article THIRD, Paragraph (1) and by substituting in lieu thereof the following new Article THIRD, Paragraph (1):

> "(i) Its general purpose is to provide for the maintenance and preservation of the real property described as all of the land designated as "H.O.A. Open Space" and "H.O.A. Easement" on the Plat of Glyndon Greens, dated September 8, 1981 and recorded among the Land Records of Baltimore County, Maryland in Plat Book E.H.K., Jr., Liber 48, folio 50 (the "Common Area"), and with respect to the Common Area therein described, to promote the health, safety and welfare of the residents and to enforce the covenants, conditions and restrictions within the residence community of Glyndon Greens."

SECOND: The Charter of the Association is hereby amended by

RECEIVED FOR RECORD
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
89 MAR -1 AM 11:33
APPROVED FOR RECORD
H. ERLE SCHAFER
CLERK
11-18-88 at 3:52 p.m.
83268312

CLERK'S NOTATION
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striking in its entirety Article FOURTH and by substituting in lieu thereof the following new Article FOURTH:

> "FOURTH: The post office address of the principal office of the Association in this State is 601 Revell Highway, Unit C, Annapolis, Maryland 21401. The name and post office address of the Resident Agent in this State are James Thomasson, Jr., 601 Revell Highway, Unit C, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State."

THIRD: The Charter of the Association is hereby amended by striking the first paragraph of Article SIXTH, Section (c) and by substituting in lieu thereof, the following new first paragraph of Article SIXTH, Section (c):

> "If any single membership in the Association is comprised of two or more persons or entities, then the vote of the member shall be exercised as those persons and/or entities among themselves determine."

FIFTH: By written informal action, unanimously taken by the Board of Directors of the Association, 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 Association duly advised the foregoing

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CLERK'S NOTATION
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amendments and by written informal action unanimously taken by the members of the Association in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the members of the Association duly approved said amendments.

IN WITNESS WHEREOF, Glyndon Greens Homeowners Association, 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 16th day of November, 1988, and its President acknowledges that these Articles of Amendment are the act and deed of Glyndon Greens Homeowners Association, 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 respect to the best of his knowledge, information and belief.

ATTEST:

Matthew B. Thomasson, Secretary

GLYNDON GREENS HOMEOWNERS ASSOCIATION, INC.

By: James W. Thomasson Jr., President

(SEAL)

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BOOK 221 PAGE 398

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

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

DOCUMENT CODE 095 BUSINESS CODE _____ COUNTY 52

ID 1338599 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties,
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
___		Other _____
TOTAL FEES	20	

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 055

ATTENTION: Melissa Allison

MAIL TO ADDRESS: _____

NOTE:

✓ Check _____ Cash

1 Documents on 1 checks

APPROVED BY: MSC

3075 1622

CLERK'S NOTATION

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BOOK 221 PAGE 399

ARTICLES OF AMENDMENT
OF
GLYNDON GREENS HOMEOWNERS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 18, 1988 AT 3:52 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

01338599

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
SHAPIRO & OLANDER
MELISSA ALLISON
36 S. CHARLES STR
2000 CHARLES CENTER SOUTH
BALTIMORE MD 21201

101C3022202

A 280100

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

0080 0399

CLERK'S NOTATION

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BOOK 221 PAGE 400

ARTICLES OF INCORPORATION

OF

PROFESSIONAL LIABILITY MANAGERS, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11/21/88 at 8:26 A.M.

FIRST: We, Charles E. Vonderheid and Marion E. Vonderheid, whose address is 1240 Holmewood Drive, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the Maryland General Corporation Laws (collectively the "Act").

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

PROFESSIONAL LIABILITY MANAGERS, INC.

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

(1) To engage in the business of the sale of insurance;

(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

1988 NOV 21 A 8:26

89 MAR -1 AM 11:33

H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
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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 General Laws of the State of Maryland upon corporations formed under the Act above referred to, or under any amendment thereto 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

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CLERK'S NOTATION

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corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FOURTH: The address of the principal office of the Corporation in this State is 1240 Holmewood Drive, Pasadena, Maryland 21122. The name and address of the Resident Agent of the Corporation in this State is Charles E. Vonderheid, 1240 Holmewood Drive, Pasadena, Maryland 21122. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5000) shares, all of one class, without par value.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three (3), provided 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: Charles E. Vonderheid and Marion E. Vonderheid.

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,

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

voting powers, restrictions and qualification of, the dividends on, the time and prices of redemption of, and the conversion 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 or she is or was such director or officer or an employee or agent

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CLERK'S NOTATION
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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 actual any reasonably incurred by him or her in connection with such action, suit, or proceeding, if he acted in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

(2) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of fact that he or she 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 or her in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in

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CLERK'S NOTATION
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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 or she shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article NINTH.

(4) Any indemnification under paragraph (1) or (2) of this Article NINTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he or she 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, 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

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

of the director or officer to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the Corporation as authorized in this 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 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, we have signed these Articles of Incorporation this 14th day of November, 1988, and we acknowledge the same to be our act.

WITNESS:

Pauline S. Hoff

Pauline S. Hoff

Charles E. Vonderheid

Marion E. Vonderheid

temp\faa\professi.reg

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CLERK'S NOTATION

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

BOOK 221 PAGE 407

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

DOCUMENT CODE 026 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	13	1 Certified Copy 7.00
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Council, Bavadel et al
222 Severn Ave
P.O. Box 3323
Annapolis, Md 21403

NOTE:

TOTAL FEES 53.00

_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: DJC

3079 2493

0000 0407

CLERK'S NOTATION

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

BOOK 221 PAGE 408

ARTICLES OF INCORPORATION
OF
PROFESSIONAL LIABILITY MANAGERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 21, 1988 AT 8:26 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	$ 20.00	$

D2677284

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
COUNCIL, BARADEL, ETAL
222 SEVERN AVENUE
P. O. BOX 3323
ANNAPOLIS MD 21403

102C3022250

A 278572

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

0088 0488

CLERK'S NOTATION

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

BOOK 221 PAGE 409

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD 11-18-88 at 8:30a m.

ARTICLES OF INCORPORATION

THE KENNE COMPANY

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 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:

THE KENNE COMPANY

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

(A) To engage in the wholesale and retail sale of jewelry and other gift items.

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

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

50 Maryland Route 3, Suite 102B
Post Office Box 916
Millersville, Maryland 21108

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

George R. Prout, III
50 Maryland Route 3, Suite 102B
Post Office Box 916
Millersville, Maryland 21108

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

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

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

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

89 MAR -1 AM 11:33

H. ERLE SCHAFER
CLERK

3079 2516

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0000 0409

CLERK'S NOTATION

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

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

George R. Prout, III

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17th day of November, 1988, and I acknowledge the same to be my act.

James C. Praley

3079 2517

0000 0418

BOOK 221 PAGE 411

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

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

DOCUMENT CODE 02 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 2p
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties,
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: James Praley
P.O. BOX 1330
Glen Burnie Md
21061-3592

NOTE:

TOTAL FEES 48

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: NO

3079 2518

0000 0411

CLERK'S NOTATION

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

BOOK 221 PAGE 412

ARTICLES OF INCORPORATION
OF
THE KENNE COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 18, 1988 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:
$ 20.00	$ 20.00	$

D2677326

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 PRALEY
P. O. BOX 1330
GLEN BURNIE MD 21061 3592

102C3022254

A 278576

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3079 2515

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

0080 0412

CLERK'S NOTATION

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

BOOK 221 PAGE 413

ARTICLES OF INCORPORATION
OF
NICK'S SERVICE SPECIALISTS, INC.
A CLOSE CORPORATION

DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11/17/88 at 9:19 A.M.

FIRST: I, Dennis M. Gottesmann, whose post office address is 8957 A Edmonston Road, Greenbelt, Maryland, 20770, being at least eighteen (18) years of age, am hereby forming a close corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: This Corporation shall be a Close Corporation.

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

NICK'S SERVICE SPECIALISTS, INC.

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

(1) to engage in the general business of installation of plumbing and heating, or as repairs or remodeling of existing structures; and to manufacture, buy, sell, and otherwise deal in plumbing fixtures, pipes, accessories, and fittings necessary or useful in such occupation.

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

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

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

83228141

89 MAR -1 AM 11:33
H. ERLE SCHAFER
CLERK

3079 2577

0000 0413

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

FIFTH: The post office address of the principal office of the Corporation in this State is 4120 Conte Road, Lothian, Maryland 20711. The name and post office address of the Resident Agent of the Corporation in this State is Dennis M. Gottesmann, at 8957 A Edmonston Road, Greenbelt, Maryland 20770. 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 Hundred (500) shares of common stock without par value.

SEVENTH: The number of directors of the Corporation shall be Two (2), which number may be increased or decreased, pursuant to the By-Laws of the Corporation, but shall never be less than two (2) or the number of stockholders, whichever is less. The name of the directors who shall act until the first annual meeting and until their successors shall be duly chosen and qualified, shall be:

NICHOLAS CHARLES FINAMORE

MARY ESTHER FINAMORE

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 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, whether 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

2079 2578

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

subscribe for, purchase or otherwise acquire such shares.

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

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 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

3079 2079

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CLERK'S NOTATION
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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.

TENTH: 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

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

subscribe for, purchase or otherwise acquire such shares.

ELEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 15th day of November, 1988, and I acknowledge the same to be my act.

Dennis M. Gottesmann
DENNIS M. GOTTESMANN

3079 2581

BOOK 221 PAGE 418

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	✓Certified Copy 50
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Dennis M. Gottesman, P.A.
8957 Edmonston Rd.
Greenbelt, Md 20770

NOTE:

TOTAL FEES 50.00

✓Check _____Cash

_____ Documents on _____ checks

APPROVED BY: DM

3079 2582

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

CLERK'S NOTA

Document submitted in a condition not satisfactory photogra diction.

BOOK 221 PAGE 419

ARTICLES OF INCORPORATION
OF
NICK'S SERVICE SPECIALISTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 AT 9:19 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2677391

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DENNIS M. GOTTESMANN, P.A.
8957 A EDMONSTON ROAD
GREENBELT MD 20770

102C3022261

A 279696

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3079 2576

0088 0419

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-18-88 at 9:10a

ARTICLES OF INCORPORATION

OF THE

MARYLAND HALL FOUNDATION, INC.

FIRST: I, John B. Scott, whose post office address is 185 Admiral Cochrane Drive, 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:

MARYLAND HALL FOUNDATION, INC.

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

A. The Corporation is organized exclusively for charitable purposes and to qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law, (hereinafter referred to as the "Code"), 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, 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, and also the principal, for any of the aforementioned 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, 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 principal as well as income, for one or more of such purposes, but no gift, bequest or devise of such property shall be accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal for other than tax exempt purposes, that shall, in the opinion of the Board of Trustees, jeopardize the federal income tax exemption of the Corporation pursuant to Sections 501(c)(3) of the Code; to receive, take title to, hold and use the proceeds and income of stocks, bonds, obligations, domestic or foreign, but only for some or all of the foregoing purposes; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland can be

89 MAR -1 AM 11:33
M. ERLE SCHAFER
CLERK

83238274

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

authorized to exercise, but only to the extent that exercise of such powers are in furtherance of exempt purposes.

B. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, 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 this Article THIRD. The Corporation shall not earn a profit, nor shall the Corporation engage in a regular business of a kind ordinarily carried on for profit. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

C. The Corporation is organized exclusively for the purpose of supporting Maryland Hall for the Creative Arts, Inc. ("Maryland Hall") and to that end, as qualified and limited by subparagraphs A and B of this Article THIRD, shall perform the following:

1. To create a base of financial support by initiating and implementing fundraising efforts directed towards developing public, private and business sources of support for Maryland Hall operations and capital programs; and

2. To promote the goals, objectives and activities of Maryland Hall as the center for the creative arts in Annapolis and Anne Arundel County; and

3. To advise and assist the Maryland Hall Board of Directors in connection with the affairs of Maryland Hall.

FOURTH: The post office address of the principal office of the Corporation in this State is Constitution Avenue at Greenfield Street, Annapolis, Maryland 21401. 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.

FIFTH: The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock. The membership of the Corporation is divided into the following classes:

3079 2598

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

A. Board of Trustees. The control and management, and all powers of the Corporation, are vested in a Board of Trustees. The number of trustees of the Corporation after the initial Board of Trustees shall be thirty (30), which number may be increased or decreased by the Board of Trustees by amendment of the bylaws, except that the Board of Trustees shall never be less than three (3). The Chairman, by virtue of his office, shall be a member of the Board of Trustees and shall normally preside at meetings thereof.

B. Officers. The officers of the Corporation shall be a Chairman, a Vice Chairman, an Executive Director, a Secretary and a Treasurer. The Board of Trustees by amendment to the bylaws may create other officers and assistant officers. The Chairman shall be the chief executive officer of the Corporation; shall normally preside at meetings of the Board of Trustees, and other meetings of the Corporation. The Executive Director shall be the chief operating officer of the Corporation and shall have general and active management of the affairs of the Corporation; and shall see that all orders and resolutions of the Board of Trustees are carried out. The duties of each officer of the Corporation shall be more fully prescribed in the bylaws.

C. Other Members of the Corporation. The Board of Trustees in the bylaws or by amendment to the bylaws may create other classes of membership in the Corporation, but no class of members except the Board of Trustees shall have power to vote or exercise control or management of the Corporation.

D. Election of Trustees. Except for the initial board of trustees, whose names are set forth in Article "SIXTH" of these Articles, the Board of Trustees shall be elected or appointed as provided in the bylaws.

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

Marjorie Bennett	Thomas Cleaver	Richard D. Crabtree
John K. Crummey	Thomas Moore	Michael R. Roblyer
Francis E. Gardiner	Robert Guirlinger	C. Edward Hartman III
Robert Libson	R. Gordon Martin	Charles F. Delavan
Nathan M. Rogow	John B. Scott	George Shenk, Jr.
Wilbur E. Simmons, Jr.	Jay Winer	Patricia P. Bafford
David Stevens		

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

3079 2599

0000 0422

CLERK'S NOTATION

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

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 of 1986, 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.

EIGHTH: A. To the fullest extent permitted by Maryland statutory or decisional law, as amended or interpreted, no director or officer of this Corporation shall be personally liable to the Corporation or its members for money damages. No amendment of the charter of the Corporation or repeal of any of its provisions shall limit or eliminate the benefits provided to directors and officers under this provision with respect to any act or omission which occurred prior to such amendment or repeal.

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

NINTH: 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 Code, 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 Code, 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 Code, 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 Code, 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 Code, or corresponding provisions of any subsequent federal tax laws.

3079 2600

0000 0423

CLERK'S NOTATION

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 15 day of November, 1988, and I acknowledge the same to be my act.

Witness

John B. Scott, Incorporator

3079 2601

BOOK 221 PAGE 425

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

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	1 Certified Copy SP
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
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22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
___		Other _____
TOTAL FEES	51	

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: John Crummey
PO BOX 89
Annapolis Md
21404-0089

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JW

3079 2692

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

0000 0425

CLERK'S NOTA
Document submitted in a condition not satisfactory photogra duction.

BOOK 221 PAGE 426

ARTICLES OF INCORPORATION
OF
MARYLAND HALL FOUNDATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 18, 1988 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	$

D2677425

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 KNOWLES CRUMMEY
P. O. BOX 89
ANNAPOLIS MD 21404 0089

102C3022264

A 279699

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3079 2546

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

BOOK 221 PAGE 427

M

ARTICLES OF INCORPORATION

OF

SAFETY SECURITY INVESTIGATIONS, INC.

FIRST: I, the undersigned, ROBERT DONALD HOWARD, 804 Natures Run, Severna Park, Anne Arundel County, Maryland 21146, being at least (21) years of age, do hereby associate myself as incorporator with the intention of forming a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is SAFETY SECURITY INVESTIGATIONS, INC., and the duration shall be perpetual.

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

A. To own, operate, conduct, and transact business for profit or otherwise, as a private detective, investigator, consultant, private process server of subpoenas and all court related documents and services, and for obtaining information from private individuals, public agencies, corporations, partnerships, or firms of any type and to do all things necessary to the successful conduct of said business.

B. To own, operate, conduct, and transact business for profit or otherwise, as a security guard agency for the United States Government, other governmental entities, private individuals, corporations, partnerships, firms of any type, and to do all things necessary to the successful conduct of said business.

C. To engage in research, development, and other educational services, training, industrial safety programs, and techniques relating to the purposes of the Corporation, and to promote and conduct educational training and seminars from time to time in connection with the performance of services for profit or otherwise.

D. To own, operate, and lease all necessary land, buildings, and improvements to perform any and all services

ALEXANDER & CLEAVER
ATTORNEYS AT LAW
PROFESSIONAL ASSOCIATION
FORT WASHINGTON PROFESSIONAL PARK
11414 LIVINGSTON ROAD
FORT WASHINGTON, MARYLAND 20744-5146
(301) 292-3300

Sh :1 d L1 AON 0861
RECEIVED FOR RECORD
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
89 MAR -1 AM 11:33
H. ERLE SCHAFER
CLERK
APPROVED FOR RECORD
11-17-88 at 1:45 p.m.
83228427
3079 2648

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

incidental thereto, and to do all things necessary to the successful conduct of said business.

E. To enter into contracts, agreements, and to execute all other documents necessary from time to time to promote said business including, but not limited to contracts, loans, and other agreements with the United States of America, any of the various states or political subdivisions thereof in order to accomplish the purposes set forth herein.

F. To enter into and execute any and all franchise and distribution agreements to authorize the sale, resale, or lease of said equipment as may be necessary from time to time.

G. To buy, sell, lease, invest, own, operate all necessary products, stock, goods, wares, equipment, necessary to conduct said business.

H. To invest and purchase stock in other corporations with full power to sell the same or to make any conveyance relative thereto; or to hold in trust the stock of any other corporation.

I. To obtain financing and execute loans on behalf of the said Corporation.

J. To obtain all licenses, permits or other regulatory devices required under the laws of any County, State, Federal or foreign government.

K. To enter into any contract, agreement, sale, lease, etc. relative to the successful operation of said business.

L. To obtain and make application for any zoning classification necessary or incident to the operation of said business including, but not limited to, special exceptions, zoning land use changes, waivers or variances.

M. To buy, sell and hold real estate and other improved or unimproved real property and all acts relative thereto; to buy, sell and lease real estate, machinery, equipment or inventory or other machines or equipment necessary or

ALEXANDER & CLEAVER
ATTORNEYS AT LAW
PROFESSIONAL ASSOCIATION
FORT WASHINGTON PROFESSIONAL PARK
11414 LIVINGSTON ROAD
FORT WASHINGTON, MARYLAND 20744-5146
(301) 292-3300

3079 2649

0000 0428

incidental to the operation and successful conduct of said business.

FOURTH: The Corporation shall have all powers enumerated under the Annotated Code of the State of Maryland, and in addition shall have all the necessary powers to enter into, perform and carry out contracts of any kind or to do any thing necessary to, or in connection with, or incidental to, the accomplishments of any one or more of the purposes of the Corporation as stated above.

FIFTH: The Post Office address of the principal office of the Corporation in the State of Maryland shall be 804 Natures Run, Severna Park, Anne Arundel County, Maryland 21146.

SIXTH: The name and Post Office address of the Resident Agent of the Corporation in the State of Maryland is Robert Donald Howard, 804 Natures Run, Severna Park, Anne Arundel County, Maryland 21146.

SEVENTH: The total number of shares which the Corporation has the authority to issue is five thousand (5,000) shares of stock at no par value, all of one class and one voting class.

EIGHTH: The number of Directors of the Corporation shall not exceed thirty (30), which number may be increased pursuant to the By-Laws of the said Corporation. However, in any event, the number of Directors shall never be less than three (3).

NINTH: The names of the Directors acting shall be ROBERT DONALD HOWARD, DARRELL L. GRISWOLD, and ANTHONY J. MILEO.

TENTH: The Corporation reserves the right to amend, alter or repeal any provisions contained in these Articles in the manner now or hereafter prescribed by statute for the amendment of Articles of Incorporation; however, all powers presently contained in the Annotated Code of Maryland as of this date are hereby incorporated by reference into said Articles.

WITNESS my hand and Seal this 15th day of November, 1988.

Robert Donald Howard (SEAL)
ROBERT DONALD HOWARD

CLERK'S NOTATION
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ALEXANDER & CLEAVER
ATTORNEYS AT LAW
PROFESSIONAL ASSOCIATION
FORT WASHINGTON PROFESSIONAL PARK
11414 LIVINGSTON ROAD
FORT WASHINGTON, MARYLAND 20744-5146
(301) 292-3300

3079 2650
0000 0429

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

STATE OF MARYLAND)
) ss.
COUNTY OF PRINCE GEORGE'S)

I HEREBY CERTIFY that before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared ROBERT DONALD HOWARD, who acknowledged the foregoing Articles of Incorporation to be his free act and deed and that he understood the contents thereof.

WITNESS my hand and seal this 15th day of November, 1988.

Sandra J. Turner (SEAL)
NOTARY PUBLIC
My Commission Expires 7/1/90

ALEXANDER & CLEAVER
ATTORNEYS AT LAW
PROFESSIONAL ASSOCIATION
FORT WASHINGTON PROFESSIONAL PARK
11414 LIVINGSTON ROAD
FORT WASHINGTON, MARYLAND 20744-5146
(301) 292-3300

3079 2651

BOOK 221 PAGE 431

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
87		Limited Part. Good Standing
71		Financial
600		Personal Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other
		Other
TOTAL FEES	50	

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: Gary Alexander
11414 Livingston Rd
Ft. Washington Md
20744-5146

NOTE:

✓ Check _____ Cash

___ Documents on 1 checks

APPROVED BY: MCL

0079 2652

0000 0431

CLERK'S NOTA
Document submitted
in a condition not
satisfactory photogra
duction

BOOK 221 PAGE 432

ARTICLES OF INCORPORATION
OF
SAFETY SECURITY INVESTIGATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 AT 1:45 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	$

02677516

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
GARY ALEXANDER
11414 LIVINGSTON ROAD
FORT WASHINGTON MD 20744 5146

102C3022273

A 279708

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3079 2647

0888 8432

CLERK'S NOTATION

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

BOOK 221 PAGE 433

7921 CRAIN HWY., INC.
A MARYLAND CLOSE CORPORATION
ARTICLES OF INCORPORATION

11-21-88 8:37a

FIRST: I, SATNAM SINGH, whose post office address is 7921 Crain Highway, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter referred to as the "Corporation") is **7921 CRAIN HWY., 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 erect, construct, establish, purchase, lease, and otherwise acquire, and to hold, use, equip, outfit, supply, service, maintain, operate, sell, and otherwise dispose of, restaurants, inns, taverns, cafes, cafeterias, grills, automats, buffets, diners, delicatessens, lunch rooms, coffee shops, luncheonettes, ice cream parlors, milk bars, candy stores, soda fountains, bakeries, kitchens, bars, saloons, cocktail lounges, banquet halls, catering establishments, concessions, and other eating and drinking places and establishments of every kind and description, and checkrooms, newsstands, and cigar, cigarette, and tobacco stands and stores, and generally to conduct the business of restaurateurs, caterers, innkeepers, tobacconists, bakers, butchers, cooks, concessionaires, and purveyors, suppliers, preparers, servers, and dispensers of food and drink; and to engage in all activities, to render all services, and to buy, sell, use, handle, and deal in all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

LAW OFFICES
LESSANS & TATE
7419 BALTIMORE
ANNAPOLIS BOULEVARD
POST OFFICE BOX 1830
GLEN BURNIE, MD 21061
(301) 760-5000

RECEIVED FOR RECORD
89 MAR -1 AM 11:34
H. ERLE SCHAFER
CLERK

1988 NOV 21 A 8:37

CLERK'S NOTAT
Document submitted
in a condition not
satisfactory photograp
duction.

7921 CRAIN HWY., INC.
A MARYLAND CLOSE CORPORATION
ARTICLES OF INCORPORATION

APPROVED FOR RECORD
11-21-88 at 8:37a

FIRST: I, SATNAM SINGH, whose post office address is 7921 Crain Highway, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter referred to as the "Corporation") is **7921 CRAIN HWY., 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 erect, construct, establish, purchase, lease, and otherwise acquire, and to hold, use, equip, outfit, supply, service, maintain, operate, sell, and otherwise dispose of, restaurants, inns, taverns, cafes, cafeterias, grills, automats, buffets, diners, delicatessens, lunch rooms, coffee shops, luncheonettes, ice cream parlors, milk bars, candy stores, soda fountains, bakeries, kitchens, bars, saloons, cocktail lounges, banquet halls, catering establishments, concessions, and other eating and drinking places and establishments of every kind and description, and checkrooms, newsstands, and cigar, cigarette, and tobacco stands and stores, and generally to conduct the business of restaurateurs, caterers, innkeepers, tobacconists, bakers, butchers, cooks, concessionaires, and purveyors, suppliers, preparers, servers, and dispensers of food and drink; and to engage in all activities, to render all services, and to buy, sell, use, handle, and deal in all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

LAW OFFICES
LESSANS & TATE
7419 BALTIMORE
ANNAPOLIS BOULEVARD
POST OFFICE BOX 1880
GLEN BURNIE, MD 21061
(301) 760-5000

RECEIVED FOR RECORD
AND RECORDED
89 MAR -1 AM 11:34
H. ERLE SCHAFER
CLERK
1988 NOV 21 A 8:37
3079 2676
6 8274

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

(2) To manufacture, produce, treat, purchase, and otherwise acquire, cook, bake, and otherwise prepare, can, bottle, and otherwise package, and exchange, distribute, sell, and otherwise dispose of, handle, market, store, import, export, deal and trade in and with confections, extracts, syrups, food, and food products of every kind and description, coffee, tea, cocoa, wines, liquors, ale, beer, sodas, and other drinks and beverages of every kind and description, ice cubes, crushed and block ice, cigars, cigarettes, tobacco, and smoking supplies; and products, books, newspapers, magazines, and other publications, and all similar, kindred, and allied articles, products, and merchandise.

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

FIFTH: The post office address of the PRINCIPAL OFFICE of the Corporation in this State is: 7921 Crain Highway, Glen Burnie, Maryland 21061. The name and post office address of the RESIDENT AGENT of the Corporation in this State is SATNAM SINGH, 7921 Crain Highway, Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in this State.

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

SEVENTH: The corporation elects to have no Board of Directors. After the completion of the organization meeting of the director and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one director, whose name is Satnam Singh.

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

LAW OFFICES
LESSANS & TATE
7419 BALTIMORE
ANNAPOLIS BOULEVARD
POST OFFICE BOX 1330
GLEN BURNIE, MD 21061
(301) 760-5000

3079 2677

0000 0435

CLERK'S NOTATION
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"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 of 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 of officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17th day of November, 1988, and I acknowledge the same to be my act.

WITNESS:

Satnam Singh (SEAL)
SATNAM SINGH

LAW OFFICES
LESSANS & TATE
7419 BALTIMORE
ANNAPOLIS BOULEVARD
POST OFFICE BOX 1330
GLEN BURNIE, MD 21061
(301) 760-5[illegible]

3073 2678

0000 0436

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

BOOK 221 PAGE 436

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

I HEREBY CERTIFY that on this 17 day of November, 1988, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared SATNAM SINGH who acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and notarial seal.

MARGARET TRUBLE NOTARY PUBLIC Anne Arundel Co., Md.

Margaret Truble
NOTARY PUBLIC

My Commission expires: 7-1-90

LAW OFFICES
LESSANS & TATE
7419 BALTIMORE
ANNAPOLIS BOULEVARD
POST OFFICE BOX 1580
GLEN BURNIE, MD 21061
(301) 760-5000

3079 2679

0000 0437

BOOK 221 PAGE 437

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

___ ___ P.A ___ Religious ✓ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 40
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		___ Personal Property Reports and ___ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
Atwood Tate
PO Box 1330
Glen Burnie, Md
21061-3592

NOTE:

TOTAL FEES 70

✓ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: [illegible]

3079 2680

0000 0438

CLERK'S NOTA
Document submitted in a condition not satisfactory photogra duction.

BOOK 221 PAGE 438

ARTICLES OF INCORPORATION
OF
7921 CRAIN HWY., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 21, 1988 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	$ 20.00	$

D2677565

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
ATWOOD YATE
P. O. BOX 1330
GLEN BURNIE MD 21061 3592

102C3022278

A 279713

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2079-2675

0000-0439

CLERK'S NOTATION

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-17-88 at 11:21 a.m.

BOOK 221 PAGE 439

MELISSA, INC.
(A close corporation under Title 4,
Corporations and Associations Article,
Annotated Code of Maryland)

Articles of Incorporation

FIRST: The undersigned, Leon Garfield, whose post office address is 1125 DeSoto Road, Baltimore, Maryland, 21223, being at least twenty-one years of age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

MELISSA, INC.

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

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

(a) To own, conduct, operate, maintain and carry on the business involving the operation of an ice cream store franchise.

(b) To do anything else 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 128 Main Street, Annapolis, Maryland, 21401. The name and post office address of the Resident Agent of the Corporation in this State is Melissa Garfield, 128 Main Street, Annapolis, Maryland, 21401. Said Resident Agent is a citizen of this State and actually resides

D'ALESANDRO, MILIMAN & YERMAN
ATTORNEYS AT LAW
5 LIGHT STREET, 11TH FLOOR
BALTIMORE, MD 21202
SARATOGA 7-0114

RECEIVED FOR RECORD
MARYLAND
89 MAR -1 AM 11:34
H. ERLE SCHAFER
CLERK

83228420

3081 1264

0000 0440

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

therein.

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 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 Melissa Garfield.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, on the 17 day of November, 1988, and I acknowledge the same to be my act.

WITNESS:

Leon Garfield (seal)
Leon Garfield

STATE OF MARYLAND, CITY/~~COUNTY~~ OF BALTIMORE, to wit:

I HEREBY CERTIFY that on this 17th day of November, 1988, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City/~~County~~ aforesaid, personally appeared Leon Garfield, who made oath, in due form of law, that the aforegoing Articles of Incorporation is his executed act.

AS WITNESS, my hand and Notarial Seal.

PATRICIA ANNE RISLEY NOTARY PUBLIC BALTIMORE, MD.

Notary Public

My Commission expires July 1, 1990

D'ALESANDRO, MILIMAN & YERMAN
ATTORNEYS AT LAW
3 LIGHT STREET 11TH FLOOR
BALTIMORE, MD 21202
SARATOGA 7-0114

3081 1265

BOOK 221 PAGE 441

CLERK'S NOTATION

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties,
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		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: _____

Brian Brown
5 Light St 11th Fl.
Balt Md 21202

NOTE:

we are aware of name problem; Mr. Brown said amendment changing name will be filed

TOTAL FEES 40

✓ Check _____ Cash

1 Documents on 1 checks

APPROVED BY: MGL

12/13/88

3081 1266

CLERK'S NOTA
Document submitted
in a condition not
satisfactory photogra
duction.

BOOK 221 PAGE 442

ARTICLES OF INCORPORATION
OF
MELISSA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 17, 1988 AT 11:21 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2677615

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
BRIAN BROWN
5 LIGHT STREET, 11TH FLOOR
BALTIMORE MD 21202

102C3022283

A 279718

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

3081 1263

0888 0443

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-23-88 at 9:50a

ARTICLES OF INCORPORATION
OF
STEWART PRECISION, INC.
A Close Corporation

FIRST: The undersigned, Samuel C. Stewart, 7843 Sellner Road, Jessup, Maryland 20794, 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" shall be: STEWART PRECISION, INC.

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

FOURTH: The purpose for which the Corporation is formed is as follows: to engage in the business of engineering services and production of computer control devices. The enumeration of the purposes, subject 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, subject or business, in any manner, to limit or restrict the generality of any other purposes, subjects or businesses mentioned or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of Maryland.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 7843 Sellner Road, Suite 5, Jessup, Anne Arundel Co, Maryland 20794. The name and post office address of the resident agent of the Corporation is Samuel C. Stewart, 7843 Sellner Road, Suite 5, Jessup, Anne Arundel Co, Maryland 20794. The resident agent is a citizen of Maryland and actually resides therein.

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1988 NOV 23 A 9:50
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89 MAR -1 AM 11:34
H. EARLE SCHAFER
CLERK
3079 2869

CLERK'S NOTATION
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SIXTH: The total number of shares of stock which the Corporation has authority to issue is ONE THOUSAND (1,000) shares no par value all of one class.

SEVENTH: The number of directors shall be one, which number may be increased pursuant to the By-laws of the Corporation. The name of the director who shall serve until the first annual meeting and until his successors are elected and qualify is: Samuel C. Stewart.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act this 21 day of Nov, 1988.

Witness

Samuel C. Stewart

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BOOK 221 PAGE 445

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	8	1 Certified Copy 2p
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	48	

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: _____
Samuel Stewart
7843 Sellner Rd
#5
Jessup Md 20794

NOTE:

✓ Check ____ Cash

____ Documents on ____ checks

APPROVED BY: RS

3079 2871

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CLERK'S NOTATION

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

BOOK 221 PAGE 446

ARTICLES OF INCORPORATION
OF
STEWART PRECISION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 23, 1988 AT 9:50 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: $

02677755

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 C. STEWART
7843 SELLNER RD. STE. 5
JESSUP MD 20794

102C3022297

A 279731

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

0088 0447

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

BOOK 221 PAGE 447

WALDEN COMMUNITY ASSOCIATION, INC.

ARTICLES OF INCORPORATION

1988 NOV 22 A 9:49

THIS IS TO CERTIFY:

That I, Royal G. Shannonhouse, whose post office address is 121 Cathedral Street, P.O. Box 868, Annapolis, Maryland 21404, being at least eighteen (18) years of age, do hereby declare myself as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland, and for such purpose do hereby make, execute and adopt the following

Articles of Incorporation:

ARTICLE I. The name of this Corporation shall be:

WALDEN COMMUNITY ASSOCIATION, INC.

ARTICLE II. The period of existence and duration of the life of this Corporation shall be perpetual.

ARTICLE III. The principal office for the transaction of business of this Corporation shall initially be located in the County of Anne Arundel, State of Maryland, at:

P.O. Box 868, 121 Cathedral Street
Annapolis, Maryland 21404

The following named person shall be designated as the statutory resident agent of this Corporation, said resident agent being a citizen and an adult resident of the State of Maryland:

Royal G. Shannonhouse
P.O. Box 868, 121 Cathedral Street
Annapolis, Maryland 21404

ARTICLE IV. The general purposes for which this Corporation is formed, and the business or objects to be carried on and promoted by it, are as follows:

(a) to organize and operate a corporation, no part of the net earnings of which is to inure to the benefit of any member of this Corporation or to any other individual; and

(b) pursuant to and in a manner consistent with a certain Declaration relating thereto and heretofore recorded

RECEIVED FOR RECORD
89 MAR -1 AM 11:34
H. ERLE SCHAFER
CLERK

83288359

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11-22-88 at 9:49 .m.

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

acquire and to own and to provide for the maintenance, operation and management of certain recreational areas, open spaces and other common areas, community easements and community facilities, including a golf course and other country club facilities, located within a certain residential community in Anne Arundel County, Maryland, known as "Walden" (hereinafter sometimes referred to as the "Community") and to perform certain other functions with respect to the residential and other property located therein; and

(c) to engage in, conduct and carry on any other lawful purposes or business and to do any other thing that, in the judgment of the Board of Directors of this Corporation, may be deemed to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the non-profit purposes or business of this Corporation, or any of them, or any part thereof, or to enhance the value of its property, business or rights; and

(d) to conduct any business and to do anything permitted by the provisions of Section 2-103 of the Corporations and Associations Article, Annotated Code of Maryland (1985 Repl. Vol.), as amended from time to time.

For the general purposes aforesaid, and limited to those purposes, this Corporation shall have the following powers:

(a) to construct, improve and maintain, operate and to buy, own, sell, convey, assign, mortgage or lease any real estate and any personal property necessary or incident to the furtherance of the business of this Corporation; and

(b) to borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of the business of this Corporation, to secure the same by mortgage, deed of trust, pledge, or other lien; and

(c) to enter into any kind of activity, and to perform and carry out contracts of any kind necessary to, or in conjunction with, or incidental to the accomplishment of the non-profit purposes of this Corporation, specifically including the right to establish a Tax Assessment District of Anne Arundel

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CLERK'S NOTATION
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County, Maryland, for the purpose of acquiring, constructing and maintaining land and personalty owned or leased by the Corporation; and

(d) to make patronage refunds to members as provided for in the By-Laws of this Corporation; and

(e) insofar as permitted by law, to do any other thing that in the judgment of the Board of Directors, will promote the business of this Corporation or the common benefit of its members; and to exercise the powers set out in the Declaration hereinabove referred to and the By-Laws of this Corporation and to do every other act not inconsistent with law which may be appropriate to promote and attain the purposes set forth in the Declaration hereinabove referred to and the By-Laws of this Corporation; and, in general, to do everything necessary, proper, advisable or convenient for the accomplishment of the foregoing purposes, and to do all other things incidental to them or connected with them that are not forbidden by law or by these Articles of Incorporation.

The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of this Corporation, and the enjoyment of the exercise thereof, as conferred by the General Laws of the State of Maryland. The provisions of subparagraphs (a) through (e), both inclusive, of this Article shall not be construed as purposes, but shall be construed as independent powers and the matters expressed in each such provision shall not, unless otherwise expressly provided, be limited by reference to, or inference from any other provision of this Article. The enumeration of specific powers shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of such provisions or the scope of the general powers of the Corporation; nor shall the expression of one thing in any of those provisions be deemed to exclude another not specifically expressed, although it be of like nature.

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CLERK'S NOTATION
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This Corporation may carry out its purposes and exercise its powers in any State, territory, district or possession of the United States, or in any foreign country, to the extent that these purposes and powers are not forbidden by the law of such State, territory, district or possession of the United States, or by such foreign country; and this Corporation may limit the purpose or purposes that it proposes to carry out or the powers it proposes to exercise in any application to do business in any such State, territory, district or possession of the United States, or any such foreign country.

ARTICLE V. This Corporation shall be without capital stock and will not be operated for profit. This Corporation does not contemplate the distribution of gains, profits or dividends to any of its members. The members of this Corporation shall not be personally liable for the debts, liabilities or obligations of this Corporation.

ARTICLE VI. This Corporation shall have two (2) classes of voting membership which shall be known as "Class A" and "Class B":

(a) There shall be 1030 Class A memberships, which number is intended to be equal to the number of Lots in the Community and is subject to adjustment to reflect the actual number of Lots from time to time. Every person, group of persons, corporation, partnership, trust or other legal entity, or any combination thereof, who is a record owner of a fee interest in any lot which is part of the premises described in Article II of the Declaration, or which otherwise becomes subject by the covenants set forth in the Declaration to assessment by this Corporation, shall be a Class A member of this Corporation; provided, however, that any such person, group of persons, corporation, partnership, trust or other legal entity who holds such interest solely as security for the performance of an obligation shall not be a Class A member solely on account of such interest. Each Class A member shall be entitled to one (1) vote for each lot in which such member holds the interest

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CLERK'S NOTATION
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required for Class A membership; provided, however, that all Class A Members with an interest in a Lot shall collectively exercise only one (1) vote for such Lot.

(b) There shall be three (3) Class B memberships for each Class A membership. The Class B member shall be the Declarant, its nominee or nominees, and shall include every person, group of persons, corporation, partnership, trust or other legal entity, or any combination thereof, who shall obtain any Class B membership by specific assignment thereof from the Declarant. Each Class B member shall be entitled to one (1) vote for each Class B membership which it holds. The number of Class B memberships shall be reduced by three (3) for each lot (to which such memberships are appurtenant) conveyed to a Class A member, upon such conveyance and absent specific assignment of such Class B memberships. Each Class B membership shall lapse and become a nullity upon the first to happen of the following events:

(i) thirty (30) days following the date on which the total authorized, issued and outstanding Class A memberships equal or exceed the total authorized, issued and outstanding Class B memberships; or

(ii) on January 1, 2000; or

(iii) upon surrender of said Class B memberships by the then holders thereof for cancellation on the books of the Corporation.

Upon the lapse or surrender of the Class B memberships as provided for in this Article, the Declarant shall thereafter remain a Class A member of this Corporation as to each and every lot from time to time subject to the terms and provisions of the Declaration in which the Declarant then holds the interest otherwise required for Class A membership.

The members of this Corporation shall have no preemptive rights, as such members, to acquire any memberships of this

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CLERK'S NOTATION
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Corporation that may at any time be issued by this Corporation except as may be specifically provided in this Article.

The property, voting and other rights and privileges of membership, the liability of each Class A member for assessment by this Corporation, and the method of collection thereof, shall be as set forth in the Declaration hereinabove referred to and in the By-Laws of this Corporation.

ARTICLE VII. To the extent permitted by law, this Corporation shall have a lien on the outstanding Class A memberships in order to secure payment of any sums which shall be due or become due to this Corporation from the holder thereof for any reason whatsoever.

ARTICLE VIII. In the event any Class A member of this Corporation sells, assigns or otherwise transfers of record the fee interest in any lot in which he holds the interest required for Class A membership, such Class A member shall, at the same time, assign the Class A membership in this Corporation appurtenant to such lot to the transferee of the lot and deliver it to him for transfer on the books of this Corporation. The foregoing requirement shall not obtain in the event a lot is transferred as aforesaid solely as security for the performance of an obligation. Except as provided in this Article, Class A membership shall not be transferable.

ARTICLE IX. The number of Directors of this Corporation shall be an uneven number of not less than three (3) or more than nine (9), and the names and post office addresses of the Directors who shall act as such until the first annual meeting, or until such time as their successors are duly chosen and qualified are:

Name	Address
William H. Savage	P.O. Box 36 Annandale, VA 22003
James H. Harrison	P.O. Box 36 Annandale, VA 22003
Arthur C. Weid	P.O. Box 36 Annandale, VA 22003

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CLERK'S NOTATION
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The qualifications, powers, duties and tenure of the office of Director and the manner by which Directors are to be chosen shall be as prescribed and set forth in the By-Laws of this Corporation. Officers of this Corporation shall be elected and shall serve as provided for in the By-Laws.

ARTICLE X. This Corporation shall indemnify every person who is or was an officer or Director of this Corporation and who was, is or is threatened to be made a named defendant or respondent in any threatened, pending or completed action, suit or proceeding by reason of service in that capacity, whether civil, criminal, administrative or investigative, if that person (i) acted in good faith; and (ii) reasonably believed (a) in the case of conduct in that person's official capacity, that the conduct was in the best interests of this Corporation; and (b) in all other cases that the conduct was at least not opposed to the best interests of this Corporation; and (iii) in the case of any criminal proceeding, had no reasonable cause to believe that the conduct was unlawful.

The indemnification provided for in this Article is against judgments, penalties, fines, settlements and reasonable expenses actually incurred in connection with any such threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative; provided, however, that if any such action, suit or proceeding was one by or in the right of this Corporation, indemnification shall be made only against reasonable expenses and shall not be made in respect of any proceeding in which the person otherwise entitled to indemnity pursuant to the provisions of this Article shall have been adjudged to be liable to this Corporation. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent, creates a rebuttable presumption that the person otherwise entitled to indemnify did not meet the requisite standard of conduct set forth in this Article.

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A person who is or was an officer or Director of this Corporation is not indemnified under the provisions of this Article in respect of any threatened, pending or completed action, suit or proceeding charging improper personal benefit to that person, whether or not involving action in that person's official capacity, in which the person was adjudged to be liable on the basis that personal benefit was improperly received.

The provisions of this Article are intended to provide every person who is or was an officer or Director of this Corporation and who was, is or is threatened to be made a named defendant or respondent in any threatened, pending or completed action, suit or proceeding by reason of service in that capacity, with indemnification to the extent permitted in Section 2-418(b) of Title 2, Corporations and Associations Article, Annotated Code of Maryland (1985 Repl. Vol.) as from time to time amended or superceded.

Indemnification under this Article may not be made by this Corporation unless authorized in the specific case after a determination has been made that indemnification is permissible because the person who is or was an officer or Director of this Corporation has met the standard of conduct set forth in this Article. Such determination shall be made in the manner provided in Section 2-418(e) of Title 2, Corporations and Associations Article, Annotated Code of Maryland (1985 Repl. Vol.) as from time to time amended or superceded.

Reasonable expenses incurred by any person who is or was an officer or Director of this corporation and who is a party to any threatened, pending or completed action, suit or proceeding by reason of service in that capacity, may be paid or reimbursed by this Corporation in advance of the final disposition of that proceeding, after a determination that the fact then known to those making the determination would not preclude indemnification under this Article, upon receipt by this Corporation of:

(a) a written affirmation by that person of that person's good faith belief that the standard of conduct necessary

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CLERK'S NOTATION
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for indemnification by this Corporation as authorized in this Article has been met; and

(b) a written undertaking by or on behalf of that person to repay the amount if it shall ultimately be determined that the standard of conduct necessary for indemnification by this Corporation as authorized in this Article has not been met. The undertaking required by this subparagraph (b) shall be an unlimited general obligation of the person making it but need not be secured and may be accepted without reference to financial ability to make the repayment.

Determination and authorization of payments under this Article shall be in the manner specified in Section 2-418(e) of Title 2, Corporations and Associations Article, Annotated Code of Maryland (1985 Repl. Vol.) as from time to time amended or superceded.

The officers and Directors of this Corporation shall not be liable to this Corporation for any mistake of judgment, negligence, or otherwise, except for their own individual willful misconduct or bad faith. The officers and Directors of this Corporation shall have no personal liability with respect to any contract or other commitment made by them, in good faith, on behalf of this Corporation except to the extent that such officers or Directors may also be Class A members of this Corporation, and this Corporation shall indemnify and forever hold each such officer and Director free and harmless against any and all liability to others on account of any such contract or commitment, except as aforesaid.

The provisions of this Article do not limit the power of this Corporation to pay or reimburse expenses incurred by any person who is an officer or Director of this Corporation in connection with an appearance as a witness in any proceeding by reason of service in that capacity, or otherwise involving this Corporation, when that person has not been made a named defendant or respondent in the proceeding. Any right to indemnification provided for in this Article shall be in addition to, and not

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CLERK'S NOTATION
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exclusive of, any other rights to which any person who is or was an officer or Director of this Corporation may be entitled by law, or otherwise.

This Corporation may purchase and maintain insurance on behalf of any person who is or was an officer or Director of this Corporation against any liability asserted against and incurred by such person in any such capacity or arising out of such person's position, whether or not this Corporation would have the power to indemnify against such liability pursuant to the provisions of this Article, or otherwise.

Any indemnification of, or advance of expenses to, any person in accordance with the provisions of this Article, if arising out of a proceeding by or in the right of this Corporation, shall be reported in writing to the members of this Corporation with notice of the next annual meeting of members of this Corporation or prior to the next annual meeting of members.

ARTICLE XI. The Directors shall exercise their powers and duties in good faith and with a view to the interests of this Corporation and the community. A contract or other transaction between this Corporation and any of its Directors, or between this Corporation and any corporation, firm or other entity in which any of its Directors is a director or has a material financial interest is not void or voidable solely because of the common directorship or interest, or because the Director is present at the meeting of the Board of Directors which authorizes, approves or ratifies the contract or transaction, or because the vote of the Director was counted for the authorization, approval or ratification of the contract or transaction, if any of the following conditions exist:

(a) the fact of the common directorship or interest is disclosed or known to the Board of Directors and the Board of Directors authorizes, approves or ratifies the contract or transaction by the affirmative vote of a majority of disinterested Directors, even if the disinterested Directors constitute less than a quorum; or

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CLERK'S NOTATION
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(b) the fact of the common directorship or interest is disclosed or known to the members of this Corporation entitled to vote, and the contract or transaction is authorized, approved or ratified by a majority of the votes cast by the members entitled to vote other than the votes appurtenant to memberships owned by the interested Director or corporation, firm or other entity; or

(c) the contract or transaction is fair and reasonable to this Corporation at the time it was authorized, approved or ratified.

Common or interested Directors or the votes which they are entitled to cast or which are entitled to be cast by an interested corporation, firm or other entity, may be counted in determining the presence of a quorum at a meeting of the Board of Directors or at a meeting of the unit owners, as the circumstances may require, at which the contract or transaction is authorized, approved or ratified.

If a contract or transaction is not authorized, approved or ratified in the manner provided for in subparagraphs (a) or (b) of this Article, the person asserting the validity of the contract or transaction bears the burden of proving that the contract or transaction was fair and reasonable to this Corporation at the time it was authorized, approved or ratified.

This Article does not apply to the fixing by the Board of Directors of reasonable compensation for a Director, whether as a Director or in any other capacity.

ARTICLE XII. Subject to the limitations set forth in the Declaration hereinabove referred to and in the By-Laws of this Corporation, this Corporation reserves the right to amend, alter or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute for the amendment of Articles of Incorporation.

ARTICLE XIII. As used in these Articles of Incorporation, the expression "Declarant" shall mean and refer to Ameribanc Investors Group, and its successors and assigns to the extent that any of the rights, reservations, easements, interests,

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CLERK'S NOTATION
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exemptions, privileges or powers of the Declarant are specifically assigned or transferred to any such successor or assign by instrument in writing. As used in these Articles of Incorporation, the expression "Declaration" shall mean and refer to the Declaration hereinabove in this Article identified and recorded or intended to be recorded by the Declarant among the Land Records of Anne Arundel County, Maryland, as from time to time amended and supplemented. Unless it is plainly evident from the context that a different meaning is intended, all other terms used herein shall have the same meaning as they are defined to have in the Declaration.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17 day of November, 1988.

WITNESS:

(SEAL)
Royal G. Shannonhouse

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

BE IT REMEMBERED, that on this 17th day of November, 1988, personally appeared before me, a Notary Public in and for the State and County aforesaid, ROYAL G. SHANNONHOUSE, party to the foregoing Articles of Incorporation, known personally to me as such, and I have first made known to him the contents of said Articles of Incorporation, he did acknowledge that he signed, sealed and delivered the same as his voluntary act and deed, and he acknowledged the facts therein stated to be true as set forth.

GIVEN under my hand the year and day first above written.

Notary Public

My Commission expires: July 1, 1990.

a:walartin.hcb
SGT #D

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BOOK 221 PAGE 459

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

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

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
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13		____Certified Copy _____
56		Penalty
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73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax #1087 11/28
31	6	1 Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties,
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	46	

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: _____
Blumenthal, Wayson, Downs et al
121 Cathedral St.
P.O. Box 868
Annapolis, Md. 21404-0868

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: J.M.T.

3080 0200

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CLERK'S NOTATION

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

BOOK 221 PAGE 460

ARTICLES OF INCORPORATION
OF
WALDEN COMMUNITY ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 22, 1988 AT 9:49 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

02678092

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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, ET AL
P.O. BOX 868 121 CATHERDAL ST.
ANNAPOLIS MD 21404

102C3022331

A 279761

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

0888 0461

CLERK'S NOTATION

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

BOOK 221 PAGE 461

APPROVED FOR RECORD

11-22-88 at 8:38a m.

ARTICLES OF INCORPORATION

OF

GUY H. KIRBY, INC.

FIRST: I, GUY H. KIRBY, whose post office address is 1319 Jones Station Road, Arnold, Maryland 21012, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

GUY H. KIRBY, INC.

THIRD: This Corporation shall be a Close Corporation.

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

1. To engage in any and all phases of electrical work including, but not limited to, electrical wiring within buildings, installation and/or repair of fixtures or appliances, wiring outside buildings, design and construction of various electrical units and otherwise anything normally associated with said type of work.

2. To use any and all type of photographic equipment for the promotion of said business.

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

1983 NOV 22 A 8:38

83 MAR -1 AM 11:34 83278128

H. ERLE SCHAFER
CLERK

3080 0333

0000 0462

CLERK'S NOTATION
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4. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 1319 Jones Station Road, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this State is Guy H. Kirby, 1319 Jones Station Road, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this State.

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

SEVENTH: The number of directors of the corporation shall be one (1), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one (1). The name of the director who shall act until the first annual meeting or until his successor is duly chosen or qualified is:

GUY H. KIRBY

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the director(s) 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.

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

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

NINTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of 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.

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IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 26 day of October, 1988, and I acknowledge the same to be my act.

WITNESS

Joanne Gannon

Guy H. Kirby
GUY H. KIRBY

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

I HEREBY CERTIFY, that on this 26 day of October, 1988, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared GUY H. KIRBY, and he acknowledged the aforegoing Articles of Incorporation to be his Act.

WITNESS my hand and Notarial Seal.

Joanne Gannon
Notary Public

My Commission Expires: 7/1/90

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BOOK 221 PAGE 465

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* ____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy ____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		____ Personal Property Reports and ____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: John Warren
200 West St
Annapolis, Md
21401

NOTE:

TOTAL FEES 40

✓ Check ____ Cash

___ Documents on ___ checks

APPROVED BY: ____

3080 0337

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

0000 0466

CLERK'S NOTATION

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

BOOK 221 PAGE 466

ARTICLES OF INCORPORATION
OF
GUY H. KIRBY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 22, 1968 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	$ 20.00	$

02678282

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 WARREN
200 WEST STREET
ANNAPOLIS MD 21401

102C3022350

A 279780

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

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

0000 0467

CLERK'S NOTATION

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BOOK 221 PAGE 467

DEGRAFFENREID ASSOCIATES, INC.
(A Maryland Close Corporation)

ARTICLES OF INCORPORATION

11/23/88 at 8:17 Am.

ARTICLE ONE: Incorporator

The undersigned, Kenneth E. DeGraffenreid, whose post office address is 326 Lazywood Court, Millersville, Maryland, 21108, being over 18 years of age, does hereby form a close corporation under the general laws of the State of Maryland.

ARTICLE TWO: Name

The name of the corporation is DeGraffenreid Associates, Inc.

ARTICLE THREE: Close Corporation

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 FOUR: Purposes

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

To bid on, contract for and perform services on contracts with governmental entities, or with any persons, firms, associations, or corporations; to undertake, conduct, manage, assist, promote or participate in every kind of research, analysis, reporting and other consulting services; to undertake, contract for, or carry on any business incidental to or in aid of, or convenient or advantageous to the pursuit of, any of the

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89 MAR -1 AM 11:34

H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
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objects or purposes of the corporation; to engage in any other lawful business or activity; and to exercise all powers and privileges conferred upon corporations organized under the General Laws of the State of Maryland as amended from time to time..

ARTICLE FIVE: Registered Office and Agent

The post office address of the principal office of the corporation in Maryland is 326 Lazywood Court, Millersville, Maryland 21108, Anne Arundel County. The name and post office address of the resident agent of the Corporation in Maryland are Kenneth E. DeGraffenreid, 326 Lazywood Court, Millersville, Maryland 21108.

ARTICLE SIX: Capital Stock

The total number of the shares of capital stock which the corporation has authority to issue is 5,000 shares of common stock, initially consisting of a single class of stock, with no par value.

ARTICLE SEVEN: Board of Directors

In the event the corporation has only one shareholder, it shall have one director, who shall act until the first meeting or until a successor is duly chosen and qualified. The initial director's name is Kenneth E. DeGraffenreid. In the event the corporation has more than one stockholder, it shall have three directors, the additional directors being elected pursuant to the bylaws of the corporation. Subject to the foregoing

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provisions of this Article, the number of directors may be increased or decreased pursuant to the bylaws.

ARTICLE EIGHT: Further Provisions on Powers

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. Except as may be provided in the bylaws of the corporation, the Board of Directors may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized.

2. Except as may be provided in the bylaws of the corporation, 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 Board of Directors shall have the power to amend or repeal the bylaws or to adopt new bylaws; provided, however, that any bylaw or amendment thereto adopted by the Board of Directors may be amended or repealed by a two-thirds (2/3) vote of all the shares entitled to vote and a new bylaw may be adopted by such a vote; and further provided, that nothing in these articles shall be construed as lowering the proportion of votes required to approve any action for which Title Four of the Corporations and Associations Article of the Annotated Code of

CLERK'S NOTATION
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Maryland requires the affirmative vote or assent of every stockholder or every subscriber for stock of the Corporation.

4. 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 or inference from the terms of any other clause of these or any other articles 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.

ARTICLE NINE: No Preemptive Rights

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

ARTICLE TEN: Indemnification and Exculpation

1. As used in this article, any words that are defined in Section 2-418, Corporations & Associations Article, Annotated Code of Maryland (1985), as amended, shall have the same meaning for purposes of this Article as that provided in such Section.

2. The corporation may indemnify, upon passage of a resolution by the Board of Directors, any present or former

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CLERK'S NOTATION

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 BOOK 221 PAGE 471

director or officer of the corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the General Laws of the State of Maryland.

3. No director or officer of the corporation shall be liable to the corporation or its stockholders for money damages except (1) to the extent that it is proved that such director or officer actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding in the proceeding that such director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

ARTICLE ELEVEN: Duration

The duration of the corporation shall be perpetual.

In witness whereof, I have signed these Articles of Incorporation on November 21 1988, and acknowledge the same to be my act.

Witness

Kenneth E. DeGraffenreid

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BOOK 221 PAGE 472

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

___ P.A ___ Religious ✓ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___ Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		Personal Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		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: Michael H. Mills Esq
Feith & Zell P.C.
1800 M St N.W.
Suite 250 South
Wash. D.C. 20036

NOTE:

TOTAL FEES 40.00

___ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: DK

0000 0473

CLERK'S NOTATION

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BOOK 221 PAGE 473

ARTICLES OF INCORPORATION
OF
DEGRAFFENREID ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 23, 1988 AT 8:17 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	$

02678639

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 H. MOBBS, ESQ.
FEITH & ZELL, P.A.
1800 M STREET, N.W.
SUITE 750 SOUTH
WASHINGTON DC 20036

10203022385

A 279809

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2020 0530

CLERK'S NOTATION
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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
11/25/88 at 10:25 a.m.

ARTICLES OF INCORPORATION

OF

EXPRESS MART, INC.
(A Maryland Close Corporation)

FIRST: The undersigned, Robert L. Ethridge, whose post office address is 1521 Big Baer Court, Glen Burnie, Maryland, 21061, a resident of the State of Maryland, over eighteen (18) years of age, does hereby constitute himself an incorporator with the purpose of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The Name of the Corporation (which hereinafter called the "Corporation") is Express Mart, Inc.

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

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

To merchandise, sell, offer for sale, and distribute at wholesale and retail, foods, foodstuffs, beverages, and any and all other types of merchandise of all kinds and descriptions, whether in bulk, package, bottle, or can, and, in general, to deal in groceries and grocery products and to own, operate, manage and lease a grocery convenience store.

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

1988 NOV 25 A 10:25

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

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H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION

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

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

FIFTH: The address of the principal office of the Corporation is 1521 Big Baer Court, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Robert L. Ethridge, 1521 Big Baer Court, Glen Burnie, Maryland 21061, an individual actually residing in this State.

SIXTH: The total number of shares of stock of all classes which the Corporation has authority to issue is 10,000 shares of Common Stock with one dollar ($1.00) par value per share, for an aggregate par value of $10,000.00.

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 Robert L. Ethridge.

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:

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

CLERK'S NOTATION

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

(b) No contract or other transaction between the Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the Directors and/or Officers of this Corporation is or are interest in, or is a director or officer, or are directors or officers, of any such other corporation,a nd any director or directors, officer or officers, individually or jointly, may be a part or parties to, or may be interest in, any contract or transaction of this Corporation or in which this Corporation is interested, and no contract, act or transaction of this Corporation or in which this Corporation is interested, and no contract, act or transaction of this Corporation with any person or persons, firm, association or corporation and each and every person who is or may become a director and/or officer of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

(c) The Corporation may enter into Agreements with any

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GLEN BURNIE, MD 21061

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stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings of stockholder or stockholders, and binding such stockholder or stockholders, his or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons shall, thereupon, be subject to such agreement and transferable only upon proof of compliance therewith; provided, however, such agreement be filed with the Corporation, and reference thereto be placed upon the Certificates of Stock.

(d) The Board of Directors shall have the power from time to time, to fix, to determine, and to vary the amount of working capital of the Corporation and to determine what part of the surplus and retained earnings of the Corporation, is any, or of the net profits of the Corporation, if any, shall be declared as dividends and paid in cash, in kind or in any combination thereof, to the stockholders.

(e) No holder of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine and at such price as the Board of Directors in its discretion may fix.

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

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7709 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061

CLERK'S NOTATION

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BOOK 221 PAGE 478

number of the votes entitled to be cast thereon.

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

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23 day of November, 1988, and I acknowledge the same to be my act.

WITNESS:

Nicole Anne Weigman

Robert L. Ethridge Jr

Robert L. Ethridge

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

3080 0614

BOOK 221 PAGE 479

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: Forman + Steinhardt
7709 Quarterfield Rd
Glen Burnie, MD
21061

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: PCM

3080 0615

0000 0480

CLERK'S NOTATION

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

BOOK 221 PAGE 480

ARTICLES OF INCORPORATION
OF
EXPRESS MART, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 25, 1986 AT 10:25 O'CLOCK A.M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2678761

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 S. STEINHARDT
7709 QUARTERFIELD ROAD
GLEN BURNIE MD 21061

102C3022398

A 279822

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER FOLIO 3080 0609

0888 0481

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

BOOK 221 PAGE 481 STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

OF 11/25/88 at 10:25 A.M.

ARTICLES OF INCORPORATION

POP'S GROCERY & DELI, INC
(A Maryland Close Corporation)

FIRST: The undersigned, David R. Vandegrift, whose post office address is 7953 N. Riverside Drive, Pasadena, Maryland 21122, a resident of the State of Maryland, over eighteen (18) years of age, does hereby constitute himself an incorporator with the purpose of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The Name of the Corporation (which hereinafter called the "Corporation") is Pop's Grocery & Deli, Inc.

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

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

To merchandise, sell, offer for sale, and distribute at wholesale and retail, foods, foodstuffs, beverages, and any and all other types of merchandise of all kinds and descriptions, whether in bulk, package, bottle, or can, and, in general, to deal in groceries and grocery products and to own, operate, manage and lease a grocery convenience store.

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

1988 NOV 25 A 10:25

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

89 MAR -1 AM 11:34
H. ERLE SCHAFER
CLERK
RWK
3080 0617
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CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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

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

FIFTH: The address of the principal office of the Corporation is 7459 Furnace Branch Road, Glen Burnie, Maryland. 21061. The name and post office address of the Resident Agent of the Corporation in this State is David R. Vandegrift, 7953 N. Riverside Drive, Pasadena, Maryland 21122, an individual actually residing in this State.

SIXTH: The total number of shares of stock of all classes which the Corporation has authority to issue is 10,000 shares of Common Stock with one dollar ($1.00) par value per share, for an aggregate par value of $10,000.00.

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 David R. Vandegrift.

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:

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

3080 0618

CLERK'S NOTATION

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

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

(b) No contract or other transaction between the Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the Directors and/or Officers of this Corporation is or are interest in, or is a director or officer, or are directors or officers, of any such other corporation,a nd any director or directors, officer or officers, individually or jointly, may be a part or parties to, or may be interest in, any contract or transaction of this Corporation or in which this Corporation is interested, and no contract, act or transaction of this Corporation or in which this Corporation is interested, and no contract, act or transaction of this Corporation with any person or persons, firm, association or corporation and each and every person who is or may become a director and/or officer of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

(c) The Corporation may enter into Agreements with any

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

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stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings of stockholder or stockholders, and binding such stockholder or stockholders, his or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons shall, thereupon, be subject to such agreement and transferable only upon proof of compliance therewith; provided, however, such agreement be filed with the Corporation, and reference thereto be placed upon the Certificates of Stock.

(d) The Board of Directors shall have the power from time to time, to fix, to determine, and to vary the amount of working capital of the Corporation and to determine what part of the surplus and retained earnings of the Corporation, is any, or of the net profits of the Corporation, if any, shall be declared as dividends and paid in cash, in kind or in any combination thereof, to the stockholders.

(e) No holder of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine and at such price as the Board of Directors in its discretion may fix.

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

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

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CLERK'S NOTATION
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number of the votes entitled to be cast thereon.

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

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23 day of November, 1988, and I acknowledge the same to be my act.

WITNESS:

Nicole Anne Weigman

David R. Vandegrift
DAVID R. VANDEGRIFT

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

BOOK 221 PAGE 486

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

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ___P.A ___Religious ✓ Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: PCM

Name Change (New Name) _____

____ Change of Name

____ Change of Principal Office

____ Change of Resident Agent

____ Change of Resident Agent Address

____ Resignation of Resident Agent

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Forman & Steinhardt
7709 Quarterfield Rd
Glen Burnie, Md
21061

NOTE:

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CLERK'S NOTATION

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

BOOK 221 PAGE 487

ARTICLES OF INCORPORATION
OF
POP'S GROCERY & DELI, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 25, 1988 AT 10:25 O'CLOCK A.M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

02678779

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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

102C3022399

A 279823

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

0000 0488

CLERK'S NOTATION

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

BOOK 221 PAGE 488

ARTICLES OF INCORPORATION

OF

J.D. BROWNE PLUMBING & HEATING, INC.

(A CLOSE CORPORATION)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

THIS IS TO CERTIFY: 11-15-88 at 2:18p m.

That I, the subscriber, Warren W. Davis, III, of 190 Duke of Gloucester Street, P.O. Box 28, Annapolis, Maryland 21404; being a citizen of the State of Maryland, and being of full legal age, do hereby certify that I do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, intend to form a close corporation.

FIRST: The name of said Corporation is:

J.D. BROWNE PLUMBING & HEATING, INC.

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

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

A. To engage in the general business of installation of plumbing and heating, as contractor or subcontractor, in new construction or as repairs or remodelling of existing

1988 NOV 25 A 10:13

89 MAR -1 AM 11:34

H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION

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structures; and to manufacture, buy, sell, and otherwise deal in plumbing fixtures, pipes, accessories, and fittings necessary or useful in such occupation.

B. To engage generally in the business of plumbing, water, gas, and steam fitting of all kinds. To invent, design, manufacture, buy, sell, install, inspect, and repair heating, cooling, ventilating, water supply, lighting, and sewage disposal systems, appliances, apparatus, machinery, equipment, materials, and supplies of all kinds. To make and furnish estimates of costs for work and materials of the kind above described. To acquire, by competitive bidding or otherwise, make, and perform contracts pertaining to any of the foregoing business. To deal in scrap metal and junk.

C. To take, purchase or otherwise acquire and to hold, sell, convey, exchange, hire, lease, pledge, mortgage and otherwise deal in and dispose of all kinds of personal property, chattels, chattels real, choses in action, notes, bonds, mortgages, securities and futures.

D. To make mortgages and other loans and advances, secured by liens on real and personal property, or other evidences of indebtedness or securities.

E. To act as agent in the managements of operation and handling of real and personal property of every nature and description and wheresoever situated.

F. To purchase, own, hold, lease, convey, mortgage, pledge, transfer, or otherwise acquire, or dispose of, land,

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CLERK'S NOTATION
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water rights, mills, factories, building and other structures, and all other property, both real and personal, of every description, or any interest therein, necessary or desirable for carrying on the aforesaid business.

G. To acquire by purchase, lease, or otherwise, the property rights, business, goodwill, franchises, and assets of every kind of any corporation, association, firm or individual, carrying on in whole or in part, the aforesaid business, or any other business, in whole or in part, that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay any property rights, business, goodwill, franchise and assets to acquired in the stocks, bonds, or other securities of the corporation or otherwise, in the manner prescribed by Law.

H. To borrow money, to make and issue its bond, notes, bills of exchange and other obligations, and to mortgage, pledge, and hypothecate any stocks, bonds or other evidences of indebtedness, and any other property held by it, as the law will permit.

I. To hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage, pledge, or otherwise dispose of bonds, certificates of indebtedness, shares of the corporation, stocks and securities, created by any other corporation or corporations and while the holder thereof, to exercise all the privileges of ownership, including the right

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CLERK'S NOTATION
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to vote thereon.

J. To acquire, purchase and hold real and personal property, of every nature and description and wheresoever situated, for and on behalf of any individual or corporation, and to manage, control, operate, purchase, sell, mortgage, lease, improve, invest, and deal in said real and personal property.

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

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

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

N. To purchase, hold, sell, and transfer the shares

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

O. 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.

P. 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 to be granted or conferred.

Q. 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 Shareholders of this Corporation.

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CLERK'S NOTATION
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R. To do business anywhere in the world.

S. To act as principal, agent, partner, subcontractor, or joint venturer in any transaction.

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 way limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

FOURTH: The Corporation may exercise all or any of its corporate powers and rights, in the State of Maryland, and in the various other States, Territories, or possessions of the United States, or in the District of Columbia, and in all or any foreign countries, so far as permitted by the laws thereof.

FIFTH: That the principal office of said Corporation in the State of Maryland shall be located at 966 Mayo Road, Edgewater, Maryland 21037, and the Corporation's resident agent is Warren W. Davis, III, a citizen of the State of

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CLERK'S NOTATION
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Maryland, and his address is 190 Duke of Gloucester Street, P.O. Box 28, Annapolis, Maryland 21404, and actually residing therein.

SIXTH: The total amount of authorized capital stock of said Corporation shall consist of One Thousand (1,000) shares at no par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election becomes effective, there shall be one (1) Director, whose name shall be James D. Browne, Jr.

EIGHTH: The Shareholder(s) of this Corporation are hereby empowered to authorize the issuance of shares of its stock of any class from time to time, whether now or hereafter authorized, for such limitation and restrictions, if any as may be set forth in the By-Laws to the Corporation.

NINTH: The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

TENTH: The Corporation may have one or more offices in addition to the principal office in the State of Maryland.

ELEVENTH: In furtherance, and not in limitation of the powers conferred by statute, the Shareholder(s) are expressly authorized:

To fix the amount to be reserved as working capital.

The Shareholder(s) are 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

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CLERK'S NOTATION
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declaration and payment of dividends; to authorize and cause to be executed mortgages and loans upon all property owned by the Corporation or any part thereof.

In the absence of fraud, no contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Stockholders of this Corporation are pecunarily or otherwise interested in, or are directors or officers and/or stockholders of such other corporation.

Any Shareholder(s) and/or officers, individually, or any firm of which any of the Shareholder(s) and/or officers may be a member, may in the absence of fraud, be a party to, or be pecunarily or otherwise interested in, any contract or transaction of this Corporation, provided only that the fact that he or such firm that is so interested shall be disclosed or shall have been known to the majority of the Shareholders thereof. Any contract, transaction or act of this Corporation or of the Shareholder(s), which shall be ratified by a majority of a quorum of the Stockholders, having voting powers, at any annual meeting or at any special meeting called for such purpose shall, so far as permitted by law and by these Articles of Incorporation be as valid and as binding as though ratified by every Stockholder of this Corporation.

TWELTH: The Corporation reserves the right to amend, alter, change or repeal any provision herein contained in

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CLERK'S NOTATION

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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.

THIRTEENTH: The duration of the Corporation shall be perpetual.

FOURTEENTH: This Corporation is formed upon the articles, conditions and provisions herein expressed, and is subject in all respects to the provisions and limitations relating to corporations which are contained in the statutes of the State of Maryland, governing and providing for the formation of corporations under its general laws.

IN WITNESS WHEREOF, I have signed these articles and acknowledge same to be my act on this the 24th day of November, 1988.

ATTEST:

Norma L. Davis

Warren W. Davis (SEAL)
Warren W. Davis, III
190 Duke of Gloucester Street
P.O. Box 28
Annapolis, Maryland 21404
301-263-2646

3080 0655

0000 0497

BOOK 221 PAGE 497

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

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial _____ Personal
600		Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
___		Other _____
TOTAL FEES	40	

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: Warren Davis
PO Box 28
Annapolis, Md
21404

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: RD

3080 0656

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

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CLERK'S NOTATION

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

BOOK 221 PAGE 498

ARTICLES OF INCORPORATION
OF
J.D. BROWNE PLUMBING & HEATING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 15, 1988 AT 2:18 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	$

D2678837

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
WARREN W. DAVIS, III
P.O. BOX 28
ANNAPOLIS MD 21404

102C3022405

A 279829

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

CLERK'S NOTATION

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

BOOK 221 PAGE 499

November 7,1988

State Department of Assissments and Taxation
310 West Preston Street
Baltimore, MD 21201

Dear Ms/Mr:

Please be advised that I am the resident agent for the Maryland corporations listed below and I have changed my address from:

1033 Timber Creek Drive
Annapolis, MD 21403

to:

200 Boones Drive
Lothian, MD 20711

the corporations are:

J. Stanley & Associates, Inc., MD corp # D2457794
Solutions Financial Services, Inc., MD corp # D24462190
Stradley & Associates, Inc., MD corp # D2466340

Enclosed are resolutions for each of the corporations noting the change of address of their principal offices.

Sincerely,

Daniel L. Stradley, Principal Agent for the above corporations
200 Boones Drive
Lothian, MD 20711
Tel 301-741-1412

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
11-23-88 at 9:39 A.M.

[redacted]

1988 NOV 23 A 9:39

83288087

3080 0780

RECEIVED FOR RECORD
CIRCUIT COURT, L.A.

89 MAR -1 AM 11:34

H. ERLE SCHAFER
CLERK

0000 0500

CLERK'S NOTATION

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

BOOK 221 PAGE 500

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

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D2457794 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
		Change of P.O., R.A. or R.A.A.
		Other _____
		Other _____
TOTAL FEES	$10.00	

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: Dan L. Stradley
200 Boone Drive
Folkiar Md. 20711

NOTE:

1 Check _____ Cash

13 Documents on 1 checks

APPROVED BY: _____

3080 0781

0000 0501

CLERK'S NOTATION

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

BOOK 221 PAGE 501

CHANGE OF RESIDENT AGENT'S ADDRESS
OF
J. STANLEY & ASSOCIATES, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 23, 1988 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:
$	$ 10.00	$

02457794

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DAN L. STRADLEY
200 DOONES DRIVE
LOTHIAN MD 20711

102C3022425

A 279847

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

0000 8582

CLERK'S NOTATION

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

BOOK 221 PAGE 502

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

Dear Ms/Mr:

Please be advised that I am the resident agent for the Maryland corporations listed below and I have changed my address from:

1033 Timber Creek Drive
Annapolis, MD 21403

to:

200 Boones Drive
Lothian, MD 20711

the corporations are:

J. Stanley & Associates, Inc., MD corp # D2457794
Solutions Financial Services, Inc., MD corp # D24462190
Stradley & Associates, Inc., MD corp # D2466340

Enclosed are resolutions for each of the corporations noting the change of address of their principal offices.

Sincerely,

Daniel L. Stradley, Principal Agent for the above corporations
200 Boones Drive
Lothian, MD 20711
Tel 301-741-1412

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
11-23-88 at 9:39 A.m.

1988 NOV 15 A 9:08

[redacted]

1988 NOV 23 A 9:39

RECEIVED FOR RECORD
SDAT, C.A.S.D.

88288087

89 MAR -1 AM 11:34

H. ERLE SCHAFER
CLERK

3080 0783

0000 0503

BOOK 221 PAGE 503

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D2462190 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
20		Change of P.O., R.A. or R.A.A.
___		Other _____
___		Other _____
TOTAL FEES	$10.00	

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: Dan Stradley
200 Boones Drive
Lothian, Md. 20711

NOTE:

1 Check _____ Cash

1 3 Documents on 1 checks

APPROVED BY: RC

3080 0764

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 504

CHANGE OF RESIDENT AGENT'S ADDRESS
OF
SOLUTIONS FINANCIAL SERVICES, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 23, 1988 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:
$	$ 10.00	$

D2462190

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
DAN STRADLEY
200 BOONES DRIVE
LOTHIAN MD 20711

102C3022426

A 279848

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3089 0282

0888 0586

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 505

[illegible]

Dear [illegible]:

Please be advised that I am the resident agent for the Maryland corporations listed below and I have changed my address from:

1033 Timber Creek Drive
Annapolis, MD 21403

to:

200 Boones Drive
Lothian, MD 20711

the corporations are:

J. Stanley & Associates, Inc., MD corp # D2457794
Solutions Financial Services, Inc., MD corp # D24462190
Stradley & Associates, Inc., MD corp # D2466340

Enclosed are resolutions for each of the corporations noting the change of address of their principal offices.

Sincerely,

Daniel L. Stradley, Principal Agent for the above corporations
200 Boones Drive
Lothian, MD 20711
Tel (301)-741-1412

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

11-23-88 at 9:38 A.M.

1988 NOV 15 A 9:08

RECEIVED FOR RECORD

1988 NOV 23 A 9:39

[redacted]

00286087

89 MAR -1 AM 11:34

H. ERLE SCHAFER
CLERK

3080 0786

BOOK 221 PAGE 506

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D246340 ___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.
53		Foreign Resolution
23		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
33		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
___		Other
___		Other
TOTAL FEES	$10.00	

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: Dan Stradley, 200 Boones Drive, Lothian, Md. 20711

NOTE:

1 Check _____ Cash

~~1~~ 3 Documents on 1 checks

APPROVED BY: [illegible]

3080 0787

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 507

CHANGE OF RESIDENT AGENT'S ADDRESS
OF
STRADLEY & ASSOCIATES, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND NOVEMBER 23, 1988 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:
$	$ 10.00	$

D2466340

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
DAN STRADLEY
200 BOONES DRIVE
LOTHIAN MD 20711

102C3022427

A 279849

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

0080 0785

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 599

CERTIFICATE OF CONVEYANCE

PART I

1. LOCATION OF LAND BEING CONVEYED (Insert County or Baltimore City)
ANNE ARUNDEL COUNTY

2. TRANSFEROR DESIGNED CONTRACTS, INC.

3. TRANSFEREE COURTS OF FOUR SEASONS, INC.

4. CERTIFICATE OF CONVEYANCE ACCOMPANYING:
(PLEASE CHECK APPROPRIATE BOX)

✓ ARTICLES OF TRANSFER

_____ ARTICLES OF MERGER

_____ ARTICLES OF CONSOLIDATION

_____ DOCUMENT EVIDENCING MERGER OR CONSOLIDATION OF FOREIGN CORPORATIONS OR FOREIGN LIMITED PARTNERSHIPS

5. INTEREST IN LAND AFFECTED: (SHOWN SEPARATELY FOR EACH PARCEL A DEED REFERENCE AND BRIEF DESCRIPTION PREFERABLY AS SHOWN ON RECENT TAX BILL. ATTACH ADDITIONAL SHEETS IF NECESSARY.) 2494/620 + 4660/785 65.8778 A.
4-000-06092793

6. MAILING ADDRESS FOR RECEIPT OF TAX BILL: NAME COURTS OF FOUR SEASONS, INC., ADDRESS 4305 NORTHVIEW DRIVE, BOWIE, MD zip code 20716

PART II 1. Is this a transfer of real property subject to agricultural transfer tax?
(_____)YES (✓)NO

PART III Is this a transfer of real property under a reorganization described in Section 368(A) of the Internal Revenue Code or under Section 371 through Section 374 of the Internal Revenue Code? (_____)YES (X)NO

NOTE: IF THE ANSWER TO THE QUESTION IN PART III IS YES, THEN THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX. SKIP THE REST OF THE QUESTIONS IN PART IV, AND PART V AND GO ON TO PART VI. IF THE ANSWER IS NO, CONTINUE ON WITH THE FOLLOWING QUESTIONS.

PART IV FOR USE WHERE PROPERTY IS BEING CONVEYED BY MERGER OR CONSOLIDATION. (PLEASE CHECK APPLICABLE BOXES.)

1. Is this a merger where a limited partnership is a party to the merger?
(_____)YES (_____)NO

NOTE: IF THE ANSWER TO QUESTION 1. IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT ANSWER QUESTIONS 2, 3, AND 4. GO ON TO PART VI. IF THE ANSWER IS NO, GO ON THE QUESTIONS 2, 3, AND 4.

2. Is this a merger or consolidation where recordation tax and, if then required to have been paid, transfer tax were paid when the corporation merging out of existence or the corporation consolidating acquired the real property?
(_____)YES (_____)NO

3. Is this a merger of a parent corporation into its subsidiary corporation?
(_____)YES (_____)NO

4. Is this a merger where a subsidiary corporation is merging into a parent corporation and the parent corporation:

A) previously owned real property? (_____YES _____NO)
B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (_____YES _____NO)
C) acquires the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (_____YES_____NO)

NOTE: IF ALL ANSWERS TO QUESTIONS 2 THROUGH 4 ARE NO, THEN THIS IS A TRANSACTION THAT IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT COMPLETE PART V. GO ON TO PART VI. COMPLETE SECTIONS B,C & D OF PART VI IF THIS IS A TAXABLE TRANSACTION, IF IT IS NOT A TAXABLE TRANSACTION COMPLETE ONLY SECTION C & D OF PART VI.

PART V FOR USE WHERE REAL PROPERTY IS BEING CONVEYED BY ARTICLES OF TRANSFER.

1. Is this a transaction where real property of the corporation is being transferred for consideration and is subject to recordation and/or transfer taxes? 3073 0545
(X)YES (_____)NO

NOTE: IF THE ANSWER TO QUESTION 1 IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE CONSIDERATION PAID OR TO BE PAID. DO NOT ANSWER QUESTIONS 2, 3 AND 4. GO ON TO PART VI.

(OVER)

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

2. Is this a transaction where real property of the corporation is being transferred to its shareholders on the liquidation, dissolution or termination of that corporation? (_____)YES (_____)NO

NOTE: IF THE ANSWER TO QUESTION 2 IS NO, SKIP 2A, 2B AND 2C. OTHERWISE CONTINUE BEGINNING WITH 2A.

Is this real property being transferred to:

2A) a person who was an original shareholder of the corporation? (_____)YES (_____)NO

2B) a person who is a direct descendent or relative within 2 degrees of a person who was an original shareholder of the corporation? (_____)YES (_____)NO

2C) a person who acquired the status of shareholder by gift or devise from an original shareholder of the corporation? (_____)YES (_____)NO

3. Is this real property being transferred between a parent corporation and its subsidiary corporation or between 2 or more subsidiary corporations wholly owned by the same parent corporation and the parent is an original stockholder of the subsidiary corporation, or subsidiary corporations, or became a stockholder of the subsidiary corporation or subsidiary corporations for no consideration nominal consideration or consideration that comprises only the issuance, cancellation, or surrender of stock of a subsidiary corporation? (_____)YES (_____)NO

4. Is this a transfer from a subsidiary corporation to its parent corporation for no consideration, nominal consideration or consideration that comprises only the issuance, cancellation or surrender of a subsidiary's stock where the parent corporation:

4A) previously owned the real property? (_____)YES (_____)NO

4B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (_____)YES (_____)NO

4C) acquired the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (_____)YES (_____)NO

NOTE: THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX IF: (1.) THE ANSWER TO QUESTION 2 IS YES AND THE ANSWER TO ANY OF QUESTIONS 2A, 2B, 2C, 3, 4A, 4B OR 4C IS YES; OR (2.) THE ANSWER TO QUESTION 2 IS NO AND THE ANSWER TO ANY OF QUESTIONS 3, 4A, 4B, OR 4C IS YES. IN ALL OTHER CASES, THE TRANSACTIONS IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. IN ALL CASES GO ON THE PART VI.

PART VI COMPLETE SECTIONS A, B, C, & D OF PART VI IF PART V QUESTION 1 WAS ANSWERED YES. COMPLETE ONLY SECTIONS B, C & D IF IT IS A TRANSACTION SUBJECT TO RECORDATION AND/OR TRANSFER TAX AND PART V QUESTION 1 WAS ANSWERED NO. IN ALL CASES COMPLETE SECTION C & D.

A.) CONSIDERATION FOR REAL PROPERTY CONVEYED $ 3,202,500.00

B.) VALUE OF REAL PROPERTY DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. $_____

C.) ALL PUBLIC TAXES, ASSESSMENTS AND CHARGES DUE ON THE REAL PROPERTY _____ HAVE _____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)
ALL PERSONAL PROPERTY TAXES DUE BY THE TRANSFEROR IN THE COUNTY WHERE THE REAL PROPERTY IS LOCATED _____ HAVE _____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)

D.) I HEREBY ACKNOWLEDGE AND AFFIRM UNDER THE PENALTIES OF PERJURY THAT TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF, THE FOREGOING REPRESENTATIONS ARE TRUE.

COURTS OF FOUR SEASONS, INC
(NAME OF CORPORATION)

BY MAHER & MAHER, CHARTERED
PHILIP G. LAMBERT
(SIGNATURE AND TITLE)
(MUST BE OFFICER, AGENT OR ATTORNEY OF ONE OF THE PARTIES TO THE TRANSFER, MERGER OR CONSOLIDATION)

FOR OFFICE USE ONLY

MARYLAND RECORDATION TAX PAID:	10,568.25
MARYLAND TRANSFER TAX PAID:	16,012.50
LOCAL TRANSFER TAX PAID: (AAundel)	32,025.—
TOTAL:	58,605.75

APPROVED FOR RECORD 11/3/88

BY _____ 3073 0546
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 511

CERTIFICATE OF [ ] MERGER
[X] TRANSFER
[ ] CONSOLIDATION
[ ] SHARE EXCHANGE

TO: [X] Clerk of the Circuit Court for ANNE ARUNDEL COUNTY (LAND RECORD)
[ ] _____ Office of State Department of Assessments and Taxation

The State Department of Assessments and Taxation of Assessments and Taxation does hereby certify that Articles of Transfer have been filed in this office on November 3, 1988 at 2:00 p.m.

1) The name of each party to the Articles is DESIGNED CONTRACTS, INC. (A MD. CORP.)-TRANSFEROR and MANORS OF CROFTON, INC. (A MD. CORP.) TRANSFEREE.

2) The name of the successor and the location of its principal office in this State or if it has none, its principal place of business is
MANORS OF CROFTON, INC.
4305 Northview Drive
Bowie, Maryland 20716.

As Witness my hand and the Official seal of the said Department at Baltimore this 7th day of November, 1988.

Dean W. Kitchen
Corporate Administrator

RECEIVED FOR RECORD
3073 0531
89 MAR -1 AM 11:34
H. ERLE SCHAFER
CLERK

AT 5-076 242770

0000 0511

BOOK 221 PAGE 512

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CERTIFICATE OF CONVEYANCE

PART I

1. LOCATION OF LAND BEING CONVEYED (Insert County or Baltimore City) ANNE ARUNDEL COUNTY

2. TRANSFEROR DESIGNED CONTRACTS, INC.

3. TRANSFEREE MANORS OF CROFTON, INC.

4. CERTIFICATE OF CONVEYANCE ACCOMPANYING: (PLEASE CHECK APPROPRIATE BOX)

✓ ARTICLES OF TRANSFER

____ ARTICLES OF MERGER

____ ARTICLES OF CONSOLIDATION

____ DOCUMENT EVIDENCING MERGER OR CONSOLIDATION OF FOREIGN CORPORATIONS OR FOREIGN LIMITED PARTNERSHIPS

5. INTEREST IN LAND AFFECTED: (SHOWN SEPARATELY FOR EACH PARCEL A DEED REFERENCE AND BRIEF DESCRIPTION PREFERABLY AS SHOWN ON RECENT TAX BILL. ATTACH ADDITIONAL SHEETS IF NECESSARY.) 2565/635 & 4660/285 14.534±A 2-000-12121073

6. MAILING ADDRESS FOR RECEIPT OF TAX BILL: NAME MANORS OF CROFTON, INC, ADDRESS 4305 NORTHVIEW DRIVE, BOWIE, MD zip code 20716

PART II 1. Is this a transfer of real property subject to agricultural transfer tax? (____)YES (X)NO

PART III Is this a transfer of real property under a reorganization described in Section 368(A) of the Internal Revenue Code or under Section 371 through Section 374 of the Internal Revenue Code? (____)YES (X)NO

NOTE: IF THE ANSWER TO THE QUESTION IN PART III IS YES, THEN THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX. SKIP THE REST OF THE QUESTIONS IN PART IV, AND PART V AND GO ON TO PART VI. IF THE ANSWER IS NO, CONTINUE ON WITH THE FOLLOWING QUESTIONS.

X PART IV FOR USE WHERE PROPERTY IS BEING CONVEYED BY MERGER OR CONSOLIDATION. (PLEASE CHECK APPLICABLE BOXES.)

1. Is this a merger where a limited partnership is a party to the merger? (____)YES (____)NO

NOTE: IF THE ANSWER TO QUESTION 1. IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT ANSWER QUESTIONS 2, 3, AND 4. GO ON TO PART VI. IF THE ANSWER IS NO, GO ON THE QUESTIONS 2, 3, AND 4.

2. Is this a merger or consolidation where recordation tax and, if then required to have been paid, transfer tax were paid when the corporation merging out of existence or the corporation consolidating acquired the real property? (____)YES (____)NO

3. Is this a merger of a parent corporation into its subsidiary corporation? (____)YES (____)NO

4. Is this a merger where a subsidiary corporation is merging into a parent corporation and the parent corporation:

A) previously owned real property? (____YES ____NO)
B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (____YES ____NO)
C) acquires the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (____YES____NO)

NOTE: IF ALL ANSWERS TO QUESTIONS 2 THROUGH 4 ARE NO, THEN THIS IS A TRANSACTION THAT IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT COMPLETE PART V. GO ON TO PART VI. COMPLETE SECTIONS B,C & D OF PART VI IF THIS IS A TAXABLE TRANSACTION, IF IT IS NOT A TAXABLE TRANSACTION COMPLETE ONLY SECTION C & D OF PART VI.

PART V FOR USE WHERE REAL PROPERTY IS BEING CONVEYED BY ARTICLES OF TRANSFER.

3073 0532

1. Is this a transaction where real property of the corporation is being transferred for consideration and is subject to recordation and/or transfer taxes? (X)YES (____)NO

NOTE: IF THE ANSWER TO QUESTION 1 IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE CONSIDERATION PAID OR TO BE PAID. DO NOT ANSWER QUESTIONS 2, 3 AND 4. GO ON TO PART VI.

(OVER)

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

2. Is this a transaction where real property of the corporation is being transferred to its shareholders on the liquidation, dissolution or termination of that corporation? (_____)YES (_____)NO

NOTE: IF THE ANSWER TO QUESTION 2 IS NO, SKIP 2A, 2B AND 2C. OTHERWISE CONTINUE BEGINNING WITH 2A.

Is this real property being transferred to:

2A) a person who was an original shareholder of the corporation?
(_____)YES (_____)NO

2B) a person who is a direct descendent or relative within 2 degrees of a person who was an original shareholder of the corporation?
(_____)YES (_____)NO

2C) a person who acquired the status of shareholder by gift or devise from an original shareholder of the corporation?
(_____)YES (_____)NO

3. Is this real property being transferred between a parent corporation and its subsidiary corporation or between 2 or more subsidiary corporations wholly owned by the same parent corporation and the parent is an original stockholder of the subsidiary corporation, or subsidiary corporations, or became a stockholder of the subsidiary corporation or subsidiary corporations for no consideration nominal consideration or consideration that comprises only the issuance, cancellation, or surrender of stock of a subsidiary corporation? (_____)YES (_____)NO

4. Is this a transfer from a subsidiary corporation to its parent corporation for no consideration, nominal consideration or consideration that comprises only the issuance, cancellation or surrender of a subsidiary's stock where the parent corporation:

4A) previously owned the real property? (_____)YES (_____)NO

4B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (_____)YES (_____)NO

4C) acquired the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (_____)YES (_____)NO

NOTE: THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX IF: (1.) THE ANSWER TO QUESTION 2 IS YES AND THE ANSWER TO ANY OF QUESTIONS 2A, 2B, 2C, 3, 4A, 4B OR 4C IS YES; OR (2.) THE ANSWER TO QUESTION 2 IS NO AND THE ANSWER TO ANY OF QUESTIONS 3, 4A, 4B, OR 4C IS YES. IN ALL OTHER CASES, THE TRANSACTIONS IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. IN ALL CASES GO ON THE PART VI.

PART VI COMPLETE SECTIONS A, B, C, & D OF PART VI IF PART V QUESTION 1 WAS ANSWERED YES. COMPLETE ONLY SECTIONS B, C & D IF IT IS A TRANSACTION SUBJECT TO RECORDATION AND/OR TRANSFER TAX AND PART V QUESTION 1 WAS ANSWERED NO. IN ALL CASES COMPLETE SECTION C & D.

A.) CONSIDERATION FOR REAL PROPERTY CONVEYED $ 1,508,000.00

B.) VALUE OF REAL PROPERTY DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. $ _____

C.) ALL PUBLIC TAXES, ASSESSMENTS AND CHARGES DUE ON THE REAL PROPERTY _____ HAVE _____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)
ALL PERSONAL PROPERTY TAXES DUE BY THE TRANSFEROR IN THE COUNTY WHERE THE REAL PROPERTY IS LOCATED _____ HAVE _____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)

D.) I HEREBY ACKNOWLEDGE AND AFFIRM UNDER THE PENALTIES OF PERJURY THAT TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF, THE FOREGOING REPRESENTATIONS ARE TRUE.

MANORS OF CROFTON, INC.
(NAME OF CORPORATION)

BY MARK E. MAHER, CHAIRMAN
PHILIP G. LAMBERT
(SIGNATURE AND TITLE)
(MUST BE OFFICER, AGENT OR ATTORNEY OF ONE OF THE PARTIES TO THE TRANSFER, MERGER OR CONSOLIDATION)

FOR OFFICE USE ONLY

MARYLAND RECORDATION TAX PAID:	4976.40
MARYLAND TRANSFER TAX PAID:	2540.—
LOCAL TRANSFER TAX PAID: (Anne Arundel)	15080.—
TOTAL:	27,596.40

APPROVED FOR RECORD 11/3/88

BY _____ 3073 0533
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 514

CERTIFICATE OF

[ ] MERGER

[X] TRANSFER

[ ] CONSOLIDATION

[ ] SHARE EXCHANGE

TO: [X] Clerk of the Circuit Court for ANNE ARUNDEL COUNTY

[ ] _____ Office of State Department of Assessments and Taxation

The State Department of Assessments and Taxation of Assessments and Taxation does hereby certify that Articles of TRANSFER have been filed in this office on NOVEMBER 2, 1988.

1) The name of each party to the Articles is PHILLIPS PROPERTIES, INC. (A MD CORP.) - TRANSFEROR AND COLLEGE PARK INDUSTRIAL CENTER, LIMITED PARTNERSHIP (A MD LIMITED PARTNERSHIP) - TRANSFEREE.

2) The name of the successor and the location of its principal office in this State or if it has none, its principal place of business is COLLEGE PARK INDUSTRIAL CENTER, LIMITED PARTNERSHIP - TRANSFEREE
10220 OLD COLUMBIA ROAD
COLUMBIA, MD. 21046.

As Witness my hand and the Official seal of the said Department at Baltimore this 9TH day of NOVEMBER, 1988.

DEAN W. KITCHEN
CORPORATE ADMINISTRATOR

RECEIVED FOR RECORD
89 MAR -1 AM 11: 34
H. ERLE SCHAFER
CLERK

3073 2162

AT 5-076

277125

0000 0514

BOOK 221 PAGE 515

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CERTIFICATE OF CONVEYANCE

PART I

1. LOCATION OF LAND BEING CONVEYED (Insert County or Baltimore City)
Anne Arundel

2. TRANSFEROR Phillips Properties, Inc.

3. TRANSFEREE College Park Industrial Center, Limited Partnership

4. CERTIFICATE OF CONVEYANCE ACCOMPANYING:
(PLEASE CHECK APPROPRIATE BOX)

__X__ ARTICLES OF TRANSFER

____ ARTICLES OF MERGER

____ ARTICLES OF CONSOLIDATION

____ DOCUMENT EVIDENCING MERGER OR CONSOLIDATION OF FOREIGN CORPORATIONS OR FOREIGN LIMITED PARTNERSHIPS

5. INTEREST IN LAND AFFECTED: (SHOWN SEPARATELY FOR EACH PARCEL A DEED REFERENCE AND BRIEF DESCRIPTION PREFERABLY AS SHOWN ON RECENT TAX BILL. ATTACH ADDITIONAL SHEETS IF NECESSARY.) *Lot 1 on the Plat entitled "Minor Subdivision Plat International Trade Center" recorded in Plat Book 106 at Page 4 (Plat No. 5479) of the Anne Arundel County Land Records.*

6. MAILING ADDRESS FOR RECEIPT OF TAX BILL: NAME *College Park Industrial Center, Limited Partnership*, ADDRESS *10220 Old Columbia Road Columbia, Maryland* zip code *21046*

PART II 1. Is this a transfer of real property subject to agricultural transfer tax?
(____)YES (*X*)NO

PART III Is this a transfer of real property under a reorganization described in Section 368(A) of the Internal Revenue Code or under Section 371 through Section 374 of the Internal Revenue Code? (____)YES (*X*)NO

NOTE: IF THE ANSWER TO THE QUESTION IN PART III IS YES, THEN THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX. SKIP THE REST OF THE QUESTIONS IN PART IV, AND PART V AND GO ON TO PART VI. IF THE ANSWER IS NO, CONTINUE ON WITH THE FOLLOWING QUESTIONS.

PART IV FOR USE WHERE PROPERTY IS BEING CONVEYED BY MERGER OR CONSOLIDATION. (PLEASE CHECK APPLICABLE BOXES.)

1. Is this a merger where a limited partnership is a party to the merger?
(____)YES (*X*)NO

NOTE: IF THE ANSWER TO QUESTION 1. IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT ANSWER QUESTIONS 2, 3, AND 4. GO ON TO PART VI. IF THE ANSWER IS NO, GO ON THE QUESTIONS 2, 3, AND 4.

2. Is this a merger or consolidation where recordation tax and, if then required to have been paid, transfer tax were paid when the corporation merging out of existence or the corporation consolidating acquired the real property?
(____)YES (*X*)NO

3. Is this a merger of a parent corporation into its subsidiary corporation?
(____)YES (*X*)NO

4. Is this a merger where a subsidiary corporation is merging into a parent corporation and the parent corporation:

A) previously owned real property? (____YES *X* NO)
B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (____YES X NO)
C) acquires the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (____YES X NO)

NOTE: IF ALL ANSWERS TO QUESTIONS 2 THROUGH 4 ARE NO, THEN THIS IS A TRANSACTION THAT IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT COMPLETE PART V. GO ON TO PART VI. COMPLETE SECTIONS B,C & D OF PART VI IF THIS IS A TAXABLE TRANSACTION, IF IT IS NOT A TAXABLE TRANSACTION COMPLETE ONLY SECTION C & D OF PART VI.

PART V FOR USE WHERE REAL PROPERTY IS BEING CONVEYED BY ARTICLES OF TRANSFER.

1. Is this a transaction where real property of the corporation is being transferred for consideration and is subject to recordation and/or transfer taxes?
(____)YES (____)NO

NOTE: IF THE ANSWER TO QUESTION 1 IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE CONSIDERATION PAID OR TO BE PAID. DO NOT ANSWER QUESTIONS 2, 3 AND 4. GO ON TO PART VI.

(OVER)

2. Is this a transaction where real property of the corporation is being transferred to its shareholders on the liquidation, dissolution or termination of that corporation? (_____)YES (_X_)NO

NOTE: IF THE ANSWER TO QUESTION 2 IS NO, SKIP 2A, 2B AND 2C. OTHERWISE CONTINUE BEGINNING WITH 2A.

Is this real property being transferred to:

2A) a person who was an original shareholder of the corporation?
(_____)YES (_____)NO

2B) a person who is a direct descendent or relative within 2 degrees of a person who was an original shareholder of the corporation?
(_____)YES (_____)NO

2C) a person who acquired the status of shareholder by gift or devise from an original shareholder of the corporation?
(_____)YES (_____)NO

3. Is this real property being transferred between a parent corporation and its subsidiary corporation or between 2 or more subsidiary corporations wholly owned by the same parent corporation and the parent is an original stockholder of the subsidiary corporation, or subsidiary corporations, or became a stockholder of the subsidiary corporation or subsidiary corporations for no consideration nominal consideration or consideration that comprises only the issuance, cancellation, or surrender of stock of a subsidiary corporation? (_____)YES (_X_)NO

4. Is this a transfer from a subsidiary corporation to its parent corporation for no consideration, nominal consideration or consideration that comprises only the issuance, cancellation or surrender of a subsidiary's stock where the parent corporation:

4A) previously owned the real property? (_____)YES (_X_)NO

4B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (_____)YES (_X_)NO

4C) acquired the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (_____)YES (_X_)NO

NOTE: THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX IF: (1.) THE ANSWER TO QUESTION 2 IS YES AND THE ANSWER TO ANY OF QUESTIONS 2A, 2B, 2C, 3, 4A, 4B OR 4C IS YES; OR (2.) THE ANSWER TO QUESTION 2 IS NO AND THE ANSWER TO ANY OF QUESTIONS 3, 4A, 4B, OR 4C IS YES. IN ALL OTHER CASES, THE TRANSACTIONS IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. IN ALL CASES GO ON THE PART VI.

PART VI COMPLETE SECTIONS A, B, C, & D OF PART VI IF PART V QUESTION 1 WAS ANSWERED YES. COMPLETE ONLY SECTIONS B, C & D IF IT IS A TRANSACTION SUBJECT TO RECORDATION AND/OR TRANSFER TAX AND PART V QUESTION 1 WAS ANSWERED NO. IN ALL CASES COMPLETE SECTION C & D.

A.) CONSIDERATION FOR REAL PROPERTY CONVEYED $ 532,027.88

B.) VALUE OF REAL PROPERTY DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. $ 250,360.00

C.) ALL PUBLIC TAXES, ASSESSMENTS AND CHARGES DUE ON THE REAL PROPERTY _X_ HAVE ____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)
ALL PERSONAL PROPERTY TAXES DUE BY THE TRANSFEROR IN THE COUNTY WHERE THE REAL PROPERTY IS LOCATED _X_ HAVE _____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)

D.) I HEREBY ACKNOWLEDGE AND AFFIRM UNDER THE PENALTIES OF PERJURY THAT TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF, THE FOREGOING REPRESENTATIONS ARE TRUE.

PHILLIPS PROPERTIES, INC.
(NAME OF CORPORATION)

Albert Phillips, President
(SIGNATURE AND TITLE)
(MUST BE OFFICER, AGENT OR ATTORNEY OF ONE OF THE PARTIES TO THE TRANSFER, MERGER OR CONSOLIDATION)

FOR OFFICE USE ONLY

MARYLAND RECORDATION TAX PAID:	1755.69
MARYLAND TRANSFER TAX PAID:	2660.14
LOCAL TRANSFER TAX PAID: (Anne Arundel	5320.28
TOTAL:	9736.11

APPROVED FOR RECORD 11-2-84

BY [signature]
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

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CLERK'S NOTATION
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BOOK 221 PAGE 517

CERTIFICATE OF
[ ] MERGER
[XX] TRANSFER
[ ] CONSOLIDATION
[ ] SHARE EXCHANGE

TO: [XX] Clerk of the Circuit Court for Anne Arundel County
[ ] _____ Office of State Department of Assessments and Taxation

The State Department of Assessments and Taxation of Assessments and Taxation does hereby certify that Articles of Transfer have been filed in this office on October 27, 1988

1) The name of each party to the Articles is
A.A. UTILITY OPERATIONS, INC. (A MD CORP.) - TRANSFEROR
CORPORATE UTILITY SERVICES, INC. (A MD CORP.) - TRANSFEREE

2) The name of the successor and the location of its principal office in this State or if it has none, its principal place of business is
CORPORATE UTILITY SERVICES, INC. (A MD CORP.) - TRANSFEREE
1631 Pleasant Plains Road, Annapolis, MD. 21401

As Witness my hand and the Official seal of the said Department at Baltimore this 2nd day of November, 19 88.

Dean W. Kitchen
Corporate Administrator

RECEIVED FOR RECORD
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H. ERLE SCHAFER
CLERK

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AT 5-076 276754

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CERTIFICATE OF CONVEYANCE

PART I. 1. LOCATION OF LAND BEING CONVEYED (Insert County or Baltimore City) Anne Arundel County

2. TRANSFEROR AA UTILITY OPERATIONS, INC.

3. TRANSFEREE CORPORATE UTILITY SERVICES, INC.

4. CERTIFICATE OF CONVEYANCE ACCOMPANYING: (PLEASE CHECK APPROPRIATE BOX)

X ARTICLES OF TRANSFER

___ ARTICLES OF MERGER ___ ARTICLES OF CONSOLIDATION

___ DOCUMENT EVIDENCING MERGER OR CONSOLIDATION OF FOREIGN CORPORATIONS

5. INTEREST IN LAND AFFECTED: (SHOW SEPARATELY FOR EACH PARCEL A DEED REFERENCE AND BRIEF DESCRIPTION PREFERABLY AS SHOWN ON RECENT TAX BILL. ATTACH ADDITIONAL SHEETS IF NECESSARY.) See attached exhibits 1 and 2

6. MAILING ADDRESS FOR RECEIPT OF TAX BILL: NAME Corporate Utility Services, Inc. ADDRESS 1361 Pleasant Plains Road, Annapolis, MD zip code 21401

PART II. FOR USE WHERE PROPERTY IS BEING CONVEYED BY MERGER OR CONSOLIDATION. (PLEASE CHECK APPLICABLE BOXES.) N/A

1. Is this a merger or consolidation where recordation tax and, if then required to have been paid, transfer tax were paid when the corporation merging out of existance or the corporation consolidating acquired the real property?
(____) YES (____) NO

2. Is this a merger of a parent corporation into its subsidiary corporation?
(____) YES (____) NO

3. Is this a merger where a subsidiary corporation is merging into a parent corporation and the parent corporation:

A.) previously owned real property? (___YES ___NO)
B.) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (____)YES (____)NO
C.) acquires the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (____)YES (____)NO

NOTE: IF ALL ANSWERS TO QUESTIONS 1 THROUGH 3 ARE NO, THEN THIS IS A TRANSACTION THAT IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT COMPLETE SECTION III. GO ON TO PART IV. COMPLETE SECTIONS B, C & D OF PART IV IF THIS IS A TAXABLE TRANSACTION. IF IT IS NOT A TAXABLE TRANSACTION COMPLETE ONLY SECTION C & D OF PART IV.

PART III. FOR USE WHERE REAL PROPERTY IS BEING CONVEYED BY ARTICLES OF TRANSFER.

1. Is this transfer of real property subject to agricultural transfer tax?
(____)YES (_X_)NO

2. Is this a transaction where real property of the corporation is being transferred for consideration and is subject to recordation and/or transfer tax ?
(_X_)YES (____)NO

NOTE: IF THE ANSWER TO QUESTION 2 IS YES, THE TRANSACTION IS TAXABLE BASED ON THE CONSIDERATION PAID OR TO BE PAID. DO NOT ANSWER QUESTIONS 3, 4 AND 5. GO ON TO PART IV.

3. Is this a transfer of real property under a reorganization described in §368(A) of the Internal Revenue Code or under §371 through 374 of the Internal Revenue Code?
(____)YES (____)NO

NOTE: IF THE ANSWER TO QUESTION 3 IS YES, THEN THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX. SKIP THE REST OF THE QUESTIONS IN PART III AND GO ON THE PART IV. IF THE ANSWER IS NO, CONTINUE ON WITH QUESTION 4.

4. Is this a transaction where real property of the corporation is being transferred to its shareholders on the liquidation, dissolution or termination of that corporation?
(____)YES (____)NO

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(OVER)

Rev. 8/87

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NOTE: IF THE ANSWER TO QUESTION 4 IS YES, PLEASE ANSWER QUESTIONS 4A, 4B AND 4C. IF THE ANSWER IS NO, SKIP QUESTIONS 4A, 4B AND 4C AND GO ON TO QUESTION 5.

Is this real property being transferred to:

4A.) a person who was an original shareholder of the corporation?
(____)YES (____)NO

4B.) a person who is a direct descendent or relative within 2 degrees of a person who was an original shareholder of the corporation?
(____)YES (____)NO

4C.) a person who acquired the status of shareholder by gift or devise from an original shareholder of the corporation?
(____)YES (____)NO

5. Is this real property being transferred between a parent corporation and its subsidiary corporation or between 2 or more subsidiary corporations wholly owned by the same parent corporation and the parent is an original stockholder of the subsidiary corporation, or subsidiary corporations, or became a stockholder of the subsidiary corporation or subsidiary corporations for no consideration nominal consideration or consideration that comprises only the issuance, cancellation, or surrender of stock of a subsidiary corporation? (____)YES (____)NO

6. Is this a transfer from a subsidiary corporation to its parent corporation for no consideration, nominal consideration or consideration that comprises only the issuance, cancellation or surrender of a subsidiary's stock where the parent corporation:

6A.) previously owned the real property? (____)YES (____)NO

6B.) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (____)YES (____)NO

6C.) acquired the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (____)YES (____)NO

NOTE: THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX IF: (1.) THE ANSWER TO QUESTION 4 IS YES AND THE ANSWER TO ANY OF QUESTIONS 4A, 4B, 4C, 5, 6A, 6B, OR 6C IS YES; OR (2.) THE ANSWER TO QUESTION 4 IS NO AND THE ANSWER TO ANY OF QUESTIONS 5, 6A, 6B, or 6C IS YES. IN ALL OTHER CASES, THE TRANSACTION IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. IN ALL CASES GO ON TO PART IV.

PART IV. COMPLETE SECTIONS A, B, C & D OF PART IV IF PART III QUESTION 2 WAS ANSWERED YES. COMPLETE ONLY SECTIONS B, C & D IF IT IS A TRANSACTION SUBJECT TO RECORDATION AND/OR TRANSFER TAX AND PART III QUESTION 2 WAS ANSWERED NO. IN ALL CASES COMPLETE SECTION C & D

A.) CONSIDERATION FOR REAL PROPERTY CONVEYED $ 22,110.00
B.) VALUE OF REAL PROPERTY DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY ~~IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION~~ $ 22,110.00
C.) ALL PUBLIC TAXES, ASSESSMENTS AND CHARGES DUE ON THE REAL PROPERTY X HAVE ~~HAVE NOT~~ BEEN PAID. (PLEASE CHECK ONE)
ALL PERSONAL PROPERTY TAXES DUE BY THE TRANSFEROR IN THE COUNTY WHERE THE REAL PROPERTY IS LOCATED X HAVE ____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)
D.) I HEREBY ACKNOWLEDGE AND AFFIRM UNDER THE PENALTIES OF PERJURY THAT TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF, THE FOREGOING REPRESENTATIONS ARE TRUE.

AA UTILITY OPERATIONS, INC.
(NAME OF CORPORATION)

(SIGNATURE AND TITLE)
(MUST BE OFFICER, AGENT OF ATTORNEY OF ONE OF THE PARTIES TO THE TRANSFER, MERGER OR CONSOLIDATION)

FOR OFFICE USE ONLY
MARYLAND RECORDATION TAX PAID: 74.25
MARYLAND TRANSFER TAX PAID: 110.55
LOCAL TRANSFER TAX PAID: 221.10
(Anne Arundel)
TOTAL: 405.90

APPROVED FOR RECORD 10/27/88

BY Paula Cary McKean
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

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BOOK 221 PAGE 520

OFFICER'S AFFIDAVIT

I, Craig A. Bennett, being the President of the corporation transferring substantially all of its assets, which name is A.A. UTILITY OPERATIONS, INC., hereby certify under the penalties of perjury, that to the best of my knowledge, information, and belief, all public taxes, assessments, and charges due on the real property owned by this entity have been paid to the treasurer, tax collector or director of finance of the county in which the real property is assessed. Also, taxes on personal property in the county which are due by this entity have been paid, when all land owned by this entity in the county is being transferred.

Craig A. Bennett, President

STATE OF MARYLAND, COUNTY OF Anne Arundel, to wit:

I HEREBY CERTIFY that on this 17 day of October, 1988, before me, a Notary Public for the State and County aforesaid, personally appeared Craig A. Bennett, Pres, known to me or satisfactorily proven to be the person whose name is subscribed to the foregoing instrument, who acknowledged that he is the President of A.A. Utility Operations, Inc., a corporation organized and existing under the laws of the State of Maryland, that he has been duly authorized to execute, and has executed, the foregoing instrument on behalf of said corporation for the purposes therein set forth, and that the same is his act and deed as a representative of such corporation.

Notary Public

My Commission Expires:

7/1/90

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1988 OCT 27 AM 10: 29

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CLERK'S NOTATION
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EXHIBIT 1

All of the right, title and interest of A.A. Utility Operations, Inc. in and to the annual sewer facility charges relating to the real properties described below:

(1) BEGINNING for the same and being known and designated as Lots No. 20, 21, 22, 23 and 24, all as shown on the Plat entitled, Plat 3 of 4, "WHISPERING WOODS, SECTION 3", which Plat is recorded among the Land Records of Anne Arundel County in Plat Book 81, Folio 4, as more particularly described and conveyed in that certain Deed recorded among the Land Records of Anne Arundel County in Book 3487, Page 858, and Book 3500, Page 252.

(2) BEGINNING FOR THE FIRST and being known and designated as Lots No. 4A, 4B, 5A, 5B, 19A and 19B, all as shown on the Plat entitled, Plat 3 of 4, "WHISPERING WOODS, SECTION 3", which Plat is recorded among the Land Records of Anne Arundel County in Plat Book 81, Folio 4, as more particularly described and conveyed in that certain Deed recorded among the Land Records of Anne Arundel County in Book 3487, Page 868 and Book 3500, Page 245.

(3) BEGINNING FOR THE SECOND and being known and designated as Lots No. 7A, 7B, 8A, 8B, 9A, 9B, 10A, 10B, 11A, 11B, 12A, 12B, 13A, 13B, 14A, 14B, 15A, 15B, 16A, 16B, 17A, 17B, 18A and 18B, all as shown on the Plat

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entitled, Plat 4 of 4, "WHISPERING WOODS, SECTION 3", which Plat is recorded among the Land Records of Anne Arundel County in Plat Book 81, Folio 5, as more particularly described and conveyed in that certain Deed recorded among the Land Records of Anne Arundel County in Book 3487, Page 863 and Book 3500, Page 259.

(4) BEGINNING for the same and being known and designated as Lots No. 11, 12, 13, 14 and 15, all as shown on the Plat entitled, Plat 2 of 4, "WHISPERING WOODS, SECTION 4", which Plat is recorded among the Land Records of Anne Arundel County in Plat Book 70, Folio 24, as more particularly described and conveyed in that certain Deed recorded among the Land Records of Anne Arundel County in Book 3537, Page 163.

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Craig A. Bennett hereby joins in and consents to the terms and conditions set forth above for the purpose of conveying to the within transferee, in accordance with the terms set forth above, all of his right, title and interest to the property conveyed herein.

_____(SEAL)
Craig A. Bennett

STATE OF MARYLAND, COUNTY OF _____, to wit:

I HEREBY CERTIFY that on this _____ day of _____, 1988, before me, a Notary Public for the State and County aforesaid, personally appeared CRAIG A. BENNETT, known to me or satisfactorily proven to be the person whose name is subscribed to the foregoing instrument, who acknowledged that he executed the foregoing instrument for the purposes therein set forth, and that the same is his act and deed.

IN WITNESS WHEREOF, I have set my hand and Notarial Seal, the day and year first above written.

_____(SEAL)
Notary Public

My commission expires:

_____

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EXHIBIT 2

All of the right, title and interest of A.A. Utility Operations, Inc. in and to the annual water facility charges relating to the real properties described below:

(1) BEGINNING for the same and being known and designated as Lots No. 20, 21, 22, 23 and 24, all as shown on the Plat entitled, Plat 3 of 4, "WHISPERING WOODS, SECTION 3", which Plat is recorded among the Land Records of Anne Arundel County in Plat Book 81, Folio 4, as more particularly described and conveyed in that certain Deed recorded among the Land Records of Anne Arundel County in Book 3487, Page 877 and Book 3500, Page 238.

(2) BEGINNING FOR THE FIRST and being known and designated as Lots No. 4A, 4B, 5A, 5B, 19A and 19B, all as shown on the Plat entitled, Plat 3 of 4, "WHISPERING WOODS, SECTION 3", which Plat is recorded among the Land Records of Anne Arundel County in Plat Book 81, Folio 4, as more particularly described and conveyed in that certain Deed recorded among the Land Records of Anne Arundel County in Book 3487, Page 863 and Book 3500, Page 259.

(3) BEGINNING FOR THE SECOND and being known and designated as Lots No. 7A, 7B, 8A, 8B, 9A, 9B, 10A, 10B, 11A, 11B, 12A, 12B, 13A, 13B, 14A, 14B, 15A, 15B, 16A, 16B, 17A, 17B, 18A and 18B, all as shown on the Plat

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entitled, Plat 4 of 4, "WHISPERING WOODS, SECTION 3", which Plat is recorded among the Land Records of Anne Arundel County in Plat Book 81, Folio 5, as more particularly described and conveyed in that certain Deed recorded among the Land Records of Anne Arundel County in Book 3487, Page 868 and Book 3500, Page 245.

(4) BEGINNING for the same and being known and designated as Lots No. 11, 12, 13, 14 and 15, all as shown on the Plat entitled, Plat 2 of 4, "WHISPERING WOODS, SECTION 4", which Plat is recorded among the Land Records of Anne Arundel County in Plat Book 70, Folio 24, as more particularly described and conveyed in that certain Deed recorded among the Land Records of Anne Arundel County in Book 3537, Page 168.

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BOOK 221 PAGE 526

CERTIFICATE OF

[ ] MERGER

[X] TRANSFER

[ ] CONSOLIDATION

[ ] SHARE EXCHANGE

TO: [X] Clerk of the Circuit Court for ANNE ARUNDEL COUNTY

[ ] Assessments and Taxation Office of State Department of

The State Department of Assessments and Taxation of Assessments and Taxation does hereby certify that Articles of TRANSFER have been filed in this office on November 1, 1988 at 8:35 a.m.

1) The name of each party to the Articles is THE PRITCHARD CORPORATION (A MD. CORP.)-TRANSFEROR and BORGESE, INC. (A MD. CORP.) TRANSFEREE.

2) The name of the successor and the location of its principal office in this State or if it has none, its principal place of business is BORGESE, INC. (A MD. CORP.) 500 Mayo Road, Edgewater, Maryland 21037.

As Witness my hand and the Official seal of the said Department at Baltimore this 15th day of November, 1988.

Dean W. Kitchen
Corporate Administrator

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ANNE ARUNDEL CO.

89 MAR -1 AM 11:34

H. ERLE SCHAFER
CLERK

AT 5-076 900651

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CLERK'S NOTATION

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BOOK 221 PAGE 527

SOLAR GUARD, INCORPORATED

A MARYLAND CLOSE CORPORATION

ARTICLES OF INCORPORATION

FIRST: I, Robert J. Fuoco, whose post office address is 200 Hospital Drive, Suite 113, Glen Burnie, 21061, being over eighteen (18) years of age, hereby file these Articles of Incorporation to form a 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 Solar Guard, Inc.

THIRD: The Corporation shall be a Close Corporation as authorized by Title Four of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The purposes for which the Corporation is formed are:

(1) To engage in home improvement work, including the installation of windows and doors, and to hold a Maryland Home Improvement license issued by the Maryland Home Improvement Commission as is necessary to carry on such work.

(2) To perform all necessary and proper related services and activities in connection with Item (1) above; to make investments and buy or lease equipment and other property in furtherance of that purpose, to enter into leases of commercial space, 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 make any act generally permitted of any Corporation pursuant to

LAW OFFICES
OF
ROBERT J. FUOCO
EMPIRE MEDICAL BUILDING
200 HOSPITAL DRIVE, SUITE 113
GLEN BURNIE, MARYLAND 21061
(301) 766-6733

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-11-88 at 3:35 p.m.

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H. EMLE SCHAFER
CLERK

CLERK'S NOTATION
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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 348 Fairtree Plaza, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is Thomas Mayo, 348 Fairtree Plaza, Severna Park, Maryland 21146. 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 One Thousand (1,000) 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 usually exercised by and designated to the Board of Directors.

The names of the Directors who shall act until the election to have no Board of Directors becomes effective are Thomas Mayo and Larry Haught.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors (until the election to have no Board of Directors becomes effective), and thereafter the stockholders:

(1) To authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) To classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights,

LAW OFFICES
OF
ROBERT J. FUOCO
EMPIRE MEDICAL BUILDING
200 HOSPITAL DRIVE, SUITE 113
GLEN BURNIE, MARYLAND 21061
(301) 768-6733

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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 stockholders whose rights may, or shall be, thereby substantially adversely affected, shall not be entitled to demand and receive payment of the face value of its stock.

The enumeration and definition of a particular power of the Board of Directors (and the stockholders when the Board of Directors ceases to exist) 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 and stockholders 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) 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: Notwithstanding any provision of law to the contrary, the affirmative vote of two-thirds (2/3) of all the stock entitled to be cast on the matter shall be sufficient, valid and effective, to approve and authorize the following acts of the Corporation:

LAW OFFICES
OF
ROBERT J. FUOCO
EMPIRE MEDICAL BUILDING
200 HOSPITAL DRIVE SUITE 113
GLEN BURNIE, MARYLAND 21061
(301) 766-6733

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CLERK'S NOTATION
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1. The Amendment of the Charter of the Corporation (except if the Amendment is to change the status as a Close Corporation, in which case the vote of all outstanding stock shall be required to approve same);

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 of the 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;

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; and

6. The voluntary or involuntary liquidation, dissolution, or winding up of the Corporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 11 day of October, 1988, and I acknowledge the same to be my act.

WITNESS:

Hanna J. Eisenhower

Robert J. Fuoco

LAW OFFICES
OF
ROBERT J. FUOCO
EMPIRE MEDICAL BUILDING
200 HOSPITAL DRIVE, SUITE 113
GLEN BURNIE, MARYLAND 21061
(301) 766-6733

3069 2762

BOOK 221 PAGE 531

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		Personal Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other
		Other
TOTAL FEES	$40	

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: Robert J. Fuoco, Law Offices, Empire Medical Bldg, 200 Hospital Dr. Ste 113, Glen Burnie, Md. 21061

NOTE:

___Check ✓Cash

___ Documents on ___ checks

APPROVED BY: VS

3069 2763

0000 0531

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 532

ARTICLES OF INCORPORATION
OF
SOLAR GUARD, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 11, 1988 AT 3:35 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	$

D2653889

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 J. FUOCO
EMPIRE MEDICAL BLDG.
200 HOSPITAL DR. STE. 113
GLEN BURNIE MD 21061

07C03021468

A 275602

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3069 2758

0000 0532

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-11-88 at 8:26 .m.

WTF PROPERTIES, INC.
ARTICLES OF DISSOLUTION
FOR THE STATE OF MARYLAND

(1) The name of the corporation is WTF Properties, Inc. (the "Corporation").

(2) The address of the principal office of the Corporation is 7949 Pipers Path, Glen Burnie, Maryland 21061.

(3) The name and address of the resident agent of the Corporation who shall serve for one year after dissolution and until the affairs of the Corporation are wound up are:

The Corporation Trust, Incorporated
32 South Street
Baltimore, Maryland 21202

(4) The name and address of each of the Directors of the Corporation is as follows:

James Comparato
1320 Old Chain Bridge Road
Suite 400 - McLean, Virginia 22101

Thomas Comparato
1320 Old Chain Bridge Road
Suite 400 - McLean, Virginia 22101

Robert Comparato
980 North Federal Highway
Suite 400 - Boca Raton, Florida 33432

Anthony Comparato
980 North Federal Highway
Suite 400 - Boca Raton, Florida 33432

(5) The name, title and address of each of the officers of the Corporation is as follows:

Robert Comparato, President
980 North Federal Highway
Suite 400 - Boca Raton, Florida 33432

James Porcari, Vice President
980 North Federal Highway
Suite 400 - Boca Raton, Florida 33432

RECEIVED FOR RECORD
89 APR 10 PM 12:06
H. EALE SCHAFER
CLERK

RM

32856044
3067 2620

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

Janet Hull, Secretary
980 North Federal Highway
Suite 400 - Boca Raton, Florida 33432

James Comparato, Treasurer
1320 Old Chain Bridge Road
Suite 400- McLean, Virginia 27101

(6) The dissolution of the Corporation was approved in the manner and by the vote required by law and by the charter of the Corporation. The dissolution of the Corporation was duly approved and authorized by the unanimous written consent of the Board of Directors and the shareholders of the Corporation.

(7) The Corporation has no known creditors.

(8) WTF Properties, Inc. is dissolved effective upon the filing of these Articles of Dissolution with the State Department of Assessments and Taxation for the State of Maryland.

The undersigned, President of the Corporation, certifies under the penalties of perjury that to the best of his 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:

X _____
Janet Hull, Secretary

WTF Properties, Inc.

By X _____
Robert Comparato, President

PMS482w

3067 2821

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 535

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 O. 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

WTF PROPERTIES, INC.

have been paid.

WITNESS my hand and official seal this

27TH day of SEPTEMBER A.D. 1988.

Ellen F. Thompson
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

3067 2800 PS-409

0000 0535

BOOK 221 PAGE 536

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 19 BUSINESS CODE 03 COUNTY 52

D2250801 ___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 Req.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	50	

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: Mershon, Sawyer, Johnston, etal
777 South Flagler Dr.
Ste. 809
West Palm Beach, Florida 33401

NOTE:

✓ Check _____ Cash
_____ Documents on _____ checks

APPROVED BY: JmT

3067 2923

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 537

THE ARTICLES OF DISSOLUTION
OF
WTF PROPERTIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 11, 1988 AT 8:26 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

D2250801

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
MERSHON, SAWYER, JOHNSTON, ETAL.
777 SOUTH FLAGER DRIVE
SUITE 809
WEST PALM BEACH FL 33407

075C3021424

A 275432

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067-2819

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 538

MAPLE RIDGE HOME OWNERS' ASSOCIATION, INCORPORATED
Articles of revival

First: The name of the corporation at the time the charter was forfeited was: Maple Ridge Home Owners' Association, Incorporated.

Second: The name the corporation will use after revival is: Maple Ridge Home Owners' Association, Incorporated.

Third: The name and address of the resident agent is : John N. Trudell 566 Williamsburg Lane, Odenton, Maryland 21113.

Fourth: These articles are for the purpose of reviving the charter of the corporation.

Fifth: Tax data information affidavit for revival of charter is attached.

Sixth: The address of the principal office in this state is: 566 Williamsburg Lane, Odenton, Maryland 21113

The last acting president, vice president, secretary or treasurer of the corporation are unable to sign the Articles. There are less than the required number of directors able to sign the Articles, therefore the undersigned who were elected as officers and directors for the purpose of reviving the charter of the corporation, in witness whereof we have signed The Articles and severally acknowledge the Articles to be our act.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/3/88 at 10:50 .m.

John N. Trudell
JOHN N. TRUDELL
President & Director

Paul C. Williams
Paul Williams
1st Vice Pres.& Dir.

WITNESS:

As to all signatures

Calvin A. Burton
Calvin A. Burton
2d Vice Pres.& Dir.

Hazel M. Tooman
Hazel M. Tooman
Secretary & Dir.

82770639

Vernon M. Matrese
Vernon M. Matrese
Treasurer & Dir.

State of Maryland)
Anne Arundel County) to wit:

I hereby certify, that on the 30th daty of September 1988, before me, the suscriber, A Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared John N. Trudell, Paul Williams, Calvin A. Burton, Hazel m. Tooman and Vernon M. Matrese, and they severally acknowledged the aforesaid Articles of revival to be their act.
Witness my hand and Notarial Seal

My commission expires 1 July, 1990.

Larry Brewbaugh
Notary Public

RECEIVED FOR RECORD
RM
89 APR 10 PM 12:06
H. ERLE SCHAFER
CLERK

3067 2719

0000 0538

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, JOHN N. TRUDELL, PRESIDENT of MAPLE RIDGE HOME OWNERS' ASSOCIATION, INCORPORATED
(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 N Trudell

(PRINT NAME BENEATH SIGNATURE)
JOHN N. TRUDELL

I hereby certify that on October 2, 1985 before me, the
(insert date)

subscriber, a notary public of the State of Maryland, in and for City of Baltimore personally appeared
(insert name of county for which notary is appointed)

John N. Trudell 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 7/1/88.

3067 2720

BOOK 221 PAGE 540

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 18 BUSINESS CODE _____ COUNTY 52

D2574994 ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66	20	Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75	10	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	30/	

Name Change (New Name) _____

___ Change of Name

X Change of Principal Office

X Change of Resident Agent

X Change of Resident Agent Address

___ Resignation of Resident Agent

Code _____

ATTENTION: _____

MAIL TO ADDRESS: John Trudell
566 Williamsburg Dr
Odenton, Md 21113

NOTE:

_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: PCM

3067 2721

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0540

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 541

THE ARTICLES OF REVIVAL
OF
MAPLE RIDGE HOME OWNERS' ASSOCIATION,
INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 3, 1988 AT 10:50 O'CLOCK A.M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$	$ 20.00	$ 10.00

D2574994

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 TRUDDELL
566 WILLIAMSBURG LANE
ODENTON MD 21113

075C3021399

A 275414

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 2718

0000 0541

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/10/88 at 10:24 a.m.

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

A.A. UTILITY OPERATIONS, INC.

ARTICLES OF REVIVAL

First: The name of the corporation at the time the charter was forfeited was: A.A. Utility Operations, Inc.

SECOND: The name which the corporation will use after revival is:

A.A. Utility Operations, Inc.

THIRD: The name and address of the resident agent are Craig A. Bennett, 238 Highlander Drive, Glen Burnie, Maryland 21061.

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 238 Highlander Drive, Glen Burnie, Maryland 21061.

The last acting president, vice-president, secretary, or treasurer of the corporation are unable or unwilling to sign the Articles. There are less than the required number of directors able and willing to sign the Articles, therefor the undersigned who were elected as directors for the purpose of reviving the charter of the corporation severally acknowledge the Articles to be their act.

Director Craig A. Bennett

1988 OCT 10 A 10:24

RECEIVED FOR RECORD
89 APR 10 PM 12:06
H. ERLE SCHAFER
CLERK

RM

3067 2599

BOOK 221 PAGE 543

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

On this 10TH day of OCTOBER, 1988, before me, the subscriber, a nothary public of the State of Maryland in and for ANNE ARUNDEL COUNTY personally appeared Craig A. Bennett who acknowledged himself to be the Acting Director of A.A.Utility Operations,Inc. a corporation, and that he, as such Acting Director, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Acting Director.

In witness whereof I hereunto set my hand and official seal.

REBECCA L. DOWNS NOTARY PUBLIC ANNE ARUNDEL CO., MD.

Rebecca L. Downs
Notary Public

My commission expires 7/31/90

3067 2600

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Craig A. Bennett, Acting Director of A.A.Utility Operations,Inc. hereby declare that the mentioned corporation has paid all State and local taxes except on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not beenforfeited whether or not barred by limitations.

Craig A. Bennett

I hereby certify that on 16TH OCTOBER 1988 before me, the subscriber, a notary public of the State of Maryland, in and for Anne Arundel Co. personally appeared Craig A. Bennett 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

REBECCA L. DOWNS NOTARY PUBLIC ANNE ARUNDEL CO., MD.

Rebecca L. Downs

My Commission expores 7/31/90

3067 2601

BOOK 221 PAGE 545

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 18 BUSINESS CODE _____ COUNTY 52

D1395383 ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66	20	Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31	8	30 Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	58	Check _____ Cash

3 Documents on 1 checks

APPROVED BY: A

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: Craig Bennett, 238 Highlander Dr., Glen Burnie, Md 21061

NOTE: all returns filed overdate (NA)

81237

3067 2602

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 221 PAGE 546

THE ARTICLES OF REVIVAL
OF
A.A. UTILITY OPERATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 10, 1988 AT 10:24 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

D1395383

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
CRAIG BENNETT
238 HIGHLANDER DRIVE
GLEN BURNIE MD 21061

075C3021378

A 275398

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3067 2598

0000 0546

BOOK 221 PAGE 547

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/10/88 at 10:24 a.m.

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

A.A. UTILITY OPERATIONS,DISl,INC.

ARTICLES OF REVIVAL 10/10/88 at 10:24 a.m.

First: The name of the corporation at the time the charter was forfeited was: A.A. Utility Operations,Disl,Inc.

SECOND: The name which the corporation will use after revival is:

A.A. Utility Operations,Disl,Inc.

THIRD: The name and address of the resident agent are Craig A. Bennett, 238 Highlander Drive, Glen Burnie, Maryland 21061.

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 238 Highlander Drive, Glen Burnie, Maryland 21061.

The last acting president, vice-president, secretary, or treasurer of the corporation are unable or unwilling to sign the Articles. There are less than the required number of directors able and willing to sign the Articles, therefor the undersigned who were elected as directors for the purpose of reviving the charter of the corporation severally acknowledge the Articles to be their act.

Craig A. Bennett
Director Craig A. Bennett

1988 OCT 10 A 10:24

RECEIVED FOR RECORD
89 APR 10 PM 12:06
H. EARLE SCHAFER
CLERK

RM

3067 2594

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

On this 10th day of OCTOBER, 1988, before me, the subscriber, a nothary public of the State of Maryland in and for ANNE ARUNDEL COUNTY personally appeared Craig A. Bennett who acknowledged himself to be the Acting Director of A.A.Utility Operations,Disl,Inc. a corporation, and that he, as such Acting Director, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Acting Director.

In witness whereof I hereunto set my hand and official seal.

REBECCA L. DOWNS NOTARY PUBLIC ANNE ARUNDEL CO., MD.

Rebecca L. Downs
Notary Public

My commission expires 7/31/90

3067 2595

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 549

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Craig A. Bennett, Acting Director of A.A.Utility Operations,Disl,Inc. hereby declare that the mentioned corporation has paid all State and local taxes except on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not beenforfeited whether or not barred by limitations.

Craig A. Bennett

Craig A. Bennett

I hereby certify that on 10th DAY OF OCTOBER 1988 before me, the subscriber, a notary public of the State of Maryland, in and for ANNE ARUNDEL COUNTY personally appeared Craig A. Bennett 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

REBECCA L. DOWNS NOTARY PUBLIC ANNE ARUNDEL CO., MD.

Rebecca L. Downs

My Commission expores 7/31/90

3067 2596

0000 0549

BOOK 221 PAGE 550

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 18 BUSINESS CODE _____ COUNTY 52

D1897586 ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66	20	Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
		___Certified Copy _____
13		Penalty
56		For. Supplemental Cert.
54		Foreign Resolution
53		Certificate of Conveyance
73		
76		Certificate of Merger/Transfer
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31	8	30 Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	58	Check _____ Cash

3 Documents on 1 checks

APPROVED BY: A

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: Craig Bennett
238 Highlander Dr.
Glen Burnie, Md 21061

NOTE: all return filed overdate (NA)

3067 2597

0000 0550

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 551

THE ARTICLES OF REVIVAL
OF
A. A. UTILITY OPERATIONS, DIS 1, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 10, 1988 AT 10:24 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

D1897586

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
CRAIG BENNETT
238 HIGHLAND DRIVE
GLEN BURNIE MD 21061

075C3021377

A 275397

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 2593

0000 0551

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/10/88 at 10:24 a.m.

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ARUNDEL WATER & SEWER, INC.

ARTICLES OF REVIVAL

First: The name of the corporation at the time the charter was forfeited was: Arundel Water & Sewer, Inc.

SECOND: The name which the corporation will use after revival is:

Arundel Water & Sewer, Inc.

THIRD: The name and address of the resident agent are Craig A. Bennett, 238 Highlander Drive, Glen Burnie, Maryland 21061.

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 238 Highlander Drive, Glen Burnie, Maryland 21061.

The last acting president, vice-president, secretary, or treasurer of the corporation are unable or unwilling to sign the Articles. There are less than the required number of directors able and willing to sign the Articles, therefor the undersigned who were elected as directors for the purpose of reviving the charter of the corporation severally acknowledge the Articles to be their act.

Director Craig A. Bennett

1988 OCT 10 A 10:24

8285 032

3067 2589

89 APR 10 PM 12:06
M. ELE SCHAFER
CLERK

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

On this 10TH day of October, 1988, before me, the subscriber, a nothary public of the State of Maryland in and for Anne Arundel Co. personally appeared Craig A. Bennett who acknowledged himself to be the Acting Director of Arundel Water & Sewer, Inc., a corporation, and that he, as such Acting Director, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Acting Director.

In witness whereof I hereunto set my hand and official seal.

REBECCA L. DOWNS NOTARY PUBLIC ANNE ARUNDEL CO., MD.

Rebecca L. Downs
Notary Public

My commission expires 7-1990

3067 2550

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Craig A. Bennett, Acting Director of Arundel Water & Sewer, Inc. hereby declare that the mentioned corporation has paid all State and local taxes except on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not beenforfeited whether or not barred by limitations.

Craig A. Bennett

I hereby certify that on October 10, 1988 before me, the subscriber, a notary public of the State of Maryland, in and for Anne Arundel Co. personally appeared Craig A. Bennett 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

REBECCA L. DOWNS NOTARY PUBLIC ANNE ARUNDEL CO., MD.

Rebecca L. Downs

My Commission expores 7/31/90

3067 2591

BOOK 221 PAGE 555

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 18 BUSINESS CODE _____ COUNTY 52

D0907451 ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66	20	Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31	8	30 Corp. Good Standing #81235
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES		

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: Craig Bennett
238 Highlander Dr.
Glen Burnie, Md 21061

NOTE:

all returns filed
overdate (NA)

58 Check _____ Cash

3 Documents on 1 checks

APPROVED BY: A

3067 2592

0000 0555

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 556

THE ARTICLES OF REVIVAL
OF
ARUNDEL WATER & SEWER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 10, 1988 AT 10:24 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

D0907451

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
CRAIG BENNETT
238 HIGHLAND DRIVE
GLEN BURNIE MD 21061

075C3021376

A 275395

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 2588

0088 0556

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 557

PYRAMID CONSTRUCTION GROUP, INC.

ARTICLES OF AMENDMENT

Pyramid Construction Group, Inc., a Maryland corporation, having its principal office at 8219 Cloverleaf Drive, Millersville, Maryland, 21108 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by changing the name of the corporation to: Pyramid Glass Company, Inc..

SECOND: By written informal action, unanimously taken by the Shareholders of the Corporation, the Corporation having elected to have no Board of Directors, in accordance with Section 4-401 of the Corporations and Associations Article of the Annotated Code of Maryland, Shareholders of the Corporation, by written informal action, unanimously approve said amendment.

THIRD: Pyramid Glass Company, Inc., formerly known as Pyramid Construction Group, Inc., has been approved by the State of Maryland State Department of Assessments and Taxation as shown by the attached recording receipt.

IN WITNESS WHEREOF, Pyramid Glass Company, 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 19th day of September, 1988, and its President acknowledges that these Articles of Amendment are the act and deed of Pyramid Glass Company, 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 its knowledge, information and belief.

89 APR 10 PM 12:07
H. EMLE SCHAFER
CLERK

ATTEST: [redacted]

Pyramid Glass Company, Inc.
formerly known as
Pyramid Construction Group, Inc.

By: _____ (Seal) Assistant Secretary

By: Edward J. Wible (Seal)
Edward J. Wible, President

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
09-26-88 at 9:00 .m.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
_____ at _____ .m.

0008 0557

BOOK 221 PAGE 558

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 09A BUSINESS CODE 03 COUNTY 52

D2616779 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	20	

Name Change (New Name)
Pyramid ~~Construction Group, Inc.~~
Glass Company, Inc.

✓ 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:
Whitworth, Weber & Smith, P.A.
2101 Defense Highway
Md Rte 450
Crofton, Md. 21114

NOTE:

✓ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: JMT.

3067 2563

0000 0558

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 559

ARTICLES OF AMENDMENT
OF
PYRAMID CONSTRUCTION GROUP, INC.
CHANGING ITS NAME TO:
PYRAMID GLASS COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 26, 1988 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	$

D2616779

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
WHITWORTH, WEBER & SMITH, P.A.
2101 DEFENSE HIGHWAY
MD. RTE. 450
CROFTON MD 21114

075C3021370

A 275391

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 2561

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ARTICLES OF INCORPORATION

CHESAPEAKE BENEFITS ORGANIZATION, INC.

A GENERAL CORPORATION

FIRST: The undersigned, FRED LAUTENSCHLAEGER, III, and PETER V. WIEST, 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: Chesapeake Benefits Organization, Inc.

THIRD: The Corporation shall be a General Corporation as authorized by the Corporation and Associations provisions of the Annotated Code of Maryland.

FOURTH: The purposes for which the Corporation is formed are as follows:

To operate an insurance agency;

To purchase, manage, 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

To enter into partnerships, joint ventures, syndicates, and other business associations for any lawful purpose.

RECEIVED FOR RECORD
69 APR 10 PM 12:07
H. ERLE SCHAFER
CLERK

1988 OCT 17 A 10:40
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
10-17-88 at 10:40 .m.

82918507 3068 0303

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

The enumeration of the purposes, subjects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, subject, or business, in any manner to limit or restrict the generality of any of the powers of the corporation. The Corporation is formed upon the articles, conditions, and provision expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of Maryland.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 612 Breton Place, Arnold, Maryland 21012. The name and post office address of the resident agent of the Corporation in Maryland is Fred Lautenschlaeger, III, 612 Breton Place, Arnold, Maryland 21012. The resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is 100 of no par value.

SEVENTH: Until such time as their successors are chosen, the Corporation shall have two (2) members of the Board of Directors, whose names are Fred Lautenschlaeger, III and Peter V. Wiest.

EIGHTH: The duration of the Corporation shall be perpetual.

3068 0304

0000 0561

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and severally acknowledge the same to be my act on this 14TH day of OCTOBER, 19 85.

Thomas A. Callahan
Witness

Thomas A. Callahan
Witness

FRED LAUTENSCHLAEGER, III

PETER V. WIEST

3068 0305

0000 0562

BOOK 221 PAGE 563

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 029 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
Callahan & Callahan
2133 Defense Highway
Crofton, Md 21114

NOTE:

TOTAL FEES 40

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: J.M.T.

3068 0306

0000 0563

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 564

ARTICLES OF INCORPORATION
OF
CHESAPEAKE BENEFITS ORGANIZATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 17, 1988 AT 10:40 O'CLOCK A.M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2653376

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
CALLAHAN & CALLAHAN
2133 DEFENSE HIGHWAY
CROFTON MD 21114

075C3021328

A 275350

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3068 0302

0000 0564

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 565

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

ARTICLES OF INCORPORATION APPROVED FOR RECORD
OF
CAPITAL TRAVEL CENTER, INC. 10/13/88 at 9:57 .m.

FIRST: I, Glenn D. Solomon, whose post office address is Ten East Baltimore Street, Suite 1212, Baltimore, Maryland 21202, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is:

Capital Travel Center, Inc.

THIRD: The purposes for which the Corporation is formed are:

(1) To operate a travel agency and provide any and all services related or incidental to operating a travel agency.

(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 2666 Riva Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent in this State is Davida K. Riley, 2666 Riva Road, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is 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 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 name(s) of the Director(s), who shall act until the first annual meeting and until any successors are duly chosen and qualified, are:

89 APR 10 PM 12:07
M. ERLE SCHAFER
CLERK

88 OCT 13 PM 3:56

3062 0106
82878607

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

Davida K. Riley
Edward J. Riley

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders.

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

(3) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to the same rights as an objecting stockholders in the case of a consolidation, merger, share exchange, or transfer of all, or substantially all of the assets of the Corporation.

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any clas 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.

3068 0107

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

NINTH: The liability of the Corporation's directors and officers to the Corporation and its stockholders shall be limited to the fullest extent permitted by Section 2-405.2 of the Maryland Corporations and Associations Article, as amended from time to time. The Corporation shall indemnify any director and/or officer made a party to any proceeding by reason of service in such capacity to the fullest extent permitted by Section 2-418 of the Maryland Corporations and Associations Article, as amended from time to time.

IN WITNESS WHEREOF, I have hereunto signed these Articles of Incorporation this 19th day of September, 1988, and I acknowledge the same to be my act.

WITNESS:

Bette L Breeden

Glenn D. Solomon
Glenn D. Solomon

3068 0108

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CAPITAL TRAVEL CENTER, INC.
306 Wembley Way
Severna Park, Maryland 21146

October 11, 1988

Edward J. Riley
Davida K. Riley
Maryland State Department of Assessments
and Taxation

To All Concerned:

In accordance with an Informal Action taken by its Stockholders and pursuant to a Purchase of Assets Agreement executed October 7, 1988, Capital Travel Center, Inc., hereby consents to the use of its name for a Corporation to be formed by the Riley's.

Also pursuant to the Informal Action by the Stockholders and the above mentioned executed Agreement, Capital Travel Center, Inc. shall file or cause to be filed Articles of Amendment, changing its name to Capital Travel Center II, Inc.

Very truly yours,

G. Carol VanderClute

G. Carol VanderClute
President
Capital Travel Center, Inc.

DCM/nmp

3068 0109

BOOK 221 PAGE 569

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
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66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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 092

ATTENTION: _____

MAIL TO ADDRESS: _____

NOTE:

TOTAL FEES 40

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: PCM

3068 0110

0000 0569

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 570

ARTICLES OF INCORPORATION
OF
CAPITAL TRAVEL CENTER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 13, 1988 AT 9:57 O'CLOCK A.M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2653038

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
HALL, LEVY & MARINO, P.A.
SUITE 1212
10 EAST BALTIMORE STREET
BALTIMORE MD 21202

075C3021294

A 275325

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3068 0105

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/13/88 at 4:15 .m.

C & J'S RESTAURANT, INC.
(a close corporation under Title 4)

ARTICLES OF INCORPORATION

FIRST: The undersigned, PAUL WARTZMAN, whose post office address is 341 N. Calvert Street, Baltimore, Maryland 21202, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is C & J'S RESTAURANT, INC.

THIRD: The corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are as follows:

(1) To operate a restaurant, inn, and food and beverage dispensary.

(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.

(3) To do anything permitted by the Corporations and Associations Article (Section 2-103) of the Maryland Code as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 7620 Annapolis Road, Glen Burnie, Maryland 21061. The name and post office address of the

RM
89 APR 10 PM 12:07
H. ERLE SCHAFER
CLERK

82888307 3067 2082

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

resident agent of the Corporation in Maryland is James M. Hargett, 7620 Annapolis Road, Glen Burnie, Maryland 21061. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is 5000 shares without par value all of one class.

SEVENTH: After the completion of the organizational meeting of the directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have one director, whose name is JAMES M. HARGETT.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 13 day of October, 1988, and I acknowledged the same to be my act.

WITNESS:

Sandy Kokkalis

BU53749/PW

3067 2082

BOOK 221 PAGE 573

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) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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 064

ATTENTION: _____

MAIL TO ADDRESS: _____

NOTE:

TOTAL FEES 40 Check _____ Cash

____ Documents on ____ checks

APPROVED BY: A

3067 2084

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0573

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 574

ARTICLES OF INCORPORATION
OF
C & J'S RESTAURANT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 13, 1988 AT 4:15 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2652675

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
WARTZMAN, ROMBRO, GMANSKY,
BLIBAUM & SIMONS, P.A.
341 NORTH CALVERTSTREET
BALTIMORE MD 21202

074C3021258

A 275154

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 2081

0008 0574

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 575

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

10/14/88 at 9:34 .m.

ARTICLE ONE

The name of the corporation is E.W.H. INC.

The undersigned Edward Holmes, whose post office address is 4306 Mountain Road, Pasadena Maryland 21122, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE TWO

The name of the corporation (which is hereinafter called the Corporation) is E.W.H. INC.

ARTICLE THREE

The purpose or purposes for which the Corporation is formed are as follows: The transaction of any and all lawful business for which a corporation may be incorporated under the general laws of the State of Maryland, including the purposes or purpose of installation of television cable and also minor system maintenance of cable television.

ARTICLE FOUR

The post office address of the principal office of the Corporation in Maryland is 4306 Mountain Road, Pasadena, Maryland 21122

The name and post office address of the resident agent of the Corporation in Maryland are Edward Holmes

4306 Mountain Road

Pasadena, MD 21122

ARTICLE FIVE

The total number of shares of stock which the Corporation has authority to issue is ONE HUNDRED shares of no par value, all of one class, and having no aggregate par value.

1988 OCT 14 A 9:34

RECEIVED FOR RECORD

89 APR 10 PM 12:07

M. ERLE SCHAFER
CLERK

82888265

2067 2041

0000 0575

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ARTICLE SIX

The number of directors of the Corporation shall be 2 which number may be increased or decreased pursuant to the bylaws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their succcessors are duly chosen and qualified are

(1) EDWARD HOLMES

(2) GEORGIANNA HOLMES

ARTICLE SEVEN

The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders: The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of not less than $1000.00.

ARTICLE EIGHT

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on OCTOBER 11, 1988 , and severally acknowledge the same to be my act.

Edward W. Holmes

3067 2042

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 577

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

___ P.A ___ Religious ___ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Edward Holmes
4306 Mountain Rd
Pasadena Md 21122

NOTE:

TOTAL FEES 40

✓ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: PCM

3067 2043

0000 0577

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 578

ARTICLES OF INCORPORATION
OF
E.W.H. INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 14, 1988 AT 9:34 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	$

D2652576

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 HOLMES
4306 MOUNTAIN ROAD
PASADENA MD 21122

074C3021248

A 275144

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO 3067 2040

0000 0578

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 579

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10/14/88 at 9:34 .m.

ARTICLES OF INCORPORATION

ARTICLE ONE

The name of the corporation is LIVE WIRE CABLE, INC

The undersigned PETER ANTONIOU, whose post office address is 424 VALIANT CIR. GLEN BURNIE, MD 21061, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE TWO

The name of the corporation (which is hereinafter called the Corporation) is LIVE WIRE CABLE, INC.

ARTICLE THREE

The purpose or purposes for which the Corporation is formed are as follows: The transaction of any and all lawful business for which a corporation may be incorporated under the general laws of the State of Maryland, including the purposes or purpose of installation of television cable and also minor system maintenance of cable television.

ARTICLE FOUR

The post office address of the principal office of the Corporation in Maryland is 424 VALIANT CIR. GLEN BURNIE, MD. 21061

The name and post office address of the resident agent of the Corporation in Maryland are PETER ANTONIOU
424 VALIANT CIR. GLEN BURNIE, MD 21061

ARTICLE FIVE

The total number of shares of stock which the Corporation has authority to issue is **ONE HUNDRED** shares of no par value, all of one class, and having no aggregate par value.

1988 OCT 14 A 9:34

82888267

3067 2037

89 APR 10 PM 12:07

M. ERLE SCHAFER
CLERK

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ARTICLE SIX

The number of directors of the Corporation shall be 2 which number may be increased or decreased pursuant to the bylaws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their succcessors are duly chosen and qualified are

(1) PETER ANTONIOU

(2) LAWANA Shipmon

ARTICLE SEVEN

The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders: The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of not less than $1000.00.

ARTICLE EIGHT

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on OCTOBER 11, 1988, and severally acknowledge the same to be my act.

Peter Antoniou

PETER ANTONIOU

3067 2038

BOOK 221 PAGE 581

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 02

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: Peter Antoxiou, 424 Valiant Cir, Glen Burnie Md 21061

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: PCM

3067 2039

0000 0581

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 582

ARTICLES OF INCORPORATION
OF
LIVE WIRE CABLE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 14, 1988 AT 9:34 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	$

D2652568

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 ANTONIOU
424 VALIANT CIRCLE
GLEN BURNIE MD 21061

074C3021247

A 275143

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 2036

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
10-13-88 at 9:38 .m.

1988 OCT 13 A 9:38

J. MICHAEL CECIL, INC.

ARTICLES OF INCORPORATION
(Close Corporation)

FIRST: I, JOHN JOSEPH MICHAEL CECIL, whose address is 8127 Turnloop Road, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as "Corporation") is J. MICHAEL CECIL, INC.

THIRD: The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Maryland Annotated Code.

FOURTH: The purposes for which the Corporation is formed are:

(1) To engage in the installation and repair of plumbing, heating and air conditioning systems. Also, to engage in all types of work involving plumbing, heating and air conditioning 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 8127 Turnloop Road, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is J. MICHAEL CECIL, 8127 Turnloop 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 one hundred (100) shares of common stock, with par value of one cent per share.

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 J. MICHAEL CECIL.

82878289

RECEIVED FOR RECORD
AND RECORDED
89 APR 10 PM 12:07
M. ERLE SCHAFER
CLERK

[MCP712BF/ARTS.INC.]

3067 1986

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

EIGHTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I signed these Articles of Incorporation this 11th day of October, 1988, and I acknowledge the same to be my act.

WITNESS:

J. Robb Cecil

John Joseph Michael E. Cecil
J. MICHAEL CECIL

BOOK 221 PAGE 585

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ✓ Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13	8	1 Certified Copy 2
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Par
___		Other _____
		Other _____
TOTAL FEES	48	

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: J.M.T.

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: _____

J. ROBB CECIL
ATTORNEY AT LAW

766-4300
(P.O. Box 728)

20 Crain Hwy., N.
Glen Burnie, MD 21061

3067 1988

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0585

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS
AND
TAXATION
APPROVED

10/11/88 at 9:18 A.M.

TALLEY POOL SERVICES, INC.

ARTICLES OF INCORPORATION

FIRST: I, Dennis F. Talley, whose post office address is 718 Snowden Lane, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is TALLEY POOL SERVICES, INC.

THIRD: The purposes for which the Corporation is formed are:

(1) To engage in the business of construction, building, purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating and servicing all types of new and used swimming pools and spas and any parts or accessories used in connection therewith;

(2) The purchasing, acquiring, owning, selling and generally dealing in all types of supplies used by all types of swimming pools and spas; and

(3) To conduct a loan or brokerage business of financing the purchase of swimming pools and spas and to discount trade acceptances and finance swimming pools, on partial payment plans; to discount agreements made by swimming pool dealers in the purchase or sale of any such swimming pool and to otherwise acquire open accounts, receivables, notes, drafts and acceptances from any and all persons or corporations in the trade, and to

88 OCT 11 A 9:18

89 APR 10 PM 12:07
M. ERLE SCHAFER
CLERK

82858145

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

otherwise sell and dispose of any and all installment lien obligations or indebtednesses incurred, or to be incurred, by any written instruments, and to guarantee, pledge, borrow or raise money for any such investments, in any way, and to do such other financing as may be for the welfare of the Corporation.

(4) To engage in any other lawful purpose and business.

(5) 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 Maryland Route 3, Box 327, Millersville, Maryland 21108. The name and post office address of the Resident Agent of the Corporation in this State is John K. Gardner, Esquire, 7433 Baltimore-Annapolis Boulevard, Glen Burnie, MD 21061. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, at a par value of $1.00 per share.

SIXTH: The number of Directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than 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

3067 1928

0000 0587

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

(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 his successor is duly chosen and qualified is: Dennis F. Talley.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

(3) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby

3067 1925

0000 0588

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

substantially adversely affected shall not be entitled to demand and receive payment of the face value of his stock.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directions under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the capital stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7th day of October, 1988, and I acknowledge the same to be my act.

Dennis F. Talley

Dennis F. Talley

3067 1930

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BOOK 221 PAGE 591

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* ____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		____ Personal Property Reports and ____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other
		Other

TOTAL FEES 40.00

____Check ____Cash

____ Documents on ____ checks

APPROVED BY: DCC

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: John K Gardner Esq
3433 Baltimore Annapolis Blvd
Glen Burnie, Md 21061

NOTE:

3067 1931

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0590

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 592

ARTICLES OF INCORPORATION
OF
TALLEY POOL SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 11, 1988 AT 9:18 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2652394

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 K. GARDNER, ESQUIRE
7433 BALTIMORE-ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

074C3021230

A 275130

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3067 1936

0800 0591

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 593

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-13-88 at 10:43 .m.

ARTICLES OF INCORPORATION

OF

SYLMAR/QUARTERFIELD HOMES, INC.

FIRST: The undersigned, M. LUCINDA MOTSKO, whose post office address is 1800 Mercantile Bank and Trust Building, 2 Hopkins Plaza, Baltimore, Maryland 21201, being over eighteen years of age and acting as incorporator, hereby forms a Corporation under the Maryland General Corporation Law.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is:

SYLMAR/QUARTERFIELD HOMES, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To purchase and develop real property, including the construction of improvements thereon, and to sell such real property, improved or unimproved, and to enter into one or more joint ventures or partnerships in furtherance of such objectives and to carry out all activities necessary or desirable in such acquisition, development, construction or sale.

(b) To carry on any and all business, transactions and activities permitted by the Maryland General Corporation Law which may be deemed desirable by the Board of

1988 OCT 3 A 10:4

RECEIVED FOR RECORD
CLERK OF COURT

89 APR 10 PM 12:07

H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
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Directors of the Corporation, whether or not identical with or related to the business described in the foregoing paragraphs of this Article, as well as all activities and things necessary and incidental thereto, to the full extent empowered by such laws.

FOURTH: The post office address of the principal office of the Corporation in this State is 1410 Forest Drive, Suite 30, Annapolis, Maryland 21403. The resident agent of the Corporation in this State is Robert Libson, whose post office address is 1410 Forest Drive, Suite 30, Annapolis, Maryland 21403. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is One Hundred Thousand (100,000) shares, of the par value of ONE DOLLAR ($1.00) each, all of which shares are of one class and are designated Common Stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars ($100,000.00).

SIXTH: The Corporation shall have one (1) director, which number may be increased or thereafter decreased, but to not less than the lesser of three (3) or the number of stockholders, pursuant to the By-Laws of the Corporation, and Robert Libson, shall act as such until the first annual meeting or until his successor is duly chosen and qualified.

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CLERK'S NOTATION
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SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock, of any class or classes, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable.

(b) No contract or other transaction between this Corporation and any other corporation, partnership, individual or other entity and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are directors, principals, partners or officers of such other entity, or are pecuniarily or otherwise interested in such contract, transaction or act; provided that (i) the existence of such relationship or such interest shall be disclosed to the Board of Directors or to a committee of the Board of Directors if the matter involves a committee decision, and the contract, transaction or act shall be authorized, approved or ratified by a majority of disinterested directors on the Board or on such committee, as the case may be, even if the number of disinterested directors constitutes less than a quorum or (ii) the

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CLERK'S NOTATION
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contract, transaction or act shall be authorized, ratified or approved in any other manner permitted by the Maryland General Corporation Law.

(c) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments which alter the contract rights of any class of outstanding stock as expressly set forth in the charter.

(d) The Board of Directors shall have the power to classify or reclassify any unissued stock, whether now or hereafter authorized, by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of such stock.

(e) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a greater proportion of the votes of all classes or of any class of stock of the Corporation, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(f) Unless otherwise provided by the Board of Directors, no holder of stock of any class shall be entitled to preemptive rights to subscribe for or purchase or receive

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any part of any new or additional issue of stock of any class of the Corporation or securities convertible into stock of any class of the Corporation.

(g) To the maximum extent that limitations on the liability of directors and officers are permitted by the Maryland General Corporation Law, as from time to time amended, no director or officer of the Corporation shall have any liability to the Corporation or its stockholders for money damages. This limitation on liability applies to events occurring at the time a person serves as a director or officer of the Corporation whether or not such person is a director or officer at the time of any proceeding in which liability is asserted. No amendment or repeal of this paragraph, or the adoption of any provision of the Corporation's Charter inconsistent with this paragraph, shall apply to or affect in any respect the liability of any director or officer of the Corporation with respect to any alleged act or omission which occurred prior to such amendment, repeal or adoption.

(h) To the maximum extent permitted by the Maryland General Corporation Law, as from time to time amended, the Corporation shall indemnify its currently acting and its former directors against any and all liabilities and expenses incurred in connection with their services in such capacities, shall indemnify its currently acting and its former officers to the full extent that indemnification shall be provided to

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directors, and shall indemnify its employees and agents and persons who serve and have served, at its request as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture or other enterprise. The Corporation shall, also to the same extent, advance expenses to its directors, officers and other persons, if any, and may by Bylaw, resolution or agreement make further provision for indemnification of directors, officers, employees and agents. No amendment or repeal of this paragraph, or the adoption of any provision of the Corporation's Charter inconsistent with this paragraph, shall apply to or affect in any respect the indemnification of any director or officer of the Corporation with respect to any alleged act or omission which occurred prior to such amendment, repeal or adoption.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 11 day of October, 1988, and have acknowledged such Articles to be my act.

M. Lucinda Motsko

M. LUCINDA MOTSKO, Incorporator

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BOOK 221 PAGE 599

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	12	1 Certified Copy 6
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax 181281
31	6	1 Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		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 063

ATTENTION: Cindy Motsko

MAIL TO ADDRESS: _____

NOTE:

TOTAL FEES 58

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: J.M.T.

CERTIFIED COPY MADE

3067 1824

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CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 600

ARTICLES OF INCORPORATION
OF
SYLMAR/QUARTERFIELD HOMES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 13, 1988 AT 10:43 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	$

D2652212

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
VENABLE, BAETJER & HOWARD
ATTN: CINDY MOTSKO
2 HOPKINS PLAZA
1800 MERCANTILE BANK & TRUST BLDG
BALTIMORE MD 21201

074C3021212

A 275112

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 1817

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CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 601

ARTICLES OF INCORPORATION
OF
P. C. F. INCORPORATED

A MARYLAND CLOSE CORPORATION

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10/13/88 4:00 P

THIS IS TO CERTIFY:

FIRST: We, Dennis J. Fratantuono, whose post office address is 431 Shady Lane, Pasadena, Maryland 21122, Darlene Cardinali, whose post office address is 431 Shady Lane, Pasadena, Maryland 21122 and Harry C. Paesch, whose post office address is 453 Royal Beach Road, Pasadena, Maryland 21122; all 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:

P. C. F. INCORPORATED

THIRD: The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

Restaurant and Tavern

(1) To make and carry out any contract and to do any act and exercise any power which a co-partnership 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 organized, and generally, with full power to do

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H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
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and perform any and all acts connected 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.

(2) 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 purpose of the business of the Corporation, and to build, erect, equip, operate and maintain offices anywhere in the United States for the purposes of the business of the Corporation.

(3) To purchase, lease, or otherwise acquire, in whole or in part, the business, good will 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 (subject 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.

(4) In the purchase or acquisition of the property, business rights, or franchises, or for additional working capital or for any object in or about its business or affairs,

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and without limitation as to amount, to incur debts, and to raise, borrow and secure the payment of 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.

(5) 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 the State of Maryland, except as may be provided by law.

(6) 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.

(7) 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 aforegoing powers shall not be deemed to exclude any powers, rights or privileges to granted or conferred.

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(8) 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 546 Center Street, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State are Dennis J. Fratantuono, 431 Shady Lane, Pasadena, Maryland 21122. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1,000) 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 By-Laws of the Corporation. The name of the directors, who shall act until the first annual meeting or until their successors are duly elected and qualified are: Dennis J. Fratantuono, Darlene Cardinali and Harry C. Paesch.

EIGHTH: No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages except (1) to the extent that it is proved that such director or officer actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a

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CLERK'S NOTATION
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proceeding based on a finding in the proceeding that such director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation and we acknowledge same to be our act.

Veronica Alonso Witness	Dennis J. Fratantuono (SEAL) DENNIS J. FRATANTUONO
As To Witness	Darlene Cardinali (SEAL) DARLENE CARDINALI
All Witness	Harry C. Paesch (SEAL) HARRY C. PAESCH

3067 1753

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BOOK 221 PAGE 606

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 40
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Michael F. Gallagher Esq. Suite 113 Emerald Medical Bldg 200 Hospital Dr. Glen Burnie, Md 21061

NOTE:

TOTAL FEES 50.00

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: MC

3067 179

0000 0605

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 607

ARTICLES OF INCORPORATION
OF
P. C. F. INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 13, 1988 AT 4:00 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2652162

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 F. GILLIGAN, ESQUIRE
STE. 113, EMPIRE MEDICAL BLDG.
200 HOSPITAL DRIVE
GLEN BURNIE MD 21061

074C3021207

A 275107

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 1788

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CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 608

ARTICLES OF INCORPORATION

OF

MARTINS CONTRACTING, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/11/88 at 9:16 A.M.

FIRST: I, EARL G. SCHAFFER, whose post office address is 4 Evergreen Road, Severna Park, Maryland 21146, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is:

MARTINS CONTRACTING, 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 engage in the business of general construction, commercial and residential painting and home improvement, and to perform in connection therewith any and all related services and to engage in any and all activities incident thereto.

(B) To contract with private individuals and contractors to perform general construction, painting and home improvements, and to act as a general contractor or subcontractor in the performance of the business.

(C) To make improvements to existing homes and to build, construct, paint, or erect new homes or structures, both residentially and commercially.

(D) To buy, sell, trade or transfer building materials and all other items of material inherently related to the construction, painting and home improvement business.

RECEIVED FOR RECORD
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H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
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(E) To buy, sell, trade or transfer services inherently connected to the construction, painting and home improvement business.

(F) To act as general or subcontractor depending upon the immediately need involved in pursuing the home improvement, painting or general construction business.

(G) To contract with suppliers, builders, private individuals, corporations and contractors, to on any of the functions necessary to promote or enhance the general home improvement, painting or construction business.

(H) To enter into partnerships, joint ventures and other business associations for any lawful purpose.

(I) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real property and mixed, both in this State and in any part of the world.

(J) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipment.

(K) 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.

(L) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character.

(M) 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

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CLERK'S NOTATION
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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.

(N) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any state, territory, municipality or other political subdivision, and to issue in exchange therefor, in the same manner provided by law, shares of the capital stock, bonds, or other obligations of the corporation; and while the holder or owner of any such shares of capital stocks, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon.

(O) 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.

(P) 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.

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CLERK'S NOTATION
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(Q) 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.

(R) To purchase, hold and reissue the shares of its capital stock in such manner as the Board of Directors may from time to time determine.

(S) To have one or more offices and places of business and to carry on all or any part of its operations or business, without restrictions or limit as to the amount of places in any of the cities, districts or territories of the United States, subject to the laws of such state, district or territory.

The aforegoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or in reference from the terms of any other clause of this or any other article of this certificate of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy all the powers, rights and privileges granted to or conferred upon corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges, so granted or conferred.

FOURTH: The post office address of the principal office of the Corporation in this State is 1302 Purnel Road, Severna Park, Maryland 21146. The name and post office

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CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

address of the Resident Agent of the Corporation in this State is STEPHEN L. MARTINS, 1302 Purnel Road, 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) shares of capital stock without par value.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3) provided that:

(1) If there is no stock outstanding, the number of directors may be less than three (3) but not less than one (1); and

(2) If there is stock outstanding and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders.

The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Stephen L. Martins, Marylou Martins, and Jeffrey Martins.

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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CLERK'S NOTATION
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(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: (1) As used in 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

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CLERK'S NOTATION

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in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7th day of October, 1988, and I acknowledge the same to be my act.

WITNESS:

Doug Colson

Earl G. Schaffer (SEAL)
EARL G. SCHAFFER

k:715202.aoi

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BOOK 221 PAGE 615

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52.

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	40	Organ. & Capitalization
61	40	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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Earl D. Schaffer, Esq.
4 Evergreen Rd.
Severna Park, Md. 21146

NOTE:

TOTAL FEES 40.00

____ Check ____ Cash

____ Documents on ____ checks

APPROVED BY: DTG

3066 2713

0000 0614

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 616

ARTICLES OF INCORPORATION
OF
MARTINS CONTRACTING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 11, 1988 AT 9:16 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2651818

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
EARL G. SCHAFFER
4 EVERGREEN RD.
SEVERNA PARK MD 21146

07303021172

A 275067

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3066 2705

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 617

ARTICLES OF INCORPORATION

OF

HARDESTY ESTATES 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, who is a resident of the State of Maryland and who is over the age of eighteen (18) does hereby form a corporation not for profit and does hereby certify:

ARTICLE I

The name of the corporation is Hardesty Estates Community Association, Inc. hereinafter called the "Association".

ARTICLE II

The principal office of the Association is located at: 3576 Riva Road, Davidsonville, Maryland 21035.

ARTICLE III

Charles W. Hardesty, whose address is 3576 Riva Road, Davidsonville, Maryland 21035, 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

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed is to provide for maintenance, preservation and architectural control of the residential lots, storm water management areas and Recreation Areas in the "Hardesty Estates Subdivision" located in Anne Arundel County, State of Maryland, and to promote the health, safety and welfare of the residents within the above described property and 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 in Liber 2138 at folio 216 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;

RECEIVED FOR RECORD
CLERK OF COURT
1988 OCT 11 A 8:28

8285 049
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-11-88 at 8:28 .m.

89 APR 10 PM 12: 07
H. ERLE SCHAFER
CLERK

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CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

(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 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 seventy-five (75%) of all the voting 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 Recreation Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by seventy-five percent (75%) of the voting members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporation so organized for the same purpose 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, except as set forth in the Declaration;

(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

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 Corporation shall not be authorized to issue stock to any member or entity.

ARTICLE VI

The Association shall have one class of voting membership:

Class A: Class A members shall be all owners with the exception of the Declarant. The Class A members shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. 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.

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ARTICLE VII

The affairs of this Association shall be managed by a Board of Five (5) 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:

NAMES	ADDRESSES
Catherine Hayes	720 Harrisburg Drive Davidsonville, Maryland 21035
Deborah Gallagher	724 Appomattox Road Davidsonville, Maryland 21035
Lee Watkins	743 Appomattox Road Davidsonville, Maryland 21035
Linda Watkins	743 Appomattox Road Davidsonville, Maryland 21035
Enrica Tayman	694 Appomattox Road Davidsonville, Maryland 21035

At the first annual meeting the members shall elect five (5) directors for a term of one (1) year and at each annual meeting thereafter the members shall elect five (5) directors for a like term.

ARTICLE VIII

The Association may be dissolved with the assent given in writing and signed by not less than seventy-five percent (75%) of the voting members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

The Corporation shall exist perpetually.

ARTICLE X

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the voting membership.

3066 2572

CLERK'S NOTATION
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IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Maryland, I, the undersigned constituting the incorporator of this Association, have executed these Articles of Incorporation this 6th day of October, 1988.

WITNESS

Robert Dott

Charles W. Hardesty (SEAL)
Charles W. Hardesty

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 6th day of October, 1988, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared Charles W. Hardesty who acknowledged himself to be the incorporator of Hardesty Estates Community Association, Inc., and executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and Notarial Seal.

Robert Dott III
Notary Public

My Commission expires: 7/1/90

2224B

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BOOK 221 PAGE 621

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____

TOTAL FEES 40

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: J.M.T.

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: _____
Michaelson, Krauss & Ferris, P.A
80 West St
Ste. 110
P.O. Box 11
Annapolis, Md 21404-0011

NOTE:

3066 2574

0000 0620

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 622

ARTICLES OF INCORPORATION
OF
HARDESTY ESTATES COMMUNITY ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 11, 1988 AT 8:28 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	$

D2651610

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
MICHAELSON, KRAUSE & FERRIS, P.A.
80 WEST ST. STE. 110
P.O. BOX 11
ANNAPOLIS MD 21404 0011

07303021152

A 275047

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3066 2569

0000 8621

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CALIBER LIMOUSINE SERVICES, INC.

ARTICLES OF INCORPORATION

FIRST: I, William J. Jordan, whose post office address is 777 Harmony Avenue, Arnold, MD 21012, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is Caliber Limousine Services, Inc.

THIRD: The Corporation is formed for the following purposes:

(1) To buy, sell, rent, or lease large luxurious automobiles and vehicles of all kinds for the transporting of people; to engage in the business of transporting people in large luxurious automobiles and vehicles of all kinds; to provide limousine services of all types and kinds; 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 777 Harmony Avenue, Arnold, MD 21012. The name and post office address of the Resident Agent of the Corporation in this State are William J.Jordan, 777 Harmony Avenue, Arnold, MD 21012. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital which the Corporation has authority to issue is Four Thousand (4,000) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than three (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.

89 APR 10 PM 12:07
M. ERLE SCHAFER
CLERK

1988 OCT 11 A 9:05

STATE DEPARTMENT OF ASSESSMENT AND TAXATION
APPROVED FOR RECORD
30-551

82858026 10-11-88 at 9:05 .m.

0000 0622

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

The names of the Directors who shall act until the first Annual Meeting or until their successors are duly chosen and qualified are: William J. Jordan, Roy L. Epling, Jr., and Daryl L. Parker.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

(3) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting Stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the face value of his stock.

(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;

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

(e) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the Corporation the stock of which is to be acquired;

(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 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 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.

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this Fourth day of October, 19 88, and I acknowledge the same to be my act.

WITNESS:

Carol H. Kraus

William J. Jordan

3066 2554

BOOK 221 PAGE 627

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: Kolb & Hoagland, Chartered
Ste. 201
7 Old Solomons Island Rd
Annapolis, Md. 21401

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: J.m.T.

3066 2555

0000 0626

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 628

ARTICLES OF INCORPORATION
OF
CALIBER LIMOUSINE SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 11, 1988 AT 9:05 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	$ 20.00	$

02651586

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 & HOAGLAND, CHARTERED
7 OLD SOLOMONS ISLAND RD STE 201
ANNAPOLIS MD 21401

073C3021149

A 275044

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3066 2550

0888 0627

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ANNE ARUNDEL WALK-IN HEALTH CENTERS, INC.

ARTICLES OF AMENDMENT AND RESTATEMENT

ANNE ARUNDEL WALK-IN HEALTH CENTERS, INC., a Maryland corporation, having its principal office in Anne Arundel County, Maryland (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-07-88 at 10:43 .m.

FIRST

The Corporation desires to change its name and 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 as currently in effect.

89 APR 10 PM 12:07
M. ERLE SCHAFER
CLERK

SECOND

The Charter of the Corporation is hereby amended by striking out in their entirety Articles FIRST through NINTH inclusive, and by substituting in lieu thereof the following:

"FIRST: The name of the corporation (which is hereinafter called the "Corporation") is

ANNE ARUNDEL GENERAL HEALTH CARE SERVICES, INC.

"SECOND: The Corporation is organized and shall be operated exclusively for charitable, scientific and educational purposes. The specific purposes of the Corporation, shall be to organize and operate a corporation to provide health care services exclu-

1988 SEP -8 PM 3:35
[redacted] 2067 2460
8281406

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

sively for charitable, scientific and educational purposes, including, particularly, providing health care services, preventative services and health education services to the communities served by the Anne Arundel General Hospital and Medical Center, Inc. consistent with the policies and objectives of the Anne Arundel General Health Care Systems, Inc. In furtherance of such purpose, the Corporation shall be empowered to carry on any and all business activities permitted by law and to exercise any and all lawful powers necessary, convenient, advisable or proper to effect such purpose. The Corporation is formed upon the articles, conditions and provisions herein contained and all of the powers hereinbefore granted to the Corporation are to be exercised solely for the charitable, scientific, and educational purposes hereinabove specified and none of the foregoing powers shall be exercised in any manner which would result in violation of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provision of any subsequent federal tax law (hereinafter called the "Code").

"THIRD: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Directors, officers, or other private individuals, 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 exempt purposes set forth above. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting

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CLERK'S NOTATION
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to influence legislation, and the Corporation shall not participate 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 other activities not permitted to be carried on (a) by a corporation exempt from income tax under Section 501(c)(3) of the Code, or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

"FOURTH: The post office address of the principal office of the Corporation is Franklin & Cathedral Street, Annapolis, Maryland 21501. The name and post office address of the Resident Agent of the Corporation in this State is Robert V. Barton, Jr., 1600 Maryland National Bank Building, Baltimore, Maryland 21202. Said Resident Agent is a citizen of this State and actually resides herein.

"FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of the par value of Ten Dollars ($10.00) per share for an aggregate par value of One Hundred Thousand Dollars ($100,000), all of one class. No certificate shall be issued for any share of stock until such share is fully paid and no stock shall be issued to an organization that does not qualify as an exempt organization under Section 501(c)(3) of the Code.

"SIXTH: The number of Directors of the Corporation shall be five (5), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than three

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CLERK'S NOTATION
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(3) (provided, however, that if there is stock outstanding and so long as there are less than three (3) stockholders, the number of Directors may be less than three (3) but not less than the number of stockholders). The names of the current Directors of the Corporation are as follows: Joseph J. Elbrich, Jr., Jeffrey C. Sanderson, Carl A. Brunetto, Thomas G. Moore, and William A. Dabbs, Jr., M.D.

"SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and stockholders:

(a) In addition to any additional powers and responsibilities as shall be conferred by the laws of the State of Maryland, the stockholders shall have the express power and responsibility to approve or direct the following:

(1) Election and removal of the Board of Directors who stand for election;

(2) Any amendments to the Articles or Bylaws of the Corporation;

(3) The issuance of shares of stock of securities convertible into shares of stock, whether now or hereafter authorized, and the classification or reclassification of any unissued shares of stock;

(4) Retention of independent accounting firm and general counsel;

(5) Election and removal of officers of the Corporation;

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CLERK'S NOTATION
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(6) The total amounts of the annual operating and capital budgets and expenditures in excess of said amounts;

(7) Any incurrence of debt in an amount in excess of such amount as established by the stockholders;

(8) The purchase, sale, lease, disposition or hypothecation of real property or the alienation or encumbrance of other assets beyond that authorized by the stockholders;

(9) Discontinuance of any major health care service traditionally furnished by the Corporation or specifically directed or authorized by the stockholders;

(10) Adoption of long range and strategic plans;

(11) Any proposed dissolution, merger or consolidation of the Corporation with another entity, or the proposed organization or acquisition by the Corporation of a subsidiary.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors or officers of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; and Directors or officers of this Corporation individually, or any firm of which any Director or officer of this Corporation may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, and any Director or officer of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the

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CLERK'S NOTATION
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existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested; provided that there has been full compliance with the provisions of the Maryland General Corporation Law, as amended from time to time.

(c) (1) As used in this paragraph of Article SEVENTH, any word or words that are defined in Section 2-418 of the Maryland General Corporation Law (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.

(d) Notwithstanding any provision of law now or hereafter in effect requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, such action shall be valid and effective if taken or authorized upon the concurrence of a majority of the aggregate number of votes entitled to be case thereon.

The enumeration and definition of a particular power of the stockholders or Board of Directors included in the foregoing shall in no way be limited or restricted by reference

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CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

to or inference from the terms of any other clause of this or any other Article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the stockholders or the Board of Directors under the Maryland General Corporation Law, as now or hereafter in force.

"EIGHTH: In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation and subject to the approval of the stockholders, dispose of all of the assets of the Corporation (a) to such of Anne Arundel General Health Care Systems, Inc. and its subordinate and/or affiliated organizations that at the time of dissolution qualify as exempt organizations under Section 501(c)(3) of the Code in such proportions as the Board of Directors shall determine, or (b) if none, to such of The Anne Arundel General Hospital and Medical Center, Inc. and its subordinate and/or affiliated organizations that satisfy the foregoing condition at the time of dissolution, or if none, to one or more organizations operated exclusively for charitable, educational, religious or scientific purposes and qualifying as exempt organizations under Section 501(c)(3) of the Code.

THIRD

The Board of Directors of the Corporation duly advised the foregoing Articles of Amendment and Restatement and directed that they be submitted to the sole stockholder for consideration by

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CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

unanimous consent to action without a formal meeting, and the sole stockholder of the Corporation duly approved and adopted the foregoing Articles of Amendment and Restatement in the manner and by the vote required by the Maryland General Corporation Law and the Corporation's Charter.

IN WITNESS WHEREOF, ANNE ARUNDEL WALK-IN HEALTH CENTERS, INC. has caused these presents 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 7th day of September, 1988, and its President acknowledges that these Articles of Amendment and Restatement are the act and deed of ANNE ARUNDEL WALK-IN HEALTH CENTERS, INC., and, under penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all materials respects to the best of his knowledge, information and belief.

ATTEST:

ANNE ARUNDEL WALK-IN HEALTH CENTERS, INC.

Jeffrey C. Sanderson, Secretary

Joseph J. Elbrich, Jr., President

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CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ANNE ARUNDEL GENERAL HEALTH CARE SYSTEMS, INC.

Franklin & Cathedral Streets
Annapolis, MD 21401
(301) 267-1470

September 28, 1988

State of Maryland
State Department of Assessments & Taxation
301 W. Preston Street
Baltimore, MD 21202

Dear Sir/Madam:

RE: Anne Arundel Walk-In Health Centers, Inc.'s
Articles of Amendment and Restatement

I have been informed that your Department has returned unfiled the Articles of Amendment and Restatement of Anne Arundel Walk-In Health Centers, Inc., because the proposed name change for that corporation is misleadingly similar to Anne Arundel General Health Care Systems, Inc. I am the President of Anne Arundel General Health Care Systems, Inc. and am writing to inform you that Anne Arundel General Health Care Systems, Inc. has no objection to Anne Arundel Walk-In Health Centers, Inc. changing its name to Anne Arundel General Health Care Services, Inc. Accordingly, I would request that Anne Arundel Walk-In Health Centers, Inc.'s Articles of Amendment and Restatement be accepted by and filed with your Department.

Should you have any questions or require anything further from me, please do not hesitate to contact me.

Sincerely,

Carl A. Brunetto
President

ajm

Walk-Ins:State.tax

3067 2468

BOOK 221 PAGE 638

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 13A BUSINESS CODE 03 COUNTY 52

D2107100 ___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	14	1 Certified Copy 8
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		___ Personal Property Reports and ___ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other
		Other

Name Change (New Name) Anne Arundel General Health Care Services, Inc.

✓ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

___ Resignation of Resident Agent

Code 078

ATTENTION: Fran Landers

MAIL TO ADDRESS: _____

NOTE: Copy made Letter of Consent Attached

TOTAL FEES 34

✓ Check ___ Cash

___ Documents on ___ checks

APPROVED BY Jm.T

3067 2469

0000 0637

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 639

THE ARTICLES OF AMENDMENT AND RESTATEMENT
OF
ANNE ARUNDEL WALK-IN HEALTH CENTERS, INC.
CHANGING ITS NAME TO:
ANNE ARUNDEL GENERAL HEALTH CARE SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 7, 1988 AT 10:43 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	$

D2107100

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
OBER, KALER, GRIMES AND SHRIVER
ATTN: FRAN LANDERS
10 LIGHT STREET
BALTIMORE MD 21202

072C3021068

A 275016

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3067 2453

0000 0638

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BAYVIEW, INC. and THOMAS B. HOWELL,
trading as an AAMCO Transmission Repair Center
and
V and R INCORPORATED

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/28/88 at 3:33 .m.

ARTICLES OF TRANSFER

THIS IS TO CERTIFY THAT:

FIRST: BAYVIEW, INC. trading as an AAMCO Transmission Repair Center (the "Transferor"), agree to transfer to V and R INCORPORATED (the "Transferee"), substanially all of their property and assets.

SECOND: Both the Transferor and Transferee are incorporated under the laws of the State of Maryland.

THIRD: The name and address of the principal place of business of the Transferee is:

V and R Incorporated
906 West Street
Annapolis, Maryland 21401

89 APR 10 PM 12:08
H. EALE SCHAFER
CLERK

FOURTH: The principal office of the Transferor in the State of Maryland is in Anne Arundel County. The principal office of the Transferee in the State of Maryland is also in Anne Arundel County. The Transferor owns no interest in land the title to which could be affected by the recording of an instrument among the land records.

FIFTH: The nature and amount of consideration to be paid by the Transferee for the property and assets of the Transferor is cash in the approximate aggregate amount of $100,000.00

1988 SEP 28 PM 3:33

SIXTH: The terms and conditions of the transaction described in these Articles of Transfer were duly advised,

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CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

authorized and approved by the Board of Directors and by the Stockholders of the Transferor, in the manner and by the vote required by the laws of the State of Maryland and the Charter of the Transferor, as follows:

a) The Board of Directors of the Transferor, 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 the terms and conditions of the transaction described herein were advisable and directing that the proposed transaction be submitted for consideration and approval by the Stockholders of the Transferor.

b) A consent in writing, setting forth approval of the terms and conditions of the transaction described herein as so proposed was signed by all Stockholders of the Transferor entitled to vote thereon, and such consent is filed with the records of Stockholder meetings of the Transferor.

SEVENTH: The terms and conditions of the transaction described in these Articles of Transfer were duly advised, authorized and approved by the Board of Directors of the Transferee, in the manner and by the vote required by the laws of the State of Maryland and the Charter of the Transferee, as follows:

The Board of Directors of the Transferee, 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 the terms and conditions of the transaction described herein were advised, authorized and approved.

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0000 0640

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

EIGHTH: Each officer signing these Articles of Transfer acknowledges them to be the corporate act of the respective corporate party on whose behalf he has signed, and further, with respect to all matters and facts otherwise required to be verified under oath, each such officer acknowledges that to the best of his knowledge, information and belief, such matters and facts relating to the corporation on whose behalf he has signed are true in all material respects and that this statement is made under the penalties of perjury.

IN WITNESS WHEREOF, these Articles of Transfer have been duly executed by the parties hereto this 22nd day of July, 1988.

ATTEST:

Helene H. Hoshall, Secretary

BAYVIEW, INC.

BY: Thomas B. Howell, President

ATTEST:

~~Waneeta Rosenberg, Secretary~~
Leslie S. Ries, Assistant Secretary

V and R INCORPORATED

By: Ross Rosenberg, President

3712k

3067 2448

0000 0641

BOOK 221 PAGE 643

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 12 BUSINESS CODE _____ COUNTY 52

_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

~~Merging~~ (Transferor) Bayview, Inc.

D1250760

~~Surviving~~ (Transferee) Vand R Incorporated

D2394997

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 Req.
51		Foreign Name Registration
13	9	1 Certified Copy 3
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES		

29 Check _____ Cash

~~2~~1 Documents on ~~2~~2 checks

APPROVED BY: A

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 024

ATTENTION: _____

MAIL TO ADDRESS: _____

NOTE: copy made

3067 2449

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0642

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 644

ARTICLES OF TRANSFER
OF
BAYVIEW, INC.
(A MD CORP.) TRANSFEROR
AND
V AND R INCORPORATED
(A MD CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 28, 1988 AT 3:33 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	$

D2394997

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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

072C3021065

A 275013

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 0067 2445

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 645

ENGLEWOOD DEVELOPERS. INC.

Board of Directors' Resolution Authorizing
Change of Address of Principal Office

RESOLVED: That the principal office of the Corporation be and it is hereby changed from 156 Ritchie Highway, Severna Park, Maryland 21146, to 401 Headquarters Drive, Suite 205, P.O. Box 344, Millersville, Maryland 21108, and that the proper officers of the Corporation be and they are hereby authorized and directed for and on behalf of the Corporation to file an appropriate certified copy of this resolution with the State Department of Assessments and Taxation of Maryland and to do and perform any and all necessary and proper acts incident thereto.

JIMMY DEAN

ROY E. HEDRICK

I, Roy E. Hedrick, 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 respect.

ROY E. HEDRICK

82848136

[redacted]

1988 OCT 10 A 9:11

[redacted]

RECEIVED FOR RECORD
89 APR 10 PM 12:08
M. ERLE SCHAFER
CLERK

RM

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
10/10/88 at 9:11 A.m.

3067 2314

0000 0644

BOOK 221 PAGE 646

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 02

D2485477 ___P.A ___Religious ___Close ___Stock ___Nonstock

Surviving (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 _____
55		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
71		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
81		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 Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
		Change of P.O., R.A. or R.A.A.
		Other _____
		Other _____
TOTAL FEES	$10.00	

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: _____
Englewood Developers Inc
401 Headquarters Dr. Ste 200
P O Box 344
Millersville Md 21108

NOTE:

___1___ Check _____ Cash

1 Documents on 2 checks

APPROVED BY: _____

3067 2315

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 647

CHANGE OF PRINCIPAL OFFICE
OF
ENGLEWOOD DEVELOPERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 10, 1988 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:
$	$ 10.00	$

D2485977

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
ENGLEWOOD DEVELOPERS, INC.
401 HEADQUARTERS DRIVE, STE. 200
P. O. BOX 344
MILLERSVILLE MD 21108

072C3021048

A 274996

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 2313

0000 0646

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 648

The President and Secretary/Treasurer of Earl E. Brown, DDS, PA, a corporation organized in the STATE OF MARYLAND duly approved a resolution as follows:

RESOLVED: That the address of the corporation is changed to 1410 Crain Highway, NW, Suite 8-A, Glen Burnie, Maryland 21061, (301) 766-7719.

I, Earl E. Brown, DDS, 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.

Earl E. Brown, DDS
PRESIDENT

Johnnie B. Brown
SECRETARY/TREASURER

82808232

89 APR 10 PM 12:08
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
10/6/88 at 9:14 A.m.

1988 OCT -6 A 9:14

3067 2264

0000 0647

BOOK 221 PAGE 649

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D2084432 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
73		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
___		Other
___		Other
TOTAL FEES	$10.00	

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: Dr. Earl E. Brown
1407 Peachwood Lane
Bowie, Md 20716

NOTE:

1 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: _____

3067 2265

0000 0648

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 650

CHANGE OF PRINCIPAL OFFICE
OF
EARL E. BROWN, D.D.S., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 6, 1988 AT 9:14 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$	$ 10.00	$

D2084432

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
DR. EARL E. BROWN
1407 PEACHWOOD LANE
BOWIE MD 20716

072C3021033

A 274982

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 2263

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

0088 0649

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CERTIFICATE OF RESIGNATION

Gentlemen:

I, the undersigned, hereby tender my resignation as Resident Agent of RAINBOW HOMES, INC., to take effect ten days after the filing of this resignation with the State Department of Assessments and Taxation.

Dated: 9/20/88

Nicholas Goldsborough

RM

RECORDED FOR RECORD
89 APR 10 PM 12:08
M. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/5/88 at 9:10 A.m.

1988 OCT -5 A 9:10
3067 1553
0000 0650

BOOK 221 PAGE 652

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D1785138 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
73		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
___		Other _____
___		Other _____
TOTAL FEES	$10.00	

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: Maria Wilkinson et al
23 West Street
P.O. Box 1911
Annapolis, Md 21404-1911

NOTE:

1 Check _____ Cash

1 Documents on 1 checks

APPROVED BY: _____

3067 1556

0000 0651

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 653

RESIGNATION OF RESIDENT AGENT
OF
RAINBOW HOMES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 5, 1988 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:
$	$ 10.00	$

D1785138

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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.
23 WEST STREET
P. O. BOX 1911
ANNAPOLIS MD 21404 1911

072C3021005

A 274955

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 1554

0000 0652

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/7/88 at 10:00 .m.

MAGCO, INC.

ARTICLES OF AMENDMENT

MAGCO, INC., a Maryland corporation (the "Corporation"), hereby certifies to the Maryland State Department of Assessments and Taxation:

FIRST: That the Charter of the Corporation is hereby amended by deleting in its entirety present ARTICLE FIFTH and inserting in lieu thereof the following new Article FIFTH:

> "FIFTH: The total number of shares of capital stock which the Corporation is authorized to issue is Twenty Thousand (20,000) shares of common stock of a par value of One Dollar ($1.00) per share, amounting in the aggregate to Twenty Thousand Dollars ($20,000.00)."

SECOND: That the amendment of the Corporation's Charter as set forth above was duly advised and adopted by the Board of Directors of the Corporation in accordance with the Maryland General Corporation Law and the same was directed to be submitted to all of the stockholders of the Corporation entitled to vote thereon for approval.

THIRD: That the stockholders of the Corporation, holding all shares of the Common Stock of the Corporation issued and outstanding, such shares representing the only authorized class of capital stock of the Corporation, duly approved said amendment of the Corporation's Charter in accordance with the Maryland General Corporation Law.

FOURTH: The total number of shares of stock of all classes which the Corporation had authority to issue immediately before the foregoing amendment was Five Thousand (5,000) shares of common stock, of par value of One Dollar ($1.00) per share, amounting in the aggregate to Five Thousand Dollars ($5,000.00).

FIFTH: The total number of shares of common stock which the Corporation has authority to issue, as amended, is Twenty Thousand (20,000) shares of common stock with a par value of One Dollar ($1.00) per share, amounting in the aggregate to Twenty Thousand Dollars ($20,000.00).

IN WITNESS WHEREOF, the Corporation has caused these presents to be signed in its name and on its behalf by its

RECEIVED FOR RECORD
CIRCUIT COURT, A.E.
89 APR 10 PM 12:08
N. ERLE SCHAFER
CLERK

82848364

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

President and its corporate seal to be hereunder affixed and attested to by its Secretary on this 23rd day of September 1988, and its President acknowledges that these Articles of Amendment are the act and deed of the Corporation and, under 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:

MAGCO, INC.

By: Shelley Gaulin
Shelley Gaulin, Secretary
SEAL
(SEAL)

By: Mark A. Gaulin
Mark A. Gaulin, President

BOOK 221 PAGE 656

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 09 BUSINESS CODE _____ COUNTY 52

D 2372894 ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	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 Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
63		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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 054

ATTENTION: G. Hawes

MAIL TO ADDRESS: _____

NOTE:

TOTAL FEES 40

_____Check ✓ Cash

_____ Documents on _____ checks

APPROVED BY: PCM

CR# 2257 40.00 M.G.

3067 1412

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 657

ARTICLES OF AMENDMENT
OF
MAGCO INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 7, 1988 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2372894

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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
G. HAWES
250 WEST PRATT STREET
BALTIMORE MD 21201

072C3020975

A 274930

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 1410

0888 0656

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 658

10/7/88 at 9:55 A.M.

DELTA INVESTMENTS, INC.

A Maryland Close Corporation
Organized Pursuant to Title 4 of the Corporations
and Associations Article of the Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, VINCENT A. PARSICK, whose post office address is 216 Sycamore Road, Linthicum, Maryland 21090, 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 called the "Corporation") is

DELTA INVESTMENTS, INC.

THIRD: The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

(a) To engage in the purchase and development of land for construction of residential dwellings and all related activities thereto.

(b) To conduct any activity as permitted and set forth in Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

89 APR 10 PM 12:03
H. EARLE SCHAFER
CLERK

1988 OCT -7 A 9:58

82818250

0000 0657

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

FIFTH: The post office address of the principal office of the Corporation in this State is 216 Sycamore Road, Linthicum, Maryland 21090. The name and post office address of the Resident Agent of the Corporation in this State is Vincent A. Parsick, 216 Sycamore Road, Linthicum, Maryland 21090. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 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 Vincent A. Parsick.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 5th day of October, 1988, and I acknowledge the same to be my act.

Vincent A. Parsick

Vincent A. Parsick, Incorporator

BOOK 221 PAGE 660

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	40	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____

TOTAL FEES 60.00

_____Check _____Cash

_____ Documents on _____ checks

APPROVED BY: DM

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: Peter S O'Neill Esq
Murnane & O'Neill
Suite 200
2425 Baltimore Annapolis Rd
Gaithersburg, Md 21061

NOTE:

3067 1255

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 221 PAGE 661

ARTICLES OF INCORPORATION
OF
DELTA INVESTMENTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 7, 1988 AT 9:58 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2650802

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
PETER S. O'NEILL, ESQUIRE
MURNARIE & O'NEILL
SUITE 200
7425 BALTIMORE-ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

072C3020969

A 274924

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 1232

0000 0660

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 662

Y AND G CONTRACTORS, INC.
(a close corporation)

APPROVED FOR RECORD 10/11/88 at 10:31 A.m.

ARTICLES OF INCORPORATION

FIRST: The undersigned James Edward Goetz, whose post office address is 8028 Abbey Ct (H), Pasadena, Maryland, 21122, and Jeffrey Kent Young, whose post office address is 273 Severn Rd, Millersville, Maryland, 21108, both being at least (18) eighteen years of age, does hereby form a corporation under the general rules of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the corporation) is Y AND G CONTRACTORS, INC.

THIRD: The Corporation shall be a close corporation as authorized under Title 4 of the General Corporation Laws of Maryland.

FOURTH: The purpose for which the Corporation is formed are as follows:

To engage in the business of Home Improvement under the regulation of the Annotated Code of Maryland, Article 56, Home Improvement law. To further engage in the personal services including but not limited to establishment of a Home Improvement Contracting Company and the Subcontracting of other companys that may be required in said business, including purchasing, acquiring, owning, leasing, selling, transfering, encumbering, installing, generally dealing in the business of home improvement and any accessory business therewith; and further to conduct a loan or brokerage business financing the sale of equipment and/or other products and supplies. To discount agreements made by customers in the purchase or sale of personal services as well as other products and supplies. To discount agreements made by customers in the purchase or sale of any personal services, or equipment required or to otherwise aquire open accounts and receivable notes, drafts and acceptance from any/all persons or corporations in the trade and to otherwise sell, and dispose of any kind of lien obligations or indebtedness incurred, or to be incurred by any written instrument and to guarantee, pledge, borrow or raise money for any such investments, in any way, and to do such other financing as may be for the welfare of the corporation.

AND, further, to do all things incidental to or required for or useful in connection with, any of its businesses and generally to carry on any other business which can be advantageously carried on, in conjunction with, and incidental to, any of the matters aforesaid.

AND, further, 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.

PROVIDED, however, that nothing herein contained shall be done unagreeably to the Laws of the State of Maryland. The enumerated special powers as herein specified are not intended to exclude or to be construed as a waiver of or a limitation of any such powers, rights and privileges.

FIFTH: The post office adress of the principal office of the Corporation in Maryland is 8028 Abbey Ct (H), Pasadena, Maryland, 21122. The name and post office address of the RESIDENT AGENT of the Corporation in Maryland is JAMES E. GOETZ, 8028 Abbey Ct (H), Pasadena, Maryland, 21122. Said resident is a citizen of Maryland and actually resides therein.

RECEIVED FOR RECORD
AT 12:08 P.M.

89 APR 10 PM 12:08

W. EARLE SCHAFFER
CLERK

RM

82858360

0067 0978

0000 0661

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

SIXTH: The number of shares of stock which the Corporation has authority to issue is Ninety-Nine (99) shares of the par value of One Dollar ($1.00) a share, all of one class, and having an aggregate par value of ninety-Nine Dollars ($99.00).

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 three members on the board of directors. Until such time the Corporation shall have one director, namely, JAMES EDWARD GOETZ, and one ass. director, namely, JEFFREY KENT YOUNG.

EIGHTH: The duration of the Corporation shall be perpetual.

James Edward Goetz
JAMES EDWARD GOETZ

WITNESS

Jeffrey Kent Young
JEFFREY KENT YOUNG

WITNESS

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY, that on this 7th day of October, 1988, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared James Edward Goetz and he acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS MY HAND and Notarial Seal, the day and year last written above.

Virginia M. Blades
NOTARY PUBLIC
My Comm. Expires July 1990

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY, that on this 7 day of October, 1988, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Jeffrey Kent Young and he acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS MY HAND and Notarial Seal, the day and year last written above.

Virginia M. Blades
NOTARY PUBLIC
My Comm. Expires July 1990

3067 0979

0000 0662

BOOK 221 PAGE 664

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 02 D BUSINESS CODE 03 COUNTY 52

____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31	6	___/Corp. Good Standing 81202
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
James E. Fiet
8028 Alberg Rd
Pasadena, Md 21122

NOTE:

TOTAL FEES 46.00

_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: AK

3067 0980

0000 0663

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 665

ARTICLES OF INCORPORATION
OF
Y AND G CONTRACTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 11, 1988 AT 10:31 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	$

D2650364

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
JAMES E. GOETZ
8028 ABBEY COURT, (H)
PASADENA MD 21122

072C3020925

A 274886

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 0977

0000 0664

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 666

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10/10/88 at 9:16A

ARTICLES OF INCORPORATION

OF

AFGE, INC.

FIRST: We, CLARI JAMES CAVANAUGH, whose post office address is 9 Morris Street, Annapolis, Maryland 21401 and ROBERT A. STROHMAN, whose post office address is 307 Ternwing Drive, Arnold, Maryland 21012, both 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

AFGE, INC.

THIRD: This Corporation shall be a Close Corporation.

FOURTH: The purpose for which the Corporation is formed are:

1. To engage in cleaning contracting, maintenance and commercial sanitary contracting and other related purposes which shall include but not be limited to office maintenance, interior and exterior maintenance commercial premises, sales of cleaning and maintenance products and all other related cleaning and maintenance business activities.

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

1988 OCT 10 A 9:16

82848168

3057 0895

89 APR 10 PM 12:08

H. EARLE SCHAFER
CLERK

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

3. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 9 Morris Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Clari James Cavanaugh, 9 Morris Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1000) shares of common stock, without par value.

SEVENTH: The number of directors of the corporation shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than two (2). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen or qualified are:

CLARI JAMES CAVANAUGH

ROBERT A. STROHMAN

EIGHTY: 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

3067 0896

0000 0666

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of, redemption of, and the conversion rights of such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

NINTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of 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.

3067 0697

0000 0667

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 7 day of October, 1988, and we acknowledge the same to be our act.

WITNESS

CLARI JAMES CAVANAUGH

ROBERT A. STROHMAN

STATE OF MARYLAND)
to wit:
COUNTY OF ANNE ARUNDEL)

I HEREBY CERTIFY, that on this 7th day of OCTOBER, 1988, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared CLARI JAMES CAVANAUGH, and she acknowledged the aforegoing Articles of Incorporation to be her Act.

WITNESS my hand and Notarial Seal.

Notary Public

My Commission Expires: 7/1/90

STATE OF MARYLAND)
to wit:
COUNTY OF ANNE ARUNDEL)

I HEREBY CERTIFY, that on this 7th day of October,

3067 0258

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

1988, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared, ROBERT A. STROHMAN, and he acknowledged the aforegoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Notary Public

My Commission Expires: 7/1/90

3067 0899

0000 0669

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 671

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	1 Certified Copy 5p
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
J Thomas Quinta Esq
729 15th St N.W.
Suite 800
Washington D.C. 20005

NOTE:

TOTAL FEES 5.00

___ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: NL

3067 0900

0000 0670

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 672

ARTICLES OF INCORPORATION
OF
AFGE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 10, 1988 AT 9:16 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2650232

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
J. THOMAS GUNTER, ESQUIRE
STE. 800, 729 15TH STREET, N.W.
WASHINGTON DC 20005

072C3020912

A 274873

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

0000 0671

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS
APPROVED
10/10/88 8:55 A.M.

ARTICLES OF INCORPORATION
of
RIVER ROAD MINISTORAGE, INC.

FIRST: I, Anthony W. Parker, whose post office address is Suite 200, 2000 L Street, N.W., Washington, D.C. 20036, being at least eighteen years of age, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, hereby form a corporation.

SECOND: The name of the corporation is RIVER ROAD MINISTORAGE, INC..

THIRD: The purpose for which the corporation is formed are:

(a) To engage in the business of managing a mini-warehouse.

(b) To engage in any or all lawful business for which corporations may be organized under the Maryland General Corporation Law.

FOURTH: The post office address of the principal office of the corporation in this State is c/o Anthony W. Parker 7011 Bay Front Drive, Annapolis, MD. 21403. The name of the resident of the corporation in this State is Anthony W. Parker, and the office address of the resident is 7011 Bay Front Drive, Annapolis, MD. 21403.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is one million (1,000,000) shares, in two classes, both of the par value of $ 0.001. Nine hundred thousand (900,000) shares shall be non-voting shares, one hundred thousand (100,000) shares shall be voting shares.

SIXTH: The number of directors of the corporation shall be three (3), which may be changed in accordance with 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 qualify are:

Anthony W. Parker
2000 L Street, N.W. Suite 200
Washington, D.C. 20036

Chris Chapin
2607 Connecticut Avenue, 3rd Floor
Washington, D.C. 20008

89 APR 10 PM 12:03
H. ERLE SCHAFER
CLERK
RM
1988 OCT 10 A 8:55
82848146
82848147

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

Chris Boehringer
2000 L Street, N.W. Suite 200
Washington, D.C. 20036

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 share of its stock of any class or classes, whether now or hereafter authorized.

(b) No holder of shares of stock of any class shall be entitled as a matter of right to subscribe for or purchase or receive any part of any new or additional issue of shares of stock of any class or of securities convertible into 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.

(c) Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon.

(d) 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, the undersigned incorporator of RIVER ROAD MINISTORAGE, INC. who executed the foregoing Articles of Incorporation hereby acknowledges the same to be his act and further acknowledges that, to the best of his knowledge the matters and facts set forth therein are true in all material respects under the penalties of perjury.

Dated the 7th day of October, 1988

Anthony W. Parker

BOOK 221 PAGE 675

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	W	Organ. & Capitalization
61	W	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	X	Certified Copy 2p
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corporation Registration
87		Limited Part. Good Standing
71		Financial
600		Personal Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		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: Anthony W. Parkerley
Suite 250
2000 L St N.W.
Wash. D.C. 20036

NOTE:

TOTAL FEES 48.10

___ Check ___ Cash

1 Documents on 2 checks

APPROVED BY: DK

3067 0675

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0674

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 676

ARTICLES OF INCORPORATION
OF
RIVER ROAD MINISTORAGE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 10, 1988 AT 8:55 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	$

D2650190

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
ANTHONY W. PARKER, ESQUIRE
STE. 200, 2000 L STREET, N.W.
WASHINGTON DC 20036

072C3020908

A 274869

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 0872

0088 0675

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 677

SKI TOURS UNLIMITED, INC.

A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

TAX ASSESSMENTS
APPROVED FOR RECORD
10/6/88 at 8:43 A.m.

ARTICLES OF INCORPORATION

FIRST: I, Joseph L. Friedman, whose post office address is 207 E. Redwood Street, Suite 700, Baltimore, Maryland 21202, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is SKI TOURS UNLIMITED, INC.

THIRD: The Corporation shall be a close corporation as authorized by Title 4 of the corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

(1) To engage in the business of a travel agency serving the general public; 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 8 W. 16th Avenue, Baltimore, Maryland 21225. The name and post office address of the Resident Agent of the Corporation in this State are Verna Hartlove, 8 W. 16th Avenue, Baltimore, Maryland 21225. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand (1,000) shares of common stock, without par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is Verna Hartlove.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 3rd day of August, 1988, and I acknowledge the same to be my act.

Joseph L. Friedman
JOSEPH L. FRIEDMAN

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY
89 APR 10 PM 12:08
M. ERLE SCHAFER
CLERK

82808125

1988 OCT -6 A 8:43

3067 0649

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 678

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

Merging (Transferor) ____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13	7	✓ Certified Copy 10
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		Personal Property Reports and penalties late filing
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other
		Other
TOTAL FEES	$70	

___Check ___Cash

___ Documents on ___ checks

APPROVED BY: [illegible]

Name Change (New Name) ____

___ Change of Name

___ Change of Principal Office

___ Change of Resident Agent

___ Change of Resident Agent Address

___ Resignation of Resident Agent

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Joseph L. Friedman Esq. Suite 200 202 E. Redwood St. Baltimore Md 21202

NOTE: Note RA & entitude First

3067 0850

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 679

ARTICLES OF INCORPORATION
OF
SKI TOURS UNLIMITED, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 6, 1988 AT 8:43 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	$

D2650158

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 L. FRIEDMAN, ESQUIRE
STE. 200, 207 E. REDWOOD STREET
BALTIMORE MD 21202

072C3020904

A 274865

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 0848

0000 0678

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

KOCH REALTY, INC.

**A Maryland Close Corporation
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland**

ARTICLES OF INCORPORATION

FIRST: I, 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:

KOCH REALTY, 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 businesses of real estate brokerage, residential and commercial, including leasing, sales and management; 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: 900 Ritchie Highway, Suite 201, Severna Park, Maryland 21146. The name and address of the Resident Agent of the Corporation in this State is Gary W. Koch, 900 Ritchie Highway, Suite 201, Severna Park, Maryland 21146. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is One 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 become effective, there shall be one (1) director, whose name is Gary W. Koch.

69 APR 10 PM 12:08
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
10-6-88 at 8:56 a.m. 82808059

1988 OCT -6 A 8:56

3067 0840

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30th day of September, 1988, and I acknowledge the same to be my act.

James C. Praley

AFTER RECORDATION, RETURN TO:

James C. Praley
Lessans and Tate
P.O. Box 1330
Glen Burnie, Maryland 21061

(CLOSE.CORP:ARTINCCC.JCP)
9/30/88

3067 0841

0000 0680

BOOK 221 PAGE 682

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02.9 BUSINESS CODE 03 COUNTY ~~65~~ 52

_____ ___P.A ___Religious ✓Close ___Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13	8	1 Certified Copy 20
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____

TOTAL FEES 48.00

_____Check _____Cash

_____ Documents on _____ checks

APPROVED BY: NK

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: James C. Pauley Esq
P.O. Box 1330
Glen Burnie, Md 21061
3552

NOTE:

3067 0642

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0681

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 683

ARTICLES OF INCORPORATION
OF
KOCH REALTY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 6, 1988 AT 8:56 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2650133

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 C. PRALEY, ESQUIRE
P. O. BOX 1330
GLEN BURNIE MD 21061 3592

072C3020902

A 274863

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3067 0839

ATS-000

0000 0682

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 684

BRYLEA DESKTOP PUBLISHING, 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

FILED FOR RECORD
APPROVED FOR RECORD
10/7/88 at 9:22 Am.

FIRST: I, Lee Grant Showalter, whose post office address is 1083 Englishman Harbour, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is BRYLEA DESKTOP PUBLISHING, 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 any and all acts necessary and incidental to processing words, pictures, and images and creating documents and publications.

(2). To engage in the electronic and hard copy production, processing, and copying of words, pictures, and images and of sound, including but not limited to motion picture films and videos; writing, directing, producing, recording, marketing, securing rights; to contract with any and all persons for such productions and their needs; to employ personnel to carry out any tasks necessary to such productions;

(3). To purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, and to own, hold, improve, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated;

(4). To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property or assets;

(5). To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, loan, pledge, or otherwise dispose of, and otherwise deal in and with, shared or other interests in, or obligations of, other corporations organized under the law of Maryland, of foreign corporations, and of associations, partnerships, or individuals;

88188276

89 APR 10 PM 12:08

N. ERLE SCHAFER
CLERK

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

(6). To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;

(7). To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Maryland upon corporations formed under the Acts above referred to, or under any Act amendatory thereof or supplemental thereto or in substitution therefor.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the corporation by law, and it is not intended, by the mention of any particular purpose, object or business, to limit or restrict the generality of any other purpose, object or business, or to limit 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 1083 Englishman Harbour, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is Lee G. Showalter, 1083 Englishman Harbour, Pasadena, Maryland 21122. The Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has the authority to issue is five thousand (5000) shares of common stock, without par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to Have no Board of Directors becomes effective, there shall be three (3) directors, whose names are Lee G. Showalter, Steve Showalter and Mark C. Herbst.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 5 day of October, 1988, and I acknowledge the same to be my act.

Witness

Lee G. Showalter

3067 0752

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 686

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ✓ Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Mark C. Hilbert, Esq. 1200 West St. Annapolis, Md 21401

NOTE:

TOTAL FEES 40.00

_____ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: DJC

3067 0753

0000 0685

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 687

ARTICLES OF INCORPORATION
OF
BRYLEA DESKTOP PUBLISHING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 7, 1988 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	$

D2649978

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
MARK C. HERBST
1200 WEST ST.
ANNAPOLIS MD 21401

072C3020886

A 274847

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 0750

00000686

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD 10/10/88 at 8:34 A.m.

ARTICLES OF INCORPORATION

OF

ANNAPOLIS BEACH CLUB, Ltd.

I, JAMES CHRISTIAN, being an adult over the age of eighteen years, hereby form a stock corporation under the general laws of the State of Maryland and for Articles of Incorporation set forth the following:

ARTICLE I

the name of the Corporation is ANNAPOLIS BEACH CLUB, Ltd.

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The purpose of the Corporation is the transaction of any and all lawful business not required to be specifically stated in these articles.

ARTICLE IV

The Corporation shall have authority to issue 5,000 shares of common stock with par value of $1.00 per share and with an aggregate par value of all shares of all classes of $5,000.00

ARTICLE V

The principal office shall be located at 904 Eastham Court, No. 13, Crofton, Maryland 21114. the initial resident agent shall be JAMES CHRISTIAN an adult citizen of Maryland, whose office address is 904 Eastham Court, No. 13, Crofton, Maryland 21113.

88 OCT 10 A 8:34 88048040

RECEIVED FOR RECORD

89 APR 10 PM 12:08

H. EARLE SCHAFER
CLERK

NORTHROP, SHELBY, COLARESI, WALSH & RADCLIFF
14300 GALLANT FOX LANE
SUITE 21B
BOWIE, MARYLAND 20715
PH. (301) 262-6000

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ARTICLE VI

The number of directors constituting the board of directors shall be one. After issuance of stock the Corporation shall have at least three directors, unless the number of shareholders is less than three, in which event the number of shareholders is less than three, in which event the number of directors shall be no less than the number of shareholders. The initial director is:

James Christian 904 Eastham Court, # 13,
Crofton, Maryland 21114

The initial director will serve until his successors are elected and qualify.

ARTICLE VII

The initial by-laws of the Corporation shall be adopted by the director. The power to alter, amend or repeal the by-laws or to adopt new by-laws shall be vested in the stockholders. The by-laws may contain any provision for the regulation and management of the affairs of the Corporation not prohibited by law or inconsistent with these articles.

ARTICLE VIII

The board of directors is authorized to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which this compensation shall be paid. Any director may also serve the Corporation in any other capacity and receive compensation.

NORTHROP, SHELBY, COLARESI, WALSH & RADCLIFF
14300 GALLANT FOX LANE
SUITE 218
BOWIE, MARYLAND 20715
PH. (301) 262-6000

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ARTICLE IX

Each person now or hereafter a director or officer of the Corporation (and his heirs, executors and administrators) shall be indemnified by the Corporation against all claims, liabilities, judgments, settlements, costs and expenses, including all attorney's fees, imposed upon or reasonably incurred by him in connection with or resulting from any action, suit, proceeding r claim to which he is or may be made a party by reason of his being or having been a director or officer of the Corporation (whether or not a director or officer at the time such costs or expenses are incurred by or imposed upon him), except in relation to matters as to which he shall have been finally judged in such action, suit or proceeding to be liable for gross negligence or willful misconduct in the performance f his duties as such director or officer. 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 have been a director, by the board of directors of the Corporation, and otherwise by independent counsel to be appointed by the board of directors, that in its or his 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 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 the

NORTHROP, SHELBY, COLARESI, WALSH & RADCLIFF
14300 GALLANT FOX LANE
SUITE 218
BOWIE, MARYLAND 20715
PH (301) 262-6000

CLERK'S NOTATION
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law on the advice of independent counsel. Such right of indemnification shall not be deemed exclusive of any other rights to which any director or officer may be entitled.

ARTICLE X

The Corporation reserves the right to amend, alter or repeal any provisions of its Articles of Incorporation in any manner now or hereafter permitted by law.

I, JAMES CHRISTIAN, hereby acknowledge the foregoing Articles of Incorporation to be my act.

Incorporator

Date SEPT. 30, 1988

NORTHROP, SHELBY, COLARESI, WALSH & RADCLIFF
14300 GALLANT FOX LANE
SUITE 218
BOWIE, MARYLAND 20715
PH: (301) 262-6000

BOOK 221 PAGE 692

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

6

___ P.A. ___ Religious ___ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13	10	1 Certified Copy 4
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		___ Personal Property Reports and ___ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		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: Richard E. Walsh Esq
14300 Ballard Fox Lane
Suite 218
Bowie, Md 20715

NOTE:

TOTAL FEES 50.00

___ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: MK

3067 0700

0000 0691

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 221 PAGE 693

ARTICLES OF INCORPORATION
OF
ANNAPOLIS BEACH CLUB, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 10, 1988 AT 8:34 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	$

D2649895

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
RICHARD F. WALSH
14300 GALLANT FOX LANE
STE. 218
BOWIE MD 20715

072C3020878

A 274839

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 0695

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

JAY'S TRUCKING, INC.

A MARYLAND CLOSE CORPORATION,
ORGANIZED PURSUANT TO TITLE 4 OF THE
ANNOTATED CODE OF MARYLAND

FIRST: The undersigned, Kevin Jay Green, whose post office address is P.O. Box 1387, 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 (which hereinafter is called Corporation) is Jay's Trucking, Inc.. The Corporation shall be a close Corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

THIRD: The purposes for the formation of the Corporation are as follows:

(1) To engage in the business of trucking and transportation.

(2) To do anything permitted by § 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The principal office of the Corporation is located at 802 MacSherry Drive, Arnold Maryland 21012.

FIFTH: The name and address of the resident agent is Kevin Jay Green, 8635 Pioneer Drive, Severn, Maryland 21144. Said resident agent is a citizen and resident of the State of Maryland.

89 APR 10 PM 12:08
H. EMLE SCHAFER
CLERK

COOCH & BOWERS, P.A.
ATTORNEYS AT LAW
1460 RITCHIE HIGHWAY
SUITE 201
ARNOLD, MARYLAND 21012
(301) 974-1900

1988 OCT 10 A 10:59

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
10-10-88 at 10:59 .m.

82858027

3067 0692

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

SIXTH: The total number of shares of stock which the Corporation has authority to issue are Five Thousand (5,000) shares without par value all of one class.

SEVENTH: The number of Directors of the Corporation shall be one which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than one and the name of the director who shall act until the first annual meeting or until his successor(s) are duly chosen and qualified is: Kevin Jay Green.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and severally acknowledged the same to be my act on October 7, 1988.

Mr Kevin J. Green

Kevin Jay Green

COOCH & BOWERS, P.A.
ATTORNEYS AT LAW
1460 RITCHIE HIGHWAY
SUITE 201
ARNOLD, MARYLAND 21012
(301) 974-1900

3067 0693

0000 0694

BOOK 221 PAGE 696

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

___ ___P.A ___Religious ✓ Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	28	Organ. & Capitalization
61	28	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	8	1 Certified Copy 2
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		___ Personal Property Reports and ___ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other ___
		Other ___
TOTAL FEES	48	

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: _____
Kevin Jay Green
P.O. Box 1387
Glen Burnie, Md. 21061

NOTE:

___ Check ✓ Cash

___ Documents on ___ checks

APPROVED BY: JMT

3067 0694

0000 0695

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 697

ARTICLES OF INCORPORATION
OF
JAY'S TRUCKING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 10, 1988 AT 10:59 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	$

D2649887

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 JAY GREEN
P.O. BOX 1387
GLEN BURNIE MD 21061

072C3020877

A 274833

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 0691

0000 0696

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
10/6/88 at 2:32 p.m.

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

WILLOW LEASING CORPORATION

ARTICLES OF INCORPORATION

FIRST: I, L. Stephen Hess, whose post office address is 102 W. Pennsylvania Avenue, Suite 202, Towson, Maryland 21204, 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 WILLOW LEASING CORPORATION

THIRD: The purposes for which the Corporation is formed are:

(1) To enter into the leasing business; 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 325 Roesler Road, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Larry Wilner, 3905 Esgarth Way, Owings Mills, MD 21117. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5000) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be:

(1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is L. Stephen Hess.

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.

1988 OCT -6 P 2:32

RECEIVED FOR RECORD
CIRCUIT COURT, A.A.
89 APR 10 PM 12:08
M. ENILE SCHAFER
CLERK

RM

3067 0633

0000 0697

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

EIGHTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of the stock of the Corporation shall have any 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: As used in these Articles of Incorporation, 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 director, officer, employee or agent in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 6 day of October, 1988, and I acknowledge the same to be my act.

Witness

L. Stephen Hess

Return To: L. Stephen Hess, Esq.
102 W. Pennsylvania Avenue, #202
Towson, MD 21204

3067 0534

0000 0698

BOOK 221 PAGE 700

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

___ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
L. Stephen Hess P.A.
2110 Charles Center South
36 S. Charles St
Balto Md 21201

NOTE:

TOTAL FEES 40.00

___ Check ___ Cash

___ Documents on ___ checks

APPROVED BY: DK

3067 0535

0000 0699

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 701

ARTICLES OF INCORPORATION
OF
WILLOW LEASING CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 6, 1988 AT 2:32 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	$

D2649622

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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. STEPHEN HESS, P.A.
2110 CHARLES CENTER SOUTH
36 S. CHARLES ST.
BALTIMORE MD 21201

072C3020851

A 274812

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 0532

0000 0700

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 702

ARTICLES OF INCORPORATION

OF

PLASTECH SERVICES, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10/6/88 at 1:14 p.m.

FIRST: I, JEFFREY E. LETZKUS, whose address is 507 Park Avenue, Baltimore, Maryland, 21201, being at least eighteen (18) years of age, do hereby form a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter referred to as the "Corporation") is:

Plastech Services, Inc.

THIRD: The purposes for which the Corporation is formed are engage in fiberglass fabrication and repair.

FOURTH: The post office address of the principal office of the Corporation in this State is 7453 Shipley Avenue, Hanover, Maryland, 21076. The name and post office address of the Resident Agent of the Corporation in this State is Jeffrey E. Letzkus, 507 Park Avenue, Baltimore, Maryland, 21201. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Three Thousand (3,000) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be three (3) which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one (1), 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

LAW OFFICES
ALAN GARFINKLE, P.A.
507 PARK AVENUE
BALTIMORE, MARYLAND 21201
752-0080

RECEIVED FOR RECORD
1988 SEP 30 9 01 AM

88 APR 10 PM 12: 08

M. ERLE SCHAFER
CLERK

S2816083

[redacted]

0000 0701

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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:

Robert Gary Henneberry

Robert Joseph Lefebvre

Joseph Cassian Blair

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.

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,

LAW OFFICES
ALAN GARFINKLE, P.A.
507 PARK AVENUE
BALTIMORE, MARYLAND 21201
[illegible] 0080

3067 0928

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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 proceedings, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

LAW OFFICES
ALAN CARTINKLE, P.A.
907 PARK AVENUE
BALTIMORE, MARYLAND 21201
(301) [illegible]-6080

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 705

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 29th day of September, 1988, and I acknowledge the same to be my act.

WITNESS:

Sharon Almanza

Jeffrey E. Letzkus

JEFFREY E. LETZKUS

MICROFILMED BY
ARCHIVES
MARYLAND STATE
PORTION CONTENT

LAW OFFICES
ALAN GARFINKLE, P.A.
507 PARK AVENUE
BALTIMORE, MARYLAND 21201
HOLD 0080
JEL/lf

3057 0530

BOOK 221 PAGE 706

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

*_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	W	Organ. & Capitalization
61	W	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Alan Gaulinkle P.A.
502 Park Ave
Baltimore Md 21201

NOTE:

TOTAL FEES 40.00

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: NM

3067 0531

0000 0705

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 707

ARTICLES OF INCORPORATION
OF
PLASTECH SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 6, 1988 AT 1:14 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	$

D2649614

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 GARFINKLE, P.A.
507 PARK AVE.
BALTIMORE MD 21201

072C3020850

A 274811

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 0326

0000 0786

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 708

ASHFORD AND LISTMAN INCORPORATED
Articles of Incorporation

The undersigned Kevin Ashford and ~~Michael Listman, whose~~ post office addresses are 109 Metista Drive Severna Park Maryland 21146 and ~~1640 Woodtree Court West, Annapolis Maryland 21401,~~ being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.

KA

1988 OCT 10 AM 10

The name of the corporation is Ashford and Listman Incorporated

The purpose for which the Corporation is formed are as follows: To engage in the installation and servicing of residential cable televison systems as a sub-contractor for RTK inc.
The post office address of the principal office of the Corporation in Maryland is 1640 Woodtree Court West Annapolis, Maryland Anne Arundel County 21401. The name and post office address of the resident agent of the Corporation in Maryland are Michael Listman 1640 Woodtree Court West Annapolis Anne Arundel County 21401.

The Corporation shall not be authorized to issue capitol stock

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 the names of the directors who shall act untill the fisrt meeting or untill their successors are duly chosen and qualified are Kevin Asford and Michael Listman

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: None

RECEIVED FOR RECORD
89 APR 10 PM 12:09
H. EMLE SCHAFER
CLERK

RM

82848400

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/10/88 at 10:10 .m.

0000 0707

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

The duration of the Corporation shall be perpetual

In witness whereof, We have signed these Articles of Incorporation on October 4, 1988, and severally acknowledge the same to be our act.

Kevin Ashford
KEVIN ASFORD

Michael Listman
~~MICHAEL LISTMAN~~

Subscribed and sworn to before me this 5th day of October, 1988, a Notary Public in and for the County of Anne Arundel

Wendy Kaplan
Notary Public

My commission expires July 1 1990

3067 0356

BOOK 221 PAGE 710

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: Kevin Ashford
109 Metista Dr.
Severna Park, Md
21146

NOTE:

___ Check ✓ Cash

___ Documents on ___ checks

APPROVED BY: PCM

3067 0357

0000 0709

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 711

ARTICLES OF INCORPORATION
OF
ASHFORD AND LISTMAN INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 10, 1988 AT 10:10 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	$

D2649317

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 ASHFORD
109 METISTA DR.
SEVERNA PARK MD 21146

072C3020820

A 274788

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 0354

0000 0710

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10/7/88 at 10:46 a.m.

BOOK 221 PAGE 712

ARTICLES OF INCORPORATION

OF

CHESAPEAKE POOLS, INC.

(A close corporation under Section 4-201, Corporations and Associations Article, Annotated Code of Maryland)

This is to certify:

FIRST: The undersigned, Barry M. Nudelman, whose post office address is 7427 Arlington Road, Bethesda, MD 20814, being over at least eighteen (18) years of age, does hereby form a corporation under and by virtue of the general laws of the State of Maryland, authorizing the formation of such corporation.

SECOND: The name of the corporation, which is hereinafter referred to as the Corporation, is:

Chesapeake Pools, Inc.

THIRD: The Corporation shall be a close corporation as authorized by Section 4-201, Corporations and Associations Article, Annotated Code of Maryland.

FOURTH: The purposes for which the Corporation is formed are as follows:

A. To engage in the business of managing the day to operation of residential, commercial and public swimming pools; to maintain, repair, restore, service, provide supplies for, and clean swimming pools and swimming pool equipment.

B. 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 to respect of, sell and otherwise turn to account the same.

89 APR 10 PM 12:09
H. ERLE SCHAFER
CLERK

BULMAN, DUNIE, BURKE & FELD
CHARTERED
ATTORNEYS AT LAW
7427 ARLINGTON ROAD
BETHESDA, MARYLAND 20814
(301) 656-1177
FAX (301) 986-9719

88 OCT -7 A 9:46

82818404 0246

0000 0711

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

C. To carry on any other business or businesses which may be calculated, directly or indirectly, to effectuate the aforesaid object, to facilitate in the transaction of the aforesaid business or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of the Corporation's property, business or rights.

D. To conduct, promote and carry on business and operations, hold property and offices, and exercise all the power granted a Maryland corporation by the laws of the State of Maryland, to conduct and operate the incorporated business for itself, or for account of other, or through others for its own account.

E. To engage in any other lawful purpose authorized under Maryland corporate law.

F. The aforegoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of, the powers conferred upon the Corporation by law, and is not intended, by 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.

FIFTH: The post office address of the principal place of business of the corporation is 511 Norton Lane, Arnold, Maryland 21012. The resident agent of the Corporation is Frank H. Goldstein, 511 Norton Lane, Arnold, MD 21012. Said resident agent is a citizen of the State of Maryland, and is actually residing therein.

SIXTH: The total amount of the authorized stock of the corporation shall be One Thousand (1,000) shares of common stock of One Dollar ($1.00) par value, all of one class. Each issued share of stock will entitle the owner thereof to one vote.

BULMAN, DUNIE, BURKE & FELD
CHARTERED
ATTORNEYS AT LAW
7427 ARLINGTON ROAD
BETHESDA, MARYLAND 20814
(301) 656-[illegible]77
FAX (301) 986-9719

3067 0247

0000 0712

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

SEVENTH: After the completion of the Organizational Meeting of the Board of Directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time the corporation shall have one (1) director, whose name is Frank H. Goldstein and whose address is 511 Norton Lane, Arnold, MD 21012.

EIGHTH: The private property or assets of the shareholders of the Corporation shall not, to any extent whatsoever, be subject to the payment of the debts of the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act and deed on this 6 day of September, 1988.

Barry M. Nudelman

BULMAN, DUNIE,
BURKE & FELD
CHARTERED
ATTORNEYS AT LAW
7427 ARLINGTON ROAD
BETHESDA, MARYLAND 20814
(301) 656-8177
FAX (301) 986-9719

3067 0248

BOOK 221 PAGE 715

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Bulman Dunnigatal
7427 Arlington Rd
Bethesda, Md 20814

NOTE:

TOTAL FEES 40 Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: _____

3067 0249

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 221 PAGE 716

ARTICLES OF INCORPORATION
OF
CHESAPEAKE POOLS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 7, 1988 AT 10:46 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	$ 20.00	$

D2649119

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
BULMAN, DUNIE, ET AL
7427 ARLINGTON RD.
BETHESDA MD 20814

072C3020800

A 274773

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 0245

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-07-88 at 9:07 a.m.

BOOK 221 PAGE 717

ARTICLES OF INCORPORATION

OF

THE ABBOTT GROUP, INC.

FIRST: I, Robert W. Warfield, whose post office address is 4 Evergreen Road, severna Park, Maryland 21146, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is:

THE ABBOTT 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:

(1) To engage in the business of executive search and management consulting and to perform in connection therewith any and all related services and to engage in any and all activities incident thereto.

(2) To enter into partnerships, joint ventures and other business associations for any lawful purpose.

(3) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real property and mixed, both in this State and in any part of the world.

(4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipment.

RECEIVED FOR RECORD
89 APR 10 PM 12: 09
N. ERLE SCHAFER
CLERK

1988 OCT -7 A 9:01

3067 0219
82818272

CLERK'S NOTATION
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(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, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any state, territory, municipality or other political subdivision, and to issue in exchange therefor, in the same manner provided by law, shares of the capital stock, bonds, or other obligations of the corporation; and while the holder or owner of any such shares of capital stocks, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon.

3067 0220

0000 0717

CLERK'S NOTATION
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(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 reissue the shares of its capital stock in such manner as the Board of Directors may from time to time determine.

(13) To have one or more offices and places of business and to carry on all or any part of its operations or business, without restrictions or limit as to the amount of places in any of the cities, districts or territories of the United States, subject to the laws of such state, district or territory.

The aforegoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or in reference from the terms of any other clause of this or any other article of this certificate of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as

3067 0221

0000 0718

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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 1419 Forest Drive, Suite 102, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is Peter D. Abbott, 1419 Forest Drive, Suite 102, Annapolis, Maryland 21403. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5,000) shares of capital stock without par value.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3) provided that:

(1) If there is no stock outstanding, the number of directors may be less than three (3) but not less than one (1); and

(2) If there is stock outstanding and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders.

The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Peter D. Abbott, Donald Clarke

3067 0222

0000 0719

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

Havener and Robert W. Warfield.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe

3067 0223

0000 0120

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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 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.

3067 0224

0000 0721

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 5th day of October, 1988, and I acknowledge the same to be my act.

WITNESS:

Christopher J. Drewniak

Robert W. Warfield

K:abbott.aoi

3067 0225

0000 0722

BOOK 221 PAGE 724

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		___ Certified Copy ___
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
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83		Cert. Limited Partnership
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NA		Foreign Corporation Registration
87		___ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	40	

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 112

ATTENTION: Robert W. Warfield

MAIL TO ADDRESS: _____

NOTE:

___ ✓ Check ___ Cash

___ Documents on ___ checks

APPROVED BY J.M.T.

3067 0226

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0723

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 725

ARTICLES OF INCORPORATION
OF
THE ABBOTT GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 7, 1988 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	$

D2649077

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 &
MEREDITH/ATTN: ROBERT W. WARFIELD
4 EVERGREEN ROAD
SEVERNA PARK MD 21146 3897

072C3020796

A 274769

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3067 0216

0880 0724

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 726

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

IMPACT RESOURCES, INC

ARTICLES OF INCORPORATION 10/7/88 at 9:30

1988 OCT -7 A 9:30

FIRST: THE UNDERSIGNED ALBERT E SCHMIDT, JUDY A SCHMIDT AND CHERYL D EVANS, WHOSE POST OFFICE ADDRESSES ARE 415 FERNWOOD DRIVE SEVERNA PARK MD. 21146, 415 FERNWOOD DRIVE SEVERNA PARK MD. 21146 AND 410 SHIPLEY ROAD LINTHICUM MD. 21090, 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 HEREINAFETER CALLED THE CORPORATION) IS IMPACT RESOURCES, INC..

THIRD: THE PURPOSES FOR WHICH THE CORPORATION IS FORMED ARE AS FOLLOWS:

SALES PROMOTION
MARKETING SERVICES
DATABASE MANAGEMENT

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN MARYLAND IS 8375 JUMPERS HOLE RD., DWYER BLDG., SUITE 202, MILLERSVILLE MD 21108 THE NAME AND POST OFFICE ADDRESS OF THE RESIDENT AGENT OF THE CORPORATION IN MARYLAND ARE ALBERT E SCHMIDT, 415 FERNWOOD DR., SEVERNA PARK MD 21146, IN ANNE ARUNDEL COUNTY

FIFTH: THE TOTAL NUMBER OF SHARES OF STOCK WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS ONE HUNDRED (100) SHARES OF THE PAR VALUE OF $1.00 A SHARE, ALL OF ONE CLASS, AND HAVING AN AGGREGATE PAR VALUE OF $100.00.

SIXTH: THE NUMBERS OF DIRECTORS OF THE CORPORATION SHALL BE THREE (3) WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BYLAWS OF THE CORPORATION, AND SO LONG AS THERE ARE LESS THAN THREE STOCKHOLDER, 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 ALBERT E SCHMIDT, JUDY A SCHMIDT, AND CHERYL D EVANS.

SEVENTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON OCTOBER 4, 1988, AND SEVERALLY ACKNOWLEDGE THE SAME TO BE OUR ACT.

Albert E. Schmidt
ALBERT E. SCHMIDT

Judy A. Schmidt
JUDY A. SCHMIDT

Cheryl D. Evans
CHERYL D EVANS

RECEIVED FOR RECORD
CIRCUIT COURT, A.A. COUNTY

89 APR 10 PM 12:10

RM

N. ERLE SCHAFER
CLERK

3067 0209

82818244

0000 0725

BOOK 221 PAGE 727

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Albert Schmidt
415 Fernwood Dr.
Severna Park, Md 21146

NOTE:

TOTAL FEES 40 Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: A

3067 0210

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 221 PAGE 728

ARTICLES OF INCORPORATION
OF
IMPACT RESOURCES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 7, 1988 AT 9:30 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2649051

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
ALBERT E. SCHMIDT
415 FERNWOOD DR.
SEVERNA PARK MD 21146

072C3020794

A 274767

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3067 0208

0000 8727

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 729

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
09-27-88 at 9:39 m.

We, the undersigned, each being at least 21 years of age, 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:

First: The name of the Corporation which is hereinafter called the Corporation is

GWYNN GROUP INVESTMENT INCORPORATED

Second: The purposes for which the Corporation is formed are:

A. To do every and all things to the same extent as natural persons could do in any part of the world, viz:

To own, hold, build, construct, and erect buildings and structures of all types, and to buy, sell, lease, own, manage, maintain, operate, repair, restore, and rebuild the same, within or without the State of Maryland;

To execute deeds, mortgages, deeds of trust, contracts, and other types of written instruments;

To loan or otherwise invest its funds, from time to time, secured or unsecured, for such time and upon such terms and conditions as its board of directors may authorize;

To buy, or otherwise acquire, sell or otherwise dispose of, pledge or otherwise hypothecate, stocks, bonds, notes, accounts receivable, debentures, and all other types of securities, evidences of indebtedness or choses in action;

To sell or otherwise dispose of stocks, bonds, debentures or other securities issued by the company, or any other corporation, and to pay compensation for services rendered in connection therewith;

To purchase, take, own, hold, deal in, mortgage or otherwise lien and to lease, sell, exchange, convey, transfer or in any manner whatever dispose of real property, within or without the State of Maryland;

B. To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association, or incorporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

Third: The Post Office address of the principal place of business in this State is 1866 DOVE CT. SEVERN, MARYLAND 21144 The name of the Resident Agent of the Corporation is TODD VINCENT GWYNN Said Resident Agent is a citizen of this State and actually resides herein, at the same address as the principal office.

Fourth: The Corporation will have authority to issue FIFTY (50) shares of common stock at then 1/10 of one cent par value.

Fifth: The Corporation shall have not less than three directors, TODD VINCENT GWYNN, DARRELL FLOURNOY, MARSHALL GWYNN. who shall act as such until the first annual meeting of the Corporation or until their successors are duly chosen or qualified; but each such director may be changed from time to time as the by-laws may authorize.

88 OCT -9 A 9:30 82808253

[redacted]

89 APR 10 PM 12:10

H. ERLE SCHAFER
CLERK

3066 2903

0000 0728

BOOK 221 PAGE 731

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	40	

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: Todd Vincent Gwynn
1866 Dove Court
Severn, Md. 21144

NOTE:

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: Jam. T.

3066 2905

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0729

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 732

ARTICLES OF INCORPORATION
OF
GWYNN GROUP INVESTMENT INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 27, 1988 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	$ 20.00	$

D2648681

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
TODD VINCENT GWYNN
1866 DOVE CT.
SEVERN MD 21144

072C3020757

A 274747

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3066 2902

0888 0738

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

Sixth: The duration of the Corporation shall be perpetual.

Seventh: The private property of the stockholders, the directors, and the officers shall not be subject to the payment of corporate debts to any extent whatsoever.

Eighth: In furtherance and not in limitation of the powers conferred by the laws of the State of Maryland, the board of directors, is expressly authorized to make, alter, amend and repeal the by-laws.

WITNESS the Hands and Seals of the within named Incorporators:

Donna E. Schmidt — Todd Vincent Sawyer (SEAL)
Test

_____ _____ (SEAL)
Test

_____ _____ (SEAL)
Test

STATE OF MARYLAND)
)
) ss:
COUNTY OF MONTGOMERY)
)

I HEREBY CERTIFY that on the 3rd day of October 1988, before me, the subscriber, a Notary Public of the State of Maryland, County of Montgomery, personally appeared Todd Vincent Sawyer who severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my Hand and Notarial Seal, the day and year last above written.

Elsie Tam
Notary Public

July 1, 1990
My Commission expires

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 733

ARTICLES OF INCORPORATION

OF

RESIDENTIAL SERVICES CORP.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/6/88 at 11:03 am.

1988 OCT -6 A 11:03

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Craig A. Wheatley, whose address is 7439 E. Furnace Branch Road, Glen Burnie, Maryland 21061 being at least eighteen (18) years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

RESIDENTIAL SERVICES CORP.

THIRD: This Corporation shall be a close corporation under the provisions of Title 4, Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The purposes for which the Corporation is formed are as follows:

(a) To engage in the marketing, contracting and delivery of any and all products and services to residential and other clients and customers and other activities relating thereto.

(b) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights processes, formulae, and the like which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(c) To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, and selling or otherwise disposing of the same, or any part thereof, or interest therein.

RECEIVED FOR RECORD
ANNE ARUNDEL COUNTY
89 APR 10 PM 12: 10
H. ERLE SCHAFER
CLERK

8281072

3066 1705

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

(d) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(e) To develop marketing programs for the promotion, sale and/or distribution of goods, wares and services.

(f) To purchase, lease, or otherwise acquire, all or any part of the property, rights, businesses, contracts, good will, franchises, and assets of every kind, of any corporation, co-partnership, or individual (including the estate of a decedent) carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds or other securities of the Corporation or otherwise.

(g) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly to effectuate, or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(h) To acquire by purchase, exchange, lease or otherwise and to own, hold, use, develop, operate, sell, assign, lease, transfer, convey, exchange, mortgage, pledge, or otherwise dispose of or deal in and with real or personal property of every class or description and rights and priviledges therein whatsoever situate.

(i) To draw, make, accept, endorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtedness

3066 1706

0000 0733

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Maryland.

(j) To manufacture, process, purchase, sell and generate to trade and deal in and with goods, wares and merchandise of every kind, nature and description, and to engage and participate in any mercantile, industrial or trading business of any kind or character whatsoever.

(k) To have all the general powers granted to corporations organized under the laws of the State of Maryland whether granted by specific statutory authority or by construction of law.

The aforesaid enumeration of the purposes, objectives and businesses of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law and is not intended by the mention of any particular purpose, object or business mentioned, or to limit or restrict any of the power of the Corporation. The Corporation is formed upon the Articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this state.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 4 1/2 Church Circle, Post Office Box 52, Annapolis, Maryland 21404. Furthermore, the mailing address for the principal office of the Corporation is 4 1/2 Church Circle, Post Office Box 52, Annapolis, Maryland 21404. The name and post office address of the resident agent of the Corporation in Maryland is Craig A. Wheatley, 4 1/2 Church Circle, Post Office Box 52, Annapolis, Maryland 21404. Said resident agent is an individual actually residing in this State.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) at no par value, all of which shares are of one class and and are designated common stock.

3066 1707

0000 0734

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

SEVENTH: The number of directors of the Corporation shall be one which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than one; and the name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Craig A. Wheatley.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 6th day of October ,1988, and I acknowledge same to be my act.

Craig A. Wheatley

3066 1708

0000 0735

BOOK 221 PAGE 737

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Craig Whistley
P.O. Box 52
Annapolis Md 21404

NOTE:

TOTAL FEES 40 ✓ _____Check _____Cash

_____ Documents on _____ checks

APPROVED BY: PCM

3066 1709

0000 0736

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 738

ARTICLES OF INCORPORATION
OF
RESIDENTIAL SERVICES CORP.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 6, 1988 AT 11:03 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	$

D2648467

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
CRAIG A. WHEATLEY
P.O. BOX 52
ANNAPOLIS MD 21404

071C3020648

A 274638

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3066 1704

0000 0737

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

PERFORMANCE MARINE VIDEO, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned William Hoibroten, whose post office address is 108 Ridge Road, Riva, Maryland 21140, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is PERFORMANCE MARINE VIDEO, INC.

THIRD: The purposes for which the corporation is formed are as follows:

a. To produce and distribute video cassettes and other information primarily dealing with boating, cruising and other related marine activities.

b. To enter into partnership agreements and 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 the Corporation.

c. To join or consolidate with, and to enter into agreements and cooperative relations not in contravention of law, with any persons, firms, associations or corporations, governmental, municipal, or otherwise, in connection with carrying out all or any of the purposes of this Corporation.

d. To borrow money or contract debts when necessary for the transaction of its business, or for the exercise of its corporate rights, privileges, or franchises, or for any purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures or other obligations in evidence of indebtedness, payable upon the happening of a specified event or events, whether for property purchased or acquired or any lawful object, and in such amounts and denominations and upon such terms and for such considerations that the Board of Directors shall determine.

e. To transact the business of investing on behalf of itself, or others, any part of its capital stock, its capital, and such additional funds as it may obtain, and selling or otherwise disposing of the same, or any part thereof, or interest therein.

RECEIVED FOR RECORD
88 OCT -7 A 8:29
89 APR 10 PM 12:10
M. ERLE SCHAFER
CLERK
RM
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-7-88 at 8:29 a.m.

82818053 8066 1626

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

f. To buy, sell and lease real property.

g. To have and exercise all the powers in furtherance of these objectives granted to a corporation under the laws of the state of Maryland.

FOURTH: The post office address of the principal office of the corporation in Maryland is 108 Ridge Road, Riva, Maryland 21140. The name and post office address of the resident agent of the Corporation in Maryland is William Hoibroten, 108 Ridge Road, Riva, Maryland 21140.

FIFTH: The total number of shares of stock which the Corporation has the authority to issue is ten thousand (10,000) shares with the par value of one dollar ($1.00) per share, all of one class, and having an aggregate par value of ten thousand dollars ($10,000.00).

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, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the name of the director who shall act until the first meeting or until his successors are duly chosen and qualified is William Hoibroten.

SEVENTH: Provisions for the regulation of the internal affairs of the Corporation are contained in the by-laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on Oct 30, 1988, and acknowledge same to be my act.

Laurence Aig
Witness

William Hoibroten
William Hoibroten

Witness

3066 1627

BOOK 221 PAGE 741

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
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31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	40	

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: Michele Wolfe

MAIL TO ADDRESS: Laurence Singer
Washington Harbour
3050 K St. NW Ste 310
Wash D.C. 20007

NOTE:

_____ Check _____ Cash

1 Documents on 1 checks

APPROVED BY: MSK

3066 1628

0000 0740

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 742

ARTICLES OF INCORPORATION
OF
PERFORMANCE MARINE VIDEO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 7, 1988 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:
$ 20.00	$ 20.00	$

D2648327

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
LAURENCE SINGER
ATTN: MICHELE WOLFE
3050 K ST.,N.W. STE. 310
WASHINGTON DC 20007

071C3020634

A 274624

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3066 1625

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 743

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/3/88 at 9:44 A.M.

ARTICLES OF INCORPORATION

OF

MAX ALLEN PROMOTIONS, INC.

(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, Maxine P Allen of 378 Jamie Court, 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 Max Allen Promotions, Inc.

ARTICLE II

The corporation shall be a close corporation as authorized by the Laws of the State of Maryland, Corporations and Associations Article, Title 4, Subsection 4-201, et al.

ARTICLE III

The purpose for which the corporation is formed and the business or objects to be carried out and promoted by it are as follows:

To transact the business of promoting, advertising, and developing the business of entertainers, showpersons, and all other acts and persons for hire, be they corporations, partnerships, or individuals, by and through public and private media, upon commission or otherwise, and to do all things necessary for or related to the carrying on of the business which has been specified; and to do all things permitted by law.

ARTICLE IV

82778257

3066 1361

89 APR 10 PM 12:10
RECEIVED FOR RECORD
H. ERLE SCHAFER
CLERK

LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7709 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061

0000 0742

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

The post office address of the principal office of the corporation in Maryland is 378 Jamie Court, Glen Burnie, Maryland 21061.

ARTICLE V

The name and post office address of the resident agent of the Corporation in Maryland is Maxine P. Allen, 378 Jamie Court, 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 there shall be one (1) Director, whose name is: Maxine Allen, who is eighteen (18) years of age or older.

ARTICLE VIII

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 29 day of September, 1988.

WITNESS:

Barbara C. Holsey Maxine P. Allen
MAXINE P. ALLEN

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:

LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7709 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061

3066 1362

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 745

I HEREBY CERTIFY that on this 29th day of September, 1988, before me, the subscriber, a Notary Public in the State of Maryland, in and for the County aforesaid, personally appeared MAXINE P ALLEN and acknowledged the aforegoing Articles of Incorporation to be her act and deed.

BARBARA C. HOLSEY NOTARY PUBLIC ANNE ARUNDEL COUNTY, MD

Barbara C. Holsey
Notary Public
My Commission Expires: 7/1/90

LAW OFFICES
Forman & Steinhardt, P.A.
IRVINGTON FEDERAL BUILDING
7709 QUARTERFIELD ROAD
GLEN BURNIE, MD 21061

BOOK 221 PAGE 746

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Alan A. Forman Esq
Irvington Federal Bldg
2209 Westfield Rd
Glen Burnie, Md 21061-
4497

NOTE:

TOTAL FEES 40.00

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: DMC

3060 1364

0000 0745

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 747

ARTICLES OF INCORPORATION
OF
MAX ALLEN PROMOTIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 3, 1988 AT 9:44 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	$

D2647915

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 S. FORMAN, ESQ.
IRVINGTON FEDERAL BUILDING
7709 QUARTERFIELD RD.
GLEN BURNIE MD 21061 4497

071C3020593

A 274583

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3066 1360

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 748

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

at 8:51 a.m.

10-4-88 8:51a

SOUTH ARUNDEL FIRE EXTINGUISHER CO., INC.

A Maryland Close Corporation
Organized Pursuant To Title 4 Of The
Corporations And Associations Article Of The
Annotated Code Of Maryland

ARTICLES OF INCORPORATION

FIRST: I, **JACK HEWITT MORGAN**, whose post office address is P. O. Box 531, Mayo, Maryland 21106, being at least eighteen years of age hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter referred to as "Corporation") is SOUTH ARUNDEL FIRE EXTINGUISHER CO. INC.

THIRD: The purposes for which the corporation is formed are:

(1) To service and sell fire extinguishing equipment, and other items associated with a fire extinguisher business; and to engage in any other lawful purpose and business; and

(2) To do anything permitted by Section 2-103 of the Corporations And Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: 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.

FIFTH: The post office address of the principal office of the Corporation in this State is 901 Mayo Road, Edgewater, Maryland 21037. The name and residence address of the Resident Agent

RECEIVED FOR RECORD
89 APR 10 PM 12:10
H. ERLE SCHAFER
CLERK

82788084

0000 0747

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

of the Corporation are JACK HEWITT MORGAN, 901 Mayo Road, Edgewater MD 21037. Said Resident Agent is an individual actually residing in this State.

SIXTH; The total number of shares of capital stock which the Corporation has authority to issue is one hundred thousand (100,000) shares of common stock, being one dollar 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 shall act until the first annual meeting or until his successor is duly chosen and qualified is: JACK HEWITT MORGAN.

IN WITNESS WHEREOF, I have signed these Articles Of Incorporation this 30TH day of SEPTEMBER, 1988, and I acknowledge the same to be my act.

Jack Hewitt Morgan
JACK HEWITT MORGAN

CV II

3066 1354

BOOK 221 PAGE 750

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY SA

____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy ____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		____ Personal Property Reports and ____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Charles Carlson, PO Box 285, Annapolis Md 21404

NOTE:

TOTAL FEES 40 ✓ Check ____ Cash

____ Documents on ____ checks

APPROVED BY: JRO

3066 1355

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0749

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 751

ARTICLES OF INCORPORATION
OF
SOUTH ARUNDEL FIRE EXTINGUISHER CO. INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 4, 1988 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	$ 20.00	$

D2647899

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 CARLSON
P.O. BOX 285
ANNAPOLIS MD 21404

071C3020591

A 274581

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3066 1352

0000 0750

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

90

BOOK 221 PAGE 752

TRI ACRES VENTURE INCORPORATED

A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
BY

FIRST: I, DANIEL MCCORMICK LERIAN, 10-6-88 10:44a whose post office address is 281 Beckworth Court, Severna Park, Md. 21146 being at least eighteen (18) years of age, hereby form a Corporation under and by virtue of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter referred to as the "Corporation", is:

TRI ACRES VENTURE INCORPORATED

THIRD: The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of othe Annotated Code of Maryland, as amended,

FOURTH: The purposes for which the Corporation is formed are:

(1) To purchase and develop commerical and residential real estate.

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

1988 OCT -6 A 10:44

89 APR 10 PM 12:10
RECEIVED FOR RECORD
HELENE SCHAFER
CLERK

RM

82803384

3066 1194

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

FIFTH: The post office address of the principal office of the Corporation in this State is:

281 Beckworth Court
Severna Park, Maryland 21146

The name and post office address of the Resident Agent of the Corporation in is State is:

DANIEL McCORMICK LERIAN
281 Beckworth Court
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 (5,000) shares of common stock, without par value.

SEVENTH: The number of Directors of the Corporation shall be one, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than one 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 one but one less than the number of stockholders.

3066 1195

0000 0752

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 754

The name of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

MICHAEL EBERSBERGER, SR.
DANIEL McCORMICK LERIAN

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 5 day of October 1988 and I acknowledge the same to be my act.

DANIEL McCORMICK LERIAN
PRESIDENT

MICHAEL EBERSBERGER, SR.
VICE PRESIDENT

/JWR
ART-CORP.TRI

3066 1196

0000 0753

BOOK 221 PAGE 755

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 3p
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Tri Acres Venture Incorporated 281 Beckworth Ct Severna Pk Md 21146

NOTE:

TOTAL FEES 49 ✓Check _____Cash

_____ Documents on _____ checks

APPROVED BY: JS

CERTIFIED COPY MADE

3066 1197

0000 0754

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 756

ARTICLES OF INCORPORATION
OF
TRI ACRES VENTURE INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 6, 1988 AT 10:44 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	$

~~D2647634~~

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
TRI ACRES VENTURE INCORPORATED
281 BECKWORTH COURT
SEVERNA PARK MD 21146

071C3020565

A 274555

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3068 1193

0000 0355

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 757

ARTICLES OF INCORPORATION

OF

A. J. PROPERTIES, INC.

APPROVED FOR RECORD

10-4-88 at 8:21a .m.

FIRST: I, STEVEN B. PRELLER, whose post office address is 121 Cathedral 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 hereinafter referred to as the "Corporation") is:

A. J. 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 business of property development and management and to engage in any business related thereto; 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 Annotated Code of Maryland, as amended from time to time.

8 A 11-130 88

RECEIVED FOR RECORD

89 APR 10 PM 12:10

M. ERLE SCHAFER
CLERK

82788066

3066 1064

0000 0756

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

FIFTH: The post office address of the principal office of the Corporation in this State is 411 Telegraph Road, Odenton, Maryland 21113. The name and post office address of the Resident Agent of the Corporation is Jay Winer, 411 Telegraph Road, Odenton, Maryland 21113. Said Resident Agent is an individual actually residing in this State.

SIXTH: The aggregate number of shares of capital stock which the Corporation has authority to issue is One Thousand (1,000) shares of common stock, without par value.

SEVENTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The names of the directors who shall act until the first annual meeting of the stockholders of the Corporation or until their successors are duly elected and qualified are Jay Winer, Fred Gottemoeller and Sharyn Winer.

EIGHTH: The By-Laws of the Corporation shall provide for an annual meeting of the stockholders, but the meeting need not be held unless requested by a stockholder in writing as required in Section 4-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended. In the event no annual meeting of the stockholders is held due to no requests thereof by any stockholder, the incumbent directors of the Corporation shall be deemed re-elected to serve as directors for another term of one (1) year.

NINTH: The Corporation shall have perpetual existence.

3066 1065

0000 0757

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

IN WITNESS WHEREOF, the undersigned, incorporator of the Corporation, has set his hand and seal unto these Articles of Incorporation this 2nd day of October, 1988, and has acknowledged the same to be his act.

WITNESS:

(SEAL)

STEVEN B. PRELLER,
Incorporator

BOOK 221 PAGE 760

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	~~20~~	Organ. & Capitalization
61	~~20~~	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Steven Preller
PO Box 868
Annapolis Md
21404-0868

NOTE:

TOTAL FEES 40 ✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JRO

3066 1067

0000 0759

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 761

ARTICLES OF INCORPORATION
OF
A. J. PROPERTIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 4, 1988 AT 8:21 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2647469

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
STEVEN PRELLER
P.O. BOX 868
ANNAPOLIS MD 21404 0868

070C3020548

A 274531

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3066 1063

0008 0760

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
10-5-88 at 9:06 A.M.

ARTICLES OF INCORPORATION
OF
RANDALL HOUSE ASSOCIATES, INC.

(A Maryland Close Corporation
Organized Pursuant to Title Four
of the
Corporations and Associations Article
of the
Annotated Code of Maryland)

I, the undersigned, SUSAN KRISS HAYDEN, whose post office address is Nine Randall Court, Annapolis, Maryland 21401, being at least 18 years of age, hereby form this 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

RANDALL HOUSE ASSOCIATES, INC.

ARTICLE II - CLOSE CORPORATION

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.

ARTICLE III - PURPOSES

The general nature of its business, and the purposes for which the Corporation is formed, is to engage in the

89 APR 10 PM 12:10
H. EARLE SCHAFER
CLERK

1988 OCT -5 A 9:06

88698246

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

development of multi-media software products, projects, training, and services, including--but not limited to--the following:

FIRST: To offer custom development of unique multi-media applications on a contract basis;

SECOND: To develop and sell software-based creation tools for vertical market applications;

THIRD: To provide training and consulting on the use of interactive video equipment to users of interactive video products; and

FOURTH: 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 perform any and all acts intended to carry out or facilitate the purposes and businesses above stated and to carry on any other business which may be deemed, by the Corporation, directly or indirectly, to enhance the value of the corporate property, business, or rights.

ARTICLE V - ADDRESS AND RESIDENT AGENT

The principal office and post office address of the Corporation is Nine Randall Court, Annapolis, Maryland 21401.

3066 1022

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CLERK'S NOTATION

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The Resident Agent is SUSAN KRISS HAYDEN, an individual residing in the State of Maryland, whose post office address is Nine Randall Court, Annapolis, Maryland 21401.

ARTICLE VI - STOCK

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.

ARTICLE VII - DIRECTORS AND STOCKHOLDERS

There shall be one Director, which number may be increased or decreased, pursuant to the By-Laws of the Corporation, who shall act, until the first Annual Meeting or until her successor is duly elected and qualified. The Director shall be Susan Kriss Hayden.

ARTICLE VIII - OFFICERS

The officers of the Corporation shall be a President, a Secretary, and a Treasurer, which offices shall be held by the same person. Additional officers may be appointed at the discretion of the Board of Directors. Officers shall be elected by the Board of Directors by a majority vote at its annual meeting, to be held immediately following the annual meeting of the stockholders.

3066 1023

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CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ARTICLE IX - DURATION

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30th day of September, 1988, and I acknowledge the same to be my Act.

WITNESS:

Christy Jo J Beard

Susan Kriss Hayden
SUSAN KRISS HAYDEN

3066 1024

0000 0764

BOOK 221 PAGE 766

CLERK'S NOTATION
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STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ___Close ___Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Christopher L. Beard
120 West St
P.O. Box 2221
Annapolis, Md 21404

NOTE:

TOTAL FEES 40.00

___Check ___Cash

___ Documents on ___ checks

APPROVED BY: DK

3066 1025

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 767

ARTICLES OF INCORPORATION
OF
RANDALL HOUSE ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 5, 1988 AT 9:06 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	$

D2647394

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 L. BEARD
170 WEST ST. P.O. BOX 2271
ANNAPOLIS MD 21404

070C3020541

A 274525

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3066 1020

0088 0766

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
9/29/88 at 8:14 .m.

ARTICLES OF INCORPORATION
of
MORNING STAR COMMUNICATIONS, INC.

FIRST: I, the undersigned, whose mailing address is 7909 Elberta Drive, Severn, Maryland 21144, being at least eighteen (18) years of age are hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which hereafter called the "Corporation") is MORNING STAR COMMUNICATIONS, INC., A non-profit religious corporation.

THIRD: The purposes for which the Corporation is formed are:

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 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 educational purposes, all for the public welfare, and for not 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 disposeof 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 receive; 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 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 andaccepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of terms as defined in Article NINTH of these Articles of

89 APR 10 PM 12:10
M. ERLE SCHAFER
CLERK

1988 SEP 29 A 8:14

82738094
3066 0887

CLERK'S NOTATION

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Incorporation, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501 (c)(3) of the Internal Revenue Code of 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 scientific, educational, and chartiable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for furtherance of the purposes set forth in Article THIRD hereof. No substantial part of the activities of the Corporation shall be the carrying 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 on 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 corresponding provisions 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).

(c) Included among the educational and charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of the Article THIRD are the following:

The Corporation is organized exclusively for christian educational, charitable, and religious purposes, without regard to race, color, creed, sex or religious conviction.

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

FOURTH: The address of the principal office of the Corporation is 7909 Elberta Drive, Severn, Maryland 21144. The name and address of the Resident Agent of the Corporation in this State is Douglas Balch 7909 Elberta Drive, Severn, Maryland 21144. Said Resident Agent is an individual actually residing in this State.

FIFTH: The Corporation is not organized for profit; it shall not have capital stock and shall not be authorized to issue capital stock. The number of qualifications for; and other matters relating to its members shall be set forth in the by-laws of the Corporation.

SIXTH: The number of Directors of the Corporation shall be Three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified, are:

Douglas Balch
7909 Elberta Drive
Severn, Maryland 21144

Linda Balch
7909 Elberta Drive
Severn, Maryland 21144

Dennis M. Golphin
8308 Liberty Road
Baltimore, Maryland 21207

SEVENTH: Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered and paid over to any other charitable organization (as hereinafter defined) of this or any other State, having a similar or analogous character or purpose, in some way associated with or connected with the corporation to which the property previously belonged.

EIGHTH: The Corporation may by its By-Laws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or of the United States.

CLERK'S NOTATION
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NINTH: In these Articles of Incorporation,

(a) References to "charitable organizations" or charitable organization" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or any of its possessions, whether under the laws of the United or in any of its 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 incures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting, to influence legislation and which do not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article NINTH shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 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 with in the meaning of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1986 but only such purposes as also constitute publiccharitable purposes under the laws of the United States, any state or territory, the District of Columbia. or any possession of the United States, including, but not limited to, the granting of scholarships to young men and women to enable them to attend educational institutions.

TENTH: (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 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.

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

MORNING STAR COMMUNICATIONS, INC
Page Five

(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.

ELEVENTH: The existence of the organization shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 27 day of Sept., 1988, and acknowledge the same to be our act.

Douglas Balch
Douglas Balch

STATE OF MARYLAND
City of Baltimore

On this 27 day of Sept, 19__, before me, the undersigned Notary Public, personally appeared Douglas Balch, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation and acknowledge that they execute the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Donna M. Gobsh
Notary Public

MY COMMISSION EXPIRES: July 1, 1990

3066 0691

BOOK 221 PAGE 773

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 020 BUSINESS CODE 04 COUNTY 52

_____ ___P.A ___Religious ___Close ___Stock ✓ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Douglas Balch
7909 Alberta Dr.
Severn, Md 21144

NOTE:

TOTAL FEES 40 Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: A

3066 0832

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 774

ARTICLES OF INCORPORATION
OF
MORNING STAR COMMUNICATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 29, 1988 AT 8:14 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	$

D2647147

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
DOUGLAS BALCH
7909 ELBERTA DRIVE
SEVERN MD 21144

070C3020516

A 274500

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3066 0886

0088 0773

CLERK'S NOTATION
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BOOK 221 PAGE 775

CERTIFICATE OF [ ] MERGER
[X] TRANSFER
[ ] CONSOLIDATION
[ ] SHARE EXCHANGE

TO: [X] Clerk of the Circuit Court for ANNE ARUNDEL COUNTY (LAND RECORD)
[ ] _____ Office of State Department of Assessments and Taxation

The State Department of Assessments and Taxation of Assessments and Taxation does hereby certify that Articles of Transfer have been filed in this office on October 18, 1988 at 8:37 a.m.

1) The name of each party to the Articles is RIDGEWOOD MOBILE HOME PARK, INC. (A MD. CORP.)-TRANSFEROR and SYMCHA SHPAK (AN INDIVIDUAL)-TRANSFEREE.

2) The name of the successor and the location of its principal office in this State or if it has none, its principal place of business is

SYMCHA SHPAK
6232 Deer Park Rd., Reisterstown, Maryland 21136.

RM

89 APR 10 PM 12:10
H. ERLE SCHAFER
CLERK

As Witness my hand and the Official seal of the said Department at Baltimore this 21st day of October, 19 88.

Dean W. Kitchen
Corporate Administrator

3069 1497

AT 5-076

242736

0000 0774

CLERK'S NOTATION
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CERTIFICATE OF CONVEYANCE

PART I

1. LOCATION OF LAND BEING CONVEYED (Insert County or Baltimore City)
Anne Arundel County

2. TRANSFEROR Ridgewood Mobile Homes Park, Inc.

3. TRANSFEREE Symcha Shpak

4. CERTIFICATE OF CONVEYANCE ACCOMPANYING:
(PLEASE CHECK APPROPRIATE BOX)

__X__ ARTICLES OF TRANSFER

____ ARTICLES OF MERGER

____ ARTICLES OF CONSOLIDATION

____ DOCUMENT EVIDENCING MERGER OR CONSOLIDATION OF FOREIGN CORPORATIONS OR FOREIGN LIMITED PARTNERSHIPS

5. INTEREST IN LAND AFFECTED: (SHOWN SEPARATELY FOR EACH PARCEL A DEED REFERENCE AND BRIEF DESCRIPTION PREFERABLY AS SHOWN ON RECENT TAX BILL. ATTACH ADDITIONAL SHEETS IF NECESSARY.) One lot of ground located in Fifth Assessment District, Anne Arundel County, being the same property granted to Ridgewood Mobile Homes Park, Inc. by Arundel Arena, Inc. by a Deed dated 11-14-80 at Liber 3362, Page 1.

6. MAILING ADDRESS FOR RECEIPT OF TAX BILL: NAME Ridgewood Mobile Homes Park, Inc., ADDRESS 6232 Deer Park Rd., Reisterstown, Maryland zip code 21136

PART II 1. Is this a transfer of real property subject to agricultural transfer tax?
(____)YES (XX)NO

PART III Is this a transfer of real property under a reorganization described in Section 368(A) of the Internal Revenue Code or under Section 371 through Section 374 of the Internal Revenue Code? (____)YES (XX)NO

NOTE: IF THE ANSWER TO THE QUESTION IN PART III IS YES, THEN THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX. SKIP THE REST OF THE QUESTIONS IN PART IV, AND PART V AND GO ON TO PART VI. IF THE ANSWER IS NO, CONTINUE ON WITH THE FOLLOWING QUESTIONS.

PART IV FOR USE WHERE PROPERTY IS BEING CONVEYED BY MERGER OR CONSOLIDATION. (PLEASE CHECK APPLICABLE BOXES.)

Not applicable

1. Is this a merger where a limited partnership is a party to the merger?
(____)YES (____)NO

NOTE: IF THE ANSWER TO QUESTION 1. IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT ANSWER QUESTIONS 2, 3, AND 4. GO ON TO PART VI. IF THE ANSWER IS NO, GO ON THE QUESTIONS 2, 3, AND 4.

2. Is this a merger or consolidation where recordation tax and, if then required to have been paid, transfer tax were paid when the corporation merging out of existence or the corporation consolidating acquired the real property?
(____)YES (____)NO

3. Is this a merger of a parent corporation into its subsidiary corporation?
(____)YES (____)NO

4. Is this a merger where a subsidiary corporation is merging into a parent corporation and the parent corporation:

A) previously owned real property? (____YES ____NO)
B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (____YES ____NO)
C) acquires the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (____YES____NO)

NOTE: IF ALL ANSWERS TO QUESTIONS 2 THROUGH 4 ARE NO, THEN THIS IS A TRANSACTION THAT IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT COMPLETE PART V. GO ON TO PART VI. COMPLETE SECTIONS B,C & D OF PART VI IF THIS IS A TAXABLE TRANSACTION, IF IT IS NOT A TAXABLE TRANSACTION COMPLETE ONLY SECTION C & D OF PART VI.

PART V FOR USE WHERE REAL PROPERTY IS BEING CONVEYED BY ARTICLES OF TRANSFER.

1. Is this a transaction where real property of the corporation is being transferred for consideration and is subject to recordation and/or transfer taxes?
(____)YES (XX)NO

NOTE: IF THE ANSWER TO QUESTION 1 IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE CONSIDERATION PAID OR TO BE PAID. DO NOT ANSWER QUESTIONS 2, 3 AND 4. GO ON TO PART VI.

(OVER)

2. Is this a transaction where real property of the corporation is being transferred to its shareholders on the liquidation, dissolution or termination of that corporation? (XX)YES (_____)NO

NOTE: IF THE ANSWER TO QUESTION 2 IS NO, SKIP 2A, 2B AND 2C. OTHERWISE CONTINUE BEGINNING WITH 2A.

Is this real property being transferred to:

2A) a person who was an original shareholder of the corporation?
(XX)YES (_____)NO

2B) a person who is a direct descendent or relative within 2 degrees of a person who was an original shareholder of the corporation?
(_____)YES (_____)NO

2C) a person who acquired the status of shareholder by gift or devise from an original shareholder of the corporation?
(_____)YES (_____)NO

3. Is this real property being transferred between a parent corporation and its subsidiary corporation or between 2 or more subsidiary corporations wholly owned by the same parent corporation and the parent is an original stockholder of the subsidiary corporation, or subsidiary corporations, or became a stockholder of the subsidiary corporation or subsidiary corporations for no consideration nominal consideration or consideration that comprises only the issuance, cancellation, or surrender of stock of a subsidiary corporation? (_____)YES (_____)NO

4. Is this a transfer from a subsidiary corporation to its parent corporation for no consideration, nominal consideration or consideration that comprises only the issuance, cancellation or surrender of a subsidiary's stock where the parent corporation:

4A) previously owned the real property? (_____)YES (_____)NO

4B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (_____)YES (_____)NO

4C) acquired the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (_____)YES (_____)NO

NOTE: THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX IF: (1.) THE ANSWER TO QUESTION 2 IS YES AND THE ANSWER TO ANY OF QUESTIONS 2A, 2B, 2C, 3, 4A, 4B OR 4C IS YES; OR (2.) THE ANSWER TO QUESTION 2 IS NO AND THE ANSWER TO ANY OF QUESTIONS 3, 4A, 4B, OR 4C IS YES. IN ALL OTHER CASES, THE TRANSACTIONS IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. IN ALL CASES GO ON THE PART VI.

PART VI COMPLETE SECTIONS A, B, C, & D OF PART VI IF PART V QUESTION 1 WAS ANSWERED YES. COMPLETE ONLY SECTIONS B, C & D IF IT IS A TRANSACTION SUBJECT TO RECORDATION AND/OR TRANSFER TAX AND PART V QUESTION 1 WAS ANSWERED NO. IN ALL CASES COMPLETE SECTION C & D.

A.) CONSIDERATION FOR REAL PROPERTY CONVEYED $_____

B.) VALUE OF REAL PROPERTY DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. $_____

C.) ALL PUBLIC TAXES, ASSESSMENTS AND CHARGES DUE ON THE REAL PROPERTY XX HAVE _____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)
ALL PERSONAL PROPERTY TAXES DUE BY THE TRANSFEROR IN THE COUNTY WHERE THE REAL PROPERTY IS LOCATED XX HAVE _____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)

D.) I HEREBY ACKNOWLEDGE AND AFFIRM UNDER THE PENALTIES OF PERJURY THAT TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF, THE FOREGOING REPRESENTATIONS ARE TRUE.

Ridgewood Mobile Homes Park, Inc.
(NAME OF CORPORATION)

Symcha Shpak - Pres.
SYMCHA SHPAK, President
(SIGNATURE AND TITLE)
(MUST BE OFFICER, AGENT OR ATTORNEY OF ONE OF THE PARTIES TO THE TRANSFER, MERGER OR CONSOLIDATION)

FOR OFFICE USE ONLY
MARYLAND RECORDATION TAX PAID: _____
MARYLAND TRANSFER TAX PAID: _____
LOCAL TRANSFER TAX PAID: _____
( )
TOTAL: _____

APPROVED FOR RECORD 10-18-88

BY John Adams
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0776

BOOK 221 PAGE 778

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CERTIFICATE OF [X] MERGER
[ ] TRANSFER
[ ] CONSOLIDATION
[ ] SHARE EXCHANGE

TO: [X] Clerk of the Circuit Court for ANNE ARUNDEL COUNTY (LAND RECORD)
[ ] _____ Office of State Department of Assessments and Taxation

The State Department of Assessments and Taxation of Assessments and Taxation does hereby certify that Articles of Merger have been filed in this office on October 18, 1988

1) The name of each party to the Articles is ALLECO INC. (A MD. CORP.) into LP ACQUISITION CORP. (A MD. CORP.)-SURVIVOR

2) The name of the successor and the location of its principal office in this State or if it has none, its principal place of business is LP ACQUISITION CORP.

As Witness my hand and the Official seal of the said Department at Baltimore this 25th day of October, 1988.

Dean W. Kitchen
Corporate Administrator

89 APR 10 PM 12:11
H. EMILE SCHAFER
CLERK

3069 1517

AT 5-076

242738

0000 0777

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CERTIFICATE OF CONVEYANCE

PART I

1. LOCATION OF LAND BEING CONVEYED (Insert County or Baltimore City) Route 50, Anne Arundel County
2. TRANSFEROR Alleco Inc.
3. TRANSFEREE LP Acquisition Corp.
4. CERTIFICATE OF CONVEYANCE ACCOMPANYING: (PLEASE CHECK APPROPRIATE BOX)

   ____ ARTICLES OF TRANSFER

   X ARTICLES OF MERGER

   ____ ARTICLES OF CONSOLIDATION

   ____ DOCUMENT EVIDENCING MERGER OR CONSOLIDATION OF FOREIGN CORPORATIONS OR FOREIGN LIMITED PARTNERSHIPS

5. INTEREST IN LAND AFFECTED: (SHOWN SEPARATELY FOR EACH PARCEL A DEED REFERENCE AND BRIEF DESCRIPTION PREFERABLY AS SHOWN ON RECENT TAX BILL. ATTACH ADDITIONAL SHEETS IF NECESSARY.) (See attached sheet)
6. MAILING ADDRESS FOR RECEIPT OF TAX BILL: NAME LP Acquisition Corp., ADDRESS Allegheny Circle, Cheverly, Maryland zip code 20781

PART II

1. Is this a transfer of real property subject to agricultural transfer tax?
   (____)YES (X)NO

PART III

Is this a transfer of real property under a reorganization described in Section 368(A) of the Internal Revenue Code or under Section 371 through Section 374 of the Internal Revenue Code? (X)YES (____)NO

NOTE: IF THE ANSWER TO THE QUESTION IN PART III IS YES, THEN THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX. SKIP THE REST OF THE QUESTIONS IN PART IV, AND PART V AND GO ON TO PART VI. IF THE ANSWER IS NO, CONTINUE ON WITH THE FOLLOWING QUESTIONS.

PART IV

FOR USE WHERE PROPERTY IS BEING CONVEYED BY MERGER OR CONSOLIDATION. (PLEASE CHECK APPLICABLE BOXES.)

1. Is this a merger where a limited partnership is a party to the merger?
   (____)YES (____)NO

NOTE: IF THE ANSWER TO QUESTION 1. IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT ANSWER QUESTIONS 2, 3, AND 4. GO ON TO PART VI. IF THE ANSWER IS NO, GO ON THE QUESTIONS 2, 3, AND 4.

2. Is this a merger or consolidation where recordation tax and, if then required to have been paid, transfer tax were paid when the corporation merging out of existence - the corporation consolidating acquired the real property?
   (____)YES (____)NO
3. Is this a merger of a parent corporation into its subsidiary corporation?
   (____)YES (____)NO
4. Is this a merger where a subsidiary corporation is merging into a parent corporatic and the parent corporation:
   A) previously owned real property? (____YES ____NO)
   B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (____YES ____NO)
   C) acquires the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (____YES____NO)

NOTE: IF ALL ANSWERS TO QUESTIONS 2 THROUGH 4 ARE NO, THEN THIS IS A TRANSACTION THAT IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT COMPLETE PART V. GO ON TO PART VI. COMPLETE SECTIONS B,C & D OF PART VI IF THIS IS A TAXABLE TRANSACTION, IF IT IS NOT A TAXABLE TRANSACTION COMPLETE ONLY SECTION C & D OF PART VI.

PART V

FOR USE WHERE REAL PROPERTY IS BEING CONVEYED BY ARTICLES OF TRANSFER.

1. Is this a transaction where real property of the corporation is being transferred for consideration and is subject to recordation and/or transfer taxes? 3069 1518
   (____)YES (____)NO

NOTE: IF THE ANSWER TO QUESTION 1 IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE CONSIDERATION PAID OR TO BE PAID. DO NOT ANSWER QUESTIONS 2, 3 AND 4. GO ON TO PART VI.

CLERK'S NOTATION
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2. Is this a transaction where real property of the corporation is being transferred to its shareholders on the liquidation, dissolution or termination of that corporation? (_____)YES (_____)NO

NOTE: IF THE ANSWER TO QUESTION 2 IS NO, SKIP 2A, 2B AND 2C. OTHERWISE CONTINUE BEGINNING WITH 2A.

Is this real property being transferred to:

2A) a person who was an original shareholder of the corporation?
(_____)YES (_____)NO

2B) a person who is a direct descendent or relative within 2 degrees of a person who was an original shareholder of the corporation?
(_____)YES (_____)NO

2C) a person who acquired the status of shareholder by gift or devise from an original shareholder of the corporation?
(_____)YES (_____)NO

3. Is this real property being transferred between a parent corporation and its subsidiary corporation or between 2 or more subsidiary corporations wholly owned by the same parent corporation and the parent is an original stockholder of the subsidiary corporation, or subsidiary corporations, or became a stockholder of the subsidiary corporation or subsidiary corporations for no consideration nominal consideration or consideration that comprises only the issuance, cancellation, or surrender of stock of a subsidiary corporation? (_____)YES (_____)NO

4. Is this a transfer from a subsidiary corporation to its parent corporation for no consideration, nominal consideration or consideration that comprises only the issuance, cancellation or surrender of a subsidiary's stock where the parent corporati

4A) previously owned the real property? (_____)YES (_____)NO

4B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (_____)YES (_____)NO

4C) acquired the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (_____)YES (_____)NO

NOTE: THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX IF: (1.) THE ANSWER TO QUESTION 2 IS YES AND THE ANSWER TO ANY OF QUESTIONS 2A, 2B, 2C, 3, 4A, 4B OR 4C IS YES; OR (2.) THE ANSWER TO QUESTION 2 IS NO AND THE ANSWER TO ANY OF QUESTIONS 3, 4A, 4B, OR 4C IS YES. IN ALL OTHER CASES, THE TRANSACTIONS IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE ON THE VALUE OF THE PROPERT AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. IN ALL CASES GO ON THE PART VI.

PART VI COMPLETE SECTIONS A, B, C, & D OF PART VI IF PART V QUESTION 1 WAS ANSWERED YES. COMPLETE ONLY SECTIONS B, C & D IF IT IS A TRANSACTION SUBJECT TO RECORDATION AND/OR TRANSFER TAX AND PART V QUESTION 1 WAS ANSWERED NO. IN ALL CASES COMPLETE SECTION C & D.

A.) CONSIDERATION FOR REAL PROPERTY CONVEYED $_____

B.) VALUE OF REAL PROPERTY DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. $_____

C.) ALL PUBLIC TAXES, ASSESSMENTS AND CHARGES DUE ON THE REAL PROPERTY x HAVE _____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)
ALL PERSONAL PROPERTY TAXES DUE BY THE TRANSFEROR IN THE COUNTY WHERE THE REAL PROPERTY IS LOCATED N.A. HAVE _____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)

D.) I HEREBY ACKNOWLEDGE AND AFFIRM UNDER THE PENALTIES OF PERJURY THAT TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF, THE FORECOING REPRESENTATIONS ARE TRUE.

LP Acquisition Corp. — President
(NAME OF CORPORATION) (SIGNATURE AND TITLE)
(MUST BE OFFICER, AGENT OR ATTORNEY OF OI OF THE PARTIES TO THE TRANSFER, MERGER (CONSOLIDATION)

FOR OFFICE USE ONLY
MARYLAND RECORDATION TAX PAID: _____
MARYLAND TRANSFER TAX PAID: _____
LOCAL TRANSFER TAX PAID: _____
( )
TOTAL: _____

APPROVED FOR RECORD ~~9/16/88~~ 10/18/88

BY _____
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CLERK'S NOTATION
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INTEREST IN LAND AFFECTED

Below is a description of the property that is the subject of this Certificate of Conveyance:

Address:	Maryland Route 50 and Yorktown Road, Anne Arundel County, Maryland.
Area:	Approximately 15.484 acres.
Tax Acct. No.	3-0007763113
Tax Map:	41
Block:	19
Parcel:	259
Deed Reference:	Liber 3285/Folio 582

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CLERK'S NOTATION

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BOOK 221 PAGE 782

CERTIFICATE OF [X] MERGER

[ ] TRANSFER

[ ] CONSOLIDATION

[ ] SHARE EXCHANGE

TO: [X] Clerk of the Circuit Court for ANNE ARUNDEL COUNTY

[ ] _____ Office of State Department of Assessments and Taxation

The State Department of Assessments and Taxation of Assessments and Taxation does hereby certify that Articles of MERGER have been filed in this office on SEPTEMBER 30, 1988.

1) The name of each party to the Articles is THE EASTERN SHORE OIL COMPANY (A MD CORP.) INTO SMO, INCORPORATED (A MD CORP.)-SURVIVOR.

2) The name of the successor and the location of its principal office in this State or if it has none, its principal place of business is

SMO, INCORPORATED
N/A
LA PLATA, MD. 00000.

As Witness my hand and the Official seal of the said Department at Baltimore this 13TH day of OCTOBER, 1988.

DEAN W. KITCHEN
CORPORATE ADMINISTRATOR

RECEIVED FOR RECORD
89 APR 10 PM 12: 11
H. ERNLE SCHAFER
CLERK

AT 5-076

3065 2306

0000 0781

CLERK'S NOTATION
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CERTIFICATE OF CONVEYANCE

PART I

1. LOCATION OF LAND BEING CONVEYED (Insert County or Baltimore City) Anne Arundel County, Maryland
2. TRANSFEROR The Eastern Shore Oil Company
3. TRANSFEREE SMO, Incorporated
4. CERTIFICATE OF CONVEYANCE ACCOMPANYING: (PLEASE CHECK APPROPRIATE BOX)
   ____ ARTICLES OF TRANSFER
   X ARTICLES OF MERGER
   ____ ARTICLES OF CONSOLIDATION
   ____ DOCUMENT EVIDENCING MERGER OR CONSOLIDATION OF FOREIGN CORPORATIONS OR FOREIGN LIMITED PARTNERSHIPS
5. INTEREST IN LAND AFFECTED: (SHOWN SEPARATELY FOR EACH PARCEL A DEED REFERENCE AND BRIEF DESCRIPTION PREFERABLY AS SHOWN ON RECENT TAX BILL. ATTACH ADDITIONAL SHEETS IF NECESSARY.) Deed reference and legal description contained on additional sheets.
6. MAILING ADDRESS FOR RECEIPT OF TAX BILL: NAME SMO, Incorporated, ADDRESS 611 North 301 Highway, La Plata, Maryland zip code 20646

PART II 1. Is this a transfer of real property subject to agricultural transfer tax? (____)YES (X)NO

PART III Is this a transfer of real property under a reorganization described in Section 368(A) of the Internal Revenue Code or under Section 371 through Section 374 of the Internal Revenue Code? (X)YES (____)NO

NOTE: IF THE ANSWER TO THE QUESTION IN PART III IS YES, THEN THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX. SKIP THE REST OF THE QUESTIONS IN PART IV, AND PART V AND GO ON TO PART VI. IF THE ANSWER IS NO, CONTINUE ON WITH THE FOLLOWING QUESTIONS.

PART IV FOR USE WHERE PROPERTY IS BEING CONVEYED BY MERGER OR CONSOLIDATION. (PLEASE CHECK APPLICABLE BOXES.)

1. Is this a merger where a limited partnership is a party to the merger? (____)YES (____)NO

NOTE: IF THE ANSWER TO QUESTION 1. IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT ANSWER QUESTIONS 2, 3, AND 4. GO ON TO PART VI. IF THE ANSWER IS NO, GO ON THE QUESTIONS 2, 3, AND 4.

2. Is this a merger or consolidation where recordation tax and, if then required to have been paid, transfer tax were paid when the corporation merging out of existence or the corporation consolidating acquired the real property? (____)YES (____)NO
3. Is this a merger of a parent corporation into its subsidiary corporation? (____)YES (____)NO
4. Is this a merger where a subsidiary corporation is merging into a parent corporation and the parent corporation:
   A) previously owned real property? (____YES ____NO)
   B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (____YES ____NO)
   C) acquires the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (____YES____NO)

NOTE: IF ALL ANSWERS TO QUESTIONS 2 THROUGH 4 ARE NO, THEN THIS IS A TRANSACTION THAT IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT COMPLETE PART V. GO ON TO PART VI. COMPLETE SECTIONS B,C & D OF PART VI IF THIS IS A TAXABLE TRANSACTION, IF IT IS NOT A TAXABLE TRANSACTION COMPLETE ONLY SECTION C & D OF PART VI.

PART V FOR USE WHERE REAL PROPERTY IS BEING CONVEYED BY ARTICLES OF TRANSFER.

1. Is this a transaction where real property of the corporation is being transferred for consideration and is subject to recordation and/or transfer taxes? (____)YES (____)NO

NOTE: IF THE ANSWER TO QUESTION 1 IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE CONSIDERATION PAID OR TO BE PAID. DO NOT ANSWER QUESTIONS 2, 3 AND 4. GO ON TO PART VI.

(OVER)

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2. Is this a transaction where real property of the corporation is being transferred to its shareholders on the liquidation, dissolution or termination of that corporation? (_____)YES (_____)NO

NOTE: IF THE ANSWER TO QUESTION 2 IS NO, SKIP 2A, 2B AND 2C. OTHERWISE CONTINUE BEGINNING WITH 2A.

Is this real property being transferred to:

2A) a person who was an original shareholder of the corporation? (_____)YES (_____)NO

2B) a person who is a direct descendent or relative within 2 degrees of a person who was an original shareholder of the corporation? (_____)YES (_____)NO

2C) a person who acquired the status of shareholder by gift or devise from an original shareholder of the corporation? (_____)YES (_____)NO

3. Is this real property being transferred between a parent corporation and its subsidiary corporation or between 2 or more subsidiary corporations wholly owned by the same parent corporation and the parent is an original stockholder of the subsidiary corporation, or subsidiary corporations, or became a stockholder of the subsidiary corporation or subsidiary corporations for no consideration nominal consideration or consideration that comprises only the issuance, cancellation, or surrender of stock of a subsidiary corporation? (_____)YES (_____)NO

4. Is this a transfer from a subsidiary corporation to its parent corporation for no consideration, nominal consideration or consideration that comprises only the issuance, cancellation or surrender of a subsidiary's stock where the parent corporati

4A) previously owned the real property? (_____)YES (_____)NO

4B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (_____)YES (_____)NO

4C) acquired the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (_____)YES (_____)NO

NOTE: THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX IF: (1.) THE ANSWER TO QUESTION 2 IS YES AND THE ANSWER TO ANY OF QUESTIONS 2A, 2B, 2C, 3, 4A, 4B OR 4C IS YES: OR (2.) THE ANSWER TO QUESTION 2 IS NO AND THE ANSWER TO ANY OF QUESTIONS 3, 4A, 4B, OR 4C IS YES. IN ALL OTHER CASES, THE TRANSACTIONS IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. IN ALL CASES GO ON THE PART VI.

PART VI COMPLETE SECTIONS A, B, C, & D OF PART VI IF PART V QUESTION 1 WAS ANSWERED YES. COMPLETE ONLY SECTIONS B, C & D IF IT IS A TRANSACTION SUBJECT TO RECORDATION AND/OR TRANSFER TAX AND PART V QUESTION 1 WAS ANSWERED NO. IN ALL CASES COMPLETE SECTION C & D.

A.) CONSIDERATION FOR REAL PROPERTY CONVEYED $_____

B.) VALUE OF REAL PROPERTY DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. $_____

C.) ALL PUBLIC TAXES, ASSESSMENTS AND CHARGES DUE ON THE REAL PROPERTY __X__ HAVE _____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE) ALL PERSONAL PROPERTY TAXES DUE BY THE TRANSFEROR IN THE COUNTY WHERE THE REAL PROPERTY IS LOCATED __X__ HAVE _____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE

D.) I HEREBY ACKNOWLEDGE AND AFFIRM UNDER THE PENALTIES OF PERJURY THAT TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF, THE FOREGOING REPRESENTATIONS ARE TRUE.

SMO, Incorporated
(NAME OF CORPORATION)

(SIGNATURE AND TITLE)
(MUST BE OFFICER, AGENT OR ATTORNEY OF ONE OF THE PARTIES TO THE TRANSFER, MERGER OR CONSOLIDATION)

FOR OFFICE USE ONLY
MARYLAND RECORDATION TAX PAID:
MARYLAND TRANSFER TAX PAID:
LOCAL TRANSFER TAX PAID:
( )
TOTAL:

APPROVED FOR RECORD 9/30/88

BY
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CLERK'S NOTATION

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BEGINNING CONTINUE OTHERWISE

Corporation is being a transaction where real property of the corporation is terminated or its shareholders on the liquidation, dissolution or termination

YES ( ) NO ( )

SECTION 2 IS NO, SKIP 2A, 2B AND 2C.

2A Transferred to:

2B Total shareholder of the corporation?

YES ( ) NO ( )

2C Agent or relative within 2 degree of the corporation?

YES ( ) NO ( )

LEGAL DESCRIPTION OF REAL PROPERTY

ALL that lot and parcel of land situate, lying and being in Anne Arundel County and State of Maryland and more particularly described as follows:

BEGINNING at a point where the southernmost side of Solomons Island Road (Md. Route 2) is intersected by the northeasternmost side of Mayo Road (Md. Route 253); thence from the point of beginning so fixed, leaving said side of Mayo Road and binding on the said southernmost side of Solomons Island Road, north 53 degrees 20 minutes 00 seconds east 194.78 feet to a point; thence leaving said Solomons Island Road and binding on part of the second or south 43 degrees 05 minutes east 310 foot line of that conveyance from William Essig and Mary L. Essig, his wife, et al., to Edward M. O'Connor and wife by deed dated November 14, 1952, and recorded among the Land Records of Anne Arundel County in Liber J.H.H. No. 727, folio 393, as now corrected for magnetic declination, south 36 degrees 18 minutes 30 seconds east 141.83 feet to a point; thence leaving said last mentioned line of the whole tract and running for a new line of division now made, south 52 degrees 48 minutes 30 seconds west 121.50 feet to an iron pipe here set on the northwesternmost side of a 3-foot concrete walk; thence for another new line of division now made, south 20 degrees 12 minutes 00 seconds west 91.87 feet to intersect the northeasternmost side of Mayo Road; thence, binding on said side of Mayo Road, north 35 degrees 19 minutes 40 seconds west 193.22 feet to the point of beginning. Containing 0.6853 of an

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4089M

acre of land, more or less, within the bounds of this description according to a survey and plat made by James D. Hicks & Associates dated August 11, 1961.

BEING the same lot of ground described in a SPECIAL WARRANTY DEED dated MARCH 23, 1979 and recorded among the Land Records of ANNE ARUNDEL COUNTY in Liber 3195, folio 217 from REPROCO, INC. to THE EASTERN SHORE OIL COMPANY.

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3962M

EXHIBIT A

LEGAL DESCRIPTION OF REAL PROPERTY

ALL that lot and parcel of land situate, lying and being in Anne Arundel County and State of Maryland and more particularly described as follows:

BEGINNING at a point where the southernmost side of Solomons Island Road (Md. Route 2) is intersected by the northeasternmost side of Mayo Road (Md. Route 253); thence from the point of beginning so fixed, leaving said side of Mayo Road and binding on the said southernmost side of Solomons Island Road, north 53 degrees 20 minutes 00 seconds east 194.78 feet to a point; thence leaving said Solomons Island Road and binding on part of the second or south 43 degrees 05 minutes east 310 foot line of that conveyance from William Essig and Mary L. Essig, his wife, et al., to Edward M. O'Connor and wife by deed dated November 14, 1952, and recorded among the Land Records of Anne Arundel County in Liber J.H.H. No. 727, folio 393, as now corrected for magnetic declination, south 36 degrees 18 minutes 30 seconds east 141.83 feet to a point; thence leaving said last mentioned line of the whole tract and running for a new line of division now made, south 52 degrees 48 minutes 30 seconds west 121.50 feet to an iron pipe here set on the northwesternmost side of a 3-foot concrete walk; thence

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CLERK'S NOTATION
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3962M

for another new line of division now made, south 20 degrees 12 minutes 00 seconds west 91.87 feet to intersect the northeasternmost side of Mayo Road; thence, binding on said side of Mayo Road, north 35 degrees 19 minutes 40 seconds west 193.22 feet to the point of beginning. Containing 0.6853 of an acre of land, more or less, within the bounds of this description according to a survey and plat made by James D. Hicks & Associates dated August 11, 1961.

BEING the same lot of ground described in a SPECIAL WARRANTY DEED dated MARCH 23, 1979 and recorded among the Land Records of ANNE ARUNDEL COUNTY in Liber 3195, folio 217 from REPROCO, INC. to THE EASTERN SHORE OIL COMPANY.

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0000 0787

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BOOK 221 PAGE 789

CERTIFICATE OF [ ] MERGER

[X] TRANSFER

[ ] CONSOLIDATION

[ ] SHARE EXCHANGE

TO: [X] Clerk of the Circuit Court for ANNE ARUNDEL COUNTY

[ ] _____ Office of State Department of Assessments and Taxation

The State Department of Assessments and Taxation of Assessments and Taxation does hereby certify that Articles of TRANSFER have been filed in this office on SEPTEMBER 27, 1988.

1) The name of each party to the Articles is ARL DEVELOPMENT CORP. (A MD CORP.)-TRANSFEROR AND FTL CORP. (A MD CORP.)-TRANSFEREE.

2) The name of the successor and the location of its principal office in this State or if it has none, its principal place of business is

FTL CORP.
110 WEST ROAD
BALTIMORE, MD. 21204.

As Witness my hand and the Official seal of the said Department at Baltimore this 10TH day of OCTOBER, 1988.

DEAN W. KITCHEN
CORPORATE ADMINISTRTOR

89 APR 10 PM 12: 11
H. EARLE SCHAFER
CLERK

AT 5-076

274174

3064 2569

0000 0788

CLERK'S NOTATION
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CERTIFICATE OF CONVEYANCE

PART I. 1. LOCATION OF LAND BEING CONVEYED (Insert County or Baltimore City)
Anne Arundel County

2. TRANSFEROR ARL DEVELOPMENT CORP.

3. TRANSFEREE FTL CORP.

4. CERTIFICATE OF CONVEYANCE ACCOMPANYING:
(PLEASE CHECK APPROPRIATE BOX) X ARTICLES OF TRANSFER

___ARTICLES OF MERGER ___ARTICLES OF CONSOLIDATION

___DOCUMENT EVIDENCING MERGER OR CONSOLIDATION OF FOREIGN CORPORATIONS

5. INTEREST IN LAND AFFECTED. (SHOW SEPARATELY FOR EACH PARCEL A DEED REFERENCE AND BRIEF DESCRIPTION PREFERABLY AS SHOWN ON RECENT TAX BILL. ATTACH ADDITIONAL SHEETS IF NECESSARY.)
See Attached

6. MAILING ADDRESS FOR RECEIPT OF TAX BILLS: NAME FTL CORP.
, ADDRESS 110 West Road
Baltimore, Maryland zip code 21204

PART II. FOR USE WHERE PROPERTY IS BEING CONVEYED BY MERGER OR CONSOLIDATION. (PLEASE CHECK APPLICABLE BOXES.)

1. Is this a merger or consolidation where recordation tax and, if then required to have been paid, transfer tax were paid when the corporation merging out of existence or the corporation consolidating acquired the real property?

(____)YES (____)NO

2. Is this a merger of a parent corporation into its subsidiary corporation?

(____)YES (____)NO

(____)YES (____)NO

3. Is this a merger where a subsidiary corporation is merging into a parent corporation and the parent corporation:

A.) previously owned real property? (___YES___NO)
B.) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (____)YES (____)NO
C.) acquires the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (____)YES (____)NO

NOTE: IF ALL ANSWERS TO QUESTIONS 1 THROUGH 3 ARE NO, THEN THIS IS A TRANSACTION THAT IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT COMPLETE SECTION III. GO ON TO PART IV. COMPLETE SECTIONS B & C OF PART IV IF THIS IS A TAXABLE TRANSACTION. IF IT IS NOT A TAXABLE TRANSACTION COMPLETE ONLY SECTION C OF PART IV.

PART III. FOR USE WHERE REAL PROPERTY IS BEING CONVEYED BY ARTICLES OF TRANSFER.

1. Is this transfer of real property subject to agricultural transfer tax? (____)YES (X)NO

2. Is this a transaction where real property of the corporation is being transferred for consideration and is subject to recordation and/or transfer taxes? (____)YES (X)NO

NOTE: IF THE ANSWER TO QUESTION 2 IS YES, THE TRANSACTION IS TAXABLE BASED ON THE CONSIDERATION PAID OR TO BE PAID. DO NOT ANSWER ANSWER QUESTIONS 3, 4 AND 5. GO ON TO PART IV.

3. Is this a transfer of real property under a reorganization described in §368(A) of the Internal Revenue Code or under §371 through 374 of the Internal Revenue Code? (____)YES (X)NO

NOTE: IF THE ANSWER TO QUESTION 3 IS YES, THEN THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX. SKIP THE REST OF THE QUESTIONS IN PART III AND GO ON TO PART IV. IF THE ANSWER IS NO, CONTINUE ON WITH QUESTION 4.

(OVER)

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CLERK'S NOTATION
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. Is this a transaction where real property of the corporation is being transferred to its shareholders on the liquidation, dissolution or termination of that corporation? (____)YES (_X_)NO

F THE ANSWER TO QUESTION 4 IS YES, PLEASE ANSWER QUESTIONS 4A, 4B AND 4C. NSWER IS NO, SKIP QUESTIONS 4A, 4B AND 4C AND GO ON TO QUESTION 5.

Is this real property being transferred to:

4A.) a person who was an original shareholder of the corporation? (____)YES (____)NO

4B.) a person who is a direct descendent or relative within 2 degrees of a person who was an original shareholder of the corporation? (____)YES (____)NO

4C.) a person who acquired the status of shareholder by gift or devise from an original shareholder of the corporation? (____)YES (____)NO

5. Is this real property being transferred between a parent corporation and its subsidiary corporation or between 2 or more subsidiary corporations wholly owned by the same parent corporation and the parent is an original stockholder of the subsidiary corporation, or subsidiary corporations, or became a stockholder of the subsidiary corporation or subsidiary corporations for no consideration nominal consideration or consideration that comprises only the issuance, cancellation, or surrender of stock of a subsidiary corporation? (_X_)YES (____)NO

6. Is this a transfer from a subsidiary corporation to its parent corporation for no consideration, nominal consideration or consideration that comprises only the issuance, cancellation or surrender of a subsidiary's stock where the parent corporation:

6A.) previously owned the real property? (____)YES (____)NO

6B.) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (____)YES (____)NO

6C.) acquired the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (____)YES (____)NO

NOTE: THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX IF: (1) THE ANSWER TO QUESTION 4 IS YES AND THE ANSWER TO ANY OF QUESTIONS 4A, 4B, 4C, 5, 6A, 6B OR 6C IS YES; OR (2) THE ANSWER TO QUESTION 4 IS NO AND THE ANSWER TO ANY OF QUESTIONS 5, 6A, 6B OR 6C IS YES. IN ALL OTHER CASES, THE TRANSACTION IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. IN ALL CASES GO ON TO PART IV.

PART IV. COMPLETE SECTIONS A, B & C OF PART IV IF PART III QUESTIONS 2 WAS ANSWERED YES. COMPLETE ONLY SECTIONS B & C IF IT IS A TRANSACTION SUBJECT TO RECORDATION AND/OR TRANSFER TAX AND PART III QUESTION 2 WAS ANSWERED NO. IN ALL CASES COMPLETE SECTION C.

A.) CONSIDERATION FOR REAL PROPERTY CONVEYED $_____

B.) VALUE OF REAL PROPERTY DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. $_____

C.) I HEREBY ACKNOWLEDGE AND AFFIRM UNDER THE PENALTIES OF PERJURY THAT TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF, THE FOREGOING REPRESENTATIONS ARE TRUE.

Thomas F. X. Grover, Treasurer
(SIGNATURE AND TITLE)
(MUST BE OFFICER OR ATTORNEY OF ONE OF THE PARTIES TO THE TRANSFER, MERGER OR CONSOLIDATION)
Thomas F. X. Grover, Treasurer

(NAME OF CORPORATION)
ARL DEVELOPMENT CORP.

OFFICE USE ONLY
LAND RECORDATION TAX PAID: _____
AND TRANSFER TAX PAID: _____
TRANSFER TAX PAID: _____
)

RECORD 9/27/88

BY _____
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

3064 2571

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

OREGON AVENUE PROPERTY

Beginning for the same at a point on the south side of Oregon Avenue, 30 feet wide, said point being also the point of beginning of a Deed from Charles W. Williams & Associates, Inc. unto The Arundel Corporation, dated October 20, 1958, and recorded among the Land Records of Anne Arundel County in Liber 1247, Folio 193, thence with the outline of the tract as now surveyed, the ten following courses and distances viz:

(1) South 20°-59'-38" west, 142.74',
(2) South 69°-00'-22" east, 79.60',
(3) North 35°-37'-04" east, 142.79',
(4) North 35°-37'-09" east, 589.19',
(5) North 23°-11'-39" west, 144.79',
(6) North 67°-18'-34" west, 360.09',
(7) North 85°-15'-27" west, 834.31',
(8) South 00°-07'-24" west, 451.50',
(9) North 89°-40'-15" east, 149.00',
(10) South 00°-04'-18" east, 291.88'

to intersect the north side of Oregon Avenue, thence along the north side of Oregon Avenue south 89°-48'-39" east, 623.66' to the end thereof, thence crossing the end of Oregon Avenue south 00°-11'-21" west, 30.00' to the place of beginning.

Containing 16.931 acres of land more or less.

Being the same tract of land which was conveyed by Deed dated December 29, 1987 and recorded among the Land Records of Anne Arundel County, Maryland in Liber 4523, folio 903.

3055N-1

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 793

CERTIFICATE OF

[ ] MERGER
[XX] TRANSFER
[ ] CONSOLIDATION
[ ] SHARE EXCHANGE

TO: [XX] Clerk of the Circuit Court for ANNE ARUNDEL COUNTY (LAND RECORD)

[ ] _____ Office of State Department of Assessments and Taxation

The State Department of Assessments and Taxation of Assessments and Taxation does hereby certify that Articles of TRANSFER have been filed in this office on October 20, 1988 at 10:13 a.m.

1) The name of each party to the Articles is SOUTH RIVER THEATRE CORPORATION (A MD. CORP.)-TRANSFEROR and RIVERBAY ASSOCIATES (A MD. GEN. PARTNERSHIP)-TRANSFEREE.

2) The name of the successor and the location of its principal office in this State or if it has none, its principal place of business is RIVERBAY ASSOCIATES (A MD. GEN. PARTNERSHIP).

As Witness my hand and the Official seal of the said Department at Baltimore this 21st day of October, 1988.

Dean W. Kitchen
Corporate Administrator

89 APR 10 PM 12: 11
H. EARLE SCHAFER
CLERK

AT 5-076

242705

3069 1464

0000 0792

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CERTIFICATE OF CONVEYANCE

PART I

1. LOCATION OF LAND BEING CONVEYED (Insert County or Baltimore City)
51 Forest Drive, Annapolis, Anne Arundel County, Maryland

2. TRANSFEROR South River Theatre Corporation

3. TRANSFEREE Riverbay Associates

4. CERTIFICATE OF CONVEYANCE ACCOMPANYING:
(PLEASE CHECK APPROPRIATE BOX)

X ARTICLES OF TRANSFER

____ ARTICLES OF MERGER

____ ARTICLES OF CONSOLIDATION

____ DOCUMENT EVIDENCING MERGER OR CONSOLIDATION OF FOREIGN CORPORATIONS OR FOREIGN LIMITED PARTNERSHIPS

5. INTEREST IN LAND AFFECTED: (SHOWN SEPARATELY FOR EACH PARCEL A DEED REFERENCE AND BRIEF DESCRIPTION PREFERABLY AS SHOWN ON RECENT TAX BILL. ATTACH ADDITIONAL SHEETS IF NECESSARY.) Deed Reference: Liber 927; Folio 354;
1.01 Acres Forest Drive & Route 2, Parole

6. MAILING ADDRESS FOR RECEIPT OF TAX BILL: NAME Mr. John Bruno, Partner, ADDRESS Riverbay Associates, 920 Bestgate Road
Annapolis, Maryland zip code 21401

PART II 1. Is this a transfer of real property subject to agricultural transfer tax?
(____)YES (X)NO

PART III Is this a transfer of real property under a reorganization described in Section 368(A) of the Internal Revenue Code or under Section 371 through Section 374 of the Internal Revenue Code? (____)YES (X)NO

NOTE: IF THE ANSWER TO THE QUESTION IN PART III IS YES, THEN THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX. SKIP THE REST OF THE QUESTIONS IN PART IV, AND PART V AND GO ON TO PART VI. IF THE ANSWER IS NO, CONTINUE ON WITH THE FOLLOWING QUESTIONS.

PART IV FOR USE WHERE PROPERTY IS BEING CONVEYED BY MERGER OR CONSOLIDATION. (PLEASE CHECK APPLICABLE BOXES.)

1. Is this a merger where a limited partnership is a party to the merger?
(____)YES (X)NO

NOTE: IF THE ANSWER TO QUESTION 1. IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT ANSWER QUESTIONS 2, 3, AND 4. GO ON TO PART VI. IF THE ANSWER IS NO, GO ON THE QUESTIONS 2, 3, AND 4.

2. Is this a merger or consolidation where recordation tax and, if then required to have been paid, transfer tax were paid when the corporation merging out of existence or the corporation consolidating acquired the real property?
(____)YES (X)NO

3. Is this a merger of a parent corporation into its subsidiary corporation?
(____)YES (X)NO

4. Is this a merger where a subsidiary corporation is merging into a parent corporation and the parent corporation:

A) previously owned real property? (____YES X NO)
B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (____YES X NO)
C) acquires the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (____YES X NO)

NOTE: IF ALL ANSWERS TO QUESTIONS 2 THROUGH 4 ARE NO, THEN THIS IS A TRANSACTION THAT IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND TRANSFER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE BASED ON THE VALUE OF THE PROPERTY AS DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. DO NOT COMPLETE PART V. GO ON TO PART VI. COMPLETE SECTIONS B,C & D OF PART VI IF THIS IS A TAXABLE TRANSACTION, IF IT IS NOT A TAXABLE TRANSACTION COMPLETE ONLY SECTION C & D OF PART VI.

PART V FOR USE WHERE REAL PROPERTY IS BEING CONVEYED BY ARTICLES OF TRANSFER.

1. Is this a transaction where real property of the corporation is being transferred for consideration and is subject to recordation and/or transfer taxes?
(____)YES (____)NO

NOTE: IF THE ANSWER TO QUESTION 1 IS YES, THE TRANSACTION IS TAXABLE AND THE TAX IS BASED ON THE CONSIDERATION PAID OR TO BE PAID. DO NOT ANSWER QUESTIONS 2, 3 AND 4. GO ON TO PART VI.

(OVER)

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

2. Is this a transaction where real property of the corporation is being transferred to its shareholders on the liquidation, dissolution or termination of that corporation? (_____)YES (_X_)NO

E: IF THE ANSWER TO QUESTION 2 IS NO, SKIP 2A, 2B AND 2C. OTHERWISE CONTINUE BEGINNING H 2A.

Is this real property being transferred to:

2A) a person who was an original shareholder of the corporation?
(_____)YES (_____)NO

2B) a person who is a direct descendent or relative within 2 degrees of a person who was an original shareholder of the corporation?
(_____)YES (_____)NO

2C) a person who acquired the status of shareholder by gift or devise from an original shareholder of the corporation?
(_____)YES (_____)NO

3. Is this real property being transferred between a parent corporation and its subsidiary corporation or between 2 or more subsidiary corporations wholly owned by the same parent corporation and the parent is an original stockholder of the subsidiary corporation, or subsidiary corporations, or became a stockholder of the subsidiary corporation or subsidiary corporations for no consideration nominal consideration or consideration that comprises only the issuance, cancellation, or surrender of stock of a subsidiary corporation? (_____)YES (_X_)NO

4. Is this a transfer from a subsidiary corporation to its parent corporation for no consideration, nominal consideration or consideration that comprises only the issuance, cancellation or surrender of a subsidiary's stock where the parent corporation:

4A) previously owned the real property? (_____)YES (_X_)NO

4B) owns the stock of the subsidiary and has owned that stock for a period greater than 18 months? (_____)YES (_X_)NO

4C) acquired the stock of a subsidiary corporation which has been in existence and has owned the real property for a period of 2 years? (_____)YES (_X_)NO

THIS TRANSACTION IS NOT SUBJECT TO RECORDATION AND/OR TRANSFER TAX IF: (1.) THE ANSWER STION 2 IS YES AND THE ANSWER TO ANY OF QUESTIONS 2A, 2B, 2C, 3, 4A, 4B OR 4C IS YES;) THE ANSWER TO QUESTION 2 IS NO AND THE ANSWER TO ANY OF QUESTIONS 3, 4A, 4B, OR 4C . IN ALL OTHER CASES, THE TRANSACTIONS IS SUBJECT TO MARYLAND RECORDATION TAX, MARYLAND ER TAX, AND IF APPLICABLE, LOCAL TRANSFER TAX. THE TAXES ARE ON THE VALUE OF THE PROPERTY ERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE CTION. IN ALL CASES GO ON THE PART VI.

: COMPLETE SECTIONS A, B, C, & D OF PART VI IF PART V QUESTION 1 WAS ANSWERED YES. COMPLETE ONLY SECTIONS B, C & D IF IT IS A TRANSACTION SUBJECT TO RECORDATION AND/OR TRANSFER TAX AND PART V QUESTION 1 WAS ANSWERED NO. IN ALL CASES COMPLETE SECTION C & D.

A.) CONSIDERATION FOR REAL PROPERTY CONVEYED $_____

B.) VALUE OF REAL PROPERTY DETERMINED BY THE DEPARTMENT AT THE DATE OF FINALITY IMMEDIATELY BEFORE THE DATE OF THE TRANSACTION. $ 495,175.00 (Land & Buildings)

C.) ALL PUBLIC TAXES, ASSESSMENTS AND CHARGES DUE ON THE REAL PROPERTY _X_ HAVE ____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)
ALL PERSONAL PROPERTY TAXES ~~DUE BY THE~~ TRANSFEROR IN THE COUNTY WHERE THE REAL PROPERTY IS LOCATED _X_ HAVE ____ HAVE NOT BEEN PAID. (PLEASE CHECK ONE)

D.) I HEREBY ACKNOWLEDGE AND AFFIRM UNDER THE PENALTIES OF PERJURY THAT TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF, THE FORESOING REPRESENTATIONS ARE TRUE.

South River Theatre Corporation
(NAME OF CORPORATION)

[signature], ASSISTANT SECRETARY
(SIGNATURE AND TITLE)
(MUST BE OFFICER, AGENT OR ATTORNEY OF ONE OF THE PARTIES TO THE TRANSFER, MERGER OR CONSOLIDATION)

CE USE ONLY
~~RECORDATION~~ TAX PAID transfer: 5750
~~TRANSFER~~ TAX PAID recordation: 3795
NSFER TAX PAID: Local 11 500
Anne Arundel Co
21 045

FOR RECORD 10-20-88

BY [signature]
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

3069 1466

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 796

ACTION BY DIRECTORS
OF RU-EL LABORATORIES, LTD.

I HEREBY CERTIFY that the following Resolutions have been duly adopted by the Board of Directors of Ru-El Laboratories, Ltd.

RESOLVED, that the principal office of the Corporation is 91 Aquahart Road, Glen Burnie, Maryland 21061.

FURTHER RESOLVED, that the Resident Agent of the Corporation is Albert B. Cowing, 91 Aquahart Road, Glen Burnie, Maryland 21061. Said Resident Agent is over the age of 18 and actually resides within this State.

October 19, 1988

ALBERT B. COWING, Secretary

RM

RECEIVED FOR RECORD
89 APR 10 PM 12: 11
M. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
10/25/88 at 8:55 A.M.

RU-EL.RES
(BW16)
10/19/88

1988 OCT 25 A 8:55

82998040

0000 0795

BOOK 221 PAGE 797

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D1502012 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
73		Certificate of Merger/Transfer
70	$10.00	Recording Fee
80		For. Limited Partnership
81		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
82		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
		Other _____
		Other _____
TOTAL FEES	$10.00	

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: Agnew, Hamm & Frang
401 Washington Ave.
Suite 502
Towson, MD 21204

NOTE:

___1___ Check _____ Cash

___1___ Documents on ___1___ checks

APPROVED BY: _____

3071 1323

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 798

CHANGE OF PRINCIPAL OFFICE
OF
RU-EL LABORATORIES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 25, 1988 AT 8:55 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$	$ 10.00	$

D1502012

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
AZRAEL, GANN & FRANZ
401 WASHINGTON AVENUE, STE. 502
TOWSON MD 21204

083C3022510

A 276522

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3071 1321

0000 0797

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 799

ARTICLES OF REVIVAL

OF

RPS HOMES, INC.

A Maryland Corporation

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10-25-88 at 10:31 a.m.

1. The name of the Corporation (which hereafter is called the Corporation), for which these Articles of Revival are filed is, "RPS Homes, Inc."

2. The Corporation will use the name, "RPS Homes, Inc." after its Articles are revived.

3. The principal office of the Corporation is 1903 Main Avenue, Pasadena, Anne Arundel County, Maryland 21122.

4. The resident agent of the Corporation shall be Ronald P. Sesney, 1903 Main Avenue, Pasadena, Anne Arundel County, Maryland 21122.

5. These Articles of Revival are for the purpose of reviving the charter of the Corporation known as "RPS Homes, Inc."

83008046

1988 OCT 25 A 10: 31

RECEIVED FOR RECORD
89 APR 10 PM 12: 11
H. EALE SCHAFER
CLERK

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

6. That the Corporation has at the time of the filing of these Articles of Revival or prior thereto, paid the fees required by law, filed its annual reports which should be filed by the corporation had its charter not been forfeited, and paid all state and local taxes and all interest and penalties thereon which would have been done if the charter had not been forfeited or not barred by limitations.

7. That the undersigned are all of the last acting officers and directors, and are all of the shareholders of the corporation.

IN WITNESS WHEREOF, we have signed these Articles this 29th day of October, 1988, and severally acknowledge the same to be our Act.

Witness:

Deborah Sesney,
Last Acting President

Ronald Sesney
Last Acting Vice President

Carlyn Stewart,
Last Acting Secretary-Treasurer

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Deborah Sesney, Last Acting President of RPS Homes, 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 charger had not been forfeited whether or not barred by limitations.

Deborah Sesney

I hereby certify that on this 24th day of October, 1988, before me, the subscriber, a Notary Public of the State of Maryland in and for Anne Arundel County, personally appeared Deborah Sesney and made oath under the penalties of perjury that the matters and facts set forth herein are true and correct to the best of her knowledge, information and belief.

AS WITNESS MY HAND AND SEAL:

Faith J Schmidt
Notary Public

My commission expires 7-1-90

BOOK 221 PAGE 802

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 18 BUSINESS CODE 03 COUNTY 52

D 2046076 ___P.A ___Religious ___Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66	20	Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 3.00
56		Penalty 9
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75	30	Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31	6	1 Corp. Good Standing 81852
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	65	

✓Check _____Cash

_____ Documents on _____ checks

APPROVED BY: JW

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: Ronald Seaney
1903 Main Ave
Pasadena Md
21122

NOTE:

CERTIFIED COPY MADE

3071 1181

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0801

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 803

THE ARTICLES OF REVIVAL
OF
RPS HOMES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 25, 1988 AT 10:31 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

D2046076

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 SESNEY
1903 MAIN AVENUE
PASADENA MD 21122

083C3022490

A 276502

3071 ~~417~~ 1177

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

0080 0802

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 804

M

KOLB & HOAGLAND, CHARTERED

ARTICLES OF AMENDMENT

Kolb & Hoagland, Chartered, a Maryland corporation, having its principal office at Suite 201, 7 Old Solomons Island Road, Annapolis, Maryland (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by deleting therefrom in its entirety Article Second and by substituting in lieu thereof the following new Article Second:

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is Roy A. Hoagland, P.A.

SECOND: The Charter of the Corporation is hereby amended by deleting therefrom in its entirety Article Fourth and by substituting in lieu thereof the following new Article Fourth:

FOURTH: The post office address of the principal office of the Corporation in this State is Suite 201, 7 Old Solomons Island Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Roy A. Hoagland, 1434 Mariner Drive, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this State.

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 amendment and by written informal action unanimously taken by the Stockholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the Stockholders of the Corporation duly approved said amendment.

89 APR 10 PM 12: 10

RECEIVED FOR RECORD
M. ELE SCHAFER
CLERK

RM

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

1988 OCT 20 P 1:57

629558060

30071 0666

APPROVED FOR RECORD
10-20-88 at 1:57 p.m.

0000 0803

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 805

N WITNESS WHEREOF, Kolb & Hoagland, Chartered has caused presents to be signed in its name and on its behalf by its dent and its corporate seal to be hereunder affixed and sted by its Secretary on this 19th day of October, 96, and its President acknowledges that these Articles of endment are the act and deed of Kolb & Hoagland, Chartered and, der the penalties of perjury, that the matters and facts set orth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

KOLB & HOAGLAND, CHARTERED

By: Roy A. Hoagland
President

ATTEST:

Loral R. Hoagland
Secretary

3071 0667

BOOK 221 PAGE 806

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 09a BUSINESS CODE CO COUNTY 52

D 1988278

✓ 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 Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____

TOTAL FEES 20

✓ Check _____ Cash

1 Documents on 1 checks

APPROVED BY: MSC

Name Change (New Name) Roy A Hoagland, P.A.

✓ 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: Roy A Hoagland
Ste 201
~~20~~ 20 Old Solomons Island Rd.
Annap Md 21401

NOTE:

3071 0668

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0805

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 807

ARTICLES OF AMENDMENT
OF
KOLB & HOAGLAND, CHARTERED
CHANGING ITS NAME TO:
ROY A. HOAGLAND, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 20, 1988 AT 1:57 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	$

D1988278

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
ROY A. HOAGLAND
7 OLD SOLOMONS ISLAND ROAD
SUITE 201
ANNAPOLIS MD 21401

082C3022378

A 276361

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 3071 0665
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-24-88 at 9:22a

BOOK 221 PAGE 808

CATON DIGITAL SYSTEMS CORPORATION

(a close corporation under Corporations and Associations Article, Section 4-201)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Andrzej Wasicki, whose post office address is 3141 Apt. E Wheaton Way, Ellicott City, Maryland 21043, 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 CATON DIGITAL SYSTEMS CORPORATION.

THIRD: The Corporation shall be a close corporation as authorized by Section 4-201 of the Corporations and Associations Article of the Annotated Code of Maryland.

FOURTH: The purposes for which the Corporation is formed are as follows: to engage in the business of distribution and sale, retail and wholesale, of computer hardware and software; the wholesale and retail distribution, repair and service of computers and related equipment; and to do any and every act or acts, thing or things, necessary or incident to, growing out of, connected with the usual conduct of such businesses and for the accomplishment of any of such purposes.

89 APR 10 PM 12:11
N. ERLE SCHAFER
CLERK

1988 OCT 24 A 9:22

JOHN A. SCARDINA
Attorney-at-Law
607 S. Camp Meade Rd.
Linthicum, Md. 21090
Anne Arundel County
(301) 859-3330

3071 0270
82988321

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 808 Barkwood Court, Linthicum, Maryland 21090. The name and post office address of the resident agent is as follows: Andrzej Wasicki, 3141 Apt. E Wheaton Way, Ellicott City, Maryland 21043. Said resident agent is a resident of Maryland and actually resides therein.

SIXTH: The total number of shares which the Corporation has authority to issue is one hundred (100) shares without par value, all of one class.

The following is a description of the stock of the Corporation: Eighty (80) shares of Common Stock with each share having full voting rights and Twenty (20) shares of Common Stock, non-voting. All Common Stock shall have dividend rights, as well as the right to share in assets upon dissolution and, with each share attaches the right, a pre-emptive right, to purchase new issues of the Corporation's stock on a basis proportionate to ownership prior to the new issue.

SEVENTH: After the completion of the organization meeting of the directors and the issuance of one (1) or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have one (1) director, whose name is: Marek Majewski.

JOHN A. SCARDINA
Attorney-at-Law
607 S. Camp Meade Rd.
Linthicum, Md. 21090
Anne Arundel County
(301) 859-3330

3071 0271

CLERK'S NOTATION

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EIGHTH: The following provisions are hereby adopted for purposes of defining, limiting, and regulating the powers of the Corporation and Stockholders: The Corporation and Stockholders shall have the power to do all things necessary to achieve and accomplish the purposes of the Corporation; and the Stockholders shall direct and govern the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these ARTICLES OF INCORPORATION and acknowledge the same to be my act on this 21st day of October, 1988.

WITNESS:

Margaret V. Hofmann

ANDRZEJ WASICKI

JOHN A. SCARDINA
Attorney-at-Law
607 S. Camp Meade Rd.
Linthicum, Md. 21090
Anne Arundel County
(301) 859-3330

3071 0272

0000 0809

BOOK 221 PAGE 811

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: _____
John Scardina
607 S. Camp Meade Rd.
Linthicum, Md
21090

NOTE:

TOTAL FEES 40

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JS

3071 0273

0000 0810

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 812

ARTICLES OF INCORPORATION
OF
CATON DIGITAL SYSTEMS CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 24, 1988 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	$

02659324

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 SCARDINA
607 S. CAMP MEADE RD.
LINTHICUM MD 21090

082C3022334

A 276326

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO, 3071 0269

ATS-002

0000 0811

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 813

ARTICLES OF INCORPORATION

OF

CONTRACT MATERIALS PROCESSING, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10-21-88 at 9:09a.m.

FIRST: I, Paul S. Richter, of 2020 K Street, N.W., Washington, D.C. 20006, being over the age of twenty-one (21) years, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, adopt the following Articles of Incorporation.

SECOND: The name of the Corporation is :

CONTRACT MATERIALS PROCESSING, INC.

THIRD: The purposes for which the Corporation is formed are: To engage in the business of advisers, consultants and managers in all branches of business, and to contract for, acquire, plan, superintend, manage, operate, cooperate with, and assist in the maintenance and operation of business enterprises of any and every kind.

To engage in businesses of all other types and kinds which are required by law to be stated in the Articles of Incorporation.

To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, partner, or otherwise, either alone or through or in conjunction with any person, firm, partnership, 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

69 APR 10 PM 12: 11
H. ERLE SCHAFER
CLERK

1988 OCT 21 A 9:09

3071 0221

82958050

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

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 articles of these Articles of Incorporation or any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

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 place at which the principal office of the Corporaiton in this State will be located is Route 10, 1646 Homewood Road, Annapolis, Maryland 21401. The Resident Agent of the Corporation is Edwin W. Albers, whose post office address is Route 10, 1646 Homewood Road, Annapolis, Maryland 21401. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

3071 0222

0000 0813

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

FIFTH: The total number of shares of stock which the Corporation shall have authority to issue is One Thousand (1,000) shares, all of one class, of the par value of One Dollar ($1.00) each and of the aggregate par value of One Thousand Dollars ($1,000).

SIXTH: It being expected initially that the Corporation will have only a single stockholder, the number of directors of the Corporation shall be one (1), which number shall be automatically increased to correspond to the number of different stockholders, but not to exceed three (3) different stockholders, provided, however, that the by-laws of the Corporation may provide for a larger number of directors. The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Edwin W. Albers whose address is Route 10, 1646 Homewood Road, Annapolis, Maryland 21401.

SEVENTH: The duration of the Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned incorporator of CONTRACT MATERIALS PROCESSING, INC. who executed the foregoing Articles of Incorporation hereby acknowledges the same to be his act and further acknowledges that, to the best of his knowledge the matters and facts set forth therein are true in all material respects under the penalties of perjury.

DATED the 19th day of October, 1988.

Paul S. Richter

Paul S. Richter

3071 0223

0000 0814

BOOK 221 PAGE 816

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 30
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	49	

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: Paul Richter
2020 K St, NW
350
Wash DC 20006

NOTE:

___/___ Check _____ Cash

1 Documents on 2 checks

3071 0224

APPROVED BY: JW

0000 0815

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 817

ARTICLES OF INCORPORATION
OF
CONTRACT MATERIALS PROCESSING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1988 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:
$ 20.00	$ 20.00	$

D2659225

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
PAUL RICHTER
2020 K STREET, N.W. #350
WASHINGTON DC 20006

08203022324

A 276316

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3071 0220

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

0888 8816

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 818

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10/21/88 at 2:00 p.m.

ARTICLES OF INCORPORATION

OF

ANNAPOLIS BANCSHARES, INC.

THIS IS TO CERTIFY:

FIRST: That I, John W. Marhefka, Jr., whose post office address is 998 Old Epping Forest Road, Annapolis, Anne Arundel County, Maryland 21401, being at least 18 years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: That the name of the corporation is ANNAPOLIS BANCSHARES, INC. (hereinafter referred to as the "Corporation").

THIRD: That the purposes for which the Corporation is formed are:

(a) To purchase, subscribe for, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities, contracts, or obligations of any corporation or corporations, association or associations, domestic or foreign, and to pay in whole or in part or in part in cash or by exchanging stocks, bonds, or other evidences of indebtedness or securities of this or any other corporation, and while the owner or holder of any real or

RECEIVED FOR RECORD

89 APR 10 PM 12: 11

H. EMLE SCHAFER
CLERK

82958409

3071 0205

CLERK'S NOTATION
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personal property, stocks, bonds, debentures, notes, evidences of indebtedness or other securities, contracts or obligations, to receive, collect, and dispose of the interest, dividends and income arising from the property, and to possess and exercise in respect of the same, all the rights, powers and privileges of ownership, including all voting powers on any stocks so owned.

(b) To aid either by loans or by guaranty of securities or in any other manner, any corporation, domestic or foreign, any shares of stock, or any bonds, debentures, evidences of indebtedness or other securities of which are held by this Corporation or in which it shall have any interest, and to do any acts designed to protect, preserve, improve, or enhance the value of any property at any time held or controlled by this Corporation or in which it at that time may be interested.

(c) To enter into, make, perform and carry out contracts of any kind for any lawful purpose with any persons, firms, associations or corporations.

(d) To purchase, acquire, lease, own and enjoy any other property, real or personal, as may be reasonably necessary for the carrying on of the business of the Corporation.

(e) To engage in any other lawful purpose and business.

(f) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

3071 0206

0000 0818

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

FOURTH: That the post office address of the principal office of the Corporation in this State is 1900 Fairfax Road, Annapolis, Anne Arundel County, Maryland 21401.

FIFTH: That the name and post office address of the Resident Agent of the Corporation in this State is John W. Marhefka, Jr., 998 Old Epping Forest Road, Annapolis, Anne Arundel County, Maryland 21401. Said Resident Agent is an individual residing in the State of Maryland at the above address.

SIXTH: That the total number of shares of capital stock which the Corporation has authority to issue is Five Million (5,000,000) shares of Common Stock, with a par value One Dollar ($1.00) per share ("Common Stock") and One Million (1,000,000) shares of Preferred Stock, with a par value of One Dollar ($1.00) per share ("Preferred Stock"). The Board of Directors is expressly vested with authority to divide the Preferred Stock into and issue the same in series and, to the fullest extent permitted by law, to fix and determine the preferences, limitations and relative rights of the shares of any series so established, and to provide for the issuance thereof. Prior to issuance of any share of a series of stock, the Board of Directors shall establish such series by adopting a resolution setting forth the designation and number of shares of the series and the preferences, limitations and relative rights thereof, and

3071 0207

0000 0819

CLERK'S NOTATION
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the Corporation shall file with the State Department of Assessments and Taxation articles of amendment as required by law.

SEVENTH: That the number of Directors of the Corporation shall be at least six (6), and not greater than fifteen (15), which number may be increased or decreased pursuant to the Bylaws of the Corporation and in accordance with the Corporations and Associations Article of the Annotated Code of Maryland. That the names of the directors who shall act until the first annual meeting and until their successors are duly chosen and qualified are: John W. Marhefka, Jr., Patrick J. Hughes, Ronald B. Hollander, Stanley H. Katsef, Michael Weinberg and D. Jeffrey Rice.

EIGHTH:

(a) That the Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(b) That the Board of Directors of the Corporation may classify or reclassify any unissued shares of its stock by setting or changing, from time to time before issuance of such shares of stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends,

3071 0208

0000 0820

CLERK'S NOTATION
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qualifications, or terms or conditions of redemption of such shares.

(c) That, except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

That the enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this of 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:

(a) As used in this Article NINTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time, (the "Indemnification Section"), shall have the same meaning as provided in the Indemnification Section.

3071 0209

0000 0821

CLERK'S NOTATION

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(b) The Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to a director, officer, employee or agent in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

TENTH: To the maximum extent that Maryland law in effect from time to time permits limitation of the liability of directors and officers, no director or officer of the Corporation shall be liable to the Corporation or its stockholders for money damages. Neither the amendment nor repeal of this Article, nor the adoption or amendment of any provision of the charter or bylaws inconsistent with this Article, shall apply to or affect in any respect the applicability of the preceding sentence with respect to any act or failure to act which occurred prior to such amendment, repeal or adoption.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21st day of October, 1988, and I acknowledge the same to be my act.

Witness

John W. Marhefka, Jr.

incorpor/annabanc

3071 0210

0000 0822

BOOK 221 PAGE 824

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	410	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13	21	1 Certified Copy 14p
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other _____
		Other _____
TOTAL FEES	451	

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: John H. Markefka, Jr.

MAIL TO ADDRESS: 998 Old Epping Forest Rd. Annapolis, Md. 21401

NOTE:

✓ Check _____ Cash

1 Documents on 1 checks

APPROVED BY: PCM

3071 0211

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0823

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 825

ARTICLES OF INCORPORATION
OF
ANNAPOLIS BANCSHARES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1988 AT 2:00 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 410.00	$ 20.00	$

02659209

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 W. MARHEFKA, JR.
998 OLD EPPING FOREST RD.
ANNAPOLIS MD 21401

082C3022322

A 276314

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3071 0204

0888 0824

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 826

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10/25/88 at 10:29 .m.

PROFESSIONAL FLOORS, INC.

ARTICLES OF INCORPORATION

FIRST: I, ZELL MARGOLIS, whose post office address is 16 S. Calvert Street, Third Floor, Baltimore, Maryland 21202-1301, 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

PROFESSIONAL FLOORS, INC.

THIRD: The purposes for which the Corporation is formed are:

1. To operate a flooring, carpeting, tile and general floor covering business.

2. To do construction work.

3. To sell wholesale and retail flooring, tile, floor covering items and associated items.

4. To operate a general cleaning service.

5. 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 12 Glenoak Lane, Anne Arundel County, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Joseph M. DiPiazza, 12 Glenoak Lane, Glen Burnie, Anne Arundel County,

RM

89 APR 10 PM 12:11

HERBERT H. HARRIS
HERBERT FOR ARCHIVES

HERLE SCHAFER
CLERK

1988 OCT 25 A 10:29

3071 0110

82398315

0000 0825

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

Maryland 21061. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be Three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, provided that:

(1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Joseph F. DiPiazza, Joseph M. DiPiazza and Tonya R. DiPiazza.

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

3071 0115

0000 0826

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the capital stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: The duration of the Corporation shall be perpetual.

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 24 day of October 1988, and acknowledge the same to be my act.

Zell Margolis
ZELL MARGOLIS

STATE OF MARYLAND, COUNTY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY that on this 24 day of October 1988, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared, ZELL MARGOLIS, and acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Joel Margolis
JOEL MARGOLIS

My Commission Expires:

July 1, 1990

BOOK 221 PAGE 830

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		____Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES		

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: Zell Magaha
116 S. Calvert St.
Balt. Md 21202

NOTE:

_____ Check 40 Cash

_____ Documents on _____ checks

APPROVED BY: A

3071 0118

0000 0829

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 831

ARTICLES OF INCORPORATION
OF
PROFESSIONAL FLOORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 25, 1988 AT 10:29 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	$

02659019

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
ZELL MARGOLIS
16 S. CALVERT ST.
BALTIMORE MD 21202

082C3022303

A 276307

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

0000 0830

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/25/88 at 10:29 a.m.

BOOK 221 PAGE 832

LEHNERT, INC.

ARTICLES OF INCORPORATION

FIRST: I, JOEL MARGOLIS, whose post office address is 16 S. Calvert Street, Third Floor, Baltimore, Maryland 21202-1301, 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

LEHNERT, INC.

THIRD: The purposes for which the Corporation is formed are:

1. To operate a tavern business with a beer, wine and liquor license.

2. To further sell food and all other products normally sold in a tavern.

3. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 342 Magothy Beach Road, Pasadena, Anne Arundel County, Maryland 21076. The name and post office address of the Resident Agent of the Corporation in this State is Howard F. Lehnert, Jr., 305 Crandall Road, Severna Park, Maryland 21146. Said Resident Agent is an individual actually residing in this State.

1988 OCT 25 A 10:29
3071 0104
82998344
89 APR 10 PM 12:11
H. ERLE SCHAFER
CLERK

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be Three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, provided that:

(1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Howard F. Lehnert, Jr., Claudia Lehnert and Roland George Rumenap, 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 stock by setting or changing

3071 0105

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the capital stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 24 day of October 1988, and acknowledge the same to be my act.

Joel Margolis
JOEL MARGOLIS

3071 0106

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND, COUNTY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY that on this 24th day of October 1988, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared, JOEL MARGOLIS, and acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Zell Margolis
ZELL MARGOLIS

My Commission Expires:

July 1, 1990

3071 0107

BOOK 221 PAGE 836

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* ____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy ____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		____ Personal Property Reports and ____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Joel Margolis
2016 S. Calvert St
Balt. Md 21202

NOTE:

TOTAL FEES 40 Check ____ Cash

____ Documents on ____ checks

APPROVED BY: A

3071 0108

0000 0835

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 837

ARTICLES OF INCORPORATION
OF
LEHNERT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 25, 1988 AT 10:29 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	$

D2659001

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
JOEL MARGOLIS
16 S. CALVERT ST.
BALTIMORE MD 21202

08203022302

A 276306

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3071 0103

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

0000 0836

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 838

ARTICLES OF INCORPORATION
OF
CHESAPEAKE ANTIQUES AND AUCTION SERVICE, INC.

(A Close Corporation authorized by Title 4, Corporations and Associations, Annotated Code of Maryland)

THIS IS TO CERTIFY:

FIRST: The undersigned, SAMUEL A. CULOTTA, whose post office address is 3210 Belair Road, Baltimore, Maryland 21213, being at least eighteen years of age, is hereby 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 "Corporation") is: CHESAPEAKE ANTIQUES AND AUCTION SERVICE, INC.

THIRD: The Corporation is a close corporation, as authorized by Title 4, Section 4-101 and the following Sections of Corporations and Associations Article of the Annotated Code of Maryland.

FOURTH: The purposes for which the Corporation is formed and the business and/or objects to be carried on and promoted by it are as follows:

1. To buy, sell, trade or deal in any kind or kinds of goods, wares, antiques, jewelry, dolls, oil paintings, prints, furniture, furnishings, appliances and merchandise generally.

2. To buy, sell, trade, manufacture or deal in china ware, porcelain ware, semi-porcelain ware, iron stone ware, and other kinds of crockery and pottery.

3. To buy, sell, trade or deal in glass in any and all of their various kinds and branches, including plain, ornamental and decorated glass and glassware, glass ornaments, cut glass, lamps, shades, appliances and all articles of commerce of a similar character made of glass or glass composition with other materials.

4. To buy, sell, trade or deal in watches, silverware, jewelry, china, curiosities, gold and silver plate, plated articles and appliances of every description, as commission agents and general merchants.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-24-88 at 2:38 p.m.

3071 0083
82988692

89 APR 10 PM 12: 11
H. ERLE SCHAFER
CLERK

0000 0837

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

5. To buy, sell, trade or otherwise dispose of furniture, appliances and furnishings, new or used, of any and all kind; and to engage in the installation, alteration and repair thereof.

6. To buy, sell, trade or dispose of and deal in personal property of every description.

7. To carry on the business of arranging, coordinating and organizing auction sales, including, but not limited, to preparing and arranging advertisements of such sales; making contracts with and engaging the services of auctioneers to conduct the sales; and transporting, cataloguing and organizing the merchandise to be sold.

8. To conduct and carry on any other similar business which may be capable of being profitably carried on in connection with the Corporation's business, or to carry on any similar business that is adapted, directly or indirectly, to add to the value of the Corporation's property and the profits of its authorized business.

9. To apply for all necessary licenses, permits and authority in connection with any of the businesses of the Corporation, from any municipal, state or federal agency or agencies.

10. To apply for all necessary licenses, permits and authority in connection with any of the business of the Corporation.

11. To purchase, lease, option or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, rent, lease or in any manner encumber, deal in, or dispose of real estate, whether fee simple or leasehold, wherever situated, and whether improved or unimproved.

12. To purchase, lease or otherwise acquire all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, 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

SCP 1 0084

0000 0838

CLERK'S NOTATION
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with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

13. To 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.

14. To issue shares of its stock, in the manner permitted by law, to raise money for any of the purposes of the Corporation, or in payment for property purchased, or for any other lawful consideration.

15. To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account.

16. To enter into, make, perform and carry out contracts of every kind, for any lawful purpose, without limitation as to the amount, with any person, firm, association or corporation; to pay any obligation of this Corporation in cash, stocks, bonds, collateral, promissory notes, or any other obligations of this Corporation, or any real or personal property.

17. To purchase or otherwise acquire, hold, own, pledge, re-issue and sell its capital stock.

18. 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.

19. The aforegoing enumeration of purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred by law, and is not intended by the mention of any particular purpose, object or business in any manner to limit or restrain or restrict the generality of any other purposes, objects or business mentioned and/or to limit or restrict any of the powers of the Corporation.

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0000 0839

CLERK'S NOTATION

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FIFTH: The post office address of the place in which the principal office of the Corporation in this State will be located is 417 Beach Drive, Annapolis, Anne Arundel County, Maryland 21403. The Resident Agent of the Corporation is SAMUEL A. CULOTTA, whose post office address is 3210 Belair Road, Baltimore, Maryland 21213. Said Resident Agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares, without par value, all of one class.

SEVENTH: The Corporation shall have two (2) Directors, and GLORIA C. PARNELL and MELISSA A. WILSON shall act as such until the first annual meeting or until their successors are duly chosen and qualified; the number of Directors of the Corporation may be increased or decreased pursuant to the By-Laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, Samuel A. Culotta has signed these Articles of Incorporation, on this 24th day of October, 1988.

WITNESS:

Leah Pasenker
Leah Pasenker

Samuel A. Culotta
SAMUEL A. CULOTTA

STATE OF MARYLAND, CITY OF BALTIMORE, to wit:

I HEREBY CERTIFY that on this 24th day of October, 1988, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared SAMUEL A. CULOTTA, and he acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Leah Pasenker
Leah Pasenker, Notary Public

3071 0086

My Commission Expires:
July 1, 1990

BOOK 221 PAGE 842

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Req.
51		Foreign Name Registration
13		____Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Samuel A. Culotta
3210 Belair Rd
Baltimore, Md 21213

NOTE:

TOTAL FEES 40

✓ Check _____ Cash

1 Documents on 1 checks

APPROVED BY: MSK

3071 0087

0000 0841

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 843

ARTICLES OF INCORPORATION
OF
CHESAPEAKE ANTIQUES AND AUCTION SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 24, 1988 AT 2:38 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	$

02658979

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 A. CULOTTA
3210 BELAIR RD.
BALTIMORE MD 21213

08C3022299

A 276303

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3071 0082

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 844

ARTICLES OF INCORPORATION
OF
CALVERT CAFE INC.

THE UNDERSIGNED, a natural person of the age of twenty-one (21) years or more, acting as incorporator of a corporation under the laws of the State of Maryland, adopts the following Articles of incorporation for such corporation.

First: The name of the corporation is CALVERT CAFE INC.

Second: The corporation shall have perpetual existence.

Third: The purposes for which the corporation is formed are as follows: To conduct and carry on the business of operating a restaurant and bar. To engage in any other lawful business allowed by the laws of the State of Maryland.

To purchase, improve, manage, and operate, develop, sell, assign, transfer, lease, mortgage, pledge, or otherwise dispose of or acquire any real property and any personal property in furtherance of the business of the corporation.

To borrow money and to make and issue notes, bonds, and evidence of indebtedness of all kinds in furtherance of any and all the objectives of its business, and to secure the same by mortgage, pledge, or otherwise, and to generally make and perform agreements and contracts of every kind and description, in connection with, or incidental to the accomplishment of any one or more of the purposes of the corporation.

To manufacture, buy, sell, deal in and to engage in, conduct, and carry on the business of manufacturing, buying, selling and dealing in goods, wares and merchandise of every class and description or useful for the operation of the corporation.

To do all and everything necessary, suitable and proper for the accomplishment of any of the objectives or the furtherance of any of the powers herein before set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, connected with the aforesaid business or powers or any part or parts thereof, provided the same is not inconsistence with the laws under which this corporation is organized. To conduct the business in all or any part of the United States of America and in any and all foreign countries. The corporation agrees to indemnify the officers and direccors of the corporation for any and all legal expenses and third party claims charged them in their capacities as officers and directors of the corporation.

Fourth: The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000), all of which are common stock and with a par value of One Dollar ($1.00) each, aggregating One Thousand Dollars ($1,000.00). The Board of Directors of the corporation are hereby empowered to authorize the issuance from time to time shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any

89 APR 10 PM 12: 12
H. ERLE SCHAFER
CLERK

82988317

1988 OCT 24 A 9:19
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
10-24-88 at 9:19 .m.

0000 0843

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

class, for such consideration as said Board of Directors may deem advisable, and any shares so issued and for which the consideration so fixed has been paid or delivered shall be deemed fully paid and the purchasers of such shares shall not be liable for any further call or assessment or any other payment thereon.

Fifth: There are no preferences, qualifications, restrictions and special or relative rights in respect to the shares of stock.

Sixth: There are no provisions limiting or denying the shareholders the preemptive right to acquire additional shares of the corporation's stock.

Seventh: The address of the initial registered office of the corporation is 3272 Landing Road, Anne Arundel County, Edgewater, Maryland, 21037. The name of the initial registered agent at such address is Donald S. Heinze. The address where the corporation conducts its principal business is Route 765 Box 1208, Lusby, Calvert County, Maryland 20657.

Eighth: The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the individual who is to serve as director until the first annual meeting of the shareholders or until his successor is elected and qualifies is:

Donald S. Heinze, 3272 Landing Road, Anne Arundel County, Edgewater, Maryland, 21037

Ninth: The name and address of the incorporator is: Donald S. Heinze, 3272 Landing Road, Anne Arundel County, Edgewater, Maryland, 21037.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on October 14, 1988, and acknowledge the same to be my act.

Donald S. Heinze

Donald S. Heinze

3071 0015
3099 0251

BOOK 221 PAGE 846

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 02 B BUSINESS CODE 03 COUNTY 54 [redacted]

* _____ ___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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
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80		For. Limited Partnership
83		Cert. Limited Partnership
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31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	48	

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: RMT

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: Donald S. Heinze
3272 Landing Road
Edgewater, Md. 21037

NOTE:

0001 0016

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 847

ARTICLES OF INCORPORATION
OF
CALVERT CAFE INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 24, 1988 AT 9:19 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2658854

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 S. HEINZE
3272 LANDING RD.
EDGEWATER MD 21037

082C3022287

A 276291

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO.

~~2071 0015~~

3099 0249

0000 0846

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 848

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10-21-88 at 8:37a m.

MARYLAND SERVICE DEVELOPMENT CORPORATION

ARTICLES OF AMENDMENT

Maryland Service Development Corporation, a Maryland corporation, having its principal office at 140 Main Street, Annapolis, Maryland 21401 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland)the "Department") that:

FIRST: **The Articles of Incorporation are hereby amended by adding thereto the following new Article:**

"NINTH: Directors and officers of the Corporation shall not be liable to the Corporation or its stockholders for money damages. The purpose of this limitation of liability is to limit liability to the maximum extent that the liability of directors and officers of Maryland corporations is permitted to be limited by Maryland law. This limitation on liability shall apply to events occurring at the time a person serves as a director or officer of the Corporation whether or not such person is a director or officer at the time of any proceeding in which liability is asserted.

To the maximum extent permitted by Maryland law, the Corporation shall indemnify its currently acting and its former directors against any and all liabilities and expenses incurred in connection with their services in such capacities, and shall indemnify its currently acting and its former officers to the full extent that indemnification shall be provided to directors, and shall indemnify, to the same extent, persons who serve and have served, at its request as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture or other enterprise. The Corporation shall advance expenses to its directors and officers and the other persons referred to above to the extent permitted by Maryland law. The Board of Directors may by bylaw, resolution, or agreement make further provision for indemnification of directors and officers, employees, and agents to the extent permitted by Maryland law.

References to Maryland law shall include the Maryland General Corporation Law as from time to time amended. Neither the repeal or amendment of this Article NINTH, nor any other amendment to these Articles of Incorporation, shall eliminate or reduce the protection afforded to any person by the foregoing provisions of this Article NINTH with respect to any act or omission which shall have occurred prior to such repeal or amendment."

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

89 APR 10 PM 12: 12

H. ERLE SCHAFER
CLERK

RECEIVED FOR RECORD

(RM)

3070 2798

CLERK'S NOTATION

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duly advised the foregoing amendments and by written informal actionunanimously 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, Maryland Service Development Corporation has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 23 day of August, 1988, and its President acknowledges that these Articles of Amendment are the act and deed of Maryland Service Development Corporation and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

Secretary

MARYLAND SERVICE DEVELOPMENT CORPORATION

By: (SEAL)
President

2070B
MICHAELSON, KRAUSE & FERRIS, P.A.
80 WEST STREET, SUITE 110
P. O. BOX 11

MICHAELSON, KRAUSE & FERRIS, P.A.
80 WEST STREET, SUITE 110 3070 2799
P. O. BOX 11
ANNAPOLIS, MARYLAND 21404

BOOK 221 PAGE 850

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 09 BUSINESS CODE 03 COUNTY 52

D 158951 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Robert Jett
PO BOX 11
Annapolis, Md
21404-0011

NOTE:

TOTAL FEES 20 ✓Check _____Cash

3 Documents on 1 checks

APPROVED BY: JS

3070 2800

0000 0849

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 851

ARTICLES OF AMENDMENT
OF
MARYLAND SERVICE DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1988 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	$

D1589571

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 JETT
P.O. BOX 11
ANNAPOLIS MD 21404 0011

081C3022279

A 276276

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 3070 2797
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

0000 0850

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 852

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-21-88 at 8:37a.m.

MARYLAND SERVICE CORPORATION

ARTICLES OF AMENDMENT

Maryland Service Corporation, a Maryland corporation, having its principal office at 140 Main Street, Annapolis, Maryland 21401 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Articles of Incorporation are hereby amended by striking in its entirety Article FOURTH and by substituting in lieu thereof the following:

"FOURTH: The post office address of the principal office of the Corporation in this state is 140 Main Street, Annapolis, Maryland 21401. The resident agent of the Corporation is Benjamin Michaelson, Jr., whose post office address is 80 West Street, Suite 110, Annapolis, Maryland 21401. Said Resident Agent is a citizen of the State of Maryland and actually resides therein."

SECOND: The Articles of Incorporation are hereby amended by adding thereto the following new Articles EIGHTH and NINTH.

"EIGHTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify officers, agents and employees as follows:

1. The Corporation shall indemnify any officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such officer, employee, or agent of the Corporation as an officer, employee, or serving at the request of the Corporation, partnership, joint venture, trust, or other agent of another Corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding, if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

2. The Corporation shall indemnify any officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such an officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee, or agent of another Corporation, partnership, joint

3070 2792

89 APR 10 PM 12:12
RECEIVED
FOR RECORD
AND RETURN TO
CLERK

0000 0851

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

other entertainment and such reasonably incurred or paid by him in actually defense or settlement of any claim, issue, or matter in which such corporation may be liable to indemnify for such expense as such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the corporation in the case, such expense shall be paid by the corporation only if a majority of the disinterested directors of such corporation shall be satisfied that an officer or director acted in good faith and in a manner he reasonably believed to be in the best interest of the corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

3. Expenses incurred by a director 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 upon receipt of an undertaking by or on behalf of such director to repay such amount if it shall ultimately be determined that he is not entitled to be indemnified by the corporation as authorized in this section.

6. Agents and employees of the corporation may be indemnified under the same standard and procedures set forth above, in the discretion of the Corporation.

4. (unless ordered by a court) shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of such agent is proper in the circumstances because he has met the applicable standard of conduct set forth in this Article EIGHTH. Such determination shall be made: (a) by a majority vote of a quorum of the directors, or (b) if such a quorum of disinterested directors so direct, by independent legal counsel (who may be a regular counsel of the corporation) in a written opinion; and any such determination shall be made not by parties to such action, or even if not a party thereto, upon receipt of an undertaking by or on behalf of such director to repay such amount if it shall ultimately be determined that he is not entitled to be indemnified by the corporation as authorized in this Article EIGHTH.

5. Expenses incurred by a director in defending a civil or criminal action, suit or proceeding may be paid by the corporation upon receipt of an undertaking by or on behalf of such director to repay such amount if it shall ultimately be determined that he is not entitled to be indemnified by the corporation as authorized in this section.

6. Agents and employees of the corporation may be indemnified under the same standard and procedures set forth above, in the discretion of the Corporation.

EIGHTH: A. Article EIGHTH of the corporation has been amended by the addition of the following paragraph 1 or 2 of this Article EIGHTH or in any article or section of the corporation's Articles of Incorporation (hereinafter, "Articles") or any amendment thereto, or in any resolution of the directors of the corporation under paragraph 1 or 2 of this Article EIGHTH or in any article or section of the corporation's Articles of Incorporation (hereinafter, "Articles") or any amendment thereto, or in any resolution of the directors of the corporation under paragraph 1 or 2 of this Article EIGHTH, the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law of Delaware, as so amended and supplemented, or any successor provision thereto, and shall be construed to mean that such director shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law of Delaware, or any successor provision thereto, or (iv) for any transaction from which the director derived an improper personal benefit. Any repeal or modification of this paragraph shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the corporation for acts or omissions prior to such repeal or modification.

B. Each person who shall act as an officer or director of the corporation shall be deemed to be doing so in reliance upon the rights of indemnification provided by this Article EIGHTH. Such rights shall inure to the benefit of the legal representatives of any such person and shall be in addition to all other rights to which such person may be entitled as a matter of law, agreement or vote of stockholders or disinterested directors or otherwise.

C. Neither any amendment or repeal of this Article EIGHTH, nor the adoption of any provision of the corporation's Articles of Incorporation inconsistent with this Article EIGHTH, shall eliminate or reduce the effect of this Article EIGHTH in respect of any matter occurring, or any action or proceeding accruing or arising (or any condition or circumstance existing) prior to such amendment, repeal or adoption (hereinafter, "Proceeding"), and each person who serves as an officer or director of the corporation in any capacity at the time of the occurrence or commencement of any Proceeding shall continue to have the benefit of this Article EIGHTH in respect of such Proceeding notwithstanding that such Proceeding is commenced or arises after such amendment, repeal or adoption.

D. The rights to indemnification and to the advancement of expenses conferred in this Article EIGHTH shall be contractual rights and shall apply to Proceedings commenced or continued after the adoption of this Article EIGHTH by the corporation with respect to events occurring prior thereto, whether or not such Proceedings are based on events or acts occurring prior to the effective date of this Article EIGHTH.

E. If any provision or provisions of this Article EIGHTH shall be held to be invalid, illegal or unenforceable for any reason whatsoever: (1) the validity, legality and enforceability of the remaining provisions of this Article EIGHTH (including, without limitation, all portions of any paragraph of this Article EIGHTH containing any such provision held to be invalid, illegal or unenforceable, that are not themselves invalid, illegal or unenforceable) shall not in any way be affected or impaired thereby; (2) such provisions shall be construed so as to give effect to the intent manifested by the provision held invalid, illegal or unenforceable; and (3) to the fullest extent possible, the provisions of this Article EIGHTH (including, without limitation, all portions of any paragraph of this Article EIGHTH containing any such provision held to be invalid, illegal or unenforceable, that are not themselves invalid, illegal or unenforceable) shall be construed so as to permit the corporation to indemnify and advance expenses to its officers and directors to the fullest extent permitted by law.

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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 an officer, and shall inure to the benefit of the heirs and personal representatives of such a person."

"NINTH: Directors and officers of the Corporation shall not be liable to the Corporation or its stockholders for money damages. The purpose of this limitation of liability is to limit liability to the maximum extent that the liability of directors and officers of Maryland corporations is permitted to be limited by Maryland law. This limitation on liability shall apply to events occurring at the time a person serves as a director or officer of the Corporation whether or not such person is a director or officer at the time of any proceeding in which liability is asserted.

To the maximum extent permitted by Maryland law, the Corporation shall indemnify its currently acting and its former directors against any and all liabilities and expenses incurred in connection with their services in such capacities, and shall indemnify its currently acting and its former officers to the full extent that indemnification shall be provided to directors, and shall indemnify, to the same extent, persons who serve and have served, at its request as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture or other enterprise. The Corporation shall advance expenses to its directors and officers and the other persons referred to above to the extent permitted by Maryland law. The Board of Directors may by bylaw, resolution, or agreement make further provision for indemnification of directors and officers, employees, and agents to the extent permitted by Maryland law.

References to Maryland law shall include the Maryland General Corporation Law as from time to time amended. Neither the repeal or amendment of this Article NINTH, nor any other amendment to these Articles of Incorporation, shall eliminate or reduce the protection afforded to any person by the foregoing provisions of this Article NINTH with respect to any act or omission which shall have occurred prior to such repeal or amendment."

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.

3070 27Sq

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

IN WITNESS WHEREOF, Maryland Service Corporation has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 23 day of August, 1988, and its President acknowledges that these Articles of Amendment are the act and deed of Maryland Service Corporation, 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:

Secretary

MARYLAND SERVICE CORPORATION

By: _____ (SEAL)
President

2076B

MICHAELSON, KRAUSE & FERRIS, P.A.
80 WEST STREET, SUITE 110
P. O. BOX 11
ANNAPOLIS, MARYLAND 21404

3070 2795

BOOK 221 PAGE 856

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 09 BUSINESS CODE 03 COUNTY 52

D0336883 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		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: Robert Jett
PO BOX 11
Annapolis, Md
21404-0011

NOTE:

TOTAL FEES 20 ✓ Check _____ Cash

3 Documents on 1 checks

APPROVED BY: JS

3070 2796

0000 0855

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 857

ARTICLES OF AMENDMENT
OF
MARYLAND SERVICE CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1988 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	$

D0336883

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 JETT
P.O. BOX 11
ANNAPOLIS MD 21404 0011

081C3022278

A 276275

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE 3070 2791
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

0000 0856

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-21-88 at 8:37a m.

MARYLAND SERVICE INSURANCE CORPORATION

ARTICLES OF AMENDMENT

Maryland Service Insurance Corporation, a Maryland corporation, having its principal office at 140 Main Street, Annapolis, Maryland 21401 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Articles of Incorporation are hereby amended by striking in its entirety Article FOURTH and by substituting in lieu thereof the following:

"FOURTH: The post office address of the principal office of the Corporation in this state is 140 Main Street, Annapolis, Maryland 21401. The resident agent of the Corporation is Benjamin Michaelson, Jr., whose post office address is 80 West Street, Suite 110, Annapolis, Maryland 21401. Said Resident Agent is a citizen of the State of Maryland and actually resides therein."

SECOND: The Articles of Incorporation are hereby amended by adding thereto the following new Articles EIGHTH and NINTH.

"EIGHTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify officers, agents and employees as follows:

1. The Corporation shall indemnify any officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee, or agent of another Corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding, if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

2. The Corporation shall indemnify any officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such an officer, employee, or agent of the

1988 OCT 21 A 8:37
82958083 3070 2786
RECEIVED FOR RECORD
89 APR 10 PM 12: 12
M. ETTLE SCHAFER
CLERK

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

Corporation, or is or was serving at the request of the Corporation as an officer, employee, or agent of another Corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he actedin good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation, unless (and only to the extent that) the Court in which such action or suit was brought, or any other Court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense as such Court shall deem proper.

3. To the extent that an officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs 1 and 2 of this Article 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 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 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 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 unobtainable, 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 understaking 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.

3070 2787

0000 0858

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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 an officer, and shall inure to the benefit of the heirs and personal representatives of such a person."

"NINTH: Directors and officers of the Corporation shall not be liable to the Corporation or its stockholders for money damages. The purpose of this limitation of liability is to limit liability to the maximum extent that the liability of directors and officers of Maryland corporations is permitted to be limited by Maryland law. This limitation on liability shall apply to events occurring at the time a person serves as a director or officer of the Corporation whether or not such person is a director or officer at the time of any proceeding in which liability is asserted.

To the maximum extent permitted by Maryland law, the Corporation shall indemnify its currently acting and its former directors against any and all liabilities and expenses incurred in connection with their services in such capacities, and shall indemnify its currently acting and its former officers to the full extent that indemnification shall be provided to directors, and shall indemnify, to the same extent, persons who serve and have served, at its request as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture or other enterprise. The Corporation shall advance expenses to its directors and officers and the other persons referred to above to the extent permitted by Maryland law. The Board of Directors may by bylaw, resolution, or agreement make further provision for indemnification of directors and officers, employees, and agents to the extent permitted by Maryland law.

References to Maryland law shall include the Maryland General Corporation Law as from time to time amended. Neither the repeal or amendment of this Article NINTH, nor any other amendment to these Articles of Incorporation, shall eliminate or reduce the protection afforded to any person by the foregoing provisions of this Article NINTH with respect to any act or omission which shall have occurred prior to such repeal or amendment."

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.

3070 2788

0000 0859

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

IN WITNESS WHEREOF, Maryland Service Insurance Corporation as 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 23 day of August, 1988, and its President acknowledges that these Articles of Amendment are the act and deed of C. & L. Insurance Agency and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

MARYLAND SERVICE INSURANCE CORPORATION

Gail L. Marchand
Secretary

By: [signature] (SEAL)
President

2071B

MICHAELSON, KRAUSE & FERRIS, P.A.
80 WEST STREET, SUITE 110
P. O. BOX 11
ANNAPOLIS, MARYLAND 21404

3070 2789

BOOK 221 PAGE 862

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 09 BUSINESS CODE 03 COUNTY 52

D0222281 ___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 Req.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		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: Robert Jett
PO BOX 11
Annapolis, Md
21404-0011

NOTE:

TOTAL FEES 20 ✓ Check _____ Cash

3 Documents on 1 checks

APPROVED BY: JS

3070 2790

0000 0861

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 863

ARTICLES OF AMENDMENT
OF
MARYLAND SERVICE INSURANCE CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 21, 1988 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	$

D0222281

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 JETT
P.O. BOX 11
ANNAPOLIS MD 21404 0011

081C3022277

A 276274

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 3070 2785
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

AS-001

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 864

Double J Towing, Inc.
(The Corporation Is a Close Corporation as Defined
In Title Four of the Corporations and Associations
Article of the Annotated Code of Maryland)

ARTICLE FIRST

The undersigned, Robert Ferris, whose post office address is 1338 Tenbrook Rd, Anne Arundel County, Odenton, MD 21113 being at least twenty-one (21) years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE SECOND

The name of the corporation, which is hereinafter referred to as the "Corporation" is

Double J Towing, 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 the towing, storing and repairing cars, trucks, and any other form of vehicle. To buy, sell and otherwise obtain or distribute auto parts and accessories, both new and used, to the general public, commercial ventures or any other groups. And to carry on any and all other business or businesses which they wish to pursue in conjunction with or incidental to any of the above purposes or any other purposes not above named, in connection with all activities, so long as such activities are within the laws of the United States of America and the State or Maryland or any of its counties.

The Corporation shall have the power to do any and all acts and things necessary or useful to its business and purposes, and shall have 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, patent rights and other related interests; to acquire, use, deal in and with, encumber and dispose of real and personal property without limitation including obligations and/or securities; to borrow and lend money for its corporate purposes;

89 APR 10 PM 12: 12
H. ERLE SCHAFER
CLERK

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
10-17-88 at 8:48 a.m.

1988 OCT 17 A 8:48

82918118 0251

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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, to vary any investment or employment of capital of the corporation from time to time; and to create and/or participate with other corporations and entities for the performance of all undertakings as partner, joint venturer, or otherwise, and to share or delegate control therewith or thereto.

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 aid in any manner any corporation whose stocks, bonds or other obligations are held or in any manner guaranteed by this corporation, or in which this corporation is in any way interested; and to do any other act(s) or thing(s) for the preservation, protection, improvement, or enhancement of the value of any such stock, bonds, or other securities; and while owner of any such stock, bonds or other securities to exercise all the rights, powers and privileges of ownership thereof, and to exercise any and all voting powers thereon; and to guarantee the payment of dividend 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 or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided the same be not inconsistent 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 exercise its corporate powers within the State of Maryland, and in any and all other places, without limitation.

ARTICLE FIFTH

The post office address of the principal office of the Corporation in The State of Maryland is 1338 Tenbrook Rd., Anne Arundel County, Odenton, Maryland 21113.

The name of the resident agent of the Corporation is Robert Ferris, whose address is 1338 Tenbrook Rd., Anne Arundel County, Odenton, MD 21113, and said Resident Agent is a citizen of the State of Maryland, and does reside therein.

ARTICLE SIXTH

3069 0252

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 Dollar ($1.00) per share, all of one class, Common.

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

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 one (1) Director whose name is: Robert Ferris.

ARTICLE EIGHTH

The duration of the Corporation shall be perpetual.

ARTICLE NINTH

This Corporation shall indemnify any person who is serving or has served as a Director or Officer of this Corporation, or, at its request, as a director or officer of another corporation in which this Corporation owns shares of stock, or in relation to which this Corporation is a creditor, against expenses actually and necessarily incurred by such person in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been a director or officer of this Corporation, or of such other corporation, except in relation to matters as to which such person is adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which any person may be entitled, under any by-law, agreement, vote of stockholders, or otherwise.

ARTICLE TENTH

No transfer of stock shall be valid, except in accordance with Maryland Corporations and Associations Article, Sect. 4-503.

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 this reserved power.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation as the incorporator and acknowledge same to be my act on this 14th day of October, 1988.

Susan T. Ferris
WITNESS

Robert D Ferris
Robert Ferris

I do solemnly declare and affirm under the penalties of perjury that the contents of the aforegoing document are true and correct to the best of my knowledge, information and belief.

Robert D Ferris
Robert Ferris

3069 0253

BOOK 221 PAGE 867

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ (P.A) ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 3
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
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31		Corp. Good Standing
NA		Foreign Corporation Registration
87		Limited Part. Good Standing
71		Financial
600		Personal Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		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: Robert Ferris
1338 Tenbrook Rd
Odenton, Md 21113

NOTE:

TOTAL FEES 49

✓ Check ___ Cash

1 Documents on 1 checks

APPROVED BY: MSK

0069 0254

0000 0866

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 868

ARTICLES OF INCORPORATION
OF
DOUBLE J TOWING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 17, 1988 AT 8:48 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 20.00	$ 20.00	$

D2654432

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 FERRIS
1338 TENBROOK RD.
ODENTON MD 21113

078C3021675

A 275736

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3069 0250

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

0080 0867

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10/17/88 at 3:50 .m.

DR. CHICKEN, INCORPORATED

ARTICLES OF AMENDMENT AND RESTATEMENT

DR. CHICKEN, INCORPORATED, a Maryland corporation, having its principal office in Howard County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended and restated in its entirety as follows:

"1. That the name of the Corporation (hereinafter called the "Corporation") is DR. CHICKEN, INCORPORATED.

2. The object and purpose for which, and for any of which this Corporation is formed and the business to be carried on or promoted by it are to do any or all of the following things:

A. To own, introduce, conduct, furnish, operate, maintain, manage and carry on a general restaurant business or businesses; and to buy, lease, acquire, own, hold, sell, let or otherwise dispose of property of all kinds, real, personal and mixed, that may be necessary, incident or convenient to the carrying on of said business or businesses.

B. To purchase, lease, sell, use, hold, convey, exchange, mortgage, improve, develop, manage, take options on, grant options on or otherwise acquire, operate, deal in and with and dispose of fee simple property, leasehold property, ground rents and personal property of every kind and description.

C. To borrow money, pledge as collateral any or all of the assets of the Corporation, issue notes and bonds as authorized by the laws of this State and to execute mortgages, deeds of trust or other forms of contracts as security for the same and guaranteeing the payment thereof.

D. To maintain margin accounts and to make short sales of all kinds.

E. To acquire the good will, trade name, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation engaged in a similar business and to pay for the same in cash or stock of this Corporation or otherwise.

89 APR 10 PM 12:12
H. EALE SCHAFER
CLERK

82928206

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

F. To acquire by subscription, purchase, exchange or otherwise, and to hold for investment or otherwise to use, sell, dispose of, pledge, mortgage or hypothecate any bonds, stocks or other obligations of any corporation, and while the owner thereof, to exercise all of the rights, powers and privileges of ownership thereof.

G. To engage in any business of whatsoever kind or description within the State of Maryland or elsewhere that may be directly or indirectly calculated to effectuate the objects and purposes of this Corporation or any of them.

H. To consolidate with or merge into any other corporation.

I. In general, to carry on any lawful business in any form, and to have and to exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force.

3. The Post Office Address of the place at which the principal office of the Corporation in the State of Maryland will be located is 959 Morgan Drive, Arnold, Maryland 21012. The Resident Agent of the Corporation is Michael J. Kandel, whose Post Office Address is One East Redwood Street, Suite 502, Baltimore, Maryland 21202. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

4. The total number of shares of capital stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares with a par value of One ($1.00) Dollar per share, divided into Ten Thousand (10,000) shares of Class A Common Stock and Ninety Thousand (90,000) shares of Class B Common Stock. 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:

(a) 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.

3068 2213

0000 0869

CLERK'S NOTATION
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(b) With respect to voting powers, the holders of Class A Common Stock shall possess all of the voting powers for all purposes, including, but not limited to, 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 (unless the holder of such Class B Common Stock shall be a Director) or the stockholders.

5. The Board of Directors may authorize the issuance from time to time of shares of its stock with or without par value of any class and securities convertible into shares of its stock with or without par value of any class for such consideration as said Board of Directors may deem advisable. The Board of Directors shall, by resolution, state its opinion of the actual value of any consideration other than money for which it authorizes shares of stock without par value or securities convertible into shares of stock without par value to be issued.

6. The Board of Directors may classify or reclassify any unissued shares of the stock of the Corporation of any class now or hereafter authorized by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

7. The Corporation shall have three (3) Directors and the following named persons shall act as such until their successors are duly chosen and have qualified:

Philip Greene
Peggy Greene
Jerry Bernstein

The Corporation may determine by its By-Laws the classification and number of its Directors, which may from time to time be fixed at a number other than that named in this Charter but shall never be less than the minimum number required by applicable law.

8. (a) Any person who is or who has served as a Director or officer of the Corporation, or at its request, of any other corporation, partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless by the Corporation against any and all liabilities, costs and legal or other expense, including, without limitation, fines, penalties, judgments and amounts paid in settlement, reasonably incurred

3068 2214

0000 0870

CLERK'S NOTATION
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by or impressed upon such person in connection with or resulting from any claim, action, suit or proceeding, civil, criminal, administrative or investigative, to the full extent permitted by Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended, or any successor statute.

(b) Agents and employees of the Corporation who are not Directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

9. The power to make, alter and repeal By-Laws of the Corporation shall be vested in the Board of Directors.

10. All approvals by the Stockholders of the Corporation with regard to corporate transactions which, but for this Paragraph 10, would require the affirmative vote of two-thirds (2/3) of all of the votes entitled to be cast on the matter pursuant to the provisions of the Corporations and Associations Article of the Annotated Code of Maryland, as amended, or any successor statute, shall require the affirmative vote of a majority of all of the votes entitled to be cast thereon.

11. 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."

SECOND: (a) Before this amendment and restatement of the Charter of the Corporation, the Corporation had authority to issue Five Thousand (5,000) shares of a single class of capital stock without nominal or par value.

(b) Upon the filing of these Articles of Amendment and Restatement, the Corporation shall have authority to issue One Hundred Thousand (100,000) shares with a par value of One ($1.00) Dollar per share, divided into Ten Thousand (10,000) shares of Class A Common Stock and Ninety Thousand

3068 2215

0000 0871

CLERK'S NOTATION
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(90,000) shares of Class B Common Stock, for an aggregate par value of all shares equal to One Hundred Thousand ($100,000.00) Dollars.

(c) Upon the filing of these Articles of Amendment and Restatement, all of the then issued and outstanding shares of the capital stock of the Corporation shall continue to be held by the current holders thereof and automatically shall be and become shares of Class A Common Stock, with the only change to such shares being that each such share shall then be converted automatically from a share with no par value to a share with a par value of One ($1.00) Dollar; all such shares shall continue to have the identical preferences, conversion and other rights, restrictions, voting powers and qualifications that were associated with such stock before this amendment and restatement of the Charter of the Corporation, a description of the same being that associated with the Class A Common Stock as set forth in Article First, Paragraph 4 above.

THIRD: The Board of Directors of the Corporation, by Joint Informal Action signed by all of the Directors and Stockholders of the Corporation dated October 17, 1988, adopted a resolution declaring that the amendment and restatement of the Charter of the Corporation as hereinabove set forth was advisable.

FOURTH: All of the Stockholders of the Corporation, by the aforementioned Joint Informal Action, unanimously consented

3068 2216

0000 0872

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

to, approved and adopted the amendment and restatement of the Charter of the Corporation as hereinabove set forth.

FIFTH: These Articles of Amendment and Restatement have been duly advised by the Board of Directors and approved by all of the Stockholders of the Corporation.

IN WITNESS WHEREOF, DR. CHICKEN, INCORPORATED, has caused these presents to be signed and attested in its name and on its behalf by its duly authorized officers on this 17th day of October, 1988. The authorized officers of DR. CHICKEN, INCORPORATED, hereby acknowledge these Articles of Amendment and Restatement to be the corporate act of said Corporation, and under penalties of perjury state that to the best of their knowledge, information and belief the matters and facts contained herein are true in all material respects.

ATTEST:

_____, Secretary

DR. CHICKEN, INCORPORATED

By: _____ (SEAL)
, President

III.CHICKEN.A&R

2068 2217

0000 0873

BOOK 221 PAGE 875

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 13 BUSINESS CODE _____ COUNTY 52

D2368900 ___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.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____

TOTAL FEES 20

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: PCM

Name Change
(New Name) _____

___ Change of Name

X Change of Principal Office

___ Change of Resident Agent

X Change of Resident Agent Address

___ Resignation of Resident Agent

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Michael Kandel
1. East Lakewood St
502
Balto Md 21202

NOTE:

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0874

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 876

THE ARTICLES OF AMENDMENT AND RESTATEMENT
OF
DR. CHICKEN, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 17, 1988 AT 3:50 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	$

D2368900

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 KANDEL
1 EAST REDWOOD ST. #502
BALTIMORE MD 21202

077C3021654

A 275548

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3068 2211

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 877

Academy of I R M, Inc.

THE FRIARY WINCHESTER-ON-THE-SEVERN
1600 WINCHESTER ROAD
ANNAPOLIS, MARYLAND 21401

(301) 757-7887

1988 OCT 14 P 2:48

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD
10-14-88 at 2:48p .m.

ARTICLES OF AMENDMENT

The Academy of IRM, Inc., a Maryland corporation having its principal office in Anne Arundel County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended by striking out ARTICLE SECOND, the name of the corporation is Academy of IRM, Inc., and inserting in lieu thereof the following:

Amend ARTICLE SECOND to read the name of the corporation is International Academy for Hi-Tech Services, Inc.

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: The Academy of IRM, Inc., henceforth to be known as International Academy for Hi-Tech Services, 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 October 10, 1988.

ATTEST:

Garrett D. Leonard
Garrett D. Leonard
Secretary

INTERNATIONAL ACADEMY FOR HI-TECH SERVICES, INC.

Bobby E. Leonard
Bobby E. Leonard
President

THE UNDERSIGNED, President (or Vice President) of the Academy of IRM, 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.

Bobby E. Leonard
Bobby E. Leonard
President

RECEIVED FOR RECORD
82888535
89 APR 10 PM 12: 12 RM
N. ERLE SCHAFER
CLERK

3068 2154

BOOK 221 PAGE 878

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 9A BUSINESS CODE 03 COUNTY 52

* D2221349 ___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 Req.
51		Foreign Name Registration
13		___Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___Corp. Good Standing
NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____

Name Change (New Name) International Academy for Hi-Tech Services, Inc.

✓ 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: Bobby Leonard
1600 Winchester Rd
Annapolis Md
21401

NOTE:

TOTAL FEES 20

✓ Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: JRS

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0877

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 879

ARTICLES OF AMENDMENT
OF
ACADEMY OF IRM, INC.
CHANGING ITS NAME TO:
INTERNATIONAL ACADEMY FOR HI-TECH SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 14, 1988 AT 2:48 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	$

D2221349

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
BOBBY LEONARD
1600 WINCHESTER RD.
ANNAPOLIS MD 21401

077C3021640

A 275535

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3068 2163

A15-000

0000 0878

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

ARTICLES OF INCORPORATION

OF

C. E. SEARS INSURANCE SERVICES, INC.

(A Close Corporation)

BOARD OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-18-88 at 9:34a m.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, CALVIN E. SEARS, JR. whose post office address is 668 Cog Court, Millersville, Maryland 21108, 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 myself with the intention of forming a close corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is :

C. E. SEARS INSURANCE SERVICES, INC.

and said corporation shall be a Close Corporation.

THIRD: The purpose for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(A) To operate and maintain an independent insurance agency for the sale and service of insurance, casualty and life, for individuals and businesses, incorporated or unincorporated.

(B) To maintain a consulting service in the field of insurance sales and services, both life and casualty, for individuals and businesses of all types.

(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

1988 OCT 18 A 9:34
RM
89 APR 10 PM 12:12
H. ERLE SCHAFER
CLERK
82928204

3068 2007
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CLERK'S NOTATION
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natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(G) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid business or an other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, goodwill, franchises or assets by issue in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(H) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase. hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

(I) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(J) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance of assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(K) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated,

3068 2008

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CLERK'S NOTATION
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directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(L) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The aforementioned enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation is ~~P. O. Box 1579, Glen Burnie, Maryland 21061~~. The resident agent of the Corporation is CALVIN E. SEARS, JR., whose post office address is 668 Cog Court, Millersville, Maryland 21108. Said resident agent is a citizen of the State of Maryland and actually resides therein.

668 Cog Court
Millersville, Md. 21108

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 one (1) director, and CALVIN E. SEARS, JR. shall act as such until the first annual meeting and until his successor is duly chosen and qualified or until an election is made that there be no Board of Directors. 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. If an election is made to have no Board of Directors, then these provisions shall apply to the 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 Bylaws of the Corporation.

3068 2009

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CLERK'S NOTATION
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(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 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 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 all of the votes entitled to be cast thereon.

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CLERK'S NOTATION

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(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 17th day of October, 1988.

Witness

Calvin E. Sears Jr. (SEAL)
CALVIN E. SEARS, JR.

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY, that on this 17th day of October, 1988, before, me the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared CALVIN E. SEARS, JR. who acknowledged the aforegoing Articles of Incorporation to be his act.

IN WITNESS WHEREOF, I hereunto set my hand and notarial seal the day and year last above written.

Notary Public

My Commission Expires:
July 1, 1990

3068 2011

CLERK'S NOTATION

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BOOK 221 PAGE 885

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ ___P.A ___Religious ✓Close ✓Stock ___Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	1 Certified Copy 50
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
___		Other _____
		Other _____
TOTAL FEES	51	

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: Calvin Sears, Jr
668 Cog Ct.
Millersville, Md
21108

NOTE:

✓Check _____Cash

_____ Documents on _____ checks

CERTIFIED COPY MADE

APPROVED BY: JPO

3068 2012

0000 0884

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 886

ARTICLES OF INCORPORATION
OF
C. E. SEARS INSURANCE SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 18, 1988 AT 9:34 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	$

D2654382

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
CALVIN SEARS, JR.
668 COG COURT
MILLERSVILLE MD 21108

07C3021604

A 275500

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3068 2006

0000 0885

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
10-17-88 at 11:48 a.m.

ARTICLES OF INCORPORATION

ARTICLE ONE

The name of the corporation is ROCCO CABLE CORP.

The undersigned Wayne Allan Rocco SR, whose post office address is 7851 AMERICANA CIRCLE APT. T4 GLEN BURNIE MD 21061, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE TWO

The name of the corporation (which is hereinafter called the Corporation) is ROCCO CABLE CORP.

ARTICLE THREE

The purpose or purposes for which the Corporation is formed are as follows: The transaction of any and all lawful business for which a corporation may be incorporated under the general laws of the State of Maryland, including the purposes or purpose of installation of television cable and also minor system maintenance of cable television.

ARTICLE FOUR

The post office address of the principal office of the Corporation in Maryland is 7851 AMERICANA CIRCLE APT. T4 GLEN BURNIE MD 21061

The name and post office address of the resident agent of the Corporation in Maryland are WAYNE ALLAN ROCCO, SR
7851 AMERICANA CIR APT T4 GLEN BURNIE MD 21061

ARTICLE FIVE

The total number of shares of stock which the Corporation has authority to issue is ONE HUNDRED shares of no par value, all of one class, and having no aggregate par value.

82928194

1988 OCT 17 AM 8:48

RECEIVED FOR RECORD
89 APR 10 PM 12:12
M. ERLE SCHAFER
CLERK

3068 1990

CLERK'S NOTATION
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ARTICLE SIX

The number of directors of the Corporation shall be 1 which number may be increased or decreased pursuant to the bylaws of the Corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the names of the directors who shall act until the first meeting or until their succcessors are duly chosen and qualified are

(1) Wayne Allan Racco SR

(2)

ARTICLE SEVEN

The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders: The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of not less than $1000.00.

ARTICLE EIGHT

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on , and severally acknowledge the same to be my act.

Wayne allan Racco, SR

3068 1994

0000 0887

BOOK 221 PAGE 889

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

* _____ ___P.A ___Religious ___Close ✓ Stock ___Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	8	___Certified Copy 2P
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
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NA		Foreign Corporation Registration
87		___Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		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: Wayne Allan Rocco, Esq.

MAIL TO ADDRESS: 7851 Americana Circle Apt. T4 Glen Burnie, Md. 21061

NOTE:

CERTIFIED COPY MADE

TOTAL FEES 48

___Check ✓ Cash

___ Documents on ___ checks

APPROVED BY: DM

3068 1995

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0888

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 890

ARTICLES OF INCORPORATION
OF
ROCCO CABLE CORP.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 17, 1988 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:
$ 20.00	$ 20.00	$

D2654358

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
WAYNE ALLAN ROCCO, SR.
7851 AMERICANA CIRCLE APT. T4
GLEN BURNIE MD 21061

077C3021601

A 275498

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3068 1992

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

BOOK 221 PAGE 891

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

10/17/88 at 10:36 a.m.

ARTICLES OF AMENDMENT AND RESTATEMENT

OF

PROFESSIONAL HOUSEKEEPING SERVICES, INC.

PROFESSIONAL HOUSEKEEPING SERVICES, 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 and restated by striking in their entirety ARTICLES SECOND through NINTH inclusive, and by substituting the following:

"SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is:

'COMPLETE BLDG. SERVICES, INC.'

THIRD: The Corporation shall be a close corporation 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 the business and objects to be carried on by it are as follows:

(a) To engage in the housecleaning and janitorial services business.

(b) To acquire by purchase or otherwise, own, hold, buy, sell, convey, lease, mortgage, or encumber real estate or other property, personal or mixed.

(c) To take, own, yield income, mortgage or otherwise give liens against, and to lease, sell, exchange, transfer or in any manner whatsoever to dispose of real property within or without the State of Maryland wherever situate.

1988 OCT 17 A 10:36

89 APR 10 PM 12:12

H. ERLE SCHAFER
CLERK

82918506

044/profhous

307

0000 0890

CLERK'S NOTATION
Document submitted for record in a condition not permitting satisfactory photographic reproduction.

(d) To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every name and nature, including stocks and securities of other corporations, and to loan money and take securities for the payments of all sums due the Corporation, and to sell, assign and release such securities.

(e) To purchase, acquire, apply for, register, secure, hold, own, sell, or otherwise obtain and dispose of any and all copyrights, trade names and distinctive marks.

(f) To carry on any other business in connection with the foregoing, whether owning, operating and managing real estate or otherwise.

(g) To borrow money, make and issue bonds payable to bearer or otherwise, and to secure the same by mortgage, deed of trust or otherwise, to sell or pledge any and all securities or evidence of debt owned by the Corporation, and to carry on such business and to deal with the property by law as may seem to be calculated, directly or indirectly, to promote the objects or purposes.

(h) To acquire by purchase, lease or otherwise, the property, rights, business good will, franchises and assets of every kind of any corporation, association, firm or individual, in whole or in part, and to operate the same, and to undertake, guarantee, assume the indebtedness and liabilities thereof, and to pay for any property, rights, business, good will, franchises and assets so acquired in the stock, bonds or other securities of the Corporation or otherwise.

(i) To carry on any other business which may seem to the Corporation to be calculated directly or indirectly to effectuate the aforesaid objects, or any of them, to facilitate it in the transaction of its aforesaid businesses, or any part thereof, or in the transaction of any other business that may be calculated directly or indirectly to so enhance the value of its

3070 0545

0000 0891

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

property and directly or otherwise of its right; and to have and exercise all powers conferred by the General Laws of the State of Maryland and the Corporations and Associations Article of the Annotated Code of Maryland, upon corporations formed thereunder, and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws and said Corporations and Associations Article, now or hereafter in force; the enumeration of certain powers, as herein specified, not being intended to exclude any such other powers, rights and privileges.

(j) To have one or more offices and places of business and to carry on all or any of its operations and businesses, and without restrictions or limits, as to amount or number, in any of the States, Districts, Territories or Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country.

The foregoing clauses shall be construed both as objects and powers and shall be deemed to be cumulative and none of them shall be deemed as restricting or limiting the other, nor shall the foregoing enumeration of specific powers be deemed in any way to limit or restrict in any manner the general powers hereinbefore enumerated or the general powers of the Corporation and the enjoyment thereof as conferred by law.

FIFTH: The post office address of the principal office of the Corporation is 1856 Yeoman Court, Crofton, Maryland 21114. The name and post office address of the Resident Agent of the Corporation in this State is Howard A. Rubenstein, 600 Mercantile Bank & Trust Bldg., 2 Hopkins Plaza, Baltimore, Maryland 21201, an individual actually residing in this State.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares of common stock, all of one class, without par value.

SEVENTH: The Corporation elects to have no Board of Directors.

CLERK'S NOTATION
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EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Stockholders:

(a) The Stockholders of the Corporation are hereby empowered to authorize, from time to time, the issuance of shares of the Common Stock of the Corporation, of no par value for such consideration as the Stockholders may deem advisable, provided that when the consideration is other than money, the Stockholders shall state by resolution its opinion of the actual value thereof. The Stockholders shall have full power and authority to determine, from time to time, what part of the consideration received upon the issue of Common Stock, shall constitute capital and what part surplus.

(b) Agreements may be entered into by any Stockholder or Stockholders giving to the Corporation or to any other Stockholder or Stockholders an option to purchase the stockholdings of such Stockholder or Stockholders, and binding such Stockholder or Stockholders, his or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons shall, thereupon, be subject to such agreement and transferable only upon proof of compliance therewith; provided, however, such agreement be filed with the Corporation, and reference thereto be placed upon the Certificates of Stock.

(c) The Stockholders shall have the power, from time to time, to fix, determine and vary the amount of working capital of the Corporation and to determine what part of the surplus and retained earnings of the Corporation, if any, or of the net profits of the Corporation, if any, shall be declared as dividends and paid in cash, in kind or in any combination thereof, to the Stockholders.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: To the maximum extent that Maryland law in effect from time to time permits limitation of the liability of officers, no officer of the Corporation shall be liable to the Corporation or

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its stockholders for money damages. Neither the amendment nor repeal of this Article, nor the adoption or amendment of any other provision of the Charter or Bylaws inconsistent with this Article, shall apply to or affect in any respect the applicability of the preceding sentence with respect to any act or failure to act which occurred prior to such amendment, repeal or adoption."

SECOND: The Board of Directors of the Corporation, by written consent to such action, adopted a resolution which set forth the above Amendment and Restatement to the Charter declaring that the Amendment and Restatement to the Charter was advisable and directing that it be submitted for consideration to the Sole Stockholder.

THIRD: A written consent approving of the Amendment and Restatement to the Charter of the Corporation set forth above, was signed by at least two-thirds (2/3) of the Directors of the Corporation and the Trustees' consent is filed with the records of the Corporation.

FOURTH: The Articles of Amendment and Restatement to the Charter of the Corporation as set forth above were advised by the Directors and approved by the Sole Stockholder of the Corporation.

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IN WITNESS WHEREOF, PROFESSIONAL HOUSEKEEPING SERVICES, INC., has caused these Articles of Amendment and Restatement to be signed in its name and on its behalf by its President, and attested by its Secretary on this 12 day of October, 1988.

ATTEST:

Adam P. Zagami
ADAM P. ZAGAMI, Secretary

PROFESSIONAL HOUSEKEEPING SERVICES, INC.

By: Deborah Zagami (SEAL)
DEBORAH ZAGAMI, President

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VERIFICATION

I DO SOLEMNLY DECLARE AND AFFIRM, under the penalties of perjury, that the contents of the Articles of Amendment and Restatement of PROFESSIONAL HOUSEKEEPING SERVICES, INC. are true and correct to the best of my knowledge, information and belief.

Deborah Zagami
DEBORAH ZAGAMI

BOOK 221 PAGE 898

STATE OF MARYLAND
State Department of Assessments and Taxation
Gene L. Burner, Director

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DOCUMENT CODE 13A BUSINESS CODE ____ COUNTY 52

D2413177 ___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 Req.
51		Foreign Name Registration
13		____Certified Copy ____
56		Penalty
54		For. Supplemental Cert.
		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Terminaton of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____Corp. Good Standing
NA		Foreign Corporation Registration
87		____Limited Part. Good Standing
71		Financial
600		____ Personal Property Reports and ____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, for Limited Part.
		Other ____
		Other ____

Name Change (New Name) Complete Bldg. Services, Inc.

✓ Change of Name
✓ Change of Principal Office
✓ Change of Resident Agent
✓ Change of Resident Agent Address
____ Resignation of Resident Agent

Code 001

ATTENTION: ____

MAIL TO ADDRESS: ____

NOTE:
change to CLOSE

TOTAL FEES 20 Check ____ Cash

____ Documents on ____ checks

APPROVED BY: A

3070 0551

0000 0897

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BOOK 221 PAGE 899

THE ARTICLES OF AMENDMENT AND RESTATEMENT
OF
PROFESSIONAL HOUSEKEEPING SERVICES, INC.
CHANGING ITS NAME TO:
COMPLETE BLDG. SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND OCTOBER 17, 1988 AT 10:36 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$	$ 20.00	$

D2413177

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
ADELBERG RUDOW, DORF, HENDLER &
SAMETH
600 MERCANTILE BANK & TRUST BLDG.
BALTIMORE MD 21201

076C3021593

A 275713

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 3070 0543
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

0000 0898