LIBER

272

[redacted]

BOOK 272 PAGE 001

1992 MAR -9 A 9:20

1992 JUL 24 AM 10:17

ARTICLES OF INCORPORATION

OF

ARUNDEL WATER & SEWER CORPORATION

3/9/92 920a

FIRST: I, Steven G. Tyler, whose post office address is 1919 West Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

ARUNDEL WATER & SEWER CORPORATION

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

1. 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

2. 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.

FOURTH: The post office address of the principal office of the Corporation in this State is 1290 Bay Dale Drive, # 302, Arnold, Anne Arundel County, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this

20698618 3400 2742

State is Ronald C. Shriner at 1290 Bay Dale Drive, # 302, Arnold, Anne Arundel County, Maryland 21012.

FIFTH: The aggregate number of shares of capital stock which the Corporation has authority to issue is 1,000 shares, all of one class, of no par value.

SIXTH: The number of directors of the Corporation shall be not less than the lesser of a) three (3), or b) the number of shareholders in the Corporation, until otherwise altered 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 Ronald C. Shriner and Brenda R. Shriner. Any vacancy which results in a decrease in the number of directors prior to the first annual meeting of the stockholders shall be filled by the Board of Directors.

SEVENTH: The following provisions are hereby adopted for the purposes defining, limiting and regulating the powers of the Corporation and the directors and the 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 or convertible securities, whether now or hereafter authorized, for such consideration as may be deemed advisable by the Board of Directors and without any action by the stockholders.

2. The Board of Directors may classify or reclassify any unissued shares by fixing or altering in any one or more respects,

from time to time before issuance of such shares, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption.

3. The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to the rights of an objecting stockholder as provided in Title 3, Subtitle 2 of the Code.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be construed as or deemed by inference or otherwise in any manner to exclude, limit or restrict any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

4. With respect to: (1) the amendment of the Charter of the Corporation; (2) the consolidation of the Corporation with one or more other corporations to form a new consolidated corporation; (3) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation; (4) the sale, lease, exchange or transfer of all, or substantially all, of the property and assets of the Corporation; and (5) the participation by the Corporation in a share exchange (as defined in the Code) upon which the stock of the Corporation is to be

acquired, notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of two-thirds (2/3) of the votes entitled to be cast thereon, such action shall be effective and valid if taken or authorized by a majority of the votes entitled to be cast thereon.

EIGHTH: A. As used in this Article EIGHTH, any word or words that are defined in Section 2-418 of the Code shall have the same meaning as provided therein.

B. To the maximum extent that the Code, in effect from time to time, permits the 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.

C. To the maximum extent permitted by the Code, in effect from time to time, the Corporation shall indemnify, and shall pay or reimburse reasonable expenses in advance of a final disposition of a proceeding to, any individual who is a present or former director or officer of the Corporation.

D. The Corporation may indemnify and pay or reimburse reasonable expenses in advance of final disposition of a proceeding to any employee or agent or other corporate representative of the Corporation, not a present or former director or officer, up to the maximum extent permitted by the Code, provided that (in addition to any other requirements imposed by the Code) the indemnification is authorized for a specific proceeding, at a duly constituted meeting, by an affirmative vote of (i) a majority of the Board of

Directors who were not parties to the proceeding, or (ii) a majority of stockholders who were not parties to the proceeding.

E. Neither the amendment nor repeal of this Article EIGHTH, nor the adoption or amendment of any other provision of the Articles of Incorporation or By-Laws inconsistent with this Article EIGHTH, shall apply to or affect in any respect the applicability of this Article (as in effect prior to such amendment, repeal or adoption) to any act or failure to act which occurred prior to such amendment, repeal or adoption.

NINTH: The Corporation shall have perpetual existence.

IN WITNESS WHEREOF, the undersigned, incorporator of the Corporation, has set his hand and seal unto these Articles of Incorporation this 3rd day of March, 1992 and has acknowledged the same to be his act.

WITNESS:

Lisa R. Day

(SEAL)
STEVEN G. TYLER,
Incorporator

shriner.aoi 2334

BOOK 272 PAGE 006

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

[redacted]

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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 70

Name Change
(New Name) _____

___ Change of Name
___ Change of Principal Office
___ Change of Resident Agent
___ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Lisa Day
Hyatt + Peters
PO Box 1852
Annapolis Md
21404-1852

✓ Check ___ Cash

NOTE: add

_____ Documents on _____ checks

3400 2747

APPROVED BY: [illegible]

ARTICLES OF INCORPORATION
OF
ARUNDEL WATER & SEWER CORPORATION

BOOK 272 PAGE 007

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MARCH 9, 1992 AT 9:20 O'CLOCK A.M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3387396

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
HYATT & PETERS
LISA DAY
P.O. BOX 1852
ANNAPOLIS MD 21404 1852

17503050927

A 382718

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

AT5-060

MALLOY-03

[redacted]

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

3-9-92 at 9:16a.m.

ARTICLES OF INCORPORATION
OF
CENTURY INVESTMENT CORPORATION

(State of Maryland)

BOOK 272 PAGE 008

FIRST: The undersigned, James F. Perna, whose post office address is c/o Krooth & Altman, 2101 L Street, N.W., Suite 210, Washington, D.C. 20037, 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:

Century Investment Corporation

THIRD: The period of the duration of the Corporation is perpetual.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is:

591 Coover Road
Annapolis, Maryland 21401

(b) The name and post office address of the registered agent of the Corporation in the State of Maryland are:

J. Kevin Malloy
591 Coover Road
Annapolis, Maryland 21401

(c) Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The aggregate number of shares of stock which the Corporation is authorized to issue is one thousand (1000) shares. The Corporation shall have one class of common stock having a par value of One Dollar ($1.00). The aggregate par value of all shares is One Thousand Dollars ($1000.00).

SIXTH: The initial number of directors of the Corporation shall be one, which number may be increased or decreased pursuant to the By-Laws of the Corporation, and the name of the person who is to serve until the first annual meeting of shareholders or until his successors are duly chosen and qualified is:

J. Kevin Malloy

1992 JUL 24 AM 10:17

1992 MAR -9 A 9:16

20698012

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

1. to purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire, manage and deal in real and personal property of every name and nature, improved or otherwise, including stocks and securities of other corporations, and general and/or limited partnership interests in general or limited partnerships (and serve as a general or limited partner in connection therewith), and to loan money and take securities for the payment of all sums due the Corporation, and to sell, assign and release such securities.

2. To acquire by purchase, lease, manufacture, or otherwise, and to improve and develop real property. To erect dwellings, apartment houses, commercial buildings, and other buildings, private or public of all kinds, and to sell and rent same. To lay out, grade, pave, and dedicate roads, stores, avenues, highways, alleys, courts, paths, walks, parks and playgrounds.

3. To acquire, by purchase, lease, manufacture, or otherwise, any personal property deemed necessary or useful in any business of the Corporation or in the equipment, furnishing, improvement, development, or management of any property, real or personal, at any time owned, held, or occupied by the Corporation and to invest, trade, and deal in any personal property deemed beneficial to the Corporation, and to encumber or dispose of any personal property at any time held or owned by the Corporation.

4. To engage in, operate and/or acquire interests in any kind of business, of whatever nature, which may be permitted by law.

5. To import, export, manufacture, produce, buy, sell, and otherwise deal in and with, goods, wares, and merchandise of every class and description.

6. To acquire all or any part of the good will, rights, property, and business of any person, firm, association, or corporation heretofore or hereafter engaged in any business; and to hold, utilize, enjoy, and in any manner dispose of, the whole or any part of the rights, property, and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association, or corporation.

7. To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign,

transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, voting trust certificates, bonds, debentures, notes, mortgages, or other obligations, securities, or evidences of indebtedness, and any certificate, receipts, warrants, or other instruments evidencing rights or options to receive, purchase, or subscribe for the same or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates or by any governments or subdivisions thereof wherever organized and wherever doing business; and to possess and exercise in respect thereof any and all of the rights, powers, and privileges of individual holders, including the right to vote on any shares of stock so held or owned and upon a distribution of the assets or division of the profits of this Corporation to distribute any such shares of stock, voting trust certificates, bonds or other obligations, securities or evidence of indebtedness, or the proceeds thereof, among the stockholders of the Corporation.

8. To contract, enlarge, repair, remodel, or otherwise engage in any work upon buildings of every nature, roads, and sidewalks, and to engage in iron, steel, wood, brick, concrete, stone, cement, masonry, glass, and earth construction, and to execute contracts or to receive assignments of contracts therefor, or relating thereto, also, to manufacture and furnish the building materials and supplies connected therewith.

9. To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell, and otherwise turn to account the same.

10. To purchase or otherwise acquire, and to hold, sell, or otherwise dispose of, and to retire and reissue, shares of its own stock of any class in any manner now or hereafter authorized or permitted by law, and to pay therefor, with cash or other property, as shall be determined by a majority of the Board of Directors.

11. 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, including obligations convertible into stock of the Corporation, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or

personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount, or otherwise dispose of, such bonds, notes or other obligations of the Corporation for its corporate purposes.

12. To aid in any manner any person, firm, association, corporation, or syndicate any shares of stock, shares, bonds, debentures, notes, mortgages, or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights or options to receive, purchase, or subscribe for the same, or representing any other rights or interests therein, which are held by or for this Corporation, or in the welfare of which the Corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interests, or any other property of the Corporation.

13. To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by any one or more of any other corporation or association or any individual, including any shareholder, officer, or director of the Corporation, 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 or any individual, including any shareholder, officer or director of the Corporation. It is not necessary that any guaranty or endorsement made pursuant to this paragraph shall be intended to result in benefit to the Corporation.

14. To carry out all or any part of the foregoing objects as principal, broker, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association, or corporation, and in any part of the world, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, and to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient, or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such objects and purposes.

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

3401 2424

[redacted]

possessions of the United States of America and in foreign countries.

16. To organize, incorporate, and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law.

17. To do any act or thing and exercise any power suitable, convenient, or proper for the accomplishment of any of the objects and purpose 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.

18. To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the jurisdiction hereinabove referred to upon corporations formed under the general laws hereinabove referred to, or under any amendment thereof or supplement 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 mentioned, or to limit or restrict any of the powers of the Corporation, and the Corporation shall have, enjoy, and exercise all of the powers and rights now or hereafter conferred by statute upon corporations of a similar character, it being the intention that the purposes, objects, and powers specified in each of the paragraphs of this article of the Articles of Incorporation shall, except as otherwise expressly provided, in nowise be limited or restricted by reference to or inference from the terms of any other clause or paragraph of this or any other article of these Articles of Incorporation, or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes; provided, however, that nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power, or do any act which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

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 and direct the issuance from

[redacted]

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

2. No holder of stock of any class shall be entitled as a matter of right to subscribe for or purchase any part of any new or additional issue of stock of any class or of securities convertible into 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.

3. Any director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated, and any director of the Corporation who is also a director or officer or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract transaction, with like force and affect as if he were not such director or officer of such other corporation or association or not so interested or a member of a firm so interested; provided, that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed or shall have been known to and approved by the Board of Directors or a majority thereof, and such action shall otherwise be in compliance with the requirements of Md. Code, Corporation and Associations Article, § 2-419.

4. Any contract, transaction, or act of the Corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the Corporation.

5. Unless the By-Laws otherwise provide, any officer or employee of the Corporation (other than a director) may be removed at any time with or without cause by the Board of

Directors or by any committee or superior officer upon whom such power of removal may be conferred by the By-Laws or by authority of the Board of Directors.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 3rd day of March, 1992, and acknowledge the same to be my act.

WITNESS:

Julie Motto

James F. Perna

James F. Perna

BOOK 272 PAGE 015

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK [redacted]

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax D. M. #150490
23		Local Transfer Tax 3/12/92
31	10	1 Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: James G. Perna

MAIL TO ADDRESS: Kroot & V. Altman, 2101 L Street, N.W. Washington, D.C. 20037-1584

TOTAL FEES 59

✓ Check ___ Cash

NOTE: CC. made

_____ Documents on _____ checks

3401 2428

APPROVED BY: JMT

[redacted]

BOOK 272 PAGE 016

ARTICLES OF INCORPORATION
OF
CENTURY INVESTMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MARCH 9, 1992 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	$

D3389590

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
KROOTH & ALTMAN
JAMES F. PERNA
2101 L STREET, N.W.
WASHINGTON DC 20037 1584

178C3051397

A 383099

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2401 2420

AT5-060

BOOK 272 PAGE 017

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD 5-7-92 at 8:42 a.m.

RECEIVED
'92 MAY 7 AM 8 42
STATE DEPT. OF ASSESSMENTS & TAXATION

J & M MARKETING SPECIALISTS, INC.

A MARYLAND GENERAL CORPORATION

ARTICLES OF INCORPORATION

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

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

J & M Marketing Specialists, Inc.

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

(a) To transact the business of advertising, marketing, public relations and developing the business of other corporations, partnerships, or individuals for hire, or upon commission, or otherwise, by and through the means of preparing advertising and similar materials through newspapers, circulars, pamphlets, or other similar literature and advertising/marketing media.

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

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

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, ware and merchandise of every description, to carry on and transact any and all business concerning real estate transactions and business associated thereto.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good will, franchises and assets of every kind, or any corporation, co-partnership or individual (including the estate of a decedent) carrying on or having carried on in whole or in part

1992 AUG 11 AM 8:04

21288236 1123

any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good will, franchises or assets by the issue, in accordance with the laws of Maryland, or stocks, bonds or other securities of the Corporation or otherwise.

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

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock or any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidence of indebtedness issued or created by, any securities or evidence of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland, or of any other state, territory, district, colony, or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds, or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

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

(j) To carry on any of the business hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry

3417 1124

on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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

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

FOURTH: The post office address of the principal office of the Corporation is: 1153 Route 3 North, Suite 17, Gambrills, Maryland, 21054.

FIFTH: The name and post office address of the Resident Agent of the Corporation is: Judith M. Justus, 1153 Route 3 North, Suite 17, Gambrills, Maryland, 21054.

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

SEVENTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than three, provided that: (1) if there is no stock outstanding, then 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, then 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 the successors are duly elected and qualify is: Judith M. Justus.

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 issance from time to time of shares of stock of any class, whether now or hereafter authorized, or securities convertible into shares of stock of any class or classes, whether now or hereafter authorized; (2) the 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, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock; and (3) the Corporation reserves the right to amend the Charter so that amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, any objecting stockholders whose rights may or shall

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 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 exclude or limit any powers conferred upon the Board of Directors under the Maryland General Corporation Law now or hereafter enforced.

NINTH: Except as otherwise may 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 share of stock of the Corporation of any class now, or hereafter authorized, or any securities exchangable for or convertible to such shares, or any warrants or other instruments evidencing rights or options to 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 on this 6 day of May, 1992, and I acknowledge the same to be my act.

John Gregory Smith

JOHN GREGORY SMITH

3417 1126

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 021

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change _____

Code ____

ATTENTION: _____

MAIL TO ADDRESS: Whitmore Weber + Smith, P.A.
2101 Defense Highway
Maryland Route 450
Crofton, MD 21114

TOTAL FEES _____

40 Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: A

3417 1127

BOOK 272 PAGE 022

ARTICLES OF INCORPORATION
OF
J & M MARKETING SPECIALISTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 7, 1992 AT 8:42 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	$

D3427648

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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
MARYLAND ROUTE 450
CROFTON MD 21114

220C3050894

A 390094

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 3417 1122

AT5-060

BOOK 272 PAGE 023

DOMESTIC CORPORATION

NOTICE OF CHANGE OF RESIDENT AGENT

State Department of Assessments
and Taxation
Baltimore, Maryland

5-7-92 10:10a

Pursuant to the provisions of Section 2-108 of the Maryland General Corporation Law, the undersigned Maryland corporation hereby notifies the State Department of Assessments and Taxation Maryland:

(1) That under resolution adopted by the Board of Directors of the corporation on February 3, 1992, a certified copy of which is filed herewith, the resident agent of the corporation in the State of Maryland has been changed to The Prentice-Hall Corporation System, Maryland, whose post office address is 1123 North Eutaw Street, Baltimore, Maryland 21201. The resident agent so designated is a corporation of the State of Maryland.

DFI SNACKS, INC.

By John A. Couri
John A. Couri, President

Dated: April 27 ,1992

RECEIVED
'92 MAY 7 AM 10 10
STATE DEPT. OF
ASSESSMENTS & TAXATION

21288453 2417 1383

FILED
CLERK OF CIRCUIT COURT
1992 AUG 11 AM 8:04

MARYLAND RESOLUTION
Change of Agent (Domestic)

RESOLVED, that The Prentice-Hall Corporation System, Maryland, 1123 North Eutaw Street, Baltimore, Maryland 21201 be and it hereby is designated as Resident Agent of this corporation in lieu of James S. Jacobs and that the proper officer of the corporation is authorized to file a Notice to that effect.

3417 1384

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 023

DOCUMENT CODE 26 0 BUSINESS CODE ____ COUNTY 52

D3138567 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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
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 Corp. Registration
87		____ Limited Part. Good Standing
71		Financial
600		____ Personal Property Reports and late filing penalties
70	10	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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change ____

Code 049

ATTENTION: ____

MAIL TO ADDRESS: ____

✓ Check ___ Cash NOTE:

___ Documents on ___ checks

3417 1385

APPROVED BY: JP

BOOK 272 PAGE 026

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
DFI SNACKS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 7, 1992 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:
$	$ 10.00	$

D3138567

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
THE PRENTICE-HALL CORPORATION
SYSTEM, MARYLAND
1123 N. EUTAW ST.
BALTIMORE MD 21201

220C3050948

A 390138

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3417 1382

AT5-080

BOOK 272 PAGE 027

DOMESTIC CORPORATION

NOTICE OF CHANGE OF RESIDENT AGENT

State Department of Assessments
and Taxation
Baltimore, Maryland

5-7-92 10:10a

Pursuant to the provisions of Section 2-108 of the Maryland General Corporation Law, the undersigned Maryland corporation hereby notifies the State Department of Assessments and Taxation Maryland:

(1) That under resolution adopted by the Board of Directors of the corporation on February 3, 1992, a certified copy of which is filed herewith, the resident agent of the corporation in the State of Maryland has been changed to The Prentice-Hall Corporation System, Maryland, whose post office address is 1123 North Eutaw Street, Baltimore, Maryland 21201. The resident agent so designated is a corporation of the State of Maryland.

DIPLOMATIC DUTY FREE SHOP, LTD.

By David H. Bernstein
David H. Bernstein, President

Dated: April 27 ,1992

1992 AUG 11 AM 8:04

RECEIVED
'92 MAY 7 AM 10 10
STATE DEPT. OF
ASSESSMENTS & TAXATION

21288452 3417 1387

MARYLAND RESOLUTION
Change of Agent (Domestic)

BOOK 272 PAGE 028

RESOLVED, that The Prentice-Hall Corporation System, Maryland, 1123 North Eutaw Street, Baltimore, Maryland 21201 be and it hereby is designated as Resident Agent of this corporation in lieu of James S. Jacobs and that the proper officer of the corporation is authorized to file a Notice to that effect.

3417 1388

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 029

DOCUMENT CODE 260 BUSINESS CODE ____ COUNTY 52

D0328310 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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
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 Corp. Registration
87		____ Limited Part. Good Standing
71		Financial
600		____ Personal Property Reports and late filing penalties
70	10	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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change ____

Code 049

ATTENTION: ____

MAIL TO ADDRESS: ____

✓ Check ___ Cash

NOTE:

___ Documents on ___ checks

APPROVED BY: JS

3417 1389

BOOK 272 PAGE 030

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
DIPLOMATIC DUTY FREE SHOP, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 7, 1992 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:
$	$ 10.00	$

D0328310

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
THE PRENTICE-HALL CORPORATION
SYSTEM, MARYLAND
1123 N. EUTAW ST.
BALTIMORE MD 21201

220C3050949

A 390139

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3417 1386

AT5-060

BOOK 272 PAGE 031

DOMESTIC CORPORATION

NOTICE OF CHANGE OF RESIDENT AGENT

**State Department of Assessments
and Taxation
Baltimore, Maryland**

5-7-92 10:10 AM

Pursuant to the provisions of Section 2-108 of the Maryland General Corporation Law, the undersigned Maryland corporation hereby notifies the State Department of Assessments and Taxation Maryland:

(1) That under resolution adopted by the Board of Directors of the corporation on February 3, 1992, a certified copy of which is filed herewith, the resident agent of the corporation in the State of Maryland has been changed to The Prentice-Hall Corporation System, Maryland, whose post office address is 1123 North Eutaw Street, Baltimore, Maryland 21201. The resident agent so designated is a corporation of the State of Maryland.

DUTY FREE PURCHASING CORP.

By John A. Couri

John A. Couri, President

Dated: April 27 ,1992

RECEIVED
'92 MAY 7 AM 10 10
STATE DEPT. OF
ASSESSMENTS & TAXATION

1992 AUG 11 AM 8:04

511

21288451

P417 1391

MARYLAND RESOLUTION
Change of Agent (Domestic)

RESOLVED, that The Prentice-Hall Corporation System, Maryland, 1123 North Eutaw Street, Baltimore, Maryland 21201 be and it hereby is designated as Resident Agent of this corporation in lieu of James S. Jacobs and that the proper officer of the corporation is authorized to file a Notice to that effect.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 033

DOCUMENT CODE 260 BUSINESS CODE _____ COUNTY 52

D2962751 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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
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 Corp. Registration
87		_____ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and late filing penalties
70	10	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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code 049

ATTENTION: _____

MAIL TO ADDRESS: _____

✓ Check ___ Cash

NOTE: ✓

___ Documents on ___ checks

APPROVED BY: _____

3417 1383

BOOK 272 PAGE 034

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
DUTY FREE PURCHASING CORP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 7, 1992 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:
$	$ 10.00	$

D2962751

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
THE PRENTICE-HALL CORPORATION
SYSTEM, MARYLAND
1123 N. EUTAW ST.
BALTIMORE MD 21201

220C3050950

A 390140

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. 3417 1390

AT5-080

BOOK 272 PAGE 035

DOMESTIC CORPORATION

NOTICE OF CHANGE OF RESIDENT AGENT

**State Department of Assessments
and Taxation
Baltimore, Maryland**

5-7-92 10:10a

Pursuant to the provisions of Section 2-108 of the Maryland General Corporation Law, the undersigned Maryland corporation hereby notifies the State Department of Assessments and Taxation Maryland:

(1) That under resolution adopted by the Board of Directors of the corporation on February 3, 1992, a certified copy of which is filed herewith, the resident agent of the corporation in the State of Maryland has been changed to The Prentice-Hall Corporation System, Maryland, whose post office address is 1123 North Eutaw Street, Baltimore, Maryland 21201. The resident agent so designated is a corporation of the State of Maryland.

DUTY FREE INTERNATIONAL, INC.

By John A. Couri

John A. Couri, President

Dated: April 27 ,1992

RECEIVED
'92 MAY 7 AM 10 10
STATE OF
ASSESSMENTS & TAXATION

1992 AUG 11 AM 8:04
ANNOTATED CODE OF MARYLAND

21288450

3417 1385

MARYLAND RESOLUTION
Change of Agent (Domestic)

RESOLVED, that The Prentice-Hall Corporation System, Maryland, 1123 North Eutaw Street, Baltimore, Maryland 21201 be and it hereby is designated as Resident Agent of this corporation in lieu of James S. Jacobs and that the proper officer of the corporation is authorized to file a Notice to that effect.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 037

DOCUMENT CODE 260 BUSINESS CODE _____ COUNTY 52

D1520386 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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
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 Corp. Registration
87		_____ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and late filing penalties
70	10	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: [signature]

Name Change
(New Name) _____

✓ Change of Name
✓ Change of Principal Office
✓ Change of Resident Agent
✓ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code 099

ATTENTION: _____

MAIL TO ADDRESS: _____

NOTE:

3417 1397

BOOK 272 PAGE 038

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
DUTY FREE INTERNATIONAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 7, 1992 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:
$	$ 10.00	$

D1520386

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
THE PRENTICE-HALL CORPORATION
SYSTEM, MARYLAND
1123 N. EUTAW ST.
BALTIMORE MD 21201

220C3050951

A 390141

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 3417 1394

AT5-080

BOOK 272 PAGE 038

DOMESTIC CORPORATION

NOTICE OF CHANGE OF RESIDENT AGENT

State Department of Assessments
and Taxation
Baltimore, Maryland

5-7-92 10:10a

Pursuant to the provisions of Section 2-108 of the Maryland General Corporation Law, the undersigned Maryland corporation hereby notifies the State Department of Assessments and Taxation Maryland:

(1) That under resolution adopted by the Board of Directors of the corporation on February 3, 1992, a certified copy of which is filed herewith, the resident agent of the corporation in the State of Maryland has been changed to The Prentice-Hall Corporation System, Maryland, whose post office address is 1123 North Eutaw Street, Baltimore, Maryland 21201. The resident agent so designated is a corporation of the State of Maryland.

DF INTERNATIONAL, INC.

By John A. Couri

John A. Couri, President

Dated: April 27 ,1992

1992 AUG 11 AM 8:04

RECEIVED
'92 MAY 7 AM 10 10
STATE DEPT. OF
ASSESSMENTS & TAXATION

SLU

21288455

3417 1411

BOOK 272 PAGE 010

MARYLAND RESOLUTION
Change of Agent (Domestic)

RESOLVED, that The Prentice-Hall Corporation System, Maryland, 1123 North Eutaw Street, Baltimore, Maryland 21201 be and it hereby is designated as Resident Agent of this corporation in lieu of James S. Jacobs and that the proper officer of the corporation is authorized to file a Notice to that effect.

3417 1412

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 041

DOCUMENT CODE 26D BUSINESS CODE _____ COUNTY 52

D 3003795 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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
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 Corp. Registration
87		_____ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and late filing penalties
70	10	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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code 049

ATTENTION: _____

MAIL TO ADDRESS: _____

✓ Check ___ Cash

NOTE:

___ Documents on ___ checks

APPROVED BY: JP

3417 1413

BOOK 272 PAGE 042

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
DF INTERNATIONAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 7, 1992 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:
$	$ 10.00	$

D3003795

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
THE PRENTICE-HALL CORPORATION
SYSTEM, MARYLAND
1123 N. EUTAW ST.
BALTIMORE MD 21201

220C3050955

A 390145

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 3417 1410

AT5-080

BOOK 272 PAGE 013

DOMESTIC CORPORATION

NOTICE OF CHANGE OF RESIDENT AGENT

State Department of Assessments
and Taxation
Baltimore, Maryland

5-7-92 10:10a

Pursuant to the provisions of Section 2-108 of the Maryland General Corporation Law, the undersigned Maryland corporation hereby notifies the State Department of Assessments and Taxation Maryland:

(1) That under resolution adopted by the Board of Directors of the corporation on February 3, 1992, a certified copy of which is filed herewith, the resident agent of the corporation in the State of Maryland has been changed to The Prentice-Hall Corporation System, Maryland, whose post office address is 1123 North Eutaw Street, Baltimore, Maryland 21201. The resident agent so designated is a corporation of the State of Maryland.

DUTY FREE AVIATION, INC.

By John A. Couri

John A. Couri, President

Dated: April 27 ,1992

RECEIVED
'92 MAY 7 AM 10 10
STATE OF MARYLAND
ASSESSMENTS & TAXATION

1992 AUG 11 AM 8:04
RECORD
CHARGE TO: DUTY

500

21288454 3417 1407

MARYLAND RESOLUTION BOOK 272 PAGE 041
Change of Agent (Domestic)

RESOLVED, that The Prentice-Hall Corporation System, Maryland, 1123 North Eutaw Street, Baltimore, Maryland 21201 be and it hereby is designated as Resident Agent of this corporation in lieu of James S. Jacobs and that the proper officer of the corporation is authorized to file a Notice to that effect.

3417 1408

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 045

DOCUMENT CODE 26 0 BUSINESS CODE _____ COUNTY 52

D2149128 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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
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 Corp. Registration
87		_____ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and late filing penalties
70	10	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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code 049

ATTENTION: _____

MAIL TO ADDRESS: _____

✓ Check ___ Cash

NOTE:

___ Documents on ___ checks

APPROVED BY: JW

3417 1409

BOOK 272 PAGE 046

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
DUTY FREE AVIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 7, 1992 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:
$	$ 10.00	$

D2149128

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
THE PRENTICE-HALL CORPORATION
SYSTEM, MARYLAND
1123 N. EUTAW ST.
BALTIMORE MD 21201

220C3050954

A 390144

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3417 1406

AT5-080

BOOK 272 PAGE 017

DOMESTIC CORPORATION

NOTICE OF CHANGE OF RESIDENT AGENT

State Department of Assessments
and Taxation
Baltimore, Maryland

5-7-92 10:11a

Pursuant to the provisions of Section 2-108 of the Maryland General Corporation Law, the undersigned Maryland corporation hereby notifies the State Department of Assessments and Taxation Maryland:

(1) That under resolution adopted by the Board of Directors of the corporation on February 3, 1992, a certified copy of which is filed herewith, the resident agent of the corporation in the State of Maryland has been changed to The Prentice-Hall Corporation System, Maryland, whose post office address is 1123 North Eutaw Street, Baltimore, Maryland 21201. The resident agent so designated is a corporation of the State of Maryland.

AMMEX TAX & DUTY FREE SHOPS WEST, INC.

By Alfred Carfora
Alfred Carfora, President

Dated: April 27 ,1992

1992 AUG 11 AM 8:04

RECEIVED
'92 MAY 7 AM 10 11
ASSESSMENTS & TAXATION

21288448 3417 1403

MARYLAND RESOLUTION
Change of Agent (Domestic)

RESOLVED, that The Prentice-Hall Corporation System, Maryland, 1123 North Eutaw Street, Baltimore, Maryland 21201 be and it hereby is designated as Resident Agent of this corporation in lieu of James S. Jacobs and that the proper officer of the corporation is authorized to file a Notice to that effect.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 049

DOCUMENT CODE 26 BUSINESS CODE _____ COUNTY 52

D 3021029 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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
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 Corp. Registration
87		_____ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and late filing penalties
70	10	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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code 049

ATTENTION: _____

MAIL TO ADDRESS: _____

TOTAL FEES 40

✓ Check ___ Cash

NOTE:

___ Documents on ___ checks

3417 1405

APPROVED BY: [signature]

BOOK 272 PAGE 050

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
AMMEX TAX & DUTY FREE SHOPS WEST, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 7, 1992 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:
$	$ 10.00	$

D3021029

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
THE PRENTICE-HALL CORPORATION
SYSTEM, MARYLAND
1123 N. EUTAW ST.
BALTIMORE MD 21201

220C3050953

A 390143

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3417 1402

AT5-080

BOOK 272 PAGE 031

DOMESTIC CORPORATION

NOTICE OF CHANGE OF RESIDENT AGENT

State Department of Assessments
and Taxation
Baltimore, Maryland

5-292 10:11A

Pursuant to the provisions of Section 2-108 of the Maryland General Corporation Law, the undersigned Maryland corporation hereby notifies the State Department of Assessments and Taxation Maryland:

(1) That under resolution adopted by the Board of Directors of the corporation on February 3, 1992, a certified copy of which is filed herewith, the resident agent of the corporation in the State of Maryland has been changed to The Prentice-Hall Corporation System, Maryland, whose post office address is 1123 North Eutaw Street, Baltimore, Maryland 21201. The resident agent so designated is a corporation of the State of Maryland.

AMMEX PARTNERS WEST, INC.

By Alfred Carfora
Alfred Carfora, President

Dated: April 27 ,1992

RECEIVED
MAY 7 AM 10 11
STATE DEPT. OF ASSESSMENTS & TAXATION

1992 AUG 11 AM 8:04

800

21288440

3417 1399

BOOK 272 PAGE 052

MARYLAND RESOLUTION
Change of Agent (Domestic)

RESOLVED, that The Prentice-Hall Corporation System, Maryland, 1123 North Eutaw Street, Baltimore, Maryland 21201 be and it hereby is designated as Resident Agent of this corporation in lieu of James S. Jacobs and that the proper officer of the corporation is authorized to file a Notice to that effect.

3417 1400

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 053

DOCUMENT CODE 26 BUSINESS CODE _____ COUNTY 52

D3147006 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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
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 Corp. Registration
87		_____ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and late filing penalties
70	10	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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code 049

ATTENTION: _____

MAIL TO ADDRESS: _____

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

3417 1401

APPROVED BY: JW

BOOK 272 PAGE 054

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
AMMEX PARTNERS WEST, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 7, 1992 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:
$	$ 10.00	$

D3147006

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
THE PRENTICE-HALL CORPORATION
SYSTEM, MARYLAND
1123 N. EUTAW ST.
BALTIMORE MD 21201

220C3050952

A 390142

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3417 1398

AT5-080

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
5-8-92 at 9:01 a.m.

BOOK 272 PAGE 055

HEALTH MANAGEMENT TECHNOLOGIES, INC.

ARTICLES OF AMENDMENT

'92 MAY 8 AM 9:01
RECEIVED
STATE DEPT. OF ASSESSMENT & TAXATION

Health Management Technologies, Inc., a Maryland corporation, having its principal office at 7 Leeward Court, Severna Park, Maryland 21146, (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 deleting therefrom in its entirety Article FIFTH and by substituting in lieu thereof the following new Article FIFTH:

> FIFTH: The total number of shares of Capital Stock which the Corporation has the authority to issue is Five Thousand (5,000) shares of which 4,100 shares are shares of Class A Voting Common Stock with no par value and 900 shares are shares of Class B Non-Voting Common Stock with no par value. The only difference between the Class A Voting Common Stock and the Class B Non-Voting Common Stock is the ability to Vote.

1992 AUG 11 AM 8:04

The aforegoing Amendment has been approved by the Directors and Shareholders.

IN WITNESS WHEREOF, the Corporation has caused these presents to be signed in its name on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 30th day of April, 1992, and its President acknowledges that these Articles of Amendment are the act and deed of the Corporation, and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

SC

21298321

3420 1909

BOOK 272 PAGE 056

HEALTH MANAGEMENT TECHNOLOGIES, INC.

ATTEST: **CORPORATION NAME**

Secretary **By:** **President**

3420 1909

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 057

DOCUMENT CODE 04 BUSINESS CODE 03 COUNTY 52

#D3168499 ___ P.A. ___ Religious ___ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code ___

ATTENTION: _____

MAIL TO ADDRESS: E. Stewart Dashiell
4 Leeward Court
Severna Park, Md 21146

TOTAL FEES 20

✓ Check ___ Cash

___ Documents on ___ checks

NOTE: 3310/1715

APPROVED BY: Jm T

3420 1910

BOOK 272 PAGE 058

ARTICLES OF AMENDMENT
OF
HEALTH MANAGEMENT TECHNOLOGIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 8, 1992 AT 9:01 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3168499

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
E. STEWART DASHIELL
4 LEEWARD COURT
SEVERNA PARK MD 21146

229C3052272

A 392472

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3420 1907

ATS-080

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5-8-92 at 9:02A

BOOK 272 PAGE 059

RECEIVED
'92 MAY 8 AM 9 02
STATE DEPT. OF ASSESSMENTS & TAXATION

R & G PROPERTIES, INC.

ARTICLES OF INCORPORATION
(Close Corporation)

FIRST: I, Rhonda H. Shook, whose address is 8120 Veterans Highway, 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 referred to as "Corporation") is R & G PROPERTIES, 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 conduct the business of investing in real property and selling, renting or disposing of same for profit.

(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 8120 Veterans Highway, Millersville, MD 21108. The name and post office address of the Resident Agent of the Corporation in this State is Rhonda H. Shook, 8120 Veterans Highway, Millersville, MD 21108. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one hundred (100) shares of common stock, without par value. There shall be only one class of stock.

SEVENTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the director who shall act until the first annual meeting or until a successor is duly chosen and qualified is: Rhonda H. Shook.

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:

1992 MAY 11 AM 8:05

21298297 417 1575

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

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

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other cause 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, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

TENTH: The Corporation may indemnify a present or former director of officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-148 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I signed these Articles of Incorporation this 29th day of April, 1992, and I acknowledge the same to be my act.

WITNESS:

John A Brownlee

Thomas A Hook

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 061

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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: JMT

Name Change
(New Name) ____

____ Change of Name
____ Change of Principal Office
____ Change of Resident Agent
____ Change of Resident Agent Address
____ Resignation of Resident Agent
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: John A. Blondell, 70 Crain Hwy. North
Post Office Box 728
Glen Burnie, MD
21061

NOTE:

3417 1977

BOOK 272 PAGE 062

ARTICLES OF INCORPORATION
OF
R & G PROPERTIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 8, 1992 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	$

D3428505

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 A. BLONDELL
20 CRAIN HWY. NORTH, P.O. BOX 728
GLEN BURNIE MD 21061

221C3051058

A 389699

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3417 1974

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

ATS-080

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR PAYMENT
5-8-92 at 9:05 a.m.

BOOK 272 PAGE 063

ARTICLES OF INCORPORATION

OF

SAILING CLUB OF THE CHESAPEAKE, INC.

(A Corporation Not-For-Profit Incorporated Under
The Laws of the State of Maryland)

WE, the undersigned, all of whom are citizens of the State of Maryland and are at least twenty-one (21) years of age, do hereby associate ourselves as incorporators with the intention of forming a non-profit Corporation under and by virtue of the General Laws of the State of Maryland.

FIRST: The name of the Corporation shall be:

SAILING CLUB OF THE CHESAPEAKE, INC.

SECOND: The purpose or purposes for which said Corporation is formed are:

1. The Corporation is organized for recreational purposes, including but not limited to the promotion of the sport of sailing, cruising, yacht racing, the holding of social meetings in connection with the foregoing and the promotion of the sport of sailing generally.

2. To promote safe and responsible boating and good seamanship.

3. In furtherance of the purposes for which this Corporation is formed, but not in limitation thereof, the Directors may:

A. Give or lend money to sail training programs to assist them financially in the training and promotion of the sport of sailing;

B. Accept any gift, bequest, devise, legacy or other contribution of

RECEIVED
'92 MAY 8 AM 9 05
STATE DEPT. OF ASSESSMENTS & TAXATION

1992 AUG 11 AM 8:05

21298322
1317 1317

property for the purposes of this Corporation with or without any condition or limitation as to the application thereof, except that no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a nonprofit organization as herein referred to, 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)(7) of the Internal Revenue Code of 1954, as now in force or afterwards amended;

C. Acquire and retain every kind of property, real, personal and mixed, and every kind of security, and invest and reinvest any of the funds of this Corporation;

D. 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;

E. And, in general, to exercise any, and all powers for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland and any and all powers for which a non-profit corporation may perform under the applicable provisions of Internal Revenue Code as amended from time to time and to any other lawful purpose and/or business.

THIRD: The post office address of the principal office of the Corporation in this State is 80 West Street, Suite 110, Post Office Box 11, Annapolis, Anne Arundel County, Maryland 21404. The resident agent of the Corporation is Benjamin Michaelson, Jr., whose post office address is 80 West Street, Suite 110, Post Office Box 11, Annapolis, Maryland

7417 1219

21404. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FOURTH: No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to the Corporation's members, directors, officers, or other private persons, except that the Corporation shall be authorized, and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article SECOND hereof, reasonable compensation to be determined by a majority of the Board of Directors.

FIFTH: Upon dissolution of this Corporation assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(7) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

SIXTH: The Corporation is not organized for profit, it shall have no capital stock and shall not be authorized to issue capital stock. The qualifications for membership and other matters relating to its members shall be as set forth in the by-laws of the Corporation.

SEVENTH: The number of Directors of the Corporation shall be nine (9), which number may be increased or decreased pursuant to the by-laws of the Corporation. The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified, are: NICHOLAS GOLDSBOROUGH, RICHARD W. BORN, ROBERT C. FREY, JR., WALTER S. B. CHILDS, JOHN A. SVAHN, HARRY A. DeLASHMUTT, BRUCE A. BECKNER, FRED C. BYRUM and CHARLES MEIZNER.

EIGHTH: The Corporation shall exist as a non-stock, non-profit corporation until

3417 1219

such time as the Board of Directors by unanimous consent shall file Articles of Amendment changing the corporation's status.

NINTH: The Corporation upon unanimous approval of the Directors reserve the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law.

TENTH: 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 part to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent or another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding if he acted in good faith and in a manner which is reasonably believed to be

2417 1220

in or not opposed to be the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

(2) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was such a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of the liability and in view of all circumstances of

3417 1321

the case, such person is fairly and reasonably entitled to be indemnified for such expenses which such court shall deem proper.

(3) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs (1) and (2) of this Article Eleventh 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 necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article "Eleventh".

(4) Any indemnification under paragraph (1) or (2) of this Article Eleventh (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph (1) or (2) of this Article Eleventh. Such determination shall be made: (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding, or (b) if such quorum is not

3417 1222

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 a written promise 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 by this section.

(6) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors of the Corporation.

(7) Any indemnification pursuant to this Article Tenth shall not be deemed exclusive of any 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.

ELEVENTH: The duration of the Corporation shall be perpetual.

3417 1327

IN WITNESS WHEREOF, we have hereunto subscribed our names, this 5th day of May, 1992.

WITNESS:

RICHARD W. BORN

WALTER S. B. CHILDS

STATE OF MARYLAND)
) ss:
COUNTY OF ANNE ARUNDEL)

I HEREBY CERTIFY that on the 5th day of May, 1992, before me, the undersigned Notary Public in and for the State and County aforesaid personally appeared RICHARD W. BORN and WALTER S.B. CHILDS, personally well known to me to be the persons whose names are subscribed to the within Articles of Incorporation and acknowledged that they executed the same for the purposes therein contained.

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

NOTARY PUBLIC

LAURA B. BIRSEN NOTARY PUBLIC ANNE ARUNDEL CO. MD.

My Commission Expires:

11-1-95

lbb d:\wp51\scc\articles

3417 1224

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

FLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 071

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

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

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
20	28	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	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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code 140

ATTENTION: Walter S. B. Childs

MAIL TO ADDRESS: ____

TOTAL FEES 54

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: JMT

3417 1225

BOOK 272 PAGE 072

ARTICLES OF INCORPORATION
OF
SAILING CLUB OF THE CHESAPEAKE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 8, 1992 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	$

D3427796

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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, OFFUTT,
KLOS & DELAVAN, P.A.
POST OFFICE BOX 868
121 CATHEDRAL STREET
ANNAPOLIS MD 21404 0868

220C3050909

A 390109

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. 3417 1216

AT5-080

GEORGE KELLY ASSOCIATES, INC.

A Maryland CLOSE Corporation, organized under Title 4 of the Maryland Corporations and Associations Article of the Maryland Annotated Code, as amended, MD. ANN. CODE, Corp. & Ass'ns Art., Title 4 (1985 replacement volume & Supp. 1991)

ARTICLES OF INCORPORATION

FIRST: The undersigned, **GEORGE L. KELLY and LOIS J. KELLY**, whose post office address is **331-A Hollyberry Rd., Severna Park, Maryland 21146**, being at least eighteen (18) years of age, do hereby form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (hereafter referred to as "Corporation"), is **GEORGE KELLY ASSOCIATES, 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 are formed are:

1. To engage in the sales and marketing of building materials, hardware, paint, painting supplies and paint sundries, and related products, to the hardware, the home center, and the home improvement industry. To set up and otherwise establish retail store displays of products related to the above functions, and to engage in in-store servicing. To engage in light manufacturing and packaging, distribution and warehousing of items related to the above functions. To lease, rent, or purchase real and personal property necessary to support the above-enumerated functions and purposes.

2. To purchase any necessary personal property, tools and implements, as well as property for eventual use as fixtures in improved real property necessary for

3. To engage in any other purpose and business permitted by law.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
05-08-92 9:20 a.m.
RECEIVED
'92 MAY 8 AM 9 20
1992 AUG 11 AM 8:05
21478247
[redacted]

JOHN JEFFREY ROSS
ATTORNEY-AT-LAW
550M RITCHIE HWY.,
SUITE 208
SEVERNA PARK, MD 21146

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 Corporation, subject to any specific written limitations or restrictions imposed by law or these Articles, shall have and exercise the following powers:

1. Statutory powers as set forth in MD. ANN. CODE, Corp. & Ass'ns Art., § 2-103 (1985 replacement volume & Supp. 1991);

2. the power to enter into profit-sharing and other arrangements with partnerships, domestic and foreign corporations, associations, individuals or other entities and to enter into general and limited partnerships; and

3. to make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts, or other obligations created by any domestic or foreign corporations, and other entities, including partnerships, individuals, associations and cooperatives.

SIXTH: All powers pertaining to the conduct and management of corporate affairs are assumed by the stockholders.

SEVENTH: The address of the principal office of the Corporation in this State is **331-A HOLLYBERRY ROAD., SEVERNA PARK, MARYLAND 21146, ANNE ARUNDEL COUNTY, MARYLAND 21146**.

EIGHTH: The name of the Resident Agent of the Corporation in this State is **George L. Kelly**, a citizen and resident of the State of Maryland whose post office address and residence in Maryland is **331-A Hollyberry Road, Severna Park, Maryland 21146.**

NINTH: The Corporation is authorized to issue no more than a total of 5000 shares of common stock, *without par value*. These shares are not to be divided into classes. Shares without par value may be issued for such consideration as may from time to time be fixed by the shareholders. In the absence of fraud, the judgment of the shareholders as to the value of the consideration shall be conclusive.

JOHN JEFFREY ROSS
ATTORNEY-AT-LAW
550M RITCHIE HWY.,
SUITE 208
SEVERNA PARK, MD 21146

3431 0594

TENTH: A unanimous vote of all of the shares in the Corporation is required to approve and authorize the following fundamental and extraordinary acts of the Corporation:

1. Amendment of the Charter;

2. the consolidation of the Corporation with one or more corporations;

3. the merger of the Corporation with one or more corporations;

4. the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill;

5. voluntary or involuntary liquidation, dissolution or winding-up of the Corporation;

6. hiring any corporate officers.

ELEVENTH: The Corporation elects to have no Board of Directors. This election will become effective at the time of the organizational meeting or informal action of the Corporation's Director at which time the Corporation will issue at least one share of stock. Until the election to have no Board of Directors takes effect, the Corporation shall have two Directors, whose names are **GEORGE L. KELLY AND LOIS J. KELLY.**

TWELFTH: The duration of the Corporation shall be perpetual.

IN WITNESS THEREOF, we have signed these Articles of Incorporation on May 5, 1992, and acknowledge the same to be our act.

George L. Kelly

Lois J. Kelly

JOHN JEFFREY ROSS
ATTORNEY-AT-LAW
550M RITCHIE HWY.,
SUITE 208
SEVERNA PARK, MD 21146

3421 0595

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

f. S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 076

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: John Jeffrey Ross, Attorney at Law, 550 M Ritchie Highway, Suite 208 Severna Park, Md. 21146

TOTAL FEES 40

✓ Check ___ Cash

NOTE:

___ Documents on ___ checks

APPROVED BY: JMT

3421 0596

BOOK 272 PAGE 077

ARTICLES OF INCORPORATION
OF
GEORGE KELLY ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 8, 1992 AT 9:20 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3437696

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 JEFFREY ROSS, ATTORNEY
550 N. RITCHIE HWY., SUITE 208
SEVERNA PARK MD 21146

231C3052478

A 392651

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3421 0592

ATS-080

BOOK 272 PAGE 078

ARTICLES OF INCORPORATION FOR A STOCK CORPORATION

(See instructions on reverse side.)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/8/92 at 12:40 p.m.

FIRST: The undersigned Edward A. Harycki

whose address is 210 Mansion Road, Linthicum, MD 21090

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

SECOND: The name of the corporation is CAFE AU LAIT, INC.

THIRD: The purposes for which the corporation is formed are as follows: The sale of [redacted] bulk and prepared retail coffe beverages and products, and other related retail items.

FOURTH: The post office address of the principal office of the corporation in Maryland is 210 Mansion Road Linthicum, MD 21090

FIFTH: The name and post office address of the resident agent of the corporation in Maryland are 210 Mansion Road Linthicum, MD 21090 Edward A. Harycki

SIXTH: The corporation has authority to issue 1000 shares at $ 1 par value per share.

SEVENTH: The number of directors of the corporation shall be 3 which number may be increased or decreased pursuant to the bylaws of the corporation, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the name(s) of the director(s) who shall act until the first meeting or until their successors are duly chosen and qualified is/are

Edward A. Harycki, Regan M Harycki, Edward W. Harycki

EIGHTH: IN WITNESS WHEREOF, I have signed these Articles and acknowledge the same to be my act.

RETURN TO: CAFE AU LAIT, INC
210 Mansion Road
Linthicum, MD 21090

SIGNATURE(S)
Edward A. Harycki
Regan M Harycki
Edward W. Harycki

3417 2501

SW

AT5-113

21328188

BOOK 272 PAGE 079

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

GUIDELINES FOR DRAFTING ARTICLES OF INCORPORATION FOR A "STOCK" CORPORATION

(See form on reverse side.)

This type of corporation would be most appropriate for two or more individuals engaged in an enterprise with the intention of making a profit.

This guide is to be used for "Articles of Incorporation for a STOCK Corporation." Each item describes how to fill a blank in the sample. The sample is the minimum necessary to incorporate. If you wish to expand on any item consult with your lawyer, accountant or financial advisor. Legal questions of a general nature cannot be answered by the staff of this Department.

You may fill in the blanks on the sample and submit it as your Articles of Incorporation. All items must be typed. Forms filled in by hand will not be accepted.

FIRST: Insert the names and addresses of the individuals who are incorporating. One or more individuals can act as incorporators. The only requirement is that they be at least 18 years old. The address should be one where mail can be received. It can be anywhere, even a foreign county.

SECOND: Insert the corporate name. The corporate name must contain "Corporation," "Incorporated," "Limited," "Inc.," "Corp.," or "Ltd." The name cannot be misleadingly similar to a name already on record in Maryland. You may call 225-1330 for a non-binding check for name availability. Acceptance of a name guarantees only that the corporation will have that name. It does not mean you cannot be sued for trade name or trade mark infringement. For more information on this consult your attorney.

THIRD: Give a one or two sentence description of the business of the corporation.

FOURTH: Insert the address of the principal place of business. It must be a specific address in Maryland and must include street, city and zip code. It cannot be a post office box.

FIFTH: This is the name and address of an agent designated to accept service of process if the corporation is summoned to court for any reason. The agent must be either an adult citizen of Maryland or another existing Maryland corporation. The address must include the street, city and zip code. The address must be in Maryland and cannot be a post office box. A corporation cannot act as its own resident agent.

SIXTH: Insert the number of shares of stock the corporation will have the authority to issue as well as the par value of each share. If the aggregate par value (number of shares multiplied by the par value) exceeds $100,000, or if over 5,000 shares of stock without par value is used, the filing fee will increase beyond the $40.00 minimum. If stock without par value is used insert "$0" as the par value per share. Stock is the means by which ownership of the corporation is divided and assigned. Generally, the owner of 20% of the outstanding stock of the corporation "owns" 20% of the corporation and exercises 20% control. Additionally, stock is required to take advantage of certain tax options. Questions about stock should be directed to your attorney, accountant or financial advisor.

SEVENTH: Insert the number of directors and the names of those adult individuals who will be directors. These individuals do not have to be residents of Maryland.

SIGNATURE(S): Have all the individuals named in FIRST sign here. It must be the original (no xerox, stamp or carbon) signatures of all the people listed in First and no one else may sign here. No witness or notary is required.

RETURN TO: State where the receipt, certified copies, certificates of status and the original articles are to be sent.

FEES

The fee to file Articles of Incorporation is $40.00 unless the aggregate par value of the stock exceeds $100,000 or, if no par value stock is used, the corporation has authority to issue more than 5,000 shares. If stock exceeds these amounts, call 225-1340 for the fee.

TELEPHONE/(301) 225-1340
TTY FOR DEAF: BALTIMORE AREA 383-7555 • D.C. METRO AREA 565-0451
FAX (301) 333-7096

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 080

DOCUMENT CODE 023.8. BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
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63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
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50		Cert. of Qual. or Reg.
51		Foreign Name Registration
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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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Ed Harzecki
210 Marsman Rd
Linthicum Md
21090

TOTAL FEES 70

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: RM

3417 3502

RECORDED & FILED
CIRCUIT COURT, A.A. COUNTY
1992 AUG 11 PM 8:05

BOOK 272 PAGE 081

ARTICLES OF INCORPORATION
OF
CAFE AU LAIT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 8, 1992 AT 12:40 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	$

D3428943

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 A. HARYCKI
210 MANSION ROAD
LINTHICUM MD 21090

222C3051186

A 390227

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3417 2500

ATS-080

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/8/92 at 1:55 p.m.
RECEIVED FOR RECORD
1992 MAY 8 PM 3:05
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
1992 OCT 11 AM 9:05

Articles of Incorporation

of

Maxine Tours, Inc.

A Close Corporation

FIRST: I, Maxine B. Clark, whose post office address is 204 Pelican Drive, Glen Burnie, Maryland 21060, 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 the "Corporation") is: Maxine Tours, Inc.

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

(1) To provide bus tour trips, both interstate and intrastate, and related services 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 204 Pelican Drive, Glen Burnie, Maryland 21060 which is in Anne Arundel County. The name and post office address of the Resident Agent of the Corporation is Maxine B. Clark, 204 Pelican Drive, Glen Burnie, Maryland 21060. Said Resident Agent is an individual actually residing in this state.

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

SIXTH: The Number of directors of the Corporation shall be One (1), which number shall be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be more than the number of stockholders.

The name of the director who shall act until the first annual meeting or until a successor is chosen is:

Maxine B. Clark

21328194
3417 2523

SEVENTH: The Corporation shall be a close corporation in accordance with Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

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.~~ WPC

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

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

(2) The Corporation shall indemnify a present or former officer or director 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 former or present 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 that a corporate representative other than a former or present 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 other matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former

3417 2534

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8th day of May, 1992, and I acknowledge the same to be my act.

WITNESS

Maxine B Clark

3417 2525

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 085

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	39	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31	6	✓ Corp. Good Standing 160407
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Maxine Clark
204 Pelican Dr
Glen Burnie, Md
21060

TOTAL FEES 85

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: RS

3417 2526

BOOK 272 PAGE 086

ARTICLES OF INCORPORATION
OF
MAXINE TOURS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 8, 1992 AT 1:55 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	$

D3428984

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
MAXINE B. CLARK
204 PELICAN DRIVE
GLEN BURNIE MD 21060

222C3051190

A 390231

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3417 2522

AT5-080

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5-8-92 at 2 54p m.

'92 MAY 8 PM 3 54
RECEIVED

IMEX TRADING CO., INC.

ARTICLES OF INCORPORATION

FIRST: I, Thomas Greber, whose post office address is 195 Scotts Manor Drive, Glen Burnie, Maryland 21601, being 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.

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

IMEX TRADING CO., INC.

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

a. To devise, formulate and conduct research, studies, surveys and tests concerning advising persons and business entities of methods, controls of imports and exports; as required or expedient to assist parties in improving or increasing efficiency and profits in exporting and importing products into and out of the United States, and to otherwise furnish consultation and render advice in the fields of exporting and importing.

b. To forward parcels, packages and merchandise and goods of all descriptions, between cities, towns and other places in various parts of the world; to engage in and pursue a general agency, commission, and banking exchange business, and to buy, hold and sell all such real and personal property as may be necessary for conducting said business.

c. In furtherance and not in limitation of the general powers conferred by the laws of the State of Maryland, and of the purposes hereinbefore stated, it is hereby expressly provided that the Corporation shall have the power to do any and all things set forth as its objects, 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 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 objects and purposes, and that said clauses shall be construed as both purposes and powers.

d. 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 195 Scotts Manor Drive, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Thomas Greber, 195 Scotts Manor Drive, Glen

1992 AUG 11 AM 8:05

21328140
3417 2096

Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in this State.

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

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

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

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

The name of the director who shall act until the first annual meeting or until their successors are duly chosen and qualified is Thomas Greber.

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

(2) The Corporation shall indemnify a present of 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 Indemnifcation

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

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, without par value, for such consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, after first obtaining the unanimous approval of sll stockholders of the Corporation.

(b) The Board of Directors shall have power from time to time to fix and determine and to vary the amount of the working capital of the Corporation, and to direct and determine the use and disposition of any surplus or net profits, and the amount of surplus and the net profits of the Corporation to be reserved before the payment of any dividends shall rest wholly in the discretion of the Board of Directors.

(c) The Board of Directors is expressly authorized to make, alter, amend and repeal the By-Laws of the Corporation; to the amount to be reserved as working capital, over and above its capital stock paid in; to authorize and cause to be executed mortgages and liens upon the real and personal property of this Corporation; to borrow money, create debts, and pledge the property of this Corporation as security therefor; from time to time to determine whether and to what extent and at which times and places and under what conditions and regulations the accounts and books of this Corporation shall be open to inspection of stockholders and no stockholder shall have any right to inspect any of

2417 2098

the books or of documents of this Corporation, except as prescribed by statute, or unless authorized by resolution of the holders of a majority of the stock entitled to vote or by a majority of the directors.

(d) 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 qualification of, the dividends on, the times and prices or redemption of and conversion rights of, such shares.

(e) 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 warrants or other instrument evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of May, 1992, and I acknowledge the same to be my act.

T. Greber (SEAL)
Thomas Greber

3417 2099

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

FLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P S

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 091

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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	70	

Name Change
(New Name) ____

____ Change of Name
____ Change of Principal Office
____ Change of Resident Agent
____ Change of Resident Agent Address
____ Resignation of Resident Agent
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: David Kurzyk
#950
5 Light St
Balt, Md 21202

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: JN

3417 2100

BOOK 272 PAGE 092

ARTICLES OF INCORPORATION
OF
IMEX TRADING CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 8, 1992 AT 2:54 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	$

D3428703

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DAVID KURYK
5 LIGHT STREET, SUITE 950
BALTIMORE MD 21202

221C3051078

A 389715

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. 3417 2095

AT5-080

BOOK 272 PAGE 093

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/8/92 at 4:34 p.m.

RECEIVED
MAY 8 PM 4 54
STATE DEPARTMENT OF ASSESSMENTS & TAXATION

ARTICLES OF INCORPORATION

OF

PIERCE LTD.

A MARYLAND CLOSE CORPORATION

ORGANIZED PURSUANT TO TITLE 4 OF THE

CORPORATIONS AND ASSOCIATIONS ARTICLE OF THE

ANNOTATED CODE OF MARYLAND

The undersigned, Thomas H. Haller, of 4640 Forbes Boulevard, Lanham, Maryland 20706, being at least eighteen (18) years of age, do and by virtue of the general incorporation laws of the State of Maryland authorizing the formation of corporations.

FIRST: The name of the corporation (which is hereinafter called "Corporation") is PIERCE LTD.

SECOND: The post office address of the principal office of the Corporation in this state is 2010 Quay Village Court, Apt. 101, Annapolis, Maryland 21403-0284.

THIRD: The name of its resident agent is S. Thomas Pierce, whose post office address is 2010 Quay Village Court, Apt. 101, Annapolis, Maryland 21403-0284. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

(A) To engage in the business of owning, selling, manufacturing, distributing and importing precious metals, stones, and jewelry and to do all things and activities associated with selling, manufacturing, importing and distributing precious metals, stones and jewelry.

(B) To engage generally in all phases of sales of any lawful product from manufacturer or seller to consumer.

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

1992 AUG 11 AM 8:05

LAW OFFICES
GIBBS AND HALLER
4640 FORBES BLVD
LANHAM, MD 20706
(301) 306-0033

21328118

3417 3038

(D) To engage in the ownership, operation, construction, franchising, management, marketing and all other lawful activities respecting those items named in (A) and (B) above, and to engage in any other lawful business or businesses, whether or not related to those elsewhere described in these Articles, and those authorized or approved from time to time by the Board of Directors.

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

(F) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares, and merchandise, of every class and description.

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

(H) To acquire all or any part of the good will, rights, property and business of any person, firm, association, or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

(I) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

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

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

LAW OFFICES
GIBBS AND HALLER
4640 FORBES BLVD.
LANHAM, MD 20706
(301) 306-0033

3417 2039

(L) The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by referenced to the terms of any other clause of this or any other section of these Articles of Incorporation or of any amendment thereto, and shall be regarded as independent and construed as powers as well as objects and purposes.

FIFTH: The total number of shares of capital stock which the corporation has authority to issue is One Thousand (1,000) shares, no par value in each share, all of which shall be one class designed as common stock.

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

SEVENTH: The Corporation shall have one director until the acceptance of the Articles for filing by the Maryland State Department of Assessments and Taxation, and the director shall be S. Thomas Pierce. At such time as these Articles are accepted for filing, the Corporation elects to have no Board of Directors.

EIGHTH: The stockholders shall have the power to create By-laws for the purpose of restricting transferability of stock as long as these restrictions are not inconsistent with law and the authority to enter into Unanimous Stockholders' Agreements.

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

(A) The stockholders of the Corporation are hereby empowered to authorize the issuance, from time to time, of shares of its stock, provided such issuance is in accordance with §4-501 of the Corporations and Associations Article of the Annotated Code of Maryland and Unanimous Stockholders' Agreements that may further restrict such issuance.

(B) Notwithstanding any provision of law requiring such action to be taken or authorized by the affirmative vote of the holders of a majority or other designed proportion of the shares or of the shares of each class, or otherwise to be taken or authorized by vote of the stockholder, action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in the Charter or in the By-laws, but in cases in which the law authorizes such action to be taken or authorized by a less vote, such action shall be effective

LAW OFFICES
GIBBS AND HALLER
4640 FORBES BLVD
LANHAM, MD 20706
(301) 306-0033

3417 3040

and valid if so taken or authorized, except as otherwise provided in the charter or in the By-laws.

(C) The Corporation reserves the right, from time to time, to make any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any of its outstanding stock by classification, re-classification or otherwise.

TENTH: Each officer and his heirs, executors, and administrators, shall be indemnified by the company against any costs and expenses reasonably incurred by him in connection with any action, suit, or proceeding, to which he may be made a party by reason of his being or having been an officer of the company or of any other corporation which he serves or has served as officer at the request of the company, and against any amounts paid by him in settlement of or in satisfaction of a judgment in such action, suit, or proceeding (other than amounts paid or payable to the Corporation), provided that no officer shall be indemnified against any costs, expenses, or payments, in relation to any matter as to which he shall be finally adjudged liable for acting fraudulently as to the Corporation, or derelict in the performance of his duties as such officer or in relation to any matter as to which there has been no adjudication with respect to the performance of his duties unless the company shall receive an opinion from independent counsel that the officer is not liable for the alleged fraudulent conduct and has not bee derelict as stated above; and provided that the foregoing rights of indemnification shall be exclusive of other rights to which he may be entitled as a matter of law.

ELEVENTH: Internal affairs of the Corporation. The power to make, alter, amend or repeal the By-laws shall be vested in the stockholders.

LAW OFFICES
GIBBS AND HALLER
4640 FORBES BLVD.
LANHAM, MD 20706
(301) 306-0033

3417 2041

TWELFTH: The name and addresses, including street number, of the incorporator is:

Thomas H. Haller — 4640 Forbes Boulevard
Lanham, Maryland 20706

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 8th day of May, 1992, and acknowledge the same to be my act.

WITNESS:

Diane A. Davis

Thomas H. Haller
Thomas H. Haller

DATED: May 8, 1992

LAW OFFICES
GIBBS AND HALLER
4640 FORBES BLVD
LANHAM, MD 20706
(301) 306-0033

3417 3042

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P-5

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 098

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
_____ Designation of Resident Agent and Resident Agent's Address
_____ Other Change _____

Code _____

ATTENTION: Thomas H. Haller, Esq

MAIL TO ADDRESS: 4640 Forbes Blvd
Lanham, MD
20706

✓ Check _____ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JMT

3417 3043

BOOK 272 PAGE 099

ARTICLES OF INCORPORATION
OF
PIERCE LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 8, 1992 AT 4:34 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	$

D3428604

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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. HALLER, ESQ.
GIBBS AND HALLER
4640 FORBES BLVD.
LANHAM MD 20706

221C3051068

A 389709

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3417 2037

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

AT5-080

DELOIS INTERNATIONAL, INC.

ARTICLES OF INCORPORATION

FIRST: I, LOIS J. DYE, whose post office address is 8251 Wellington Place, Jessup, Maryland 20794, 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

DELOIS INTERNATIONAL, INC.

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

(1) To consult on and conduct erection of pre-engineered buildings.

(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 8251 Wellington Place, Jessup, Maryland 20794. The name and address of the Resident Agent of the Corporation in this State are LOIS JEAN DYE, 8251 Wellington Place, Jessup, Maryland 20794. 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 two (2), which number shall 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 (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 number of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Lois Jean Dye and Dennis Ray Dye.

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:

1992 AUG 11 AM 8:05
RECEIVED FOR RECORD
STATE DEPT. OF ASSESSMENTS & TAXATION
APPROVED FOR RECORD
5-11-92 at 9:05 A m.
21328720
3417 2760

(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 numeration 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: (1) Directors and officers of the Corporation shall not be liable to the Corporation or its stockholders for money damages, except under circumstances in which this limitation is prohibited by Maryland law. 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 which occurred during the term of office of any director or officer whether or not such director or officer is serving as such at the time of any proceeding in which liability is asserted commences.

(2) The Corporation may indemnify its currently acting and its former directors against any and all liabilities and expenses incurred in connection with their services in such director capacities and may indemnify its currently acting and its former officers to the full extent that indemnification may be provided to directors, and may 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

3417 2761

may advance expenses to its director and officers and other persons referred to above to the extent permitted by Maryland law. This indemnification of directors and officers may also apply to directors and officers who are also employees in their capacity as employees. the Board of Directors, may by By-Law, resolution, or agreement make further provisions for indemnification of employees, and agents to the extent permitted by Maryland law.

(3) Reference 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.

TENTH: As used in this ITEM TENTH, any word or words defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time, shall have the same meaning as provided by said statute:

1. The Corporation may, with the approval of its Board of Directors, indemnify and advance expenses to a director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with said Section 2-418 of the Corporations and Associations Article.

2. With respect to an employee or agent other than a director or officer of the Corporation, the Corporation may, as determined by its Board of Directors, indemnify and advance expenses to such employee or agent in connection with a proceeding to the same extent authorized herein for directors and officers.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of May, 1992, and I acknowledge the same to be my act.

Lois J. Dye
LOIS J. DYE

3417 2762

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 103

DOCUMENT CODE 0239 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Miller, Fry, Protokowicz + Birch, P.A.
55 S. Hickory Ave.
Bel Air, MD 21014

TOTAL FEES 40

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: PCM

3417 2763

BOOK 272 PAGE 104

ARTICLES OF INCORPORATION
OF
DELOIS INTERNATIONAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 11, 1992 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	$

D3429446

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
MILLER, FRY, PROTOKOWICZ & BIRCH
5 SOUTH HICKORY AVENUE
BEL AIR MD 21014

222C3051236

A 390267

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 3417 2759

ATS-060

BOOK 272 PAGE 105

RECEIVED

'82 MAY 11 AM 9 08

STATE DEPT. OF
ASSESSMENTS & TAXATION

5-11-92 9:08 a.m.

ARTICLES OF INCORPORATION

OF

WEBCO SERVICES, INC.

(A Close Corporation)

FIRST: I, THE UNDERSIGNED, MATTHEW E. WEBER, whose post office address is 1801 Jaybird Court, Severn, Maryland 21144, being at least eighteen (18) years of age, do hereby form a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation, which is hereinafter called the "Corporation", is WEBCO SERVICES, INC.

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

(a) To purchase, buy, sell, repair, restore, refurbish, import, export and generally deal in and with antiques and collectibles, and to engage in all activities necessary to perform this function.

(b) To purchase, buy, sell, repair and trade in, import and export lawn and garden equipment, recreational type vehicles and boats, and other equipment not designed for use on public highways, and engage in all activities necessary to perform this function.

(c) To provide light hauling services of non-hazardous materials.

(d) To engage in lawn and garden maintenance functions such as grass cutting, snow removal, garden tilling, and shrub maintenance and other activities normally associated with this type of function.

(e) In general to carry on any lawful business incident or appurtenant to any of the aforesaid objects, purposes and business, and to have, enjoy, and exercise all powers, rights, privileges and grants conferred by the General Laws of the State of Maryland, upon corporations of this character.

1992 AUG 11 AM 8:05

B. EUGENE COLLINS
ATTORNEY AT LAW
ODENTON, MARYLAND

41

21328764
3417 2640

(f) To purchase, lease or otherwise acquire, own, hold, use, improve, manage and operate, mortgage, sell, let, convey and otherwise dispose of real and personal property, either within or without the State of Maryland, and any interest therein, necessary or convenient for the purpose herein expressed, including any type of building to be used in or in connection with its business.

(g) To acquire and undertake the goodwill, property rights, franchises, contracts and assets of every manner and kind and the liabilities of any person, firm, association or corporation, either wholly or in part and to pay the same in cash, stock or bonds of the Corporation or otherwise.

(h) 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.

(i) With a view to the working and development of the properties of the Corporation, and to effectuate, directly or indirectly, its objects and purposes, or any of these, the Corporation may, in the discretion of the directors, from time to time carry on any business, to any extent and in any manner not unlawful, as principal, factor, agent, contractor or otherwise, either alone or as a partner with or through or in conjunction with any person, firm, association or corporation, and in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things and to exercise any powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such objects and purposes.

(j) The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to or inference from the terms of any other clauses in the Articles of Incorporation, but the

B. EUGENE COLLINS
ATTORNEY AT LAW
ODENTON, MARYLAND

objects and purposes specified in the foregoing clauses of this article shall be regarded as independent objects and purposes.

(k) The above granted powers to the Corporation are in furtherance, and not in limitation of, the general powers conferred upon the Corporation by law.

FOURTH: The post office address of the principal office of the Corporation in this State is: 1801 Jaybird Court, Severn, Maryland 21144. The name and post office address of the resident agent of the Corporation in this State is B. EUGENE COLLINS, 1109 Odenton Road, P. O. Box 8, Odenton, Maryland 21113. Said resident agent is an individual actually residing in this State.

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

SIXTH: The number of directors of the Corporation shall be three (3); which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are MATTHEW E. WEBER, IRENE D. WEBER and CYNTHIA R. BAKKEN.

SEVENTH: The directors shall have the power, if the by-laws so provide, to hold their meetings either within or without the State; and the Corporation may have one or more offices in addition to the principal office in Maryland.

EIGHTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, the shares of its stock for such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation subject to the provisions of the laws of the State of Maryland.

NINTH: The duration of the Corporation shall be perpetual.

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

B. EUGENE COLLINS
ATTORNEY AT LAW
ODENTON, MARYLAND

IN WITNESS WHEREOF, I have signed these Articles of Incorporation of this 30th day of APRIL, 1992.

Beverly A. Hansberger
BEVERLY A. HANSBERGER

(SEAL)
MATTHEW E. WEBER

STATE OF MARYLAND)
* TO WIT:
COUNTY OF ANNE ARUNDEL)

I HEREBY CERTIFY, That on this 30th day of APRIL, 1992, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Anne Arundel, personally appeared MATTHEW E. WEBER and acknowledged the foregoing Articles of Incorporation, consisting of four (4) pages, to be his act.

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

Beverly A. Hansberger
BEVERLY A. HANSBERGER
Notary Public

My Commission Expires January 1, 1993

B. EUGENE COLLINS
ATTORNEY AT LAW
ODENTON, MARYLAND

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 109

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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 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 Corp. 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: JmT

Name Change
(New Name) ____

____ Change of Name
____ Change of Principal Office
____ Change of Resident Agent
____ Change of Resident Agent Address
____ Resignation of Resident Agent
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: B. Eugene Collins
P.O. Box 8
Oldenton, MD 21113

NOTE:

3417 2544

BOOK 272 PAGE 110

ARTICLES OF INCORPORATION
OF
WEBCO SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 11, 1992 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:
$ 20.00	$ 20.00	$

D3429198

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
B. EUGENE COLLINS
P.O. BOX 8
ODENTON MD 21113

222C3051211

A 390246

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 2417 2639

ATS-080

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
5-11-92 at 9:12 a.m.

BOOK 272 PAGE 111

RECEIVED
'92 MAY 11 AM 9 12
STATE DEPT. OF
ASSESSMENTS & TAXATION

E. WARD, LTD.
ARTICLES OF INCORPORATION

FIRST: I, Ellen Ward, whose post office address is 1038 Tudor Drive, Crownsville, Maryland 21032, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

E. WARD, LTD.

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

(1) To perform bookkeeping services on a contract basis; to engage in any other lawful purpose and/or business; and,

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

FOURTH: The post office address of the principal office of the Corporation in this State is 1038 Tudor Drive, Crownsville, Maryland 21032. The name and post office address of the Resident Agent in this State are Jon W. Brassel, 116 Defense Highway, Suite 501, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

ALTERNATE

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.

1992 AUG 11 AM 8:05

SIXTH: The Corporation shall have one director, and the number of directors may be increased or decreased pursuant to the By-Laws of the Corporation, provided that the number of directors shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended. Ellen Ward shall act as the director until the first annual meeting and until her successor is chosen and qualified.

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

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of

3417 2648
21328767

shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

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

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

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

(4) With respect to:

(a) the amendment of the Charter of the Corporation;

(b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;

(c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

(d) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

(e) the participation by the Corporation in a share 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;

such action shall be effective and valid if taken or approved by an affirmative vote of a majority of the shares entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article SEVENTH, paragraph (4).

OPTION STOCKHOLDER'S MAJORITY AFFECTING ISSUANCE OF STOCK.

(5) With respect to the issuance of shares of stock of any class now or hereafter authorized, or any securities exchangeable for, or convertible into, such shares, or warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares, such action shall be effective and valid only if, after due authorization and/or approval and/or advice of such action by the Board of Directors, such action is taken or approved by an affirmative vote of not less than a majority of all of the issued and outstanding shares of Common Stock of the Corporation, notwithstanding any provision of law or the provisions of Article SEVENTH, paragraph (1) requiring any action to be taken or authorized other than as provided in this Article SEVENTH, paragraph (5).

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

NINTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

TENTH: No director or officer shall be liable to the corporation or its stockholders for any money damages to the full extent permitted by Section 2-405.2 of the Corporations and Associations Article of the Annotated Code of Maryland.

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

WITNESS:

Ellen Ward

3417 2649

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 114

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging
(Transferor) ____

Surviving
(Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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 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 Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Brassel + Baldwin
116 Defense Hwy.
Annapolis, MD
21401

TOTAL FEES 40

✓ Check ____ Cash NOTE:

____ Documents on ____ checks

APPROVED BY: JMT

3417 2649

BOOK 272 PAGE 115

ARTICLES OF INCORPORATION
OF
E. WARD, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 11, 1992 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	$

D3429206

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
BRASSEL & BALDWIN
116 DEFENSE HIGHWAY, SUITE 501
ANNAPOLIS MD 21401

222C3051212

A 390247

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 3417 2645

ATS-060

ARTICLES OF INCORPORATION
OF
NATIONAL ENDOSCOPY SERVICES, INC.
(A Close Corporation Organized Under Title 4,
Corporations and Associations)

FIRST : The undersigned, Roger A. Klein, whose address is 1730 Pennsylvania Avenue, N.W., Washington, D.C. 20006, 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, hereinafter called the "Corporation" is NATIONAL ENDOSCOPY SERVICES, INC.

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

1. To manufacture and repair medical instruments and equipment of all types.

2. To engage in any activity lawful for a corporation organized under the corporation law of the State of Maryland.

FOURTH : The address of the principal office of the Corporation in Maryland is 2131 Espey Court, Suite 7, Crofton, Maryland 21114.

FIFTH : The name and address of the resident agent of the Corporation in Maryland is Margaret T. Ahern, 2131 Espey Court, Suite 7, Crofton, Maryland 21114-2439.

SIXTH : The total number of shares of capital stock which the Corporation has authority to issue is ten thousand (10,000) share of common stock, par value ten cents ($.10) per share, all of one class, and having an aggregate par value of One Thousand Dollars ($1,000.00).

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 no Board of Directors. Until such time the Corporation shall have one director, and the initial director shall be Margaret T. Ahern.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 7th day of May, 1992, and acknowledge the same to be my act.

Roger A. Klein

1992 MAY 11 AM 8:05
RECEIVED
'92 MAY 11 AM 9 21
STATE DEPT. OF ASSESSMENTS & TAXATION
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5-11-92 at 9:21 a.m.
21328729
7419 0094

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 117

DOCUMENT CODE 0239 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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	7	1 Certified Copy 1
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	6	1 Corp. Good Standing
NA		Foreign Corp. 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

D.M.C. 5/15/92 #164431

TOTAL FEES 53

✓ Check ____ Cash

____ Documents on ____ checks

APPROVED BY: RM

Name Change
(New Name) ____

____ Change of Name
____ Change of Principal Office
____ Change of Resident Agent
____ Change of Resident Agent Address
____ Resignation of Resident Agent
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Howrey & Simon
1730 Pennsylvania Ave., N.W.
Wash., D.C. 20006-4793

NOTE:

3418 0895

BOOK 272 PAGE 118

ARTICLES OF INCORPORATION
OF
NATIONAL ENDOSCOPY SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 11, 1992 AT 9:21 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	$

D3430444

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
HOWREY & SIMON
1730 PENNSYLVANIA AVENUE, N.W.
WASHINGTON DC 20006 4793

223C3051336

A 390322

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3418 0893

AT5-080

BOOK 272 PAGE 119

SHEAR CON ERECTORS, INC.

RESIGNATION OF RESIDENT AGENT

I, Samuel J. Brown, hereby resign as Resident Agent of Shear Con Erectors, Inc.

Samuel J. Brown
Hillman, Brown & Darrow, P.A.
221 Duke of Gloucester Street
Annapolis, Maryland 21401
263-3131 or 269-5555

I hereby certify that I sent a copy of this Resignation of Resident Agent to Shear Con Erectors, Inc., at 773 Annapolis Road, Gambrills, Maryland 21054-0227.

Samuel J. Brown

1992 AUG 11 AM 8:05

21328400

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
5-11-92 at 9:38 a.m.

RECEIVED
'92 MAY 11 AM 9 38
STATE DEPT. OF
ASSESSMENTS & TAXATION

3417 2223

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 120

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D 124999 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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
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 Corp. Registration
87		_____ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and late filing penalties
70	$10.00	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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Hallman, Brown & Darrow, PA
P.O. Box 668
Annapolis, MD 21404-0668

TOTAL FEES $10.00

1 Check ___ Cash

1 Documents on 1 checks

NOTE:

APPROVED BY: RMC

3417 2224

BOOK 272 PAGE 121

RESIGNATION OF RESIDENT AGENT
OF
SHEAR CON ERECTORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 11, 1992 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:
$	$ 10.00	$

D1261999

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

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

221C3051114

A 389745

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. 3417 2222

ATS-080

BOOK 272 PAGE 122

'92 MAY 11 AM 9 38
RECEIVED
STATE DEPT. OF
ASSESSMENTS & TAXATION

Articles of Incorporation

of

Murph's Liquors, Inc.

A Close Corporation

FIRST: I, Elmo J. Singer, whose post office address is 907 Dogwood Road, Glen Burnie, Maryland 21060, 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 the "Corporation") is: Murph's Liquors, Inc.

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

(1) To buy and sell alcoholic beverages, including beer, wine and liquor. Also to buy and sell tobacco products, snacks, juices, groceries, and sundries, 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.

1992 AUG 11 AM 8:05

FOURTH: The post office address of the principal office of the Corporation in this state is 6023 Ritchie Highway, Baltimore, Maryland 21225 which is in Anne Arundel County. The name and post office address of the Resident Agent of the Corporation is Elmo J. Singer, 907 Dogwood Road, Glen Burnie, Maryland 21060. Said Resident Agent is an individual actually residing in this state.

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

SIXTH: The Number of directors of the Corporation shall be One (1), which number shall be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be more than the number of stockholders.

The name of the director who shall act until the first annual meeting or until a successor is chosen is:

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5-11-92 AT 9:38 A.M.

21328737

3417 2794

SEVENTH: The Corporation shall be a close corporation in accordance with Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

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 re-classify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, or voting powers, restrictions and qualifications of, the dividends and 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.

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

(2) The Corporation shall indemnify a present or former officer or director 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 former or present 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 that a corporate representative other than a former or present 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 other matter raised in such proceeding, the Corporation shall not indemnify

3417 2795

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 MAY, 1992, and I acknowledge the same to be my act.

WITNESS

2417 2796

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 125

DOCUMENT CODE 023 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Murph's Liquors
6023 Liberty Hwy.
Baltimore, MD
21225

✓ Check ___ Cash

NOTE:

___ Documents on ___ checks

APPROVED BY: PCM

3417 2797

BOOK 272 PAGE 126

ARTICLES OF INCORPORATION
OF
MURPH'S LIQUORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 11, 1992 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	$ 20.00	$

D3429511

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
MURPH'S LIQUORS
6023 RITCHIE HIGHWAY
BALTIMORE MD 21225

222C3051243

A 390274

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3417 2793

AT5-060

BOOK 272 PAGE 127

BARBER MID-ATLANTIC CONSTRUCTION, INC.

Informal Action of the Board of Directors

May 1, 1992

The undersigned, constituting the sole director of BARBER MID-ATLANTIC CONSTRUCTION, INC., a Maryland Corporation (hereinafter referred to as the "Corporation") in accordance with Section 2-408(c) of the Corporation and Associations Article of the Annotated Code of Maryland, does hereby take the actions set forth below, and to evidence his waiver of any right to dissent from such action, does hereby consent as follows:

RESOLVED; That the principal office of the Corporation be and it is hereby changed from 9140-H Guilford Road, Columbia, Maryland 21046 to 1340-F Charwood Road, Hanover, Maryland 21076, and that the proper officers of the Corporation be and they are hereby authorized and directed for and on behalf of the Corporation to file an appropriate certified copy of this resolution with the State Department of Assessments and Taxation of Maryland and to do and perform any and all other necessary and proper acts incident thereto.

RESOLVED: That the resident agent of the Corporation in the State of Maryland be and he is hereby changed from LSRB, Inc., whose post office address is Suite 400, Woodmere I, 9881 Broken Land Parkway, Columbia, Maryland 21046, to Gabriel J. Poggi, whose post office address is 7 Central Avenue, Glen Burnie, Maryland 21061, and who is a resident of the State of Maryland.

RESOLVED: That the proper officers of the Corporation be and they are hereby authorized and directed for and on behalf of the Corporation to file an appropriate certified copy of this resolution with the State Department of Assessments and Taxation of Maryland and to do and perform any and all other necessary and proper acts incident thereto.

This Informal Action of Directors may be executed in counterparts.

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

BOARD OF DIRECTORS

Wayne K. Barber

WAYNE K. BARBER

1992 AUG 11 AM 8:05

RECEIVED
'92 MAY 11 AM 9 50
STATE DEPT. OF
ASSESSMENTS & TAXATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
5-11-92 at 9:50 A.m.

3417 2213

CERTIFICATE OF CORPORATE RESOLUTIONS

I, JEFFREY L. BROCK, the undersigned Secretary of Barber Mid-Atlantic Construction, Inc., a Maryland corporation, do hereby certify to the State Department of Assessments and Taxation that the aforegoing Informal Action of the Board of Directors dated May 1, 1992 is a true and correct copy of the minutes of the Informal Action of the Board of Directors of the Corporation taken on May 1, 1992, the original of which is filed with the records of the corporation.

IN WITNESS WHEREOF, I have hereunto subscribed my name and the seal of the corporation this 1st day of May, 1992.

(SEAL)
JEFFREY L. BROCK

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 129

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D2465938 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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
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 Corp. Registration
87		_____ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and late filing penalties
70	$10.00	Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, For. Limited Part.
		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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Reed, Reed, et al
7 Central Ave
Glen Burnie, MD 21061

1 Check ___ Cash

NOTE:

1 Documents on 1 checks

APPROVED BY: RMC

3417 3215

BOOK 272 PAGE 130

CHANGE OF RESIDENT AGENT & ADDRESS AND PRINCIPAL OFFICE
OF
BARBER MID-ATLANTIC CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 11, 1992 AT 9:50 O'CLOCK A.M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D2465938

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
REED, REED, ETAL
7 CENTRAL AVE.
GLEN BURNIE MD 21061

221C3051111

A 389742

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. 3417 2212

AT5-080

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD

BOOK 272 PAGE 131 05-11-92 9:56

ALFRAN CONSTRUCTION & PRESSURE WASHER, INC.

FIRST: I, Alexander H. Pettis whose mailing address is 7902 Citadel Drive Severn, Maryland 21144-1515 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 closed corporation (which is hereafter referred to as the "CORPORATION") will be ALFRAN CONSTRUCTION & PRESSURE WASHER, INC.

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

1. CONSTRUCTION ANF PRESSURE WASHING

RECEIVED '92 MAY 26 AM 9 20 STATE DEPT. OF ASSESSMENTS & TAXATION

2. To carry on any business what so ever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that is may deem calculated directly or indirectly, to improve the interests of this corporation and to have and to exercise all powers conferred by the laws of the State of Maryland on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other person's firms, associations, or corporations, and in any part of the world.

1992 AUG 11 AM 8:05

4. The foregoing statement of purposes shall be construed as a statement of both purpose and powers. shall be liberally construed as a statement of both powers. of this corporation. and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by and 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 numeration as to specific powers shall not be construed as limit in any manner the aforesaid general powers, but are in furtherance of, and in addition too and not limitation of said powers.

FOURTH: The posted office address of the principal office of the corporation in this state is 7902 Citadel Dr. Severn MD 21144 The Resident Agent is Alexander H. Pettis whose address is 7902 Citadel Drive, Severn, Md. is an actual resident of the State of Maryland.

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.

RECEIVED '92 MAY 11 AM 9 56 STATE DEPT. OF ASSESSMENTS & TAXATION

21478673

[redacted]

SIXTH: The number of Directors of the Corporation shall be three (3), which may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than (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 that three (3), but no less than the number of stockholders.

The name of the Director who shall act until the first annual meeting or until his successor is chosen and qualified is:

Alexander H. Pettis

SEVENTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the capital stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of 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 is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than thirty-five (35) persons. Stock shall be issued and transferable only:

1. So long as the proposed transfer does not increase the number of shareholders to more than thirty-five (35).

2. To a natural person who is not a non-resident alien. These restrictions apply regardless of whether the transfer is with or without consideration and whether done intervios or by will.

NINTH: With respect to:

a. The Amendment of the Charter of the Corporation:

b. The consolidation of the Corporation with one or more corporations to form a new consolidated corporation;

c. The merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

d. The sale, lease, exchange, or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

3431 0599

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 and stock of which is to acquired;

f. The voluntary or involuntary liquidation, dissolution, or winding up of the Corporation; such action shall be effective and valid if taken or approved by the vote of one-hundred (100) per cent of the shares entitled to be cast thereon, after due authorization and/or approval and/advice of such action be the Board of Directors as required by law, not withstanding any provision of the law requiring any such action to be taken or authorized other than as provided in this Article.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and severally acknowledge same to be my act, this 7th day of May, 1992.

Napoleon H. Pelti

3121 0500

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 134

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: Anna Lee Hicks

MAIL TO ADDRESS: A.T.S. Accounting and Tax Service Inc., 107 Vista Avenue Glen Burnie, Md. 21061

TOTAL FEES 40

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JMT

3421 0601

BOOK 272 PAGE 135

ARTICLES OF INCORPORATION
OF
ALFRAN CONSTRUCTION & PRESSURE WASHER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 11, 1992 AT 9:56 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	$

D3437704

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
A. T. S. ACCOUNTING & TAX SERVICE
ATTN: ANNA LEE HICKS
107 VISTA AVENUE
GLEN BURNIE MD 21061

231C3052479

A 392652

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3421 0597

ATS-080

BOOK 272 PAGE 136

McCORMICK SYSTEMS, 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, William M. Simmons, whose post office address is 20 West Street, P. O. Box 2266, Annapolis, Maryland 21404, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is McCORMICK SYSTEMS, 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). Computer consulting.

(2). To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;

(3). To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Maryland upon corporations formed under the Acts above referred to, or under any Act amendatory thereof or supplemental thereto or in substitution therefor.

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

RECEIVED
'92 MAY 11 AM 10 18
STATE DEPT. OF
ASSESSMENTS & TAXATION

21328742

3417 2799

5-11-92 at 10:18 a.m.

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

FIFTH: The post office address of the principal office of the Corporation in this State is 1231 Gemini Drive, Apartment A, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is Thomas C. McCormick, 1231 Gemini Drive, Apartment A, Annapolis, Maryland 21403. The Resident Agent is an individual actually residing in this State.

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 5th day of May, 1992, and I acknowledge the same to be my act.

_____ _____
Witness William M. Simmons

0373C

3417 2300

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 138

DOCUMENT CODE 0239 BUSINESS CODE 03 ✓ COUNTY 52

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

Merging
(Transferor) ____

Surviving
(Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
20	38	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
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 Corp. 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: PAM

Name Change
(New Name) ____

____ Change of Name
____ Change of Principal Office
____ Change of Resident Agent
____ Change of Resident Agent Address
____ Resignation of Resident Agent
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: William M. Simmons
20 West St.
P.O. Box 2266
Annapolis, MD 21404

NOTE:

3417 2801

BOOK 272 PAGE 139

ARTICLES OF INCORPORATION
OF
MCCORMICK SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 11, 1992 AT 10:18 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	$

D3429529

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
WILLIAM M. SIMMONS
20 WEST STREET, P.O. BOX 2266
ANNAPOLIS MD 21404

222C3051244

A 390275

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3417 2798

ATS-080

BOOK 272 PAGE 140

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/11/92 at 11:19 .m.

GERMANOS & REED, INC.

RECEIVED
'92 MAY 11 AM 11 19

A CLOSE CORPORATION UNDER TITLE 4
ARTICLES OF INCORPORATION

FIRST: The undersigned Lance Emil Germanos and Mark Evan Reed, whose post office addresses are both 406 Headquarters Drive, Suite 205A, Millersville, MD 21108, being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is GERMANOS & REED, INC.

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

FOURTH: The purposes for which the Corporation is formed are as follows: To engage in all activities related to the development of real property and all contracting and construction activities necessary to support these activities.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 406 Headquarters Drive, Suite 205A, Millersville, MD 21108. The name and post office address of the resident agent of the Corporation in Maryland are Lance Emil Germanos, 462 Severnside Drive, Severna Park, MD 21146.

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

SEVENTH: The number of directors of the Corporation shall be two which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than one; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Lance Emil Germanos and Mark Evan Reed.

EIGHTH: The duration of the Corporation is perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on May 7, 1992, and severally acknowledge the same to be our act.

21328689

Lance Emil Germanos

Mark Evan Reed

Lance Emil Germanos

Mark Evan Reed

3417 2567

92 MAY 11 AM 8:05

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 141

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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	7	1 Certified Copy 1
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 Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: Lance Germanos

MAIL TO ADDRESS: 406 Headquarters Drive
Suite 205A
Millersville, MD 21108

TOTAL FEES 47

✓ Check ____ Cash NOTE:

____ Documents on ____ checks

APPROVED BY: Jon T

3417 2568

BOOK 272 PAGE 142

ARTICLES OF INCORPORATION
OF
GERMANOS & REED, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 11, 1992 AT 11:19 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	$

D3429040

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
LANCE GERMANOS
406 HEADQUARTER DRIVE, STE. 205A
MILLERSVILLE MD 21108

222C3051196

A 390237

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 3417 2566

ATS-080

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

5/11/92 at 3:26 p.m.

RECEIVED
'92 MAY 11 PM 3 26
STATE DEPT. OF
ASSESSMENTS & TAXATION

BOOK 272 PAGE 143

D. B. AUTO, INC.

(A Close Corporation)

ARTICLES OF INCORPORATION

I, David K. Baumler, whose post office address is 1282 Dorothy Road, Crownsville, Maryland, 21032 being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is D. B. Auto, Inc.

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

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

(a) To engage in automotive repair business, and to perform all necessary and proper related services and activities in connection therewith.

'92 MAY 11 PM 3:05
ASSESSMENTS & TAXATION

21348420
3419 0813

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

(c) To acquire by purchase or lease, or otherwise, lands, and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired; and to erect, or cause to be erected, on any lands owned, held or occupied by the Corporation, buildings or other structures with their appurtenances, and to re-build, enlarge, alter or improve any buildings or other structures now or hereafter erected on any lands so owned,held or occupied; and to mortgage, sell, lease or otherwise dispose of any lands or interests in lands, and in buildings or other structures, and any stores, shops, suites, rooms or parts of any buildings, or other structures any any time owned or held by the Corporation.

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

3418 0914

Corporation, and from time to time to vary any investments or employment of capital of the Corporation.

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

(f) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time; and to engage in any other lawful purpose and/or business.

FIFTH: The post office address of the principal office of the Corporation in this State is 1282 Dorothy Road, Crownsville, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is Saul McCormick, 210 Crain Highway, N.W., Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing

3418 0815

in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Hundred (100) shares of common stock, without par value.

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

EIGHTH: Notwithstanding any provision of law requiring that such action be taken or authorized other than as provided in this Article, with respect to any action of the Corporation, such action shall be effective and valid only if taken or approved by the unanimous vote of the shares entitled to be cast thereon.

NINTH: Except as the By-Laws may otherwise provide, the Corporation shall indemnify any person against reasonable expenses to the extent that he has been successful in defense of any action, suit or proceeding to which he was made a party by reason of his serving or having served either the

3418 0816

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 or any other entity unless the Officers shall, in their discretion, subject to the By-Laws, so direct.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 11 day of May, 1992, and I acknowledge the same to be my act.

David K. Baumler

David K. Baumler

922322.inc

3419 0917

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 148

DOCUMENT CODE 0239 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
20	20	Organ. & Capitalization
61	70	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. 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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change _____

Code ____

ATTENTION: _____

MAIL TO ADDRESS: David K. Baumler
1282 Prothy Road
Crumsville, MD 21032

TOTAL FEES 70

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: HW

3418 0918

BOOK 272 PAGE 149

ARTICLES OF INCORPORATION
OF
D. B. AUTO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 11, 1992 AT 3:26 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	$

D3430261

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DAVID K. BAUMLER
1282 DOROTHY ROAD
CROWNSVILLE MD 21032

223C3051318

A 390313

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

3418 0812

AT5-080

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR PAYMENT

BOOK 272 PAGE 150

5-12-92 at 8:34 a.m.

R Group, Inc.

A CLOSE CORPORATION UNDER TITLE 4

AMENDED ARTICLES OF INCORPORATION

'92 MAY 12 AM 8:34
RECEIVED
STATE DEPT OF ASSESSMENTS & TAXATION

FIRST: *The undersigned Randall J. Meyers , whose post office address is 10909 Brennan Court, Columbia, Howard County, Maryland 21044 and Richard F. Parshall whose post office address is 316 Songwood Court, Millersville, Anne Arundel County, Maryland 21108, both 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*

R Group, Inc.

THIRD: *The Corporation shall be a close corporation as authorized by Title 4.*

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

1. *To engage in the business of providing services and materials in the fields of: electrical, electronic, and software engineering; graphics design and advertising; security services and other fields as new technologies are developed.*

2. *To provide consultation services in the areas enumerated herein.*

3. *To engage in the research and development, purchase, sale, import, export, license, distribution, design, manufacture or rental of any product, machine, apparatus, appliance, merchandise and property of every kind and description, ideas, systems, procedures and services of any nature including without limiting the generality of the aforegoing, all types of products which posses an internal intelligence for recognizing and correlating any type of data or information to be processed, pattern interpretation, recognition and memory systems and equipment, optical scanning, computers, components of mechanical, electronic, electromechanical, fiber optics, and electronic products and systems such as for the analysis of sound, light, or other inputs, as exist or maybe developed.*

1992 AUG 11 AM 8:05

4. *To engage in the business of purchasing or otherwise acquiring in whole or in part, letters, patents, concessions, licenses, inventions, rights and privileges, subject to royalties or otherwise, whether exclusive or nonexclusive, or limited, whether in the United States or elsewhere; to sell, let or grant any patent rights, licenses, concessions, inventions or rights and privileges, belonging to this Corporation or to which it may acquire or any interest in the same and generally to deal in and sell all such properties; to manufacture, produce and exploit, trade, and deal in all products of any such inventions or rights, and maintain machinery, plants, articles, appliances, and other things in connection therewith.*

5. *To engage in research and exploration, laboratory and development work, relating to any material, substance, compound or mixture, now know or which hereinafter may be know, discovered, or developed, and to perfect, develop, manufacture, use, apply and generally deal in and with any such material, substance, compound or mixture, and to undertake, conduct, manage, assist, promote, and engage or participate in every kind of research or scientific experiment, design or development work, including pure or basic research.*

50

6. *To apply for, register, obtain, purchase, lease, take licenses in respect of, or otherwise acquire, and to hold, own, use, operate, develop, enjoy, turn to account, grant licenses and immunities in respect of, manufacture under, and to introduce, sell, assign, create security*

3419 2009

21338204

interest in, pledge, or otherwise dispose of, and in any manner deal with and contract with reference to: inventions, devices, formulas, processes, and any improvements and modifications thereof; letters, patents, patent rights, patent processes, copyrights, designs and similar rights, trademarks, trade symbols, trade names and other indications of origin and ownership granted by or recognized under the laws of the United States of America or of any state of the subdivision thereof, or any foreign country or subdivision thereof, and all rights connected therewith or appertaining thereunto; including franchises, grants, and concessions.

7. *To buy or otherwise acquire, invest in, hold warehouse, store, lease, exchange, mortgage, hypothecate, pledge, lien or otherwise encumber, loan, borrow money on, trade, deal in, transport, ship, or otherwise move, sell, dispose of, or contract, on consignment or otherwise, with respect to goods, wares and merchandise or rights, franchises, interests and goodwill therein.*

8. *To borrow and lend money and negotiate loans; to purchase, own, subscribe for, draw, make, execute, issue, take, accept, hold, sell, exchange, deliver, endorse, guarantee, discount, transfer, assign, pledge, hypothecate, cancel, mortgage or otherwise acquire, dispose of or deal in the trust or otherwise in the whole or ant part of the shares, stocks, bonds, coupons, debentures, acceptance, mortgage, obligations, contracts, notes, evidence of debt, bills of exchange, warrants, dividends, instruments negotiable or transferable, warehouse receipts, choses in actions or securities of governments, individuals, partnerships, associations and corporations, public, quasi-public or private, domestic or foreign, including those of its own issue, and all trusts or other certificates of, or receipts evidencing, interests in any such securities; to issue in exchange therefor its own stock, bonds, and other obligations, and while holder or owner of any such securities or interest therein, to exercise all the rights, powers, and privileges of ownership, including to vote thereon for any and all purposes; and while the holder thereof to issue and exchange therefor, shares of its own capital stock, bonds, or other obligations; to aid in any corporation, partnership or adventure, in which it may have an interest and to all legal acts and things for the preservation, protection, and improvement, development, and enhancement of the value of any such corporation, partnership, or venture, or of its stocks, bonds, securities, evidences of indebtedness, contracts, or other obligations.*

9. *To acquire by purchase, exchange, lease, devise or otherwise deal in or dispose of, own, maintain, manage, improve, develop, and operate, and to sell, transfer, convey, lease, mortgage, exchange, or otherwise dispose of or deal in or with, real property for offices, warehouses, plants and equipment in any place whatsoever as permitted by law, and any and all rights, interests or privileges therein; and to erect, construct, make, improve, operate, or to aide or subscribe for erection, construction, making, improvement and operation of offices, warehouses, plants, mills, stores, showrooms, dwelling units, workshops, buildings and other establishments and installations, and to acquire and own equipment, machinery, apparatus and other facilities, of every kind and description.*

10. *To purchase and otherwise acquire, hold, own, use, pledge, mortgage, sell, convey or otherwise dispose of real and personal property of every kind and description, without restriction or limitation as to the amount, in any of the states, territories, districts, or possessions of the United States of America. or any foreign countries, except where otherwise to be contrary to the law.*

11. *To provide, hire, and discharge; managers, officers, and employees.*

12. *To aid by loan, subsidy, guaranty, or in any lawful manner whatsoever, any individual, association, partnership, corporation, or any other legal entity whose stocks, bonds, or other securities or evidence of indebtedness or obligations are in any manner directly or indirectly held or guaranteed by this Corporation may have an interest as a stock holder, creditor, guarantor, or otherwise, or whose shares or securities it owns, and to do any and all lawful acts and things designed to protect, preserve, improve or enhance the value of any stocks, bonds or other securities or evidences of indebtedness or obligations of any individual, association, partnership, corporation or any other legal entity in which the Corporation has an interest in as*

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a stockholder, guarantor, creditor or otherwise, or whose shares or securities it owns, and to lend money with or without collateral security.

13. *To adopt any lawful means whatsoever for making known the name of the business, merchandise, or products, or for enhancing the reputation, or for the furthering of interests of this Corporation, or of any individual association, partnership, corporation or other legal entity in whose business this Corporation shall be in any manner interested, by advertising, circulation, purchase or exhibition of works of art or other objects, giving entertainment and exhibitions of any kind, publication and distribution of books, periodicals, pictures, or other publications, granting prizes, awards or donations, giving gratuities, or in any other manner whatsoever as allowed by law.*

14. *To purchase. lease, or otherwise acquire, and to hold, exercise, and enjoy, all or any of the property, franchises, goodwill, rights, powers, and privileges held or enjoyed by any individual, association, partnership, corporation, or other legal entity.*

15. *To enter into any other business or businesses which may be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them to facilitate the Corporation in the transaction of its aforesaid business that may be calculated, directly or indirectly, to increase the value of the property or the rights of the Corporation.*

16. *To borrow and raise money for any purpose whatsoever without limit upon any terms.*

17. *To carry out all or any part of the aforesaid purposes to the same extent and as fully as any natural persons might or could do and to make and perform contracts of every kind and description in any of the states, territories, districts or possessions of the United States, or in ant foreign country, except where other wise prohibited by law.*

The aforegoing enumeration of the purposes, objects, and businesses of the Corporation is made in furtherance and not in limitation of the powers affirmed upon the Corporation by law, and it is expressly provided that said enumeration of specific powers shall not be held to limit or restrict in any manner the objects, purposes, and powers of the Corporation.

FIFTH: *The post office address of the principle office of the Corporation in Maryland is 316 Songwood Court, Millersville, Maryland 21108. The name and address of the resident agent of the Corporation in Maryland are Jeanne Verbeck, 515 Short Curve Road, Glen Burnie, Anne Arundel County, Maryland 21061.*

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

SEVENTH: *The number of directors of the Corporation shall be one, which number may be increased or decreased pursuant to the bylaws 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 Richard F. Parshall.*

EIGHT: *The stock of the Corporation is is distrubuted as follows:* FIVE THOUSAND (5000) *shares of stock to Richard F. Parshall.*

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

1. *The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of stock, whether now or hereinafter authorized.*

2. *If the Corporation enters into contracts or transacts business with one or more of its directors, or with any firm of which one or more of its directors are members, or with any other corporation or association of which one or more of its directors are stockholders, directors, or*

officers, such contract or the fact that such director or directors have or may have interests therein which are, or might be adverse to the interests of the Corporation, provided that such interest was disclosed to the other directors or stockholders acting upon or in reference to such a contract or transaction, and in such event, no directors having such adverse interest shall be liable to the Corporation or to any other stockholder or creditor thereof or to any other person for any lose incurred by it under or by reason of any such contract or transaction nor shall any director or directors be accountable for any gains or profits realized therein.

TENTH: *The duration of the Corporation shall be perpetual.*

IN WITNESS WHEREOF, *We have signed these Amended Articles of Incorporation on May 1, 1992, and severally acknowledge the same to be our act.*

Richard F. Parshall

Randall J. Meyers

3418 2011

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 154

DOCUMENT CODE 1039 BUSINESS CODE 03 COUNTY 52

#D3350360 ___ P.A. ___ Religious ✓ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: R Group, Inc., 10909 Brennan Court
Columbia, Md.
21044-3766

TOTAL FEES 20

✓ Check ___ Cash

___ Documents on ___ checks

NOTE: ~~3401/2250~~

APPROVED BY: JMT

3419 3012

BOOK 272 PAGE 155

AMENDED ARTICLES OF INCORPORATION
OF
R GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 12, 1992 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	$

D3350360

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
R GROUP, INC.
10909 BRENNAN CT.
COLUMBIA MD 21044 3766

224C3051554

A 390514

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2418 207

ATS-080

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR PAYMENT
5-12-92 at 8:37 a

BOOK 272 PAGE 156

ARTICLES OF INCORPORATION
OF

RECEIVED

GRINSTEAD ASSOCIATES, INC.

'92 MAY 12 AM 8 37
STATE DEPT OF ASSESSMENTS & TAXATION

FIRST: I, Arthur Jacob, whose post office address is 500 Main Street, Reisterstown, Maryland 21136, being of 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

GRINSTEAD ASSOCIATES, INC.

THIRD: The purposes for which the Corporation is formed are (1) to engage in the design, development, production, and implementation of software products, computer products, and research strategies for use by the printing, publishing and advertising community; (2) to design, develop, market, sell, and otherwise solicit for order computer hardware, computer software, telephonic hardware, and telephonic switching software for use by the printing, publishing and advertising community; (3) to engage in all other and related, business, lines of work, and occupations associated with and within the printing, publishing, and advertising community; and, further (4) to do anything permitted by Section 2-203 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

1992 AUG 11 AM 8:06

FOURTH: The post office address of the principal office of the Corporation is 1342 Charwood Road, Hanover, Maryland 21076. The name and post office address of the Resident Agent of the Corporation is state is Geoffrey Calderone, 1342 Charwood Road, Hanover, Maryland 21076. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5,000) shares, consisting of two thousand (2,000) shares of Class A voting common stock (the "Class A Stock"), two thousand (2,000) shares of Class B common stock, (the "Class B Stock"), and one thousand (1,000) shares of Preferred stock, each class without Par Value.

(a) The following is a description of each class of stock for the Corporation with the preferences, conversion and other rights, restrictions, voting powers, and

ARTHUR F. JACOB
ATTORNEY AT LAW
500 MAIN ST., SUITE A
REISTERSTOWN, MD 21136
(301) 526-7080

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qualifications of each class.

(b) Except as otherwise provided in this Article, "Fifth", the Class A Common Stock, without Par Value, shall have a voting right of one vote per share and each fractional share shall be entitled to a corresponding fractional vote. The Class B Common Stock, without Par Value shall have a voting right of .5 vote per share and each fractional share shall be entitled to a corresponding fractional vote.

(1) The holders of the Common Stock issued by the Corporation and outstanding, except as provided by law or these Articles of Incorporation, shall possess the exclusive right to notice of stockholder's meetings; The holders of Preferred Stock of the Corporation shall not be entitled to notice of stockholder's meetings, except where such notice is required by law or these Articles of Incorporation.

(2) All rights granted and distributions made in accordance with the preferences, rights, restrictions, powers, and qualifications set forth in this Article, "Fifth", with respect to a class of stock shall be divided among the stockholders of that class in the proportion which the number of shares of stock of that class held by each stockholder bears to the aggregate number of outstanding shares of that class.

(c) The Preferred Stock, having no-par value, shall not have any voting power whatsoever, except upon the question(s) of (1) the authorization or creation of any class of capital stock ranking, as to voting rights, payment of dividends or distribution of assets, senior to or on parity with the Preferred Stock; (2) the repeal, alteration or amendment of the contract rights, designations, powers, preferences, rights, qualifications, limitations or restrictions of the Preferred Stock; (3) the amendment, alteration, or repeal of any provision of the Articles of Incorporation or By-Laws of the Corporation; (4) the purchase, lease or other acquisition of all or substantially all the properties or assets of another corporation or entity; (5) the entrance into any transaction, or the making of any commitment to enter into any transaction, not in the ordinary course of business; (6) the issuance, or approval of the issuance, of any debt securities; (7) the effecting of any material change in the conduct or operation of the business of the Corporation; (8) the voluntary dissolution, liquidation, winding-up or carrying out of any partial liquidation, distribution or other transaction in such nature; (9) the sale, transfer, lease, or disposal of all or substantially all of the properties or assets of the Corporation; and, (10) the entrance into any merger,

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consolidation, or share exchange with any other corporation or entity. The holders of Preferred Stock of the Corporation shall possess the right to receive notice of stockholder's meetings wherein any one or more of these items has been placed upon the meeting agenda.

(d) Liquidation - In the event of any liquidation, dissolution or winding up of the Corporation, the holders of the Common Stock and the Preferred Stock of the Corporation shall be paid out of the assets of the Corporation available for distribution to its stockholders in the following order of priority:

(1) First, to the holders of Preferred Stock, an amount equal to all unpaid declared, accumulated dividends, if any, together with interest thereon, computed at an annual rate of 12%, computed commencing with the date such dividends should have been paid by the Corporation and terminating with the date of their actual payment.

(2) Second, to the holders of the Preferred Stock an amount equal to Five Thousand Dollars ($5,000.00) per share and to the holders of the Class A Common Stock an amount equal to Two-Thousand and Five Hundred Dollars ($2,500.00) per share, and to the holders of Class B Common Stock an amount equal to Five Hundred Dollars ($500.00) per share; provided, however, that in the event that the assets of the Corporation available for distribution are insufficient to make the distributions with respect to each class of stock above set forth in this sub-paragraph (2), then the aggregate amount distributed hereunder shall be divided among the respective classes of stock in the following proportions:

(i) 52% to the holders of Preferred Stock.
(ii) 43% to the holders of Class A Common Stock.
(iii) 5% to the holders of Class B Common Stock.

(3) Third, thereafter, the remaining assets of the Corporation available for distribution to its stockholders shall be distributed among and paid to the holders of Preferred Stock and Class A Common Stock and Class B Common Stock, share and share alike and without any distinction as to class, in proportion to their respective stockholdings.

(4) A merger or consolidation of the Corporation with or into any other corporation, a share exchange involving the Corporation, or a sale, lease, exchange, or transfer of all or any part of the assets of the Corporation which shall not in fact result in the liquidation, in whole or part, of the Corporation and the distribution of its assets to its stockholders shall not be deemed to be a

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REISTERSTOWN, MD 21136
(301) 526-7980

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voluntary or involuntary liquidation, in whole or part, dissolution or winding-up of the Corporation.

(e) Dividend Preference - The holders of the Preferred Stock shall be entitled to receive at the end of each and every fiscal year of the Corporation, but only when and as authorized by the Board of Directors of the Corporation, out of the assets of the Corporation legally available for dividends, cash dividends at the rate of Four-Hundred and Fifty Dollars ($450.00) per share for each fiscal year of the Corporation, without interest, before any sum or sums shall be set aside for or applied to the purchase or redemption of the Preferred Stock or the purchase, redemption or other acquisition for value of any other class of stock and before any dividend shall be paid or declared, or any other distributions shall be ordered or made, upon any class of stock; provided, however, that the declaration and payment of dividends on the Preferred Stock shall be subject to and in accordance with the following:

(1) If any dividends payable on the Preferred Stock with respect to any fiscal year of the Corporation are not paid for any reason, the right of the holders of the Preferred Stock to receive payment of such dividends shall not lapse or terminate, but said unpaid dividend or dividends shall accumulate and shall be paid with interest, computed at an annual rate of 12%, to the holders of the Preferred Stock, when and as authorized by the Board of Directors of the Corporation, before any sum or sums shall be set aside for or applied to the purchase or redemption of the Preferred Stock or the purchase, redemption or other acquisition for value of any other class of stock and before any dividend shall be paid or declared, or any other distribution shall be ordered or made, upon any other class of stock.

(2) No dividends shall be paid on the Preferred Stock at such time as (1) it would violate Maryland law; (2) impair the net capital of the Corporation; (3) reduce the balance of cash in the operating cash accounts of the Corporation below the sum of Twenty-Five Thousand Dollars ($25,000.00); or, (4) cause the Corporation to become insolvent and/or cause the Corporation to become delinquent in its other non-stockholder obligations.

(f) Dividend Preference (Mid-Year Issuance) - If the issuance of any of the Preferred Stock shall take place on a day other than the first day of the Corporation's fiscal year, the Corporation shall pay with respect to said fiscal year a pro-rated amount of the annual dividend on such issued Preferred Stock for the period of time from the date of issuance of such Preferred Stock until the end of the

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500 MAIN ST., SUITE A
REISTERSTOWN, MD 21136
(301) 526-7080

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fiscal year.

(g) Right of Redemption - Each holder of Preferred Stock, upon One-Hundred and Eighty (180) days written notice, sent by Certified Mail, Return Receipt Requested, and received by the Corporation, and upon the surrender of all or part of the stock certificates of the Corporation representing shares of Preferred Stock to the Corporation or its transfer agent in such manner as shall be designated by the Board of Directors, shall have the right at any time to require the Corporation to repurchase all or part of the Preferred Stock held by such individual stockholder at the price of Four Thousand Dollars ($4,000.00) per share; provided, however, that the right to require repurchase set forth in this paragraph shall only be exercisable after all accumulated and unpaid dividends on the Preferred Stock shall have been paid, or authorized and set aside for payment; and provided further that the Corporation shall not be required to repurchase Preferred Stock pursuant to this paragraph at such time as (1) it would violate Maryland law; (2) impair the net capital of the Corporation; (3) reduce the balance of cash in the operating cash accounts of the Corporation below the sum of Twenty-Five Thousand Dollars ($25,000.00); or, (4) cause the Corporation to become insolvent and/or cause the Corporation to become delinquent in its other non-stockholder obligations.

(h) Redemption Rights - The Common Stock of the Corporation may be redeemed in whole or in part at the discretion of the Board of Directors. The stock may be called at any time for purchase, or for retirement or cancellation in connection with any reduction of capital stock, at the book value of such shares as determined by the Board of Directors.

SIXTH: Subject to all the rights of the Preferred Stock as expressly provided herein, by law or by these Articles of Incorporation, the Common Stock of the Corporation shall possess all such rights and privileges as are afforded to capital stock by applicable law in the absence of any express grant of rights or restriction of rights contained in this Charter.

SEVENTH: The Stockholders of the Corporation are empowered to authorize the issuance, from time to time, of shares of its stock of any class, whether now or hereafter authorized, for such consideration as said stockholders may deem advisable, subject to the the limitations and restrictions, if any, set forth in the By-Laws of the Corporation.

EIGHTH: The number of directors shall be three (3),

ARTHUR F. JACOB
ATTORNEY AT LAW
500 MAIN ST., SUITE A
REISTERSTOWN, MD 21136
(301) 526-7080

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 chosen and qualified are Geoffrey Calderone, Peter A. Calderone, and Wayne W. Morgan.

NINTH: 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 judgement or other final adjudication adverse to such Director or Officer is entered in a proceeding based upon a finding in the proceeding that such Director's or Officer'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.

TENTH: The Corporation reserves the right to amend, alter, or change any provision contained in this Certificate of Incorporation in any manner prescribed by statute, and all rights conferred on stockholders herein are granted subject to this provision.

ELEVENTH: 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. As used herein and 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, as amended from time to time, (the "Indemnification Section"), shall have the same meaning as provided in the Indemnification Section.

TWELTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 1st day of May, 1992 and I hereby acknowledge the same to be my act.

Arthur F. Jacob

ARTHUR F. JACOB
ATTORNEY AT LAW
500 MAIN ST., SUITE A
REISTERSTOWN, MD 21136
(301) 526-7080

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STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 162

DOCUMENT CODE 0239 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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 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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Arthur I. Jacob, Attorney at Law, 500 Main Street Suite A Reisterstown, Md. 21136

TOTAL FEES 52

✓ Check ___ Cash

NOTE:

___ Documents on ___ checks

APPROVED BY: J.M.T.

3418 0690

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BOOK 272 PAGE 163

ARTICLES OF INCORPORATION
OF
GRINSTEAD ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 12, 1992 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	$

D3430030

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 F. JACOB, ATTORNEY AT LAW
500 MAIN STREET, SUITE A
REISTERSTOWN MD 21136

223C3051295

A 390015

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3418 0683

ATS-080

BOOK 272 PAGE 164

5-12-92 1:35p

ARTICLES OF INCORPORATION
OF
OMV CORPORATION

ARTICLE 1: INCORPORATION. I, Gregory V. Powell, whose post office address is 5236 Westpath Way, Bethesda, Maryland 20816, being over twenty-one (21) years of age, hereby form a corporation under and by virtue of the laws of the State of Maryland.

ARTICLE 2: NAME. The name of the corporation (the "Corporation") is OMV Corporation.

ARTICLE 3: PURPOSES. The purposes for which the Corporation is formed are as follows:

> To develop, construct, market, sell, distribute and otherwise deal in residential and commercial real estate; to perform all related activities in connection with the foregoing; and to carry on such other business and to enter into such transactions and activities of every kind as are legal for corporations, and to carry on all such activities at any place in the world, and to engage in any other lawful purpose and/or business.

ARTICLE 4: PRINCIPAL OFFICE. The post office address of the principal office of the Corporation in this state is 911 Eastham Court, Apt. 21, Crofton, Maryland 21114. The resident agent of the Corporation is Gregory V. Powell. Said resident agent is a citizen of the State of Maryland and actually resides at 5236 Westpath Way, Bethesda, Maryland 20816.

ARTICLE 5: STOCK. The total number of shares of stock of all classes which the Corporation has authority to issue is one thousand (1,000) shares of Common Stock, with no par value.

ARTICLE 6: DIRECTORS. 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 if it is decreased to less than three (3), such number of directors may not be less than the number of shareholders in the Corporation. The names of the directors who shall act until the first annual meeting and until their successors shall be duly elected, chosen and qualified, shall be:

1. Andrew Dolben
2. Dean H. Dolben
3. Dana G. Pope

500

DOLBEN.003\ARTINCRP.OMV

21358102

MAY 12 '92 13:35 FURE DOOLANS ABELL P.2

ARTICLE 7: 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 shareholders:

(1) No transaction between this Corporation and any other corporation or business 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 interested in or are directors or officers of such other corporation or business; provided that the fact he or his firm is so interested shall be disclosed or shall have been known to a majority of the Board of Directors; and any director of this Corporation, who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such transaction with like force and effect as if he had no interest in the other corporation or business.

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

(3) The Board of Directors (a) shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class; and (b) 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.

(4) The enumeration and definition of a particular power of the Board of Directors included above 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 of these Articles of Incorporation, or construed to exclude or limit any powers conferred upon the Board of Directors under the laws of the State of Maryland.

ARTICLE 8: INDEMNIFICATION OF DIRECTORS AND OFFICERS.

(1) As used in this Article 8, any word or words that are defined in Section 2-418 of the Corporations and Associations of

2419 1060

MAY 12 '92 13:35 FUREY DOOLEAN& ABELL

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.

ARTICLE 9. EXTRAORDINARY ACTS. With respect to:

(1) The amendment of the Charter of the Corporation;

(2) The consolidation of the Corporation with one or more corporations to form a new consolidated corporation;

(3) The merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

(4) The sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

(5) The participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the Corporation the stock of which is to be acquired; or

(6) The voluntary or involuntary liquidation, dissolution or winding up of the Corporation.

Such action shall be effective and valid only if taken or approved by the stockholders of the Corporation by the affirmative vote of two-thirds of all shares entitled to vote, after due authorization, approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any such action to be taken or authorized other than as provided in this Article.

ARTICLE 10: BYLAWS. The power to adopt, alter or repeal Bylaws subsequent to the organizational meeting of the Corporation shall rest with the Board of Directors.

ARTICLE 11: DURATION. The duration of this Corporation is perpetual.

3412 104

MAY 12 '92 13:36 FURCY DOOLAN& BELL P.4

IN WITNESS WHEREOF I have signed these Articles of Incorporation this 12th day of May 1992 and I acknowledge the same to be my act.

Gregory V. Powell

Gregory V. Powell

MAY 12 '92 13:37 FURE DOOLAND ABELL P.5

3419 1062

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 163

DOCUMENT CODE 023 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	39	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31	6	___/___ Corp. Good Standing A160015 DW
NA		Foreign Corp. 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	85	

Name Change
(New Name) ____

____ Change of Name
____ Change of Principal Office
____ Change of Resident Agent
____ Change of Resident Agent Address
____ Resignation of Resident Agent
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code 026

ATTENTION: Gregory Powell

MAIL TO ADDRESS: ____

Mastercard ____ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: JSO

3418 1067

BOOK 272 PAGE 100

ARTICLES OF INCORPORATION
OF
OMV CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 12, 1992 AT 1:35 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	$

D3430741

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
FUREY, DOOLAN, & ABELL
ATTN: GREGORY POWELL
8401 CONNECTICUT AVENUE
CHEVY CHASE MD 20815

223C3051366

A 390346

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 3418 1059

AT5-060

RECEIVED
'92 MAY 13 AM 8 15
STATE DEPT. OF
ASSESSMENTS & TAXATIC

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
5/13/92 at 8:15 a.m.

BOOK 272 PAGE 170

ARTICLES OF INCORPORATION

OF

TECHCOM OF SEVERNA PARK, INC.

FIRST: We, Jino L. Masone and Joanne F. Masone, whose post office address is 31 Belleview Drive, Severna Park, Maryland 21146, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the general Laws of the State of Maryland.

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

TECHCOM OF SEVERNA PARK, INC.

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

(1) To engage in the business of the operation of a franchise which provides instruction to children and adults in the use of computers and related computer activities; and

(2) To carry on any other business in connection with the foregoing, whether manufacturing or otherwise; and

(3) To acquire (by purchase, lease, or otherwise), own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situated, within or without the State of Maryland; and

(4) To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law; and

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

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(6) To do any act or thing and exercise any power suitable, convenient or proper for the accomplishment of any of the purposes enumerated herein or incidental to the powers specified herein, 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 do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and 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 Corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations, it being the intention of these Articles of Incorporation 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 Third, or of any other article of these Articles of Incorporation; provided, however, that nothing contained herein 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.

3423 1570

FOURTH: The post office address of the principal office of the Corporation in this State is 31 Belleview Drive, Severna Park, Maryland 21146.

The name and post office address of the Resident Agent of the Corporation in this State is Joanne F. Masone, 31 Belleview Drive, 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, all of one class.

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

(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 Jino L. Masone and Joanne F. Masone.

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 stock by setting or changing in any one or more respects, from time to time before issuance of such stock, 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 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 these Articles of Incorporation, 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: No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages, except:

(1) For the amount of any improper benefit or profit (in money, property, or services) actually received by such director or officer; 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

3423 1572

BOOK 272 PAGE 174

the result of active and deliberate dishonesty, and was material to the cause of action adjudicated in the proceeding.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 11th day of May, 1992, and we acknowledge the same to be our act.

Patricia A Marks
Witness

Jino L Masone
Jino L. Masone

Patricia A Marks
Witness

Joanne F Masone
Joanne F. Masone

temp\pjs\techcom.cmm

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 175

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	1 Certified Copy 5
56		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 Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change ____

Code 133

ATTENTION: Christopher M. May, Jr., Esq.

MAIL TO ADDRESS: ____

51 Check ___ Cash

NOTE:

___ Documents on ___ checks

APPROVED BY: A

3423 1574

BOOK 272 PAGE 176

ARTICLES OF INCORPORATION
OF
TECHCOM OF SEVERNA PARK, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 AT 8:15 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	$

D3432044

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
COUNCIL, BARADEL, KOSMERL
& NOLAN, P.A., CHRISTOPHER M. MAY
POST OFFICE BOX 2289
125 WEST STREET, FOURTH FLOOR
ANNAPOLIS MD 21404

225C3051609

A 390570

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3423 1568

ATS-080

BOOK 272 PAGE 177

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/13/92 at 8:29 A.M.

ARTICLES OF INCORPORATION
OF
LGRS, LTD.
A MARYLAND CLOSE CORPORATION, ORGANIZED PURSUANT TO TITLE 4 OF THE CORPORATION AND ASSOCIATIONS ARTICLE OF THE ANNOTATED CODE OF MARYLAND

FIRST: I, Raimando Lubrano, whose post office address is 2462 Solomons Island Road, Annapolis, Maryland 21401, being at least eighteen years of age, am hereby forming 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:

LGRS, LTD.

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

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

(1) To engage in all aspects of retail and wholesale food and restaurant business including eat in, carry out, catering, and all other business activities generally related thereto but specifically in the sale of pizzas, subs and other fast food items;

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

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

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

(5) To improve, manage, develop, sell, assign, transfer, lease, mortgage,

HILLMAN BROWN & DARROW
Attorneys at Law
Post Office Box 668
Annapolis, Maryland 21404-0668
(301) 263-3131
(301) 269-5565
(301) 858-5600

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92-0325
4/30/92
JAO

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'92 MAY 13 AM 8 29
STATE DEPT. OF
ASSESSMENTS & TAXATION

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3419 2131

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 concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, service marks, trade names or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any other way 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 stock, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;

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

HILLMAN BROWN & DARROW
Attorneys at Law
Post Office Box 668
Annapolis, Maryland 21404-0668
(301) 263-3131
(301) 269-5555
(301) 858-5500

3418 2132

any of the business of the character hereinbefore referred to;

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

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

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

(13) To have one or more offices and places of business and to carry on all or any part of its operations or business, without restriction 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 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.

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

HILLMAN BROWN & DARROW
Attorneys at Law
Post Office Box 868
Annapolis, Maryland 21404-0868
(301) 263-3131
(301) 269-5555
(301) 858-5500

3419 2133

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 2462 Solomons Island Road, Annapolis, Maryland 21401. The name and post office address of the Resident Agent is Raimando Lubrano, 2462 Solomons Island Road, 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 5,000.

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:

Raimando Lubrano

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

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

(3) With respect to any corporate representative other than a present or

HILLMAN BROWN & DARROW
Attorneys at Law
Post Office Box 668
Annapolis, Maryland 21404-0668
(301) 263-3131
(301) 269-5555
(301) 858-5500

3419 2134

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

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.

TENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this _____ day of May, 1992, and I acknowledge the same to be my act.

WITNESS:

HILLMAN BROWN & DARROW
Attorneys at Law
Post Office Box 668
Annapolis, Maryland 21404-0668
(301) 263-3131
(301) 269-5555
(301) 858-5500

_____ _____
Raimando Lubrano

3418 2135

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 182

DOCUMENT CODE 02UA BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: Samuel J. Brown, Esq.

MAIL TO ADDRESS: P.O. Box 668
Annapolis, MD
21404-0668

TOTAL FEES ____

52 Check ____ Cash

NOTE:

____ Documents on ____ checks

3418 2136

APPROVED BY: A

BOOK 272 PAGE 183

ARTICLES OF INCORPORATION
OF
LGRS, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 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	$

D3431715

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
SAMUEL J. BROWN, ESQ.
P.O. BOX 668
ANNAPOLIS MD 21404 0668

225C3051576

A 390539

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3418 2130

AT5-080

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

5-13-92 at 8:33 a.m.

BOOK 272 PAGE 131

RECEIVED
92 MAY 13 AM 8 33
STATE DEPT. OF
ASSESSMENTS & TAXATION

ARTICLES OF INCORPORATION

OF

J & B BUILDERS AND MASTER SERVICES, INC.

(A Close Corporation)

THIS IS TO VERIFY:

ARTICLE ONE: The undersigned, Aaron Perkins, of 777 Route 3 North, Gambrills, Maryland 21054, and Terrance C. January, of 612 California Terrace, Gambrills, Maryland 21054, being at least eighteen (18) years of age, do hereby form a close corporation pursuant to the Corporations and Associations Article of the Annotated Code of Maryland.

ARTICLE TWO: The Corporate name shall be:

J & B BUILDERS AND MASTER SERVICES, INC.

ARTICLE THREE: The purposes for which this corporation are 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 building, heating and air conditioning.

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

c) To purchase, lease, hire or otherwise acquire, hold, own, develop, improve, and dispose of, and to aid and subscribe towards the acquisition, development or improvement of real and personal property, and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

d) To borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or other

SERIO, TANSEY & ADAMS
ATTORNEYS AT LAW
LAWYERS PROFESSIONAL BUILDING
5707 EAST WEST HIGHWAY
RIVERDALE, MARYLAND 20737
(301) 699 3100

1992 AUG 11 AM 8:06

21348332

other obligations of any nature, and in any manner permitted by law, for monies so borrowed or in payment for proprieties purchased, or for any other lawful consideration and to secure the payment thereof, and of the interest thereon by mortgage or pledge or conveyance or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise obligate the assets of the Corporation for its corporate purpose.

e) To carry out all or any part of the aforegoing objects as principal, factor, agent, contractors, or otherwise; either alone or through or in conjunction with any person, firm, association or corporation, and, in carrying on its businesses and for the purpose of attaining or furthering any of its objects and purposes, to make any person any contracts and to do ny 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 such objects and purposes.

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

g) The Corporation shall be authorized to exercise and

SERIO, TANSEY & ADAMS
ATTORNEYS AT LAW
LAWYERS PROFESSIONAL BUILDING
5707 EAST WEST HIGHWAY
RIVERDALE, MARYLAND 20737
(301) 699-3100

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 thereafter in force, and the enumeration of the aforegoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

ARTICLE FOUR: The post office address of the place at which the principal office is in Maryland is: 2209C Defense Highway, Crofton, Maryland 21114 and the post office address of the Resident Agent of the Corporation in Maryland is 5707 East-West Highway, Riverdale, Maryland 20737. The Resident Agent is Samuel L. Serio, of full legal age, and said Resident Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE FIVE: The total number of shares of all classes which the Corporation has authority to issue is 100 with no par value.

ARTICLE SIX: The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the by-laws of the Corporation. The names of the directors who shall act until the first annual meeting or until his successors are duly chosen and take office are Aaron Perkins and Terrance C. January.

ARTICLE SEVEN: The Corporation reserves the right from time to time to make any amendments of its charter, or articles, which may now or thereafter be authorized by law, including any amendments changing the terms of its outstanding stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any outstanding stock shall

SERIO, TANSEY & ADAMS
ATTORNEYS AT LAW
LAWYERS PROFESSIONAL BUILDING
5707 EAST WEST HIGHWAY
RIVERDALE, MARYLAND 20737
(301) 699 3100

be valid unless such change in the terms thereof shall be authorized by stockholders of one-hundred per centum of the shares of such stock at the time outstanding, by a vote at a meeting, or in writing with out without a meeting.

ARTICLE EIGHT: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7 day of May, 1992, and acknowledge the same to be my independent act.

WITNESS:

Mary A. Diedrick

Aaron B. Perkins
Aaron Perkins

Terrance C. January
Terrance C. January

STATE OF MARYLAND

COUNTY OF Charles:

I HEREBY CERTIFY that on this 7th day of May, 1992, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Aaron Perkins and Terrance C. January personally known to me or made known to me and acknowledged that the foregoing Articles of Incorporation are their free act and deed.

Mary A. Diedrick
NOTARY PUBLIC
My Commission Expires: 6-1-92

SERIO, TANSEY & ADAMS
ATTORNEYS AT LAW
LAWYERS PROFESSIONAL BUILDING
5707 EAST WEST HIGHWAY
RIVERDALE, MARYLAND 20737
(301) 699 3100

3419 2301

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 188

DOCUMENT CODE 023.0 BUSINESS CODE 03 COUNTY 66

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	1 Certified Copy 5
56		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 Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change ____

Code ____

ATTENTION: Samuel L. Serio

MAIL TO ADDRESS: Serio, Tansey & Adams, Attorneys at Law, 5707 East West Highway Riverdale, Md. 20737

TOTAL FEES ____

51 Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: A

3418 2303

BOOK 272 PAGE 189

ARTICLES OF INCORPORATION
OF
J & B BUILDERS AND MASTER SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 AT 8:33 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3432002

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 L. SERIO
SERIO, TANSEY & ADAMS, ATTORNEYS
5707 EAST-WEST HIGHWAY
RIVERDALE MD 20737

225C3051605

A 390566

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2418 2297

AT5-060

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION APPROVED FOR RECORD 5-13-92 at 8:41 a.m.

'92 MAY 13 AM 8 41 RECEIVED STATE DEPT. OF ASSESSMENTS & TAXATION

ARTICLES OF INCORPORATION

OF

C. MALLITON ASSOCIATES, LTD.

BOOK 272 PAGE 190

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Mark Edward Futrovsky, whose post office address is 7315 Wisconsin Avenue, Suite 825 West, Bethesda, Maryland 20814, being of full age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, hereby form a corporation.

SECOND: The name of the corporation is C. MALLITON ASSOCIATES, LTD.

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:

To engage in the sales, purchase and lease of new and used food service and restaurant equipment and supplies of any and all kind or nature.

To purchase, lease, hire, or otherwise acquire, hold, own, construct, erect, improve, manage, operate and in any manner dispose of, and to aid and subscribe toward the acquisition, construction or improvement of, plants, mills, factories, works, buildings, machinery, equipment and facilities, and any other property or appliance which may appertain to or be useful in the conduct of any of the business of the corporation.

To acquire all or any part of the goodwill, rights, property, and business of any person, firm, association, or corporation heretofore or hereinafter engaged in any business similar to any business which the corporation has the power to conduct, and to hold, utilize, enjoy, and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liability of any such person, firm, association, or corporation.

To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

To acquire by purchase, subscription, or in any manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with any shares of stock, shares, bonds, debentures, notes, mortgages, or other obligations, and any

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1992 AUG 11 AM 8:06

certificates, receipts, warrants, or other instruments evidencing rights or options to receive, purchase, or subscribe for the same or representing any other rights or interest therein or in any property, or assets, issued or created by any person, firm, association, corporation, syndicate, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers, and privileges of individual holders.

To purchase or otherwise acquire, and to hold, sell, or otherwise dispose of, and to retire and reissue, shares of its own stock of any class in any manner now or hereafter authorized or permitted by law.

To charge for any services rendered, duty performed, or act done, in or concerning any of the powers of authority which may be lawfully exercised hereunder, or to settle for same in money, property, or any other thing of value.

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 monies so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon by mortgage or pledge or conveyance or assignment in trust of the whole or any part of the property of the corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount, or otherwise dispose of such bonds, debentures, notes or other obligations of the corporation for its corporate purposes.

To carry out all or any part of the foregoing objects and purposes and to conduct its business in all or any of its branches in any and all states, territories, districts and possessions, of the United States of America and in foreign countries, and to maintain offices and agencies in any and all states, territories, districts and possessions of the United States of America and in foreign countries.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited to restriction by reference to or inference 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 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

3419 0933

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 corporation in the state will be located is 1138 Mayo Road, Edgewater, Maryland 21037.

The resident agent of the corporation is Kathy A. Malliton. Said resident agent is a citizen of the State of Maryland and actually resides at 1138 Mayo Road, Edgewater, Maryland 21037.

FIFTH: The governing board of this corporation shall be known as Directors, and the number of Directors may from time to time be increased, or decreased, in such manner as shall be provided by the By-Laws of this corporation, provided that the number of Directors shall not be reduced to less than three (3), except that in cases where all the shares of the corporation are owned beneficially and of record either by one or two stockholders, the number of Directors may be less than three (3), but not less than the number of stockholders.

The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: Kathy A. Malliton

SIXTH: The total number of the authorized capital stock of the corporation is Ten Thousand (10,000) shares with a par value of Ten Cents ($.10) per share.

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 hereby empowered to authorize the issuance, from time to time, of shares of stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the corporation.

The Board of Directors shall have the power to determine, from time to time, whether and to what extent and at what times and places and under what conditions and regulations the books, accounts, and documents of the corporation, if any of them, shall be opened to the inspection of the stockholders, except as otherwise provided by statute or by the By-Laws; and, except as so provided, no stockholder shall have any right to inspect any book, account, or document of the corporation unless authorized to do so by resolution of the Board of Directors.

Any contract, transaction, or act of the corporation or of the Directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting or at any special meeting called for such purpose, shall, so

3418 0934

far as permitted by law, be valid and as binding as though ratified by every stockholder of the corporation.

The corporation reserves the right from time to time to make any amendment of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any of its outstanding stock by classification, reclassification, or otherwise, but in no such amendment which changes the terms thereof shall have been authorized by the holders of fifty-one percent (51%) of the shares of such stock at the time outstanding, by a vote at a meeting or in writing with or without a meeting.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on this 12TH day of May, 1992.

Witness

Mark Edward Futrovsky

3419 0939

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 191

DOCUMENT CODE 023 J BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
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31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Futrovsky & Associates, Ste 825 West 7315 Wisconsin Ave, Bethesda, MD 20814

TOTAL FEES 50

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: JMT

3418 0936

BOOK 272 PAGE 195

ARTICLES OF INCORPORATION
OF
C. MALLITON ASSOCIATES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 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	$

D3430527

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
FUTROVSKY & ASSOCIATES
7315 WISCONSIN AVE., STE. 825 W.
BETHESDA MD 20814

223C3051344

A 390327

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3418 0931

AT5-080

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/13/92 at 8:51 a.m.

ROBERT W. REILLY, INC.
ARTICLES OF AMENDMENT
CHANGE OF CORPORATE NAME

BOOK 272 PAGE 196

Robert W. Reilly, Inc., a Maryland Corporation, having its principal office at 107 Ridgely Avenue, Suite 9A, Annapolis, Maryland 21401 (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 striking in its entirety Article SECOND and by substituting in lieu thereof the following:

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

PROGRAM MANAGEMENT GROUP, INC.

(a) The principal office of Program Management Group, Inc., is located at 107 Ridgely Avenue, Suite 9A, Annapolis, Maryland 21401.

(b) The resident agent of Program Management Group, Inc., is Robert W. Reilly, whose address is 107 Ridgely Avenue, Suite 9A, Annapolis, Maryland 21401.

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

IN WITNESS WHEREOF, Robert W. Reilly, Inc., NOW KNOWN AS Program Management Group, 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 1st day of May, 1992, and its President acknowledges that these Articles of Amendment are the act and deed of Program Management Group, 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.

ATTEST: PROGRAM MANAGEMENT GROUP, INC.

RECEIVED MAY 13 AM 8 51 STATE DEPT. OF ASSESSMENTS & TAXATION

James P. Reilly, Secretary By: Robert W. Reilly, President

SL

1992 AUG 11 AM 8:06

21348343 1612

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 197

DOCUMENT CODE 09A Amd BUSINESS CODE _____ COUNTY 52

#D1145978 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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) Programs Management Group, Inc.

✓ Change of Name
___ Change of Principal Office
___ Change of Resident Agent
___ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: Daniel J. Mellin, Esq.

MAIL TO ADDRESS: Hillman, Brown + Dance, P.A.
221 Duke of Gloucester Street
P.O. Box 668
Annapolis, MD
21404-0668

TOTAL FEES 20

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

3419 1613

APPROVED BY: HW

BOOK 272 PAGE 198

ARTICLES OF AMENDMENT
OF
ROBERT W. REILLY, INC.
CHANGING ITS NAME TO:
PROGRAM MANAGEMENT GROUP, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 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	$

D1145978

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
HILLMAN, BROWN & DARROW, P.A.
ATTN: DANIEL J. MELLIN, ESQ.
221 DUKE OF GLOUCESTER ST.
P.O. BOX 668
ANNAPOLIS MD 21404 0668

226C3051839

A 390760

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 2419 1611

ATS-080

BOOK 272 PAGE 199

ARTICLES OF AMENDMENT

OF

SEVERNA PARK LIMOUSINE SERVICE, INC.

854a

5-13-92

Severna Park Limousine Service, Inc., a Maryland corporation, having its principal office in Anne Arundel County, Maryland, 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 IV, and inserting in lieu thereof the following:

> ARTICLE IV: The post office address of the principal office of the Corporation in this State is Severna Park Limousine Service, Inc., 307 Fourth Street, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation is John C. Gordon, 413 Epping Way, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

SECOND: The charter of the Corporation is hereby amended by adding new Article IX, and inserting in lieu thereof the following:

> ARTICLE IX: The Corporation hereby elects to be and states that it is a close corporation, pursuant to Section 4-201 of the Corporations and Associations Article of the Annotated Code of Maryland. The Corporation also hereby elects to have no Board of Directors.

RECEIVED
'92 MAY 13 AM 8 54
STATE DEPT. OF
ASSESSMENTS & TAXATION

1992 AUG 12 AM 11:13

21348345

3419 1305

IN WITNESS WHEREOF: Severna Park Limousine Service, Inc., has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary on March 12, 1992.

ATTEST:

SEVERNA PARK LIMOUSINE SERVICE, INC.

Jaylyn Jensen, Sect.

Kenneth L. Knief, II, President

CERTIFICATE

THE UNDERSIGNED, Kenneth L. Knief, II, President of Severna Park Limousine Service, Inc., who executed on behalf of said Corporation the foregoing Articles of Amendment, of which this Certificate is made a part, hereby acknowledges, in the name and on behalf of said Corporation, the foregoing Articles of Amendment to be the corporate act of Severna Park Limousine Service, Inc., 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 penalty of perjury.

Kenneth L. Knief, President

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

FLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 201

DOCUMENT CODE 09 BUSINESS CODE 03 COUNTY 52

D2525426 ___ P.A. ___ Religious ✓ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
✓ Other Change add close

Code _____

ATTENTION: _____

MAIL TO ADDRESS: John Gordon
PO Box 6023
Annapolis Md
21401

TOTAL FEES 50

✓ Check ___ Cash

NOTE: add close

___ Documents on ___ checks

APPROVED BY: JNS

3418 1307

BOOK 272 PAGE 202

ARTICLES OF AMENDMENT
OF
SEVERNA PARK LIMOUSINE SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 AT 8:54 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	$

D2525426

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 GORDON
P.O. BOX 6023
ANNAPOLIS MD 21401

223C3051416

A 390386

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3418 1304

ATS-060

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

5-13-92 at 8:58a.m.

ARTICLES OF INCORPORATION

OF

NATURE'S PREFERENCE, LTD.

A CLOSE CORPORATION

BOOK 272 PAGE 203

I, the undersigned, Cornelius J. Carmody, a citizen of the State of Maryland, over eighteen years of age, whose address is P.O. Box 302, 16940 York Rd., Monkton, MD 21111 , hereby express my desire to form a close corporation under and by virtue of the general laws of the State of Maryland.

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

NATURE'S PREFERENCE, LTD.

SECOND: The purpose for which the Corporation is formed are as follows: To consult with individuals regarding their dietary and nutritive practices.

The said Corporation shall have, enjoy and exercise all of the powers and rights conferred by statute upon corporations, and the enumeration of specific powers in these Articles is made in furtherance and not in limitation of the powers conferred by law, and no restrictions upon any power is intended to be implied in such specification or from any expression of said section.

THIRD: The post office address of the principal office of the Corporation is 1603 West Way, Glen Burnie, MD 21061.

The Resident Agent of the Corporation is Lisa Trombetta, 1603

RECEIVED
'92 MAY 13 AM 8 58
STATE DEPT. OF
ASSESSMENTS & TAXATION

21348370 0965

West Way, Glen Burnie, MD 21061, a resident of the State of Maryland, who actually resides therein.

FOURTH: The Corporation shall have authority to issue the following common stock, of one class.

Number of Shares	Par Value
5,000	none

FIFTH: The Corporation shall have one (1) Director, Cornelius J. Carmody, who shall serve as such until the First and Organizational Meeting of the Director and the issuance of one or more shares of stock of the Corporation have been completed. After such time the Corporation shall have no Board of Directors.

SIXTH: 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 powers 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.

SEVENTH: No holder of stock of any class shall have any pre-emptive right to subscribe to or purchase any additional shares of any class; provided, however, that the Stockholders may, in authorizing the issuance of stock of any class, confer any pre-emptive right that the Shareholders may deem advisable in connection with such issuance.

EIGHTH: The Corporation shall indemnify any person against

3419 0966

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

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 12th day of May, 1992, and I acknowledge the same to be my act and deed.

Cornelius J. Carmody

3418 0967

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 206

DOCUMENT CODE 023 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Law Offices
Cornelius J. Carmody
Hereford Center, Suite
200, P.O. Box 302,
16940 York Road
Monkton, Md.
21111-0302

TOTAL FEES ____

40 Check ____ Cash

NOTE:

____ Documents on ____ checks

3418 0968

APPROVED BY: A

BOOK 272 PAGE 207

ARTICLES OF INCORPORATION
OF
NATURE'S PREFERENCE, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 AT 8:58 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	$

D3430592

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
CORNELIUS J. CARMODY, LAW OFFICES
16940 YORK ROAD, SUITE 200
HEREFORD CTR. P.O. BOX 302
MONKTON MD 21111 0302

223C3051351

A 390333

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. 3418 0964

AT6-080

BOOK 272 PAGE 208

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/13/92 at 8:59 AM

D M C, 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, Jerold K. Nussbaum, Esq., whose post office address is Suite 302, 125 West Street, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is D M C, 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 assemble, repair and maintain all kinds of motorized vehicles, motors, engines, chassis, bodies, tires, lighting and starting systems, and all parts, accessories and supplies for said motor vehicles of all kinds;

(2) To purchase, exhibit and sell any and all parts, accessories and supplies for motorized vehicles of all kinds;

(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 7852 Tick Neck Road, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State are Jerold K. Nussbaum, Esq., Suite 302, 125 West Street, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this State.

1992 AUG 12 AM 11:18

RECEIVED
'92 MAY 13 AM 8 59
STATE DEPT. OF
ASSESSMENTS & TAXATION

54

21348359
3419 3149

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

SEVENTH: The Corporation shall be perpetual in duration.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30th day of April, 1992, and I acknowledge the same to be my act.

Jerold K. Nussbaum

JEROLD K. NUSSBAUM, ESQ.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 210

DOCUMENT CODE 02 Amd BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
20	30	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	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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change ____

Code ____

ATTENTION: Carol H. Kraus

MAIL TO ADDRESS: 125 West Street
Suite 302
Annapolis, MD
21401

TOTAL FEES ____

48 Check ___ Cash NOTE:

____ Documents on ____ checks

APPROVED BY: A

3418 2150

BOOK 272 PAGE 211

ARTICLES OF INCORPORATION
OF
D M C, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 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	$

D3431749

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
CAROL H. KRAUS
125 WEST STREET, SUITE 302
ANNAPOLIS MD 21401

225C3051579

A 390542

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2418 2147

ATS-080

BOOK 272 PAGE 212

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/13/92 at 9:00 A.M.

WAYSON'S PROPERTIES, INC.

ARTICLES OF AMENDMENT

WAYSON'S PROPERTIES, INC., a Maryland corporation, having its principal office at Lothian, Maryland, (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

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

> "NINTH: It shall be prohibited for any person to own stock in **WAYSON'S PROPERTIES, INC.** without the name of that person being listed as an owner in the corporate stock book, and without a current affidavit from the owner of the stock as required by Article 16, Section 2-310 of the Anne Arundel County Code."

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

1992 AUG 12 AM 11:18

IN WITNESS WHEREOF, WAYSON'S 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 hereunder affixed and attested by its Secretary on this 9th day of April, 1992, and its President acknowledges that these Articles of Amendment are the act and deed of **WAYSON'S PROPERTIES, 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 her knowledge, information and belief.

ATTEST:

Daniel Boone Wayson
Daniel Boone Wayson,
Secretary

WAYSON'S PROPERTIES, INC.

By: Ella W. Welch (SEAL)
Ella W. Welch, President

RECEIVED
'92 MAY 13 AM 9 00
STATE DEPT. OF ASSESSMENTS & TAXATION

21348352

3419 1431

a:rgw/10/waysnprp.aoa

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 213

DOCUMENT CODE 09 BUSINESS CODE _____ COUNTY 52

D0222083 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
✓ Other Change Stock Restriction

Code 140

ATTENTION: Ruth J. Watson

MAIL TO ADDRESS: _____

TOTAL FEES 20

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: HW

2419 1472

BOOK 272 PAGE 214

ARTICLES OF AMENDMENT
OF
WAYSONS' PROPERTIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 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	$

D0222083

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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, OFFUTT,
KLOS & DELAVAN, P.A.
POST OFFICE BOX 868
121 CATHEDRAL STREET
ANNAPOLIS MD 21404 0868

226C3051787

A 390730

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

3419-1430

ATS-080

ARTICLES OF INCORPORATION FOR A STOCK CORPORATION

(See instructions on reverse side.)

BOOK 272 PAGE 215

FIRST: The undersigned Stephen Kaffee

whose address is 9013 Rouen Lane, Potomac, Maryland 20854

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

SECOND: The name of the corporation is Telemedix, Inc.

THIRD: The purposes for which the corporation is formed are as follows: the identification, manufacture, marketing and sale of advanced telecommunications devices, and the conduct of all other business not forbidden by law.

FOURTH: The post office address of the principal office of the corporation in Maryland is 2080 Pear Hill Court, Crofton, Maryland 21114.

FIFTH: The name and post office address of the resident agent of the corporation in Maryland are Stephen Kaffee, 9013 Rouen Lane, Potomac, Maryland 20854.

SIXTH: The corporation has authority to issue 100,000 shares at $ .01 par value per share.

SEVENTH: The number of directors of the corporation shall be 4 which number may be increased or decreased pursuant to the bylaws of the corporation and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders, and the name(s) of the director(s) who shall act until the first meeting or until their successors are duly chosen and qualified is/are Stephen Kaffee, Robert M. Frieden, Samuel Allan McCormick, and Raveesh K. Kumra

RECEIVED 92 MAY 13 AM 9 04 STATE DEPT OF ASSESSMENTS & TAXATION

EIGHTH: IN WITNESS WHEREOF, I have signed these Articles and acknowledge the same to be my act.

RETURN TO:

Stephen Kaffee, Esq.
1920 N Street, N.W., Suite 660
Washington, D.C. 20036

SIGNATURE(S)

Stephen Kaffee

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

3419 0944

APPROVED FOR PAYMENT

5-13-92 at 9:04a .m.

AT5-113

510

BOOK 272 PAGE 216

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

GUIDELINES FOR DRAFTING ARTICLES OF INCORPORATION FOR A "STOCK" CORPORATION

(See form on reverse side.)

This type of corporation would be most appropriate for two or more individuals engaged in an enterprise with the intention of making a profit.

This guide is to be used for "Articles of Incorporation for a STOCK Corporation." Each item describes how to fill a blank in the sample. The sample is the minimum necessary to incorporate. If you wish to expand on any item consult with your lawyer, accountant or financial advisor. Legal questions of a general nature cannot be answered by the staff of this Department.

You may fill in the blanks on the sample and submit it as your Articles of Incorporation. All items must be typed. Forms filled in by hand will not be accepted.

FIRST: Insert the names and addresses of the individuals who are incorporating. One or more individuals can act as incorporators. The only requirement is that they be at least 18 years old. The address should be one where mail can be received. It can be anywhere, even a foreign county.

SECOND: Insert the corporate name. The corporate name must contain "Corporation," "Incorporated," "Limited," "Inc.," "Corp.," or "Ltd." The name cannot be misleadingly similar to a name already on record in Maryland. You may call 225-1330 for a non-binding check for name availability. Acceptance of a name guarantees only that the corporation will have that name. It does not mean you cannot be sued for trade name or trade mark infringement. For more information on this consult your attorney.

THIRD: Give a one or two sentence description of the business of the corporation.

FOURTH: Insert the address of the principal place of business. It must be a specific address in Maryland and must include street, city and zip code. It cannot be a post office box.

FIFTH: This is the name and address of an agent designated to accept service of process if the corporation is summoned to court for any reason. The agent must be either an adult citizen of Maryland or another existing Maryland corporation. The address must include the street, city and zip code. The address must be in Maryland and cannot be a post office box. A corporation cannot act as its own resident agent.

SIXTH: Insert the number of shares of stock the corporation will have the authority to issue as well as the par value of each share. If the aggregate par value (number of shares multiplied by the par value) exceeds $100,000, or if over 5,000 shares of stock without par value is used, the filing fee will increase beyond the $40.00 minimum. If stock without par value is used insert "$0" as the par value per share. Stock is the means by which ownership of the corporation is divided and assigned. Generally, the owner of 20% of the outstanding stock of the corporation "owns" 20% of the corporation and exercises 20% control. Additionally, stock is required to take advantage of certain tax options. Questions about stock should be directed to your attorney, accountant or financial advisor.

SEVENTH: Insert the number of directors and the names of those adult individuals who will be directors. These individuals do not have to be residents of Maryland.

SIGNATURE(S): Have all the individuals named in FIRST sign here. It must be the original (no xerox, stamp or carbon) signatures of all the people listed in First and no one else may sign here. No witness or notary is required.

RETURN TO: State where the receipt, certified copies, certificates of status and the original articles are to be sent.

FEES

The fee to file Articles of Incorporation is $40.00 unless the aggregate par value of the stock exceeds $100,000 or, if no par value stock is used, the corporation has authority to issue more than 5,000 shares. If stock exceeds these amounts, call 225-1340 for the fee.

TELEPHONE/(301) 225-1340
TTY FOR DEAF: BALTIMORE AREA 383-7555 • D.C. METRO AREA 565-0451
FAX (301) 333-7096

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 217

DOCUMENT CODE 022 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: ____

Stephen Kaffee, Esq.
1920 N. Street, N.W.,
Suite 660
Washington, D.C. 20036

TOTAL FEES ____

40 Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: 4

3419 0945

BOOK 272 PAGE 218

ARTICLES OF INCORPORATION
OF
TELEMEDIX, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 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	$

D3430550

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
STEPHEN KAFFEE, ESQ.
1920 N STREET, N.W., SUITE 660
WASHINGTON DC 20036

223C3051347

A 390329

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.

3418 0943

AT5-080

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR PAYMENT
5-13-92 at 9:32 a.m.

BOOK 272 219
RECEIVED
'92 MAY 13 AM 9 32
STATE DEPARTMENT OF
ASSESSMENTS & TAXATION

Sun Im Choe, Inc.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Sun Im Choe, of 602 East Grand Court, Millersville, Maryland 21108, being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate myself with the intention of forming a corporation.

SECOND: The name of the Corporation (hereinafter called the "Corporation") shall be Sun Im Choe, Inc.

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

To clean, refurbish or otherwise provide janitorial services for both retail and wholesale real property. To purchase supplies or materials needed to perform such services. To hire such employees as required by the business to perform such services. To purchase, lease or otherwise acquire any and all machinery required to accomplish such heretofore mentioned janitorial services.

To own and operate such business as well as the purchase and sale of interests in partnerships or stocks representing ownership in the same; and to carry on generally such other and incidental business as may be appropriate to the above-mentioned activities.

To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, tradename, 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.

To purchase or otherwise acquire, hold and issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association,

SIC
JAMES R. J. SCHELTEMA
CERTIFIED PUBLIC ACCOUNTANT
ATTORNEY AT LAW
10861 LOCKWOOD DRIVE
SILVER SPRING, MD 20901
(301) 681-4392
FAX: (301) 681-4392

1992 MAY 12 AM 11:19

3419 2196
21358092

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 county; 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 the distribution of the assets or a division of the profits of this Corporation, distribute any such shares of stock, voting trust certificates, bonds, or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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 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.

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

To carry on any of the businesses hereinbefore enumerated for itself, 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.

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.

FOURTH: The post office address of the principal

S I C
JAMES R. J. SCHELTEMA
CERTIFIED PUBLIC ACCOUNTANT
ATTORNEY AT LAW
10861 LOCKWOOD DRIVE
SILVER SPRING, MD 20901
(301) 681-4392
FAX: (301) 681-4392

office of the Corporation in this State is 602 East Grand Court, Millersville, Maryland 21108. The resident agent is Sum Im Choe whose post office address is 602 East Grand Court, Millersville, Maryland 21108. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 10,000 shares of common stock of the par value of Ten Dollars ($10.00) each. The total value of the authorized stock being One Hundred Thousand Dollars ($100,000.00).

SIXTH: The number of directors of the corporation shall be a minimum of three and a maximum of eleven. The initial Board of Directors of the Corporation shall consist of the following directors: Sun Im Choe and Ki Chang, and these directors shall act until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

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 interest 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; 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

S I C

JAMES R. J. SCHELTEMA
CERTIFIED PUBLIC ACCOUNTANT
ATTORNEY AT LAW
10861 LOCKWOOD DRIVE
SILVER SPRING, MD 20901
(301) 681-4392
FAX: (301) 681-4392

or officer of such other corporation or not so interested.

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

The Corporation reserves the right to make from time to time any amendments of this charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths (4/5) of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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 in to shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares of convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock, may as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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 affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

S I C
JAMES R J SCHELTEMA
CERTIFIED PUBLIC ACCOUNTANT
ATTORNEY AT LAW
10861 LOCKWOOD DRIVE
SILVER SPRING, MD 20901
(301) 681-4392
FAX: (301) 681-4392

The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualification of, the dividends on, the time and prices of redemption of, and the conversion rights of, such shares.

The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all power 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.

No shares of stock of the Corporation shall be sold by any stockholder without the assent of at least a majority of the holders of the outstanding common stock.

EIGHTH: The duration of the this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 1ST day of May, 1992, and acknowledge these Articles to be my act.

Witness:

Edward M. Rouse

Sun Im Choe

Sun Im Choe

STATE OF VIRGINIA)
COUNTY OF FAIRFAX) ss:

On this 1ST day of MAY, 1992, before me, Myung Rouse, the undersigned officer, personally appeared Sun Im Choe, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

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

Myung S Rouse
Notary Public

My Commission Expires:

APRIL 30, 1995

JAMES R J SCHELTEMA
CERTIFIED PUBLIC ACCOUNTANT
ATTORNEY AT LAW
10861 LOCKWOOD DRIVE
SILVER SPRING, MD 20901
(301) 681-4392
FAX: (301) 681-4392

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 224

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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
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23		Local Transfer Tax
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NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: James R. J. Scheltema, Attorney at Law, 10861 Lockwood Drive Silver Spring, Md. 20901

TOTAL FEES 52

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: PCM

2419 2192

BOOK 272 PAGE 225

ARTICLES OF INCORPORATION
OF
SUN IM CHOE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 AT 9:32 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	$

D3431814

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 R. J. SCHELTEMA, ATTORNEY
10861 LOCKWOOD DRIVE
SILVER SPRING MD 20901

225C3051586

A 390548

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3418 2185

ATS-080

DUMP TRUCK SERVICES, INC.

ARTICLES OF REVIVAL

FIRST: The name of the Corporation at the time the charter was forfeited was DUMP TRUCK SERVICES, INC.

SECOND: The name which the Corporation will use after revival is DUMP TRUCK SERVICES, INC.

THIRD: The name and address of the Resident Agent are Michael L. Sizemore, 12312 Melody Turn, Bowie, Prince George's County, Maryland 20715. Said Resident Agent is an individual actually residing in the State.

FOURTH: The post office address of the principal office of the Corporation in this State is 1230 Cronson Boulevard, Crofton, Anne Arundel County, Maryland 21114.

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

SIXTH: At or prior to the filing of these Articles of Revival, the Corporation has:

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;

(c) Paid all state and local taxes except taxes on real estate, and all interest and penalties due by the Corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

THE UNDERSIGNED, who were respectively the last acting president and secretary of the Corporation severally acknowledge the Articles to be their act.

Michael L. Sizemore
MICHAEL L. SIZEMORE
Last Acting President

Martha Sizemore
MARTHA SIZEMORE
Last Acting Secretary

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR PAYMENT
5-14-92 at 9:16a m.
RECEIVED
'92 MAY 14 AM 9 16
STATE DEPT. OF ASSESSMENTS & TAXATION
3420 0364

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, MICHAEL L. SIZEMORE, President of DUMP TRUCK SERVICES, 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.

Michael L Sizemore
MICHAEL L. SIZEMORE

STATE OF MARYLAND, COUNTY OF Anne Arundel to wit:

I HEREBY CERTIFY that on this 6th day of May, 1992, before me, the subscriber, a Notary Public of the State of Maryland, in and for Caroline County, personally appeared MICHAEL L. SIZEMORE, 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.

Michelle L Donaldson
NOTARY PUBLIC

My Commission Expires:
July 26, 1995

MICHELLE L. DONALDSON NOTARY PUBLIC CAROLINE COUNTY MD

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 228

DOCUMENT CODE 183J BUSINESS CODE 03 COUNTY 52

#D2072510 ___ P.A. ___ Religious ___ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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
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NA		Foreign Corp. 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

✓ Check ___ Cash

_____ Documents on _____ checks

APPROVED BY: JmT

Name Change
(New Name) _____

___ Change of Name
___ Change of Principal Office
___ Change of Resident Agent
___ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: Janice Montgomery

MAIL TO ADDRESS: Law Offices
David Glick, P.A.,
1203 West Street
Suite F
Annapolis, Md. 21401

NOTE:

3420 0366

BOOK 272 PAGE 229

THE ARTICLES OF REVIVAL
OF
DUMP TRUCK SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND DAY 14, 1992 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	$ 30.00

D2072510

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
LAW OFFICE DAVID GLICK, P.A.
ATTN: JANICE MONTGOMERY
1203 WEST STREET, STE. F
ANNAPOLIS MD 21401

228C3052138

A 391031

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. 3420 0363

ATS-080

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

5-14-92 at 9:39a .m.

BOOK 272 PAGE 230

RECEIVED

'92 MAY 14 AM 9 39

STATE DEPT. OF
ASSESSMENTS & TAXATION

SEVERN BOATS, LTD.

ARTICLES OF INCORPORATION

FIRST: I, Philip J. Martini, Sr., whose post office address is 4 Southgate Court, Annapolis MD 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is **Severn Boats, Ltd.**

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

(1) To sell, market, and trade marine products, boats and accessories, and

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

FOURTH: The post office address of the principal office of the Corporation in this State is 621 Ridgley Avenue, Suite 305, Annapolis, Maryland 20401. The name and post office address of the Resident Agent of the Corporation in this State is Philip J. Martini, Sr., 4 Southgate Court, Annapolis, Maryland 221401. Said Resident Agent is an individual actually residing in this State.

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

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

(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 successors are duly chosen and qualified are:

Philip J. Martini, Sr.

SW

21358373
2418 2434

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 interference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

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

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

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

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

extent a corporation representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in 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 10th day of May, 1992, and I acknowledge the same to be my act.

Philip J. Martini Sr.

Philip J. Martini, Sr.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 233

DOCUMENT CODE 02 WL BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
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63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
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50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		_____ Certified Copy _____
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54		For. Supplemental Cert.
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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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Nicholas John Kallis, Attorney at Law, 90 Cathedral Street Annapolis, Md. 21401

NOTE:

3418 2437

BOOK 272 PAGE 234

ARTICLES OF INCORPORATION
OF
SEVERN BOATS, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 14, 1992 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	$

D3432283

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
NICHOLAS JOHN KALLIS, ATTORNEY
90 CATHEDRAL STREET
ANNAPOLIS MD 21401

225C3051633

A 390594

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3418 2433

AT5-080

BOOK 272 PAGE 235

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

5-14-92 at 1:52p m.

RECEIVED MAY 14 PM 1 52

ANNAPOLIS EXERCISE AND REHABILITATION CENTER, 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, Spencer H. Olson, whose address is 3180 Solomons Island Road, Suite 105, Edgewater, Maryland 21037, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation is Annapolis Exercise and Rehabilitation Center, 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 which the corporation is formed are:

(1) To engage in and provide health care services to the citizens of Anne Arundel County and surrounding areas; specifically the operation of a health care service providing rehabilitation, exercise and conditioning services to patients requiring rehabilitation services and to engage in any other related business activity that the corporation may designate.

(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 is 2525 Riva Road, Annapolis, Maryland 21401. The Resident Agent of the corporation is Spencer H. Olson. The Resident Agent is a citizen actually residing in the State of Maryland. The address of the Resident Agent is 3180 Solomons Island Road, Suite 105, Edgewater, Maryland, 21037.

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

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

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

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Spencer H. Olson and Jay H. Cohen.

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 it 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 as set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may be affected shall not be entitled to demand and receive payment of the face value of his stock.

(4) With respect to:

(a) the amendment of the Charter of the Corporation;

(b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;

(c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

(d) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

(e) the participation by the Corporation in a share 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;

Such action shall be effective and valid if taken or approved by an affirmative vote of a majority of the shares entitled to be cast thereon, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article SEVENTH.

(5) With respect to the issuance of shares of stock of any class now or hereafter authorized or any securities exchangeable for, or convertible into, such shares, or warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares, such action hall be effective and valid only if, after due authorization and/or approval and/or advice of such action by the Board of Directors, such action is taken or approved by an affirmative vote of not less than a majority of all of the issued and outstanding shares of Common Stock of the Corporation, notwithstanding any provision of law or the provisions of Article SEVENTH, paragraph (1) one requiring any action to be taken or authorized other than is provided in this article SEVENTH, paragraph 5.

(6) Any director, or any officer elected or appointed by the Board of Directors, or by any committee of said Board of Directors or by the stockholders or otherwise, may be removed at any time, with or without cause, in any lawful manner as may be provided in the By-Laws of the Corporation including by an affirmative vote of the majority of stock entitled to be cast thereon.

(7) The Board of Directors shall have the power to borrow or raise money, from time to time and without limit, and upon any terms, for any corporate purposes; and subject to the General Laws of the State of Maryland, to authorize the creation, issue, assumption or guaranty of bonds, notes or other evidences of indebtedness for moneys so borrowed, to include therein such provisions as to redeemability, convertibility or otherwise, as the Board of Directors, in its sole discretion, may determine and to secure the payment of principal, interest or sinking fund in respect thereof by mortgage, or the pledge of, or the conveyance or assignment in trust of, the whole or any part of the properties, assets and goodwill of the Corporation then owned or thereafter acquired.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred by 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: (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 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, issue or matter, or any issue or matter raised in such proceeding, the corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote, at a duly constituted meeting of a majority of all the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at 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 12th day of May, 1992, and I acknowledge the same to be my act.

SPENCER H. OLSON

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 242

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Samuel Paavola
One Willow St
Annapolis Md 21401

TOTAL FEES 70

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: ____

3419 1518

BOOK 272 PAGE 243

ARTICLES OF INCORPORATION
OF
ANNAPOLIS EXERCISE AND REHABILITATION CENTER,
INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 14, 1992 AT 1:52 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	$ 20.00	$

D3431145

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 H. PAAVOLA, P.A.
ONE WILLOW STREET
ANNAPOLIS MD 21401

224C3051462

A 390438

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3418 1511

BOOK 272 PAGE 241

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

ARTICLES OF REVIVAL

FILED FOR RECORD

5/13/92 2:35 P.M.

FOR

TALL INVESTMENT Company INC

(Insert exact name of corporation as it appears on records of the State Department of Assessments and Taxation)

FIRST: The name of the corporation at the time the charter was forfeited was

SAME AS ABOVE

SECOND: The name which the corporation will use after revival is

TALL INVESTMENT Company, INC

THIRD: The address of the principal office in this state is

8352 DUBBS DR. SEVERN, MD 21144

FOURTH: The name and address of the resident agent is

ALBERT R. HOLT,
8352 DUBBS DR. SEVERN, MD
21144

FIFTH: These Articles of Revival are for the purpose of reviving the charter of the corporation.

SIXTH: At or prior to the filing of these Articles of Revival, the corporation has (a) Paid all fees required by law; (b) Filed all annual reports which should have been filed by the corporation if its charter had not been forfeited; (c) Paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

50

21358123 1371

(Use A for signatures. If that procedure is unavailable, use B. If A & B are not available, use C. ONLY SIGN UNDER ONE SECTION.)

A. The undersigned who were respectively the last acting president (or vice president) and secretary (or treasurer) of the corporation severally acknowledge the Articles to be their act.

Last Acting President/Vice President

Barbara L. Hoet
Last Acting Secretary/Treasurer

(Use if A cannot be signed/acknowledged)

B. The last acting president, vice president, secretary, and treasurer are unwilling or unable to sign and acknowledge these Articles; therefore, the undersigned who represent the lessor of a majority or 3 of the last acting directors of the corporation severally acknowledge the Articles to be their act.

Last Acting Director

Last Acting Director

Last Acting Director

(Use if A and B cannot be signed/acknowledged)

C. The last acting president, vice president, secretary, and treasurer of the corporation are unable or unwilling to sign the Articles. There are less than the required number of directors able and willing to sign the Articles, therefore, the undersigned who were elected as directors for the purpose of reviving the charter of the corporation severally acknowledge the Articles to be their act.

Director

Director

Director

3419 1372

BOOK 272 PAGE 246

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Albert R. Holt, Pres of TALL INVESTMENT COMPANY INC
(insert name and title) (insert name of corporation)

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

Albert R. Holt
(print name beneath signature)
ALBERT R. HOLT

I hereby certify that on 5-13-92 before me the
(insert date)

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

Alice C. Fiorini
(signature of notary public)

My Commission expires 1-1-93

3418 1373

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 247

DOCUMENT CODE 18 BUSINESS CODE _____ COUNTY 52

D2789444 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	39	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31	6	1 Corp. Good Standing 160532
NA		Foreign Corp. Registration
87		____ Limited Part. Good Standing
71		Financial
600	120	1990 → 92 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
- ___ Designation of Resident Agent and Resident Agent's Address
- ___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS:
Albert Holt
8352 Dunloba Dr.
Severn, Md
21114

TOTAL FEES _____

215 Check ____ Cash

____ Documents on ____ checks

NOTE:
90 → 92 NA

APPROVED BY: A

3418 1374

BOOK 272 PAGE 248

THE ARTICLES OF REVIVAL
OF
TALL INVESTMENT COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 13, 1992 AT 2:35 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	$ 30.00

D2789444

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 HOLT
8352 DUBBS DR.
SEVERN MD 21114

223C3051432

A 390396

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
3418 1370

AT5-080

BOOK 272 PAGE 241

ARTICLES OF INCORPORATION
FOR A CLOSE CORPORATION
OF
BRENLEY DEVELOPMENT, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/14/92 at 3:17 p.m.

FIRST; I Ralph G. Meadows, whose post office address is 1831 Forest Drive, Suite B, Annapolis, Maryland, 21401, being at least 18 years of age, hereby form a corporation under and by virtue of the Laws of the State of Maryland.

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

BRENLEY DEVELOPMENT, INC.

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

(1) To engage in the business of and acquiring, developing, constructing, leasing, renting, selling, buying, investing in, and generally dealing with real estate and the development thereof.

(2) To carry on any other business in connection with the foregoing; whether manufacturing or otherwise; and

(3) To acquire (by purchase, lease, or otherwise),own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situated,within or without the State of Maryland; and

(4) To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law; and

(5) To guarantee the performance of any contract by, any other corporation or association which this corporation has an interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes securities or other evidence of indebtedness created or issued by any such other corporation or association; and

(6) To do any act or thing and exercise any power suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such powers; and

(7) To carry out all or any part of the foregoing objects as principle, factor, agent, contractor or otherwise, either alone or in connection with any person, firm, association or corporation; and

1992 MAY 12 AM 11:18

SW
21368060
3418 1541

(8) To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Maryland upon corporations formed under the Acts above referred to,or under any Act amendatory thereof or supplemental thereto or in substitution therefore.

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 limited or restricted by reference to or inference from terms of any other clause or paragraph of this Article, or of any other Article of these Articles of Incorporation; provided, however, that nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power, or to do any act which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FOURTH; The post office address of the principle office of the Corporation in this state is 1831 Forest Drive, Suite B, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this state is Ralph G. Meadows, 1831 Forest Drive, Suite B, Annapolis, Maryland 21401. Said Resident Agent is an individual actually residing in this state.

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

SIXTH: The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than two (2), provided that so long as there are less than (2) 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 is: Ralph G. Meadows.

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 or more respects, from time to time before issuance of such shares, the preference, rights, voting powers, restrictions and qualifications of the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

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

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

NINTH; The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

(1) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director or 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),judgements, 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 reasonable cause to believe his conduct was unlawful.

(2) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action

or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such a director 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 defence 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 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 a director or officer of the Corporation has been successful on the merits or otherwise in defence of any action, suit, or proceeding referred to in paragraphs (1) and (2) of this Article NINTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article NINTH.

(4) Any indemnification under paragraph (1) or (2) of this Article NINTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstance because he has met the applicable standard of conduct set forth in paragraph (1) or (2) of this Article NINTH. Such determination shall be made (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding, or (b) if such a quorum is not obtainable, or even if obtainable, if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

(5) Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of the 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.

7418 1544

(6) Agents and employees of the Corporation who ar 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, I have signed these Articles of Incorporation this 1st day of March 1992, and I acknowledge the same to be my act.

WITNESS:

_____ R. J. Wheadow

3418 1545

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 251

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
20	30	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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Ralph Meadows
1831 Forest Dr. Suite B
Annapolis, Md 21401

TOTAL FEES ____

70 Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: A

2419 1546

BOOK 272 PAGE 255

ARTICLES OF INCORPORATION
OF
BRENLEY DEVELOPMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 14, 1992 AT 3:17 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	$

D3431194

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
RALPH G. MEADOWS
1831 FOREST DRIVE, SUITE B
ANNAPOLIS MD 21401

224C3051467

A 390443

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2419 1540

AT5-080

BOOK 272 PAGE 255

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/15/92 at 9:01 a.m.

ARTICLES OF INCORPORATION

OF

VALLE ENTERPRISES, INC.

RECEIVED
'92 MAY 15 AM 9 01
STATE DEPT. OF
ASSESSMENTS & TAXATION

FIRST: We, William E. Hurst, Sr. and Alfredda J. Smith-Hurst, whose post office address is 600 Saber Lane, 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.

1992 AUG 12 AM 11:18

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

VALLE ENTERPRISES, INC.

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

(1) To engage in the business of the operation of a franchise which provides post office boxes, copy services, parcel shipping services, facsimile services, message services, and sales of office supplies; and

(2) To carry on any other business in connection with the foregoing, whether manufacturing or otherwise; and

(3) To acquire (by purchase, lease, or otherwise), own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situated, within or without the State of Maryland; and

(4) To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law; and

(5) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of principal and/or interest of any bonds, debentures, notes, securities or other evidence of

Sd

2136836 3

indebtedness created or issued by any such other corporation or association; and

(6) To do any act or thing and exercise any power suitable, convenient or proper for the accomplishment of any of the purposes enumerated herein or incidental to the powers specified herein, 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 do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and 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 Corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations, it being the intention of these Articles of Incorporation 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 Third, or of any other article of these Articles of Incorporation; provided, however, that nothing contained herein shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power, or to do any

3419 2711

act which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FOURTH: The post office address of the principal office of the Corporation in this State is 600 Saber Lane, Arnold, Maryland 21012.

The name and post office address of the Resident Agent of the Corporation in this State is Alfredda J. Smith-Hurst, 600 Saber Lane, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this State.

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

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

(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 William E. Hurst, Sr. and Alfredda J. Smith-Hurst.

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

2418 2712

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 stock by setting or changing in any one or more respects, from time to time before issuance of such stock, 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 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 these Articles of Incorporation, 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: No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages, except:

(1) For the amount of any improper benefit or profit (in money, property, or services) actually received by such director or officer; or

(2) To the extent that a judgment or other final adjudication adverse to such director or officer is entered

3419 2713

in a proceeding based on a finding in the proceeding that such director's or officer'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.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 11th day of May, 1992, and we acknowledge the same to be our act.

Witness

William E. Hurst, Sr.

Witness

Alfredda J. Smith-Hurst

temp\pjs\valleent.cmm

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 261

DOCUMENT CODE 02 Am BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	20	Expedited Fee
20		Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	1 Certified Copy 5
56		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 Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code 133

ATTENTION: Christopher M. May, Jr., Esq.

MAIL TO ADDRESS: _____

TOTAL FEES 51

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: PCM

3418 2715

6

BOOK 272 PAGE 262

ARTICLES OF INCORPORATION
OF
VALLE ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 15, 1992 AT 9:01 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3432812

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
COUNCIL, BARADEL, KOSMERL & ETAL.
ATTN: CHRISTOPHER M. MAY, JR.
POST OFFICE BOX 2289
125 WEST STREET, FOURTH FLOOR
ANNAPOLIS MD 21404 2289

226C3051735

A 390687

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2418 2706

ATS-080

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
5/15/92 at 9:02 AM

BOOK 272 PAGE 263

ARTICLES OF INCORPORATION

OF

P.M.J. INVESTMENT, INC.

FIRST: I, Terrance Materniak, Esquire, whose post office address is 838 Ritchie Highway, Suite 3B, Severna Park, Maryland 21146, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is P.M.J. Investment, Inc.

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

1. To engage in the business of hair care, cosmetics, body and health services and/or products 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 1336 Hallock Drive, Odenton,

STATE DEPT OF ASSESSMENTS & TAXATION
RECEIVED
'92 MAY 15 AM 9:02

1992 MAY 12 AM 11:19

21368327

3413 2614

Maryland 21113. The name and post office address of the Resident Agent of the Corporation in this State is Michael J. Schellman, 1336 Hallock Drive, Odenton, Maryland 21113. Said Resident Agent is an individual actually residing in this State.

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

SIXTH: The number of Directors of the Corporation shall be one, (1) which number may be increased 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 not be less than one (1); and

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

The name of the Director who shall act until the first annual meeting or until his successor(s) is duly chosen and qualified is: Terrance Materniak, Esq.

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

3418 2615

securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

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

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

EIGHTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of 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

3419 2616

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; 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 14th day of May, 1992, and I acknowledge the same to be my act.

TERRANCE MATERNIAK, Esquire

3419 2618

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 268

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: Terrance Matervinak, Esq.

MAIL TO ADDRESS: 838 Ritchie Hghwy. Suite 3B Severna Park, MD 21146

TOTAL FEES 40

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: JMT

2418 2619

5

BOOK 272 PAGE 269

ARTICLES OF INCORPORATION
OF
P.M.J. INVESTMENT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 15, 1992 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	$

D3432648

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
TERRANCE MATERNIAK, ESQ.
838 RITCHIE HWY., SUITE 3B
SEVERNA PARK MD 21146

226C3051718

A 390674

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. 3418 2613

ATS-080

BOOK 272 PAGE 270

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/15/92 at 1:54 p.m.

ADIE AND ASSOCIATES, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Neil M. Levy, whose post office address is 100 South Charles Street, Baltimore, Maryland 21201, being at least eighteen years of age, does hereby act as incorporator with the intention of forming a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is: **ADIE AND ASSOCIATES, INC.**

THIRD: The purposes for which the corporation is formed are as follows: to act as a general contractor or a subcontractor in the home improvement and repair business, and to conduct and engage in all other lawful trades, businesses, and activities as the board of directors may from time to time determine; and the Corporation shall have all of the general powers granted by law to corporation of the State of Maryland and all other powers necessary or appropriate to such purposes not specifically prohibited by law.

FOURTH: The post office address of the principal office of the Corporation in this State is: ~~P.O. Box 890~~, Millersville, Maryland 21108. 772 Oak Stump Drive /mail

FIFTH: The name and post office address of the resident agent of the Corporation in this State is: Nancy Kreller, ~~P.O. Box 890~~ 772 Oak Stump Drive /mail, Millersville, Maryland 21108. Said resident agent is a citizen of this state and actually resides herein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000), all of which shall be 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 bylaws of the Corporation but which shall never be less than the number required by section 2-402 of the Maryland General Corporation Law, as amended. The name of the director who shall act until the first annual meeting and until her successors are elected and qualify is: Nancy Kreller.

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 board of directors of the Corporation is hereby empowered to issue from time to time shares of the Corporation's stock of any class or classes, whether now or

1992 AUG 12 AM 11:19
CHARTER DIVISION
RECEIVED
92 MAY 15 PM 1:54
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
3418 1747
21398498

hereafter authorized, and securities convertible into shares of the Corporation's stock of any class or classes, whether now or hereafter authorized, and may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares or securities, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of the redemption of, and the conversion rights of such shares or securities.

(b) Subject to section 2-418 of the Maryland General Corporation Law, the Corporation shall indemnify any director, officer, employee, or agent made a party to any proceeding by reason of service in such capacity, unless it is proved that: (i) the act or omission of such person was material to the cause of action adjudicated in the proceeding and either was committed in bad faith or was the result of active and deliberate dishonesty; (ii) the person actually received an improper personal benefit in money, property, or services; or (iii) in the cause of any criminal proceeding, the person had reasonable cause to believe that the act or omission was reasonable cause to believe that the act or omission was unlawful. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such individual may be entitled under any statue, bylaw, agreement, vote of stockholders, or otherwise.

(c) No holder of any shares of the stock of the Corporation shall have any preemptive right to subscribe for purchase, or otherwise acquire any shares of stock of the Corporation of any class, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares, whether now or hereafter authorized.

NINTH: No director or officer of the Corporation shall have any liability in his or her capacity as a director or officer of the Corporation to the Corporation or its stockholders for money damages; provide that this provision shall not restrict or limit the liability of a director or officer to the Corporation or its stockholders:

(i) to the extent that it is proved that the person actually received an improper benefit or profit in money, property, or services, for the amount of the benefit of profit in money, property, or services actually received;

(ii) 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 or deliberate dishonesty and was material to the cause of action adjudicated in the proceeding; or

3418 1748

(iii) with respect to any action described in subsection (b) of section 2-405.2 of the Maryland General Corporation Law.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this 14th day of May, 1992, acknowledging the same to be his act.

WITNESS:

Mary E. Daniel

Neil M. Levy

92051335.NML

7419 1749

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 273

DOCUMENT CODE 0232. BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	39	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax D.M.S.
22		State Transfer Tax
23		Local Transfer Tax 5/15/92
31	6	___ / ___ Corp. Good Standing #164452
NA		Foreign Corp. 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 85

✓ Check ___ Cash

____ Documents on ____ checks

APPROVED BY: Pam

Name Change
(New Name) ____

___ Change of Name
___ Change of Principal Office
___ Change of Resident Agent
___ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change ____

Code 043

ATTENTION: Mary Daniel

MAIL TO ADDRESS: ____

NOTE:

3419 1750

BOOK 272 PAGE 274

ARTICLES OF INCORPORATION
OF
ADIE AND ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 15, 1992 AT 1:54 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:
$ 20.00

RECORDING FEE PAID:
$ 20.00

SPECIAL FEE PAID:
$

D3431574

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
NEUBERGER QUINN & GIELEN P A
ATTN: MARY DANIEL
EQUITABLE BANK CENTER TOWER II
100 SOUTH CHARLES STREET
BALTIMORE MD 21201

224C3051505

A 390477

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 3418 1746

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND
FONS VOLUNTATIS TUAE CORONASTI NOS
SCUTO BONAE
1852

ATS-080

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK [redacted] PAGE [redacted]

APPROVED FOR PAYMENT

5-15-92 at 2:30 p .m.

PRESTIGE SERVICES UNLIMITED, INCORPORATED

A CLOSE CORPORATION UNDER TITLE 4

ARTICLES OF INCORPORATION

BOOK 272 PAGE 275

FIRST: The undersigned Marilyn S. Hendley, Elizabeth Catherine Friedman, James M. Hendley, Jr. and David R. Friedman, whose post office addresses are 2103 Higher Court, Crofton, Maryland, 21114; 12407 Shawmont Lane, Bowie, Maryland, 20715; 2103 Higher Court, Crofton, Maryland, 21114; and 2403 Londonderry Road, Alexandria, Virginia, 22308, and 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 Prestige Services Unlimited, Incorporated.

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

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

For providing secretarial and administrative services to real estate agents.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 2103 Higher Court, Crofton, Maryland, 21114. The name and post office address of the resident agent of

RECEIVED
'92 MAY 15 PM 2:30
STATE DEPT. OF
ASSESSMENTS & TAXATION

21398116

3418 3321

540

the Corporation in Maryland is Marilyn S. Hendley, 2103 Higher Court, Crofton, Maryland, 21114.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is 100 shares of the par value of $0 a share, all of one class, and having an aggregate par value of $0.

SEVENTH: The number of directors of the Corporation shall be four (4) which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than 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 Marilyn Sheryl Hendley, President; Elizabeth Catherine Friedman, Vice President; James Mills Hendley, Jr., Treasurer; and David R. Friedman, Secretary.

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

> The President of the Corporation will hold 62 shares of stock; the Vice President will hold 33 shares of stock; the Treasurer will hold 5 shares of stock.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on April 22, 1992 and severally acknowledge the same to be our own act.

Marilyn S. Hendley

MARILYN SHERYL HENDLEY

Elizabeth Catherine Friedman

ELIZABETH CATHERINE FRIEDMAN

James Mills Hendley Jr.

JAMES MILLS HENDLEY, JR.

David R. Friedman

DAVID R. FRIEDMAN

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 278

DOCUMENT CODE 0238 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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 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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Prestige Services Unlimited, Inc.
P.O. Box 3787
Crofton, Md. 21114

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: PCM

3418 2824
4

BOOK 272 PAGE 279

ARTICLES OF INCORPORATION
OF
PRESTIGE SERVICES UNLIMITED, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 15, 1992 AT 2:30 O'CLOCK P.M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3433034

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
PRESTIGE SERVICES UNLIMITED, INC.
P.O. BOX 3787
CROFTON MD 21114

226C3051757

A 390704

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3418 2820

AT5-080

Book - 242

Page 280 NOT Used

8-12-92

BOOK 272 PAGE 231

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/16/92 at 8:47 a.m.

KRUPNIK BROS., INC.

ARTICLES OF AMENDMENT

KRUPNIK BROS., INC., a Maryland corporation, having its principal office in Anne Arundel County, Maryland (hereinafter referred to as the "Corporation"), hereby certified 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 SIXTH and by substituting in lieu thereof the following new Article SIXTH:

> SIXTH: The total number of shares of capital stock which the Corporation is authorized to issue Five Thousand (5,000). shares all of which shall be of no par value, and of one class.

SECOND: Prior to the adoption of these Articles of Amendment, the Corporation had authorized 1,000 shares of Common Stock, with a par value of $100.00 per share, of which 10 shares are issued and outstanding and owned by Steven J. Krupnik, Jr.

Immediately following the date on which these Articles of Amendment shall be filed and approved by the State Department of Assessments and Taxation of Maryland, the Corporation shall have an authorized capital stock consisting of five thousand (5,000) shares of common stock with no par value.

Immediately upon the date on which these Articles of Amendment shall be filed and approved by the State Department of Assessments and Taxation of Maryland, each share of issued and outstanding common stock shall automatically be converted into 400 shares of common stock. Thus, upon the acceptance of these Articles of

510

21368061

[redacted]

Amendment the following shares shall be issued and outstanding to the following shareholders in the following amounts:

Name	No. of Shares
Steven J. Krupnik, Jr.	4,000

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

IN WITNESS WHEREOF, KRUPNIK BROS., 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 25th day of March, 1992, and its President acknowledges that these Articles of Amendment are the act and deed of Krupnik Brothers, 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:

Jerald Krupnik Sec

KRUPNIK BROS., INC.

Stephen J. Krupnik Jr

STEPHEN J. KRUPNIK, JR.
President

c:\krupnik\artamend.min:4
1/8/92:3:25p

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 284

DOCUMENT CODE 09 BUSINESS CODE 03 COUNTY 52

#D0236588 ___ P.A. ___ Religious ___ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	20	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	9	1 Certified Copy 3
56		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 Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: Lawrence J. Macklin, Esq.

MAIL TO ADDRESS: 20 South Charles Street
Sun Life Bldg
Baltimore, MD
21201-3217

TOTAL FEES 29

✓ Check ___ Cash NOTE:

___ Documents on ___ checks

APPROVED BY: JMT

3419-1501

BOOK 272 PAGE 285

ARTICLES OF AMENDMENT
OF
KRUPNIK BROS., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 16, 1992 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	$

D0236588

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
LAWRENCE J. MACKLIN, ESQ.
20 SOUTH CHARLES ST.
SUN LIFE BLDG
BALTIMORE MD 21201 3217

226C3051801

A 390742

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3419 1497

AT5-060

BOOK 272 PAGE 286

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

5-18-92 at 8:16a .m.

fw

GOLFARAMA, INC.

(A Close Corporation)

Articles of Incorporation

FIRST: I Don M. Zimmerman, whose post office address is P. O. Box 1299, Upper Marlboro, MD, 20773, 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 **GOLFARAMA, INC.**

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

(1) To own and operate a golf driving range and baseball batting cage, amusement center and any and all such other related activities as necessary.

(2) To borrow money from any person, firm or corporation to make and issue notes, bills, bonds, debentures, and other evidences of indebtedness of all kinds, and to secure the same by pledge, mortgage, or otherwise, without limit as to amount, and to provide for payment of the same by deposited cash, sinking funds or otherwise.

(3) To purchase or otherwise acquire, and to own, develop, sell, mortgage or otherwise dispose of real estate, real property, and all interests and rights therein, without limit on amount and to the same extent as natural persons might or could do, and in any part of the world.

(4) To buy or otherwise to acquire any other enterprise adapted to be carried on in connection with the Corporation's business, together with the good will, rights, property and assets of all kinds thereto appertaining, and in connection therewith to assume any of the liabilities of any person, firm or corporation, and to pay for the same in cash, stock, debentures or other securities of the Corporation.

(5) To contract freely with any person, firm or corporation, private or public, and to carry out and fulfill contracts of every sort and kind, and to purchase, lease or otherwise acquire any and all rights,

1992 AUG 12 AM 11:19

3419 1694

privileges and franchises convenient or profitable to carry out in connection with the corporate purposes and corporate business of the Corporation.

In furtherance and not in limitation of the purposes aforesaid and of the general powers conferred by the laws of the State of Maryland it is hereby expressly provided that the Corporation shall have the following additional powers:

To do any and all other acts or things which may be necessary or incidental to the carrying out of any and all of the aforegoing powers or of the proper transaction of the business which may be incidental to or in furtherance of the said business or any branch or part thereof.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 517 Benfield Road, Severna Park, MD, 21146. The name and post office address of the resident agent of the Corporation in Maryland is Ronald Wilson, 517 Benfield Road, Severna Park, MD, 21146. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 100,000 shares of the par value of $1.00 a share, all of one class, and having an aggregate value of $100,000.00, all stock to be common stock.

SIXTH: The number of directors of the Corporation shall be one (1) which number may be increased or decreased pursuant to the By-Laws of the Corporation and the name of the director who shall act until the first annual meeting or until their, successor or successors are duly chosen and qualified is Ronald Wilson.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the power of the Corporation and of the director and stockholder:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, if any, as may be set forth in the By-Laws of the Corporation.

(2) The Board of Directors of this Corporation is hereby empowered to authorize the purchase or purchases of shares of its own capital stock and the making of such contract therefor when and in the manner that the Board, in its discretion, may deem right and proper.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: The Corporation shall be a Close Corporation as authorized by Section 4-201(a) of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 18th day of May, 1992, and I acknowledge the same to be my act.

WITNESS:

Don M. Zimmerman

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 289

DOCUMENT CODE 023.0. BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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 70

Name Change
(New Name) ____

____ Change of Name
____ Change of Principal Office
____ Change of Resident Agent
____ Change of Resident Agent Address
____ Resignation of Resident Agent
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Don Zimmerman
PO Box 1299
Upper Marlboro Md
20773

____ ✓ Check ____ Cash

NOTE:

2 Documents on 1 checks

APPROVED BY: ____

3418 1697

BOOK 272 PAGE 290

ARTICLES OF INCORPORATION
OF
GOLFARAMA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 18, 1992 AT 8:16 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	$

D3431475

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DON ZIMMERMAN
P.O. BOX 1299
UPPER MARLBORO MD 20773

224C3051495

A 390468

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2419 1697

AT5-080

ARTICLES OF INCORPORATION FOR A STOCK CORPORATION

(See instructions on reverse side.)

BOOK 272 PAGE 291

FIRST: The undersigned Gary L. Fitzhugh

whose address is 898 Coachway Drive, Annapolis, Maryland 21401

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

SECOND: The name of the corporation is G.F. Garart Corporation

THIRD: The purposes for which the corporation is formed are as follows: G.F. Garart will serve as a government contractor with emphasis on Federal Procurements. The Company will specialize in Management, Support, and Engineering efforts.

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

898 Coachway Drive, Annapolis, Maryland 21401

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

Gary L. Fitzhugh, 898 Coachway Drive, Annapolis, Maryland 21401

SIXTH: The corporation has authority to issue 1000 shares at $ 0 par value per share.

21398542

SEVENTH: 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 name(s) of the director(s) who shall act until the first meeting or until their successors are duly chosen and qualified is/are

Arturo E. Guerrero and Gary L. Fitzhugh

5-18-92 8:59A

EIGHTH: IN WITNESS WHEREOF, I have signed these Articles and acknowledge the same to be my act.

RETURN TO:

Gary L. Fitzhugh

898 Coachway Drive

Annapolis, Maryland 21401

SIGNATURE(S)

RECEIVED '92 MAY 18 AM 8 59 STATE DEPT. OF ASSESSMENTS & TAXATION

AT5-113

3419 3339

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

GUIDELINES FOR DRAFTING ARTICLES OF INCORPORATION FOR A "STOCK" CORPORATION

(See form on reverse side.)

This type of corporation would be most appropriate for two or more individuals engaged in an enterprise with the intention of making a profit.

This guide is to be used for "Articles of Incorporation for a STOCK Corporation." Each item describes how to fill a blank in the sample. The sample is the minimum necessary to incorporate. If you wish to expand on any item consult with your lawyer, accountant or financial advisor. Legal questions of a general nature cannot be answered by the staff of this Department.

You may fill in the blanks on the sample and submit it as your Articles of Incorporation. All items must be typed. Forms filled in by hand will not be accepted.

FIRST: Insert the names and addresses of the individuals who are incorporating. One or more individuals can act as incorporators. The only requirement is that they be at least 18 years old. The address should be one where mail can be received. It can be anywhere, even a foreign county.

SECOND: Insert the corporate name. The corporate name must contain "Corporation," "Incorporated," "Limited," "Inc.," "Corp.," or "Ltd." The name cannot be misleadingly similar to a name already on record in Maryland. You may call 225-1330 for a non-binding check for name availability. Acceptance of a name guarantees only that the corporation will have that name. It does not mean you cannot be sued for trade name or trade mark infringement. For more information on this consult your attorney.

THIRD: Give a one or two sentence description of the business of the corporation.

FOURTH: Insert the address of the principal place of business. It must be a specific address in Maryland and must include street, city and zip code. It cannot be a post office box.

FIFTH: This is the name and address of an agent designated to accept service of process if the corporation is summoned to court for any reason. The agent must be either an adult citizen of Maryland or another existing Maryland corporation. The address must include the street, city and zip code. The address must be in Maryland and cannot be a post office box. A corporation cannot act as its own resident agent.

SIXTH: Insert the number of shares of stock the corporation will have the authority to issue as well as the par value of each share. If the aggregate par value (number of shares multiplied by the par value) exceeds $100,000, or if over 5,000 shares of stock without par value is used, the filing fee will increase beyond the $40.00 minimum. If stock without par value is used insert "$0" as the par value per share. Stock is the means by which ownership of the corporation is divided and assigned. Generally, the owner of 20% of the outstanding stock of the corporation "owns" 20% of the corporation and exercises 20% control. Additionally, stock is required to take advantage of certain tax options. Questions about stock should be directed to your attorney, accountant or financial advisor.

SEVENTH: Insert the number of directors and the names of those adult individuals who will be directors. These individuals do not have to be residents of Maryland.

SIGNATURE(S): Have all the individuals named in FIRST sign here. It must be the original (no xerox, stamp or carbon) signatures of all the people listed in First and no one else may sign here. No witness or notary is required.

RETURN TO: State where the receipt, certified copies, certificates of status and the original articles are to be sent.

FEES

The fee to file Articles of Incorporation is $40.00 unless the aggregate par value of the stock exceeds $100,000 or, if no par value stock is used, the corporation has authority to issue more than 5,000 shares. If stock exceeds these amounts, call 225-1340 for the fee.

TELEPHONE/(301) 225-1340
TTY FOR DEAF: BALTIMORE AREA 383-7555 • D.C. METRO AREA 565-0451
FAX (301) 333-7096

3418 3939

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P-2

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 293

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: C. F. Garratt Corporation
898 Conkiway Drive
Annapolis, Md 21401

TOTAL FEES 40

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: PCM

3418 3930

BOOK 272 PAGE 294

ARTICLES OF INCORPORATION
OF
G.F. GARART CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 18, 1992 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	$

D3433232

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
G.F. GARART CORPORATION
898 COACHWAY DRIVE
ANNAPOLIS MD 21401

226C3051777

A 390720

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3418 297

ATS-080

BOOK 272 PAGE 295

RECEIVED
'92 MAY 18 AM 9 12
STATE DEPT. OF ASSESSMENTS & TAXATION

1992 AUG 12 AM 11:19

ARUNDEL COMMERCIAL INTERIORS, 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, Betty R. Cofiell, whose post office address is 422 Holy Cross Road, Brooklyn Park, Anne Arundel County, Maryland 21225, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is: "Arundel Commercial Interiors, Inc.".

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

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

(1) To provide contractor servcies to commercial and residential customers for the renovation of existing structures or the interior completion of new construction; 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 422 Holy Cross Road, Baltimore, Maryland 21225. The name and post office address of the resident agent of the Corporation in this State is Betty R. Cofiell, 422 Holy

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5-18-92 at 9:12 a.m.

21418441
21398500 0419 2905

Cross Road, 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 1000 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 successor are duly chosen and qualified are: Betty R. Cofiell, William M. Cofiell, Jr. and Jeffrey D. Cofiell.

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

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7th day of MAY, 1992, and I acknowledge the same to be my act.

WITNESS:

Betty R. Cofiell

Betty R. Cofiell

k:8400.aoi
(5/6/92)

2419 2911

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 298

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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

✓ Check ___ Cash

_____ Documents on _____ checks

APPROVED BY: JMT

Name Change
(New Name) _____

___ Change of Name
___ Change of Principal Office
___ Change of Resident Agent
___ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code 112

ATTENTION: William L. Cordin

MAIL TO ADDRESS: _____

NOTE:

3418 2912

BOOK 272 PAGE 299

ARTICLES OF INCORPORATION
OF
ARUNDEL COMMERCIAL INTERIORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 18, 1992 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	$

D3433190

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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, WILLIAM L. CORBIN
4 EVERGREEN ROAD
SEVERNA PARK MD 21146 3897

226C3051773

A 390717

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, 3418 299

ATS-050

BOOK 272 PAGE 300

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/18/92 at 9:27 a.m.

MEGAN'S CLEANING SERVICE, INC.

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

ARTICLES OF INCORPORATION

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 MEGAN'S CLEANING SERVICE, INC..

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

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

(1) To carry on and conduct a general cleaning business, including, but not limited to, commercial, industrial, janitorial and residential cleaning, maid services, window washing, carpet cleaning, apartment/condominium complex cleaning and post construction cleaning; 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 1405 Bittersweet Road, Severn,

1992 DEC 12 AM 11:19

STATE DEPT OF ASSESSMENTS & TAXATION
92 MAY 18 PM 9 27

RECEIVED 2139860 1 1992

Maryland 21144. 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 31st day of March, 1992, and I acknowledge the same to be my act.

Witness

JOSEPH H. ROUSE

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 302

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: Joseph H. Rouse, Esq

MAIL TO ADDRESS: 7433 Baltimore Annapolis Blvd
Glen Burnie, Maryland 21061

TOTAL FEES 40

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JMT

3419 1974
3

BOOK 272 PAGE 303

ARTICLES OF INCORPORATION
OF
MEGAN'S CLEANING SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 18, 1992 AT 9:27 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3433638

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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. HOUSE, ESQ.
7433 BALTIMORE-ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

227C3051893

A 390812

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3419 1871

AT5-080

BOOK 272 PAGE 304

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5/18/92 at 9:28 .m.

ARTICLES OF INCORPORATION

OF

CROFTON WOOD PRODUCTS, INC.

(A CLOSE CORPORATION)

I, the undersigned, KENNETH LEE RUTH, whose post office address is 1677 Walleye Drive, Crofton, Maryland, 21012, and being at least eighteen (18) 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.

ARTICLE I

NAME

The name of the Corporation, hereinafter called the Corporation is:

CROFTON WOOD PRODUCTS, INC.

ARTICLE II

PURPOSES

The general nature of its business, and the purposes for which the Corporation is formed, are as follows:

FIRST: To manufacture, build, and install solariums, conservatories, bookcases and other architectural woodwork; and to perform all and necessary proper related services and activities in connection therewith; and to engage in any other lawful transaction and/or activity.

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

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

RECEIVED
'92 MAY 18 AM 9 28
STATE DEPT. OF ASSESSMENTS & TAXATION

21398605

3419 1876

1992 AUG 12 AM 11:15

ARTICLE III

POWERS

The Corporation shall have the power and authority to do and perform any and all acts intended to carry out or facilitate the purposes and businesses above-mentioned, and to carry on any other business which may be deemed by the Corporation to effectuate or facilitate, directly or indirectly, the transaction of the aforesaid objects, purposes, or businesses, or to enhance the value of the corporate property, business or rights.

ARTICLE IV

A CLOSE CORPORATION

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

ARTICLE V

ADDRESS AND RESIDENT AGENT

The post office address and the principal office on the Corporation is 1677 Walleye Drive, Crofton, Maryland 21114. The resident agent of the Corporation, as stated, is Kenneth Lee Ruth, whose post office address is 1677 Walleye Drive, Crofton, Maryland 21114, and he is an individual actually residing in this State.

ARTICLE VI

STOCK

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

ARTICLE III

DIRECTORS

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 Director who shall act until the first annual meeting or until his successor is duly chosen and qualified is:

KENNETH LEE RUTH

KATHY LYNN RUTH

DONALD DAVID RUTH

ARTICLE VIII

OFFICERS

The executive officers of the Corporation shall be a President, a Secretary and a Treasurer and the offices of the Secretary and Treasurer, and all of the offices, may be held by the same person. Additional officers may be appointed in the discretion of the Board of Directors. Executive officers shall be elected by the Board of Directors by majority vote at the annual meeting of the Board, to be held immediately following the annual meeting of the stockholders. The officers of the Corporation shall have only such powers as are granted to them by the By-Laws of the Corporation, or by the Board of Directors, by action taken at any regular or special meeting thereof.

ARTICLE IX

DURATION

The duration of the Corporation shall be perpetual.

IN WITNESS THEREOF, I have signed these Articles of Incorporation this 12th day of May, 1992, and I acknowledge the same to be my act.

Witness

KENNETH LEE RUTH (SEAL)

3419 1879

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 307

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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 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 Corp. 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
_____ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: Christopher L. Beard, Esq

MAIL TO ADDRESS: Beard and Light
170 West Street
P.O. Box 2271
Annapolis, MD
21404

TOTAL FEES 40

✓ Check _____ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JMT

3419 1879
4

BOOK 272 PAGE 308

ARTICLES OF INCORPORATION
OF
CROFTON WOOD PRODUCTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 18, 1992 AT 9:28 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	$

D3433646

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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, ESQ.
BEARD & LIGHT
170 WEST STREET, P.O. BOX 2271
ANNAPOLIS MD 21404

227C3051894

A 390813

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3419 1875

ATS-080

BOOK 272 PAGE 303

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD

EASY LIVING MOBILE HOME SERVICE, INC.

ARTICLES OF AMENDMENT 5/18/92 12:30

Easy Living Mobile Home Service, Inc. a Maryland Corporation, having its principal office at 5408 Southern Maryland Boulevard, Lothian, Maryland 20711, (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 Corporation's name from Easy Living Mobile Home Service, Inc. to Easy Living Home Service, Inc.

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 and Stockholders of the Corporation duly authorize the foregoing amendment.

IN WITNESS WHEREOF, Easy Living Home Service, Inc. presents to be signed on it's behalf by it's President on this day the nineth day of April, 1992 these Articles of Amendment which are the act and deed of Easy Living Home Service, Inc. penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in material respects to the best of their knowledge, information and belief.

ATTEST:

Greg Ball
Gregory A. Ball
President

Margaret R. Ball
Margaret R. Ball
Secretary

511

21418036

1992 MAY 12 AM 11:19

1427

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 310

DOCUMENT CODE 09AW BUSINESS CODE _____ COUNTY 52

D1871516 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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) Easy Living Home Service, Inc

X Change of Name
___ Change of Principal Office
___ Change of Resident Agent
___ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: Lisa Bowen

MAIL TO ADDRESS: Theodore Barrett & Co.
6223 Crain Hwy
Upper Marlboro MD
20772

TOTAL FEES 50 m/c

___ Check ___ Cash

_____ Documents on _____ checks

NOTE:

APPROVED BY: PAM

3419 1424

BOOK 272 PAGE 311

ARTICLES OF AMENDMENT
OF
EASY LIVING MOBILE HOME SERVICE, INC.
CHANGING ITS NAME TO:
EASY LIVING HOME SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 18, 1992 AT 12:30 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	$

D1871516

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
THEODORE BARRETT & CO.
6223 CRAIN HWY.
UPPER MARLBORO MD 20772

226C3051785

A 390728

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3419 1422

ATS-080

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
05-18-92 at 3:32 p.m.

CHESAPEAKE BAY AREA LAMAZE, INC.

ARTICLES OF AMENDMENT

CHESAPEAKE BAY AREA LAMAZE, INC., a Maryland corporation, having its principal office at 538 Norton Lane, Arnold, Maryland 21012 (hereinafter referred to as "the Corporation"), hereby certifies to the State Department of Assessment and Taxation of Maryland (the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by striking out Paragraphs **Sixth** and **Seventh** and inserting in lieu thereof the following:

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 her successors are duly chosen and qualified are:

Cheryl Carnwath, Donna Flickinger, and
Carlita Unger

SEVENTH: Upon 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 for one or more exempt purposes within the

54
21408162 3418 1583
21408163

meaning of Section 501(c)(3) of the Internal Revenue Code, i.e., charitable, educational, religious, or scientific 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.

SECOND: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors which constitutes the voting membership ~~and there is no stock entitled to vote on the matter either outstanding or subscribed for at the time of approval.~~

IN WITNESS WHEREOF, CHESAPEAKE BAY AREA LAMAZE, 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 17th day of May, 1992.

ATTEST:

CHESAPEAKE BAY AREA LAMAZE, INC.

Donna Flickinger Secretary

Donna Flickinger, Secretary

THE UNDERSIGNED, President of CHESAPEAKE BAY AREA LAMAZE, 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

3418 1984

and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

Cheryl A Carnwath

Cheryl A. Carnwath, President

7419 1595

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 315

DOCUMENT CODE 09 BUSINESS CODE 04 COUNTY 55

#D2691301 ___ P.A. ___ Religious ___ Close ___ Stock ✓ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: John K Gardner
7433 Baltimore-Annapolis Blvd.
Glen Burnie, Md. 21061

TOTAL FEES 50

✓ Check ___ Cash

NOTE:

1 Documents on 2 checks (30.00+20.00)

APPROVED BY: J.M.T.

3419 1586

BOOK 272 PAGE 316

ARTICLES OF AMENDMENT
OF
CHESAPEAKE BAY AREA LAMAZE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 18, 1992 AT 3:32 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	$

D2691301

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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
7433 BALTIMORE-ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

226C3051830

A 390757

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2419 1582

AT5-080

RECEIVED
'92 MAY 18 PM 3 33
STATE DEPARTMENT OF ASSESSMENTS & TAXATION

CAMP BLAZE, INC.

ARTICLES OF INCORPORATION

FIRST: I, Cheryl A. Carnwath, whose post office address is 538 Norton Lane, Arnold, Maryland 21012, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is **CAMP BLAZE, INC.**

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

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 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 no other purposes, and to that end to take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the

1992 MAY 12 AM 11:19

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5-18-92 3:37p
2419 2475

income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article NINTH of these Articles of Incorporation, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 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

3419 2477

corporation organized under the applicable provisions of the Annotated Code of Maryland for scientific, educational, and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

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

To own and operate a camp and conference center which provides educational programs for both children and adults of all denominations and races which are designed to establish a foundation for those persons of basic and traditional personal and/or family values.

FOURTH: The Post office address of the principal office of the Corporation in this State is 538 Norton Lane, Arnold, Maryland 21012. The name and post office address of the Resident Agent of the Corporation in this state are Cheryl A. Carnwath, 538 Norton Lane, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this State.

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

SIXTH: The number of Directors of the Corporation shall be 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). The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified, are:

3419 2479

John Carnwath

Cheryl A. Carnwath, B.S.,R.N.

Frederick A. DiBlasio, PhD.

John R. Magnuson

Clinton J. Tull, DDS

SEVENTH: Upon the dissolution of the Corporation 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 for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e., charitable, educational, religious, or scientific 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: The Corporation may by its By-Laws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or of the United States.

NINTH: In these Articles of Incorporation,

(a) Referenced to "charitable organizations" or "charitable organization" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United

States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting to influence legislation and which do not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article NINTH shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterwards amended.

(b) The term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific testing for public safety, literary, or educational purposes within the meaning of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1986 but only such purposes as also constitute public charitable purposes under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, including, but not limited to, the granting of scholarships to young men and women to enable them to attend educational institutions.

TENTH: (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by

3419 2481

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 494(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17 day of May, 1992, and I acknowledge same to be my act.

Cheryl Carnwath

Cheryl A. Carnwath

2419 2492

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 324

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: John K. Gardner
7433 Baltimore-Annapolis Blvd.
Glen Burnie, MD
21061

TOTAL FEES 40

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: PM

2419 2483

BOOK 272 PAGE 325

ARTICLES OF INCORPORATION
OF
CAMP BLAZE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 18, 1992 AT 3:37 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	$

D3434057

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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
7433 BALTIMORE-ANNAPOLIS BLVD
GLEN BURNIE MD 21061

227C3051935

A 390851

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. 3419 2475

ATS-080

'4998:05/18/92
CF086:5134C

BOOK 272 PAGE 326

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
05-18-92 at 3:39 p.m.

RECEIVED
'92 MAY 18 PM 3 39
STATE DEPT. OF ASSESSMENTS & TAXATION

ARTICLES OF INCORPORATION

OF

CAMDEN INTERIORS, INC.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, Andrea J. Barr, whose address is c/o Weinberg and Green, 100 South Charles Street, Baltimore, Maryland 21201, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

Camden Interiors, Inc.

THIRD: The Corporation is formed for the purpose of carrying on any lawful business.

FOURTH: The address of the principal office of the Corporation in this State is 307 Moncton Court, Millersville, Maryland 21108.

FIFTH: The resident agent of the Corporation is Janet A. Shearer, whose address is c/o Weinberg and Green, 100 South Charles Street, Baltimore, Maryland 21201. The resident agent is a citizen of and resides in the State of Maryland.

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

SEVENTH: The Corporation shall have a board of two (2) directors unless the number is increased or decreased in accordance with the bylaws of the Corporation. However, the number of directors shall never be less than the minimum number required by the Maryland General Corporation Law. The initial directors are:

Robert Alan Bryant
Lon Michael McLaughlin

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

(b) The board of directors of the Corporation may authorize the issuance from time to time of shares of its

1992 MAY 12 AM 11:19

510

7419 2530

21408166

stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

(c) The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

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

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 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on this 18th day of May, 1992.

Andrea J. Barr

Andrea J. Barr

3419 3531

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 328

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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
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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 Corp. 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 70

Name Change
(New Name) ____

____ Change of Name
____ Change of Principal Office
____ Change of Resident Agent
____ Change of Resident Agent Address
____ Resignation of Resident Agent
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code 065

ATTENTION: A. Barr

MAIL TO ADDRESS: ____

✓ Check ____ Cash

NOTE: ad

____ Documents on ____ checks

APPROVED BY: JMT

3419 2972

3

BOOK 272 PAGE 329

ARTICLES OF INCORPORATION
OF
CAMDEN INTERIORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 18, 1992 AT 3:39 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	$

D3434156

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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
ATTN: A. BARR
100 SOUTH CHARLES STREET
BALTIMORE MD 21201

227C3051945

A 390860

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3419 2529

AT5-080

POTOMAC SERVICES INTERNATIONAL, INC.

ARTICLES OF INCORPORATION

RECEIVED
'92 MAY 19 AM 8 08
DEPT. OF
ASSESSMENTS & TAXATION

ARTICLE 1: The UNDERSIGNED, WILLIAM H. & GAIL F. PLENGE, being at least twenty-one (21) years of age, do hereby proclaim that they are forming a corporation, under and by virtue of the general laws of the State of Maryland.

ARTICLE 2: The name of the corporation (which is hereinafter called the Corporation), is POTOMAC SERVICES INTERNATIONAL, INC.

ARTICLE 3: The purposes for which the Corporation is formed are as follows:

A. To own, operate, keep and maintain a business for the purpose of providing consulting and/or representation services to various and sundry individuals, partnerships and/or corporations to aid them in development of their short- and long-term business goals.

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

C. To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner incumber or dispose of real property, wherever situated.

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

5-19-92
8:08 AM
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E. To purchase, lease, or otherwise acquire all or any part of the property rights, businesses, contracts, good will, franchises and assets of every kind, of any corporation, co-partnership, or individual, (including the Estate of an 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, guarentee, assume and pay the indebtedness and liabilities thereof, and to pay or any such property, rights, businesses, contracts, good will, franchises, or assets, by the issue in accordance with the laws of the Corporation or otherwise.

F. To apply for, obtain, purchase,or otherwise acquire any patents, copyrights, licenses, trademarks, trade names,rights, processes, formula, and the like, which may be used for any purposes of the Corporation; and to use, exercise, develop, grant, license in respect of, sell and otherwise turn to account the same.

G. To sell, lease, convey, transfer, lend, and 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 other things of value.

H. To borrow, or raise money for the purposes of the Corporation and to issue notes, bonds, debentures or other obligations of any nature, and in any manner permitted by law for 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, or pledge, or conveyance, or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned, or thereafter acquired and to sell,

pledge, discount, or otherwise of such notes, debentures or other obligations of the Corporation for its corporate purposes.

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

J. To carry on any other business which may seem to the Corporation to be calculated directly or indirectly, to effectuate the aforsaid objects, or any of them or any part of them, for the transaction of any other buasiness that may be calculated directly or indirectly to enhance the value of its property, business or rights.

K. To perform all or any part of the aforsaid purposes and objects as principal, agent, contractor, or otherwise, either alone or through, or in conjunction with any person, firm, association, co-partnership, or corporation.

L. The aforegoing objects or purposes shall, except when otherwise expressed, be in no ways 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 of any admendment thereto and shall each be regarded as independent and construed as powers as well as objects and purposes.

3419 2561

BOOK 272 PAGE 333

M. To make and enter into all manner and kinds of contracts, agreements, and obligations by or with any person or persons, corporation or corporations, for the purchasing, acquiring, holding, manufacturing and selling, or otherwise dealing in, any and all kinds of goods, articles, or personal or real property whatsoever, and generally with full power to perform any and all acts connected therewith or arising therefrom, or incidental thereto, and any and all acts proper and necessary for the purpose of the business.

N. To carry on the business at any place or places within the jurisdiction of the United States, and in any and all foreign countries, and to purchase, hold, mortgage, convey, lease, or otherwise dispose of and deal with real and personal property, at any such place or places.

O. To purchase or otherwise acquire, undertake, carry on, improve or develop all or any of the business, good will, rights, assets or liabilities of any person, firm, association or corporation carrying on any kind of business the same as, or of a similar nature to, that which this corporation is authorized to carry on pursuant to the provisions of this certificate.

P. To acquire the good will, rights, property and assets of all kinds and to undertake the whole or any part of the liabilities of any person, firm, association, or corporation on such terms and conditions, as may be agreed on, and to pay for the same in cash, stock, bonds, debentures, evidences of indebtedness, or other securities of this company.

Q. To aid in any manner any corporation,association,or organization whose bonds or other securities or evidences of indebtedness of which, or any stock in which, are held by or for this Corporation,or with which the

3419 2562

Corporation is or may be in association in any way, and to do any and all acts and things, deemed necessary or proper to protect, preserve or improve or enhance the value of any such bonds or other securities or evidences of indebtedness or such stock or any other property of this corporation. To vote for or consent to the liquidation or transfer of assets of any corporation of which this Corporation owns all or part of its capital stock and to acquire the property of such corporation.

R. It is distinctly understood that the above powers granted to the Corporation are in furtherance and not limitation of the general powers conferred by law upon corporations; and it is not intended by the mention of any particular purposes, object, or business, in any manner to limit or restrict any of the powers of the Corporation.

ARTICLE 4: The post office address of the principal office of the Corporation in this state is 8212 Forest Glen Rd. Pasadena, Maryland 21122. The resident agent of the Corporation is WILLIAM H. PLENGE, post office address: 8212 Forest Glen Rd., Pasadena, Maryland 21122. Said resident agent is an individual, actually residing in this state.

ARTICLE 5: I do hereby further certify that the total amount of the authorized stock of this Corporation is Five Thousand (5,000) shares of common stock of one-dollar ($1.00) par value.

ARTICLE 6: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the power of the Corporation of its directors and stockholders:

A. The Board of Directors of the Corporation is hereby empowered to authorize issuance, from time to time, of stock for such considerations

as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the various By-laws of the Corporation.

B. The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation and to direct and determine the use and disposition of any surplus or net profits; and the amount of surplus or net profits of the Corporation to be reserved before the payment of any dividend, shall rest wholly in the discretion of the Board of Directors.

C. No holders of the stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class, or to any securities convertible into shares of stock of the Corporation,nor any right to subscription to any shares or convertible shares except as the Board of Directors in its discretion may fix,and any shares or convertible shares which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors may determine, be offered to holders of any class or classes of stocks, at the time existing to the exclusion of any or all other classes at the time existing.

D. Any officer or employee of the Corporation may be removed at any time without cause by the Board of Directors, or by any committee or superior officer upon whom such power may be conferred by the By-laws or by authority of the Board of Directors, and such action shall be conclusive on the officer or employee removed.

E. The Corporation reserves the right to make, from time to time,

any amendments of its charter, which may or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification, or otherwise, any such amendment which shall be valid if authorized by the same vote and procedure as are required in the case of charter amendments not changing the terms of outstanding stock.

F. No action which may be taken by the Board of Directors of the Corporation and respect of which any director may have a pecuniary or personal interest either on his own behalf or on behalf of any other person shall be avoided or avoidable or otherwise affected by reason of such interests, regardless of whether such director voted in favor of or against such action or abstained from voting and if whether the presence of such director was necessary for a quorum and no such director shall have any liability by reason of such interests.

ARTICLE 7: The number of directors of the Corporation shall be four (4) which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3): the names and residences of the persons who have been selected as Board of Directors to manage the business and affairs of this Corporation for the first year, or until their successors are duly chosen and qualified are as follows:

1. WILLIAM H. PLENGE	8212 Forest Glen Road Pasadena, Maryland 21122
2. GAIL F. PLENGE	8212 Forest Glen Road Pasadena, Maryland 21122
3. MARK W. PLENGE	8212 Forest Glen Road Pasadena, Maryland 21122
4. KENNETH L. FARINHOLT	832 Main Avenue Linthicum Heights, MD. 21090

 BOOK 272 PAGE 337

ARTICLE 8: The duration of the Corporation shall be perpetual.

ARTICLE 9: The annual meeting of the stockholders for the election of officers shall be held at the office of the Corporation on the first Saturday in June, 1992, and on the first Saturday in March in each year thereafter. The vote in the election for directors shall be by ballot, and the election may be conducted in such a manner and form as may be provided by the By-laws. The director receiving the highest number of votes shall hold his office for three (3) years, and until his successors are elected; the director receiving the next highest number of votes shall hold his office for two (2) years, and until his successors are elected; the director receiving the lowest number of votes shall hold office for one (1) year, and until his successors are elected. At the first annual meeting thereafter, one(1) director shall be elected for the term of three (3) years and at each annual meeting thereafter, one (1) director shall be elected for the term of three (3) years, the intent being that one-third (1/3) of such Board of Directors shall be elected annually.

ARTICLE 10: Immediately upon the election of the directors and the adjournment of the stockholder's meeting, or as soon thereafter as convenient, the directors so elected shall meet and organize by electing one of their number president, and one of their number vice-president, and by electing from their number or from the stockholders (or same persons, if desired), a secretary and/or treasurer, each of whom shall perform such duties and powers as generally appertain to such offices and as may be stated or required of them by the By-laws or by the Board of Directors.

3419 2566

ARTICLE 11: The private property of stockholders of this Corporation shall not be subject to the payment of the Corporation debt in any amount or to any extent whatever.

ARTICLE 12: These articles may be changed, altered, or amended at any authorized meeting of the stockholders by a vote of the stockholders representing a majority of the stock.

IN WITNESS WHEREOF, I have hereunto set my hand this 18th day of May, 1992.

Witness as to all:

WILLIAM H. PLENGE (SEAL)

GAIL F. PLENGE (SEAL)

STATE OF MARYLAND

SS:

COUNTY OF ANNE ARUNDEL

I HEREBY CERTIFY that on this 18th day of May, 1992 before me, the subscriber, a Notary Public in and for the State and City aforesaid, personally appeared, WILLIAM H. PLENGE and GAIL F. PLENGE, the aforesigned and acknowledged the aforegoing Articles of Incorporation to be their act and deed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and Notary Seal on the date hereinbefore mentioned.

My Comm. Expires: July, 1995

3419 2567

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

PS

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 339

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: William H. Plenge, Jr. 8212 Forest Glen Drive Pasadena, MD 21122

TOTAL FEES 40

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

3419 2568

APPROVED BY: PM

BOOK 272 PAGE 340

ARTICLES OF INCORPORATION
OF
POTOMAC SERVICES INTERNATIONAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 19, 1992 AT 8:08 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	$

D3434214

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 H. PLENGE, JR.
8212 FOREST GLEN ROAD
PASADENA MD 21122

227C3051951

A 390866

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 3419 2558

AT5-080

ARTICLES OF INCORPORATION

OF

HYDRO-SERV, INC.
(A Maryland Close Corporation)

5-19-92 8 20a

FIRST: The undersigned, Tommy L. Thomas, whose post office address is 615 Bruce Street, Baltimore, Anne Arundel County, Maryland 21225, 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 Hydro-Serv, 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 engage in the business of residential and commercial exterior building cleaning, including but not limited to power washing and generally to provide cleaning services of all types and varieties.

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

Law Office Of
Mark L. Potter, P.A.
400 Crain Highway, S.W.
Glen Burnie, Maryland 21061

1992 AUG 12 AM 11:19

RECEIVED
'92 MAY 19 AM 8
STATE DEPT. OF
ASSESSMENTS & TAXATION
21408114

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 615 Bruce Street, Baltimore, Maryland 21225. The name and post office address of the Resident Agent of the Corporation in this State is Tommy L. Thomas, 615 Bruce Street, Baltimore, Maryland 21225, 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 Tommy L. Thomas.

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 Office Of
Mark L. Potter, P.A.
400 Crain Highway, S.W.
Glen Burnie, Maryland 21061

3419 2023

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

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

(c) The Corporation may enter into Agreements with any stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings of such stockholder or stockholders, and

Law Office Of
Mark L. Potter, P.A.
400 Crain Highway, S.W.
Glen Burnie, Maryland 21061

3419 2024

binding such stockholder or stockholders, his or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons shall, thereupon, be subject to such agreement and transferable only upon proof of compliance therewith; provided however, such agreement be filed with the Corporation, and reference thereto be placed upon the Certificates of Stock.

(d) The Board of Directors shall have the power from time to time, to fix, to determine and to vary the amount of working capital of the Corporation and to determine what part of the surplus and retained earnings of the Corporation, if any, or of the net profits of the Corporation, if any, shall be declared as dividends and paid in cash, in kind or in any combination thereof, to the stockholders.

(e) No holder of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any thereof other then such, if any, as the Board of Directors in its discretion may determine and at such price as the Board of Directors in its discretion may fix.

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

Law Office Of
Mark L. Potter, P.A.
400 Crain Highway, S.W.
Glen Burnie, Maryland 21061

7419 3025

and Associations Article, of the Maryland Annotated Code, as amended.

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

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 13th day of May, 1992, and I acknowledge the same to be my act.

WITNESS:

Tommy L. Thomas

35:Hydro-Serv.1

Law Office Of
Mark L. Potter, P.A.
400 Crain Highway, S.W.
Glen Burnie, Maryland 21061

3415 3026

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 346

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
_____ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Mark Potter
400 Crain Hwy, SW
Glen Burnie, Md
21061

TOTAL FEES 70

✓ Check _____ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JW

3419 2027
6

BOOK 272 PAGE 347

ARTICLES OF INCORPORATION
OF
HYDRO-SERV, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 19, 1992 AT 8:20 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	$

D3433927

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 POTTER
400 CRAIN HWY., S.W.
GLEN BURNIE MD 21061

227C3051922

A 390838

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3419 2021

ATS-080

BOOK 272 PAGE 348

GEORG INTERNATIONAL, INC.

MINUTES OF SPECIAL MEETING OF BOARD OF DIRECTORS

A special meeting of the Board of Directors of Georg International, Inc., a Maryland corporation (the "Corporation"), was held on April 7, 1992, in Baltimore, Maryland.

The undersigned, being the chairman of the Board of Directors of the Corporation, convened the meeting at 9:00 a.m. Gerd Georg acted as secretary.

The chairman announced that the Corporation had received notice from Robert A. Baker, Jr. that he has decided to resign as President of the Corporation and as a member of the Board of Directors. Following some discussion, the following resolution was adopted:

> RESOLVED, that the resignation of Robert A. Baker, Jr. as President of the Corporation and as a member of the Board of Directors of the Corporation be accepted.

The next order of business was consideration of Robert A. Baker, Jr.'s continued employment with the Corporation. Following discussion, the following resolution was adopted:

> RESOLVED, that Mr. Baker will continue his employment with the Corporation, to perform such duties and other special projects as the Board of Directors of the Corporation or the President of the Corporation may designate from time to time.

The next order of business was the appointment of a new President to fill the vacancy created by Mr. Baker's resignation. Following the nomination of Heinz-Otto Georg, the following resolution was adopted:

> RESOLVED, that Heinz-Otto Georg be appointed as President of the Corporation.

The next order of business was the designation of a new resident agent of the Corporation. Following discussion, the following resolution was adopted:

> RESOLVED, that Patricia McElwain be designated resident agent of the Corporation and that the officers of the Corporation are hereby directed to file a certified copy of this resolution with the Maryland State Department of Assessments and Taxation.

There being no other business, the Secretary of the Corporation was directed to file these Minutes, when fully executed, in the minute book of the Corporation and the meeting was adjourned.

GEORG HOLDING GMBH

By: _____

(SEAL)

Dated: April 7, 1992

1992 AUG 12 AM 11:19

21428426

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

5-19-92 at 8:28 A.M.

3419 2277

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 349

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D0906834 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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
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 Corp. Registration
87		_____ Limited Part. Good Standing
71		Financial
600		_____ Personal Property Reports and late filing penalties
70	$10.00	Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, For. Limited Part.
___		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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Geos International Inc
7525 Perryman Court
Baltimore, Md 21226

1 Check ___ Cash

NOTE:

1 Documents on 1 checks

APPROVED BY: RMC

3419 2278

BOOK 272 PAGE 350

CHANGE OF RESIDENT AGENT
OF
GEORG INTERNATIONAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 19, 1992 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:
$	$ 10.00	$

D0906834

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
GEORG INTERNATIONAL INC.
7525 PERRYMAN CT.
BALTIMORE MD 21226

227C3052008

A 390914

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3419 2276

AT5-080

BOOK 272 PAGE 351

5-19-92 9:30A

RECEIVED

'92 MAY 19 AM 8 30

STATE DEPT. OF ASSESSMENTS & TAXATION

ARTICLES OF INCORPORATION

THE FOUNDATION FOR THE PRESERVATION OF AFFORDABLE HOUSING, INC.,

FIRST: We, the undersigned, Dallas R. Evans, whose post office address is 1411 B Forest Drive, Annapolis, Maryland; Robert Gaines, whose post office address is 2444 Solomons Island Road, Suite 200, Annapolis, Maryland, all being of full legal age, do hereby associate ourselves as incorporators with the intention of forming a corporation exclusively for charitable and other non-profitable purposes under and by the virtue of the General laws of the State of Maryland.

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

The Foundation for the Preservation of Affordable Housing, Inc.

THIRD: The purposes for which the corporation is formed are: (a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer for such charitable and educational purposes, all for the public welfare, and for no other purposes, and to that end to take and hold, by bequest, devise, gift, purchase, or lease either absolutely or in trust for such objects and purposes or any of

1992 MAR 30 A 8:22

1992 AUG 12 AM 11:19

21408121 [redacted] 3419 2474

them, any property, real, personal or mixed, without limitation as to amount of value, except such limitation 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 expand the income therefrom for any of the before-mentioned purposes, with 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, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and excercise 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 trust instrument under which it is received, but no gift, bequest or devise of any such property shall received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in these Articles of Incorporation, or as shall in the opinion of the Board of Directors, jeopardize the Federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all

2419 2439

and every power for which an non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for scientific, educational and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

(c) The Corporation elects to have two Board of Directors whose names are Dallas R. Evans and Robert Gaines.

FOURTH: The Post Office Address of the principal office of the Corporation in Maryland, 1411 B Forest Drive, Annapolis, Maryland. The name and address of the Resident Agent of the Corporation in Maryland is Dallas R. Evans, 1411 B Forest Drive, Annapolis, Maryland, 21403. Said

3419 2436

Resident Agency is a citizen of Maryland and actually resides therein.

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

SIXTH: 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 or connected with the corporation to which the property previously belonged.

IN WITNESS WHEREOF, The Foundation for the Preservation of Affordable Housing, Inc. has caused these presents to be signed in its name and on its behalf by it Co-Chairman and its Corporate Seal to be hereunto affixed and attested to by its Secretary on March 10, 1992.

THE FOUNDATION FOR THE PRESERVATION OF AFFORDABLE HOUSING, INC.

Dallas R. Evans, Co-Chairman
Robert Gaines, Co-Chairman

ATTEST: Robert S. Gaines
Robert S. Gaines, Secretary

3419 2437

I hereby certify that on March 25, 1992, before me, the subscriber, a notary public of the Sate of Maryland in and for the County of Anne Arundel, personally appeared Dallas Evans, Co-Chairman, The Foundation for the Preservation of Affordable Housing, Inc., and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Incorporation to the corporation act of said corporation; and at same time personally appeared Robert Gaines and made oath in due from of law that he was Secretary of the meeting of the Board of Directors of said corporation at which the charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment were true to the best of his knowledge, information, and belief.

WITNESS My Hand and Notarial Seal this 25th day of March, 1992.

My Commission expires July 1, 1993.

Notary Public

3419 3478

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 356

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

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

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Dallas R. Evans
1411 E. Forest Drive
Annapolis, MD
21404

TOTAL FEES 40

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JMT

3419 2439

BOOK 272 PAGE 357

ARTICLES OF INCORPORATION
OF
THE FOUNDATION FOR THE PRESERVATION OF
AFFORDABLE HOUSING, INC

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 19, 1992 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	$

D3433968

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DALLAS R. EVANS
1411 B FOREST DRIVE
ANNAPOLIS MD 21403

227C3051926

A 390842

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 2419 2433

AT5-080

QUIK-CAD INCORPORATED
Articles of Dissolution

BOOK 272 PAGE 358 5/19/92 8:43a

FIRST: The name of the corporation is QUIK-CAD Incorporated.

SECOND: The address of the principal office of the corporation is 1185 Neptune Place Annapolis, MD 21401-4784.

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 Ronald W. Shockley, 1185 Neptune Place Annapolis, MD 21401-4784.

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

Kip O'Connor 1 Arlie Dr Annapolis, MD 21401

Ronald W. Shockley 1185 Neptune Place Annapolis, MD 21401

Michael D. Robinson 605 Blossom Ln Glen Burnie, MD 21061

Kenneth SW Kang 5914 Linthicum Ln Linthicum, MD 21090

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

Kip O'Connor, President 1 Arlie Dr Annapolis, MD 21401

Ronald W. Shockley, Treasurer 1185 Neptune Place Annapolis, MD 21401

Michael D. Robinson, Secretary 605 Blossom Ln Glen Burnie, MD 21061

Kenneth SW Kang 5914 Linthicum Ln Linthicum, MD 21090

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: A statement that the corporation is dissolved.

STATE DEPT. OF ASSESSMENTS & TAXATION
RECEIVED
21408168
SU
mc
[redacted]
3420 1827

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

ATTEST:

Michael D. Palmer
Secretary 1-30-92

Kip O'Brien
President

3420 1088

BOOK 272 PAGE 360

STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

LOUIS L. GOLDSTEIN, COMPTROLLER J. BASIL WISNER, CHIEF DEPUTY COMPTROLLER

GENERAL ACCOUNTING DIVISION

ARNOLD G. HOLZ, CPA, DIRECTOR

LOUIS L. GOLDSTEIN TREASURY BUILDING, P.O. BOX 746,
ANNAPOLIS, MARYLAND 21404-0746

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

QUIK-CAD, INCORPORATED

have been paid.

WITNESS my had and official seal this

31ST day of MARCH A.D. 19 92 .

Darlene Lord

DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

MY TELEPHONE NUMBER IS:

COT/GAD-409

TTY FOR THE DEAF: ANNAPOLIS AREA 974-2609
BALTIMORE AREA 383-7555

AN EQUAL OPPORTUNITY EMPLOYER

BOOK 272 PAGE 361

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: 841-6750
FROM WASHINGTON: 261-8250

TAX BILLING: EXT. 1144
WATER & SEWER BILLING: EXT. 1130
SALES TAX DIVISION: EXT. 1144

DATE JANUARY 21, 1992
ACCT# 9-106-D2963098

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of QUIK-CAD INCORPORATED are paid thru 1991/1992. 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

Patricia Kos for
AUGUST H. KRUELLE, Revenue Admin

3430 1830

BOOK 272 PAGE 362

1/85

STATE DEPARTMENT OF ASSESSMENTS & TAXATION- Corporate Assessment Division
REPORT OF TRANSFER, SALE OR DISPOSAL OF ALL PERSONAL PROPERTY OF A BUSINESS
IN ACCORDANCE WITH ARTICLE 81, SECTION 4A OF THE ANNOTATED CODE OF MD

Name of Transferor: QUIK-CAD INCORPORATED

Is the above business a corporation? YES If yes, provide corporate ID#: D2963098

Address of Transferor: 1185 NEPTUNE PLACE, ANNAPOLIS, MD 21401-4784

Address & County Where Property Was Located: ~~[illegible]~~ 605 BLOSSOM LN GLEN BURNIE, MD 21061 (AA COUNTY), 5914 LINTHICUM LN LINTHICUM, MD 21090 (AA COUNTY)

Nature of Business Conducted: COMPUTER AIDED DRAWING

Name of Transferee: MICHAEL D. ROBINSON - KENNETH SW KANG

Is the above business a corporation? NO/NO If yes, provide corporate ID#:

Address of Transferee: ROBINSON - 605 BLOSSOM LN, GLEN BURNIE, MD 21061
KANG - 5914 LINTHICUM LN, LINTHICUM, MD 21090

Address & County Where Property Is Now Located: 605 BLOSSOM LN, GLEN BURNIE, MD 21061 (AA)
5914 LINTHICUM LN, LINTHICUM, MD 21090 (AA COUNTY)

Nature of Business Conducted: NONE — PERSONAL USE

Date of Transfer: DEC 13, 1991 Manner of Transfer: SALE

Total Amount of Consideration: $ 1,295.00

Amount of Consideration Attributable to Furniture, Fixtures & Equipment: $ 1,295.00

Amount of Consideration Attributable to Inventory: $

Other (Explain): $

IMPORTANT: Please enclose a copy of the sales agreement.

Itemized Description of Property Transferred:

PACKARD BELL COMPUTER, SOFTWARE - $800.00 TO MICHAEL D. ROBINSON
COMPUTER DRAWING TABLET AND MATH CO-PROCESSOR CHIP $495.00 - KENNETH SW KANG

If the business was permanently closed without disposing of the personal property, show date closed & current usage of the property:

I hereby affirm under the penalties of perjury that to the best of my knowledge, information, and belief the matters set forth in this report are true in all material respects.

RONALD W. SHOCKLEY FIN MGR (410) 974-4124
(Type or print your name, title, & phone)

Ronald W. Shockley 1/05/92
Signature Date

Transferor X Transferee

mail to: State Department of Assessments & Taxation
301 W. Preston Street
Baltimore, MD 21201
Attn: Corporate Assessment Division
301-225-1170

AT3-45

Sales Agreement

QUIK-CAD Incorporated agrees to sell the following equipment to the following:

To: Michael D. Robinson, 605 Blossom Ln Glen Burnie, MD 21061

(1) Packard-Bell Computer with VGA monitor and included software and equipment for the sum of $800.00

To: Kenneth SW Kang 5914 Linthicum Ln Linthicum, MD 21090

(1) 80387 math co-process chip and (1) computer drawing tablet for the sum of $495.00

The above items are sold for personal non-business use.

Ronald W. Shockley 12/13/91
Ronald W. Shockley
Treasurer QUIK-CAD Incorporated

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

FLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 361

DOCUMENT CODE 19 BUSINESS CODE ____ COUNTY 52

D2963098 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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
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21		Recordation Tax
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23		Local Transfer Tax
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NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Quick-Cad Incorporated
1185 Neptune Place
Annapolis, MD 21401-4784

TOTAL FEES 50

✓ Check ___ Cash

NOTE:

___ Documents on ___ checks

APPROVED BY: HW

3420 1833

BOOK 272 PAGE 365

THE ARTICLES OF DISSOLUTION
OF
QUIK-CAD INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 19, 1992 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	$ 30.00

D2963098

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
QUICK-CAD INCORPORATED
1185 NEPTUNE PLACE
ANNAPOLIS MD 21401 4784

229C3052258

A 392460

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3420 1826

ATS-080

PAUL YOUNG-HYMAN, M.D., P.A.C.C., P.A.

5-19-92 9:54a

ARTICLES OF INCORPORATION

FIRST: I, Richard T. Stansbury, whose post office address is Two North Charles Street, Suite 920, Baltimore, Maryland 21201, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

Paul Young-Hyman, M.D., P.A.C.C., P.A.

THIRD: Subject to the limitations of Section 5-104 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended form time to time, the purposes for which the Corporation is formed are:

(1) to conduct a medical practice, to engage in any other lawful purpose and/or business; and,

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

FOURTH: The post office address of the principal office of the Corporation in this State is 1600 Crain Highway South, Suite 601, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent in this State are Paul Young-Hyman, M.D., 1600 Crain Highway South, Suite 601, Glen Burnie, Maryland 21061. Said Resident Agent is an individual actually residing in this State.

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

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation, provided that the number of directors shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended. The names of the directors who shall act until the first annual meeting and until their successors are duly chosen and qualified are:

Paul Young-Hyman, 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:

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

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

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

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

(4) With respect to:

(a) the amendment of the Charter of the Corporation;

(b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;

(c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

(d) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

(e) the participation by the Corporation in a share 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;

such action shall be effective and valid if taken or approved by an affirmative vote of a majority of the shares entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article SEVENTH, paragraph (4).

(5) With respect to the issuance of shares of stock of any class now or hereafter authorized, or any securities exchangeable for, or convertible into, such shares, or warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares, such action shall be effective and valid only if, after due authorization and/or approval and/or advice of such action by the Board of Directors, such action is taken or approved by an affirmative vote of not less than a majority of all of the issued and outstanding shares of Common Stock of the Corporation, notwithstanding any provision of law or the provisions of Article SEVENTH, paragraph (1) requiring any action to be taken or authorized other than as provided in this Article SEVENTH, paragraph (5).

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

NINTH: The Corporation shall indemnify a present or former director or officer of the Corporation 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.

3420 0100

TENTH: No director or officer shall be liable to the corporation or its stockholders for any money damages to the full extent permitted by Section 2-405.2 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF I have signed these Articles of Incorporation this 19th of May, 1992, and I acknowledge the same to be my act.

WITNESS:

Beverly C. Bridger

Richard T. Stansbury
Richard T. Stansbury

PAULYMMD.INC
87188-07

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 379

DOCUMENT CODE 02 Amv. BUSINESS CODE 06 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
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62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
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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
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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 Corp. 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 70

Name Change
(New Name) _____

_____ Change of Name
_____ Change of Principal Office
_____ Change of Resident Agent
_____ Change of Resident Agent Address
_____ Resignation of Resident Agent
_____ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Richard Stansbury
920
2 N. Charles St
Balt Md 21201

_____ Check _____ Cash

NOTE:

_____ Documents on _____ checks

3430 0102

APPROVED BY: No

BOOK 272 PAGE 371

ARTICLES OF INCORPORATION
OF
PAUL YOUNG-HYMAN, M.D., F.A.C.C., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 19, 1992 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	$

D3434958

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
RICHARD STANSBURY
2 NORTH CHARLES STREET, #920
BALTIMORE MD 21201

228C3052089

A 390985

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 3420 0097

ATS-080

BOOK 272 PAGE 372

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5-20-92 at 8:18 a.m.

ARTICLES OF INCORPORATION
OF
PRACTICAL SOLUTIONS, INC.

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

THIS IS TO CERTIFY:

That the undersigned subscriber, Richard T. Wright, whose post office address is The Parkway Building, Suite 410, 200 Harry S. Truman Parkway, Annapolis, Maryland 21401, being of full legal age, under and by virtue of the General Corporation Laws of the State of Maryland authorizing the formation of corporations, and, especially, under the provisions of Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland authorizing the formation of close corporations, does hereby designate himself as incorporator and executes this instrument with the intention of forming a Maryland close corporation.

FIRST: The name of the corporation (which is hereinafter referred to as "the Corporation") is "PRACTICAL SOLUTIONS, INC.".

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

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, or which may at any time be carried on or promoted by it, in whole or in part, are as follows:

(1) To conduct a business for any lawful purpose or purposes, except for the purposes of banking or insurance, including, but not limited to, consulting and problem solving for the asphalt paving industry.

(2) To purchase, lease and otherwise acquire, to hold and to sell, lease, mortgage, pledge and otherwise dispose of all kinds of property, real, personal and mixed, both in this state and in any part of the world.

(3) To enter into partnerships, joint ventures, and other business association for any lawful purpose or purposes.

RECEIVED
92 MAY 20 AM 8 18
STATE DEPT. OF ASSESSMENTS & TAXATION

21418369

(4) To do anything permitted by and to exercise all powers, rights, and privileges granted to corporations under the General Laws of Maryland, including, but not limited to those powers, rights, and privileges granted to corporations by virtue of Section 2-103 of the Corporations and Associations Article of the Maryland Code, and its successors, as amended from time to time; and

(5) To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation.

The businesses, purposes or objects set out in the preceding clauses shall, except where otherwise expressed, be in no way limited or restricted by references to, or inferences from, the terms of any other clause in these Articles of Incorporation; but the businesses, purposes or 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.

FOURTH: The total number of shares of stock which the Corporation shall have the authority to issue shall be Ten Thousand (10,000) shares, all of which shall be of one class to be designated as Common Stock, and each of which shall have a par value of One Dollar and No Cents ($1.00).

The Initial Director of the Corporation, as hereinafter provided for, and, thereafter, the holders of the issued and outstanding stock of the Corporation, shall be empowered to authorize the issuance from time to time of shares of this said stock of the Corporation for such considerations as said Director or said holders may deem advisable, irrespective of the value or amount of such considerations.

FIFTH: The principal office of the Corporation in the State of Maryland will be maintained in Anne Arundel County at 2118 Hallmark Drive, Gambrills, Anne Arundel County, Maryland 21054. The present post office address of the Corporation is 2118 Hallmark Drive, Gambrills, Anne Arundel County, Maryland 21054. The Resident Agent

of the Corporation is Richard T. Wright, whose post office address is at The Parkway Building, Suite 410, 200 Harry S. Truman Parkway, Annapolis, Maryland 21401. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation elects to have no Board of Directors and shall be managed by the holders of the issued and outstanding stock of the Corporation. Until the election to have no Board of Directors becomes effective, there shall be one (1) director ("the Initial Director"), whose name and address is: Philip B. McCord, Jr., 2118 Hallmark Drive, Gambrills, Anne Arundel County, Maryland 21054.

SEVENTH: The Corporation, the Initial Director (until the election of the Corporation to have no Board of Directors becomes effective), and (thereafter) the stockholders of the Corporation acting on behalf of the Corporation shall have the following powers:

(1) To exercise all powers, rights and privileges granted to corporations under the General Laws of Maryland, including, but not limited to, the Corporations and Association Article of the Maryland Code and its successors, as amended from time to time;

(2) To exercise all the rights and privileges conferred upon a close corporation under the title "Close Corporations" of the Corporations and Associations Article of the Annotated Code of Maryland and its successors, as amended from time to time, including, but not limited to, the execution and/or ratification of any agreement among the Corporation's stockholders and the becoming of a party thereto.

(3) To borrow money or raise money, from time to time and without limit, and upon any terms, for any corporate purposes; and, subject to the Annotated Code of the State of Maryland, to authorize the creation, issue, assumption or guaranty of bonds, notes or other evidences of indebtedness for moneys so borrowed, to include therein such provisions as to redeemability, convertibility or otherwise, as the Initial Director or the stockholders, in their discretion, may determine and to secure the payment of principal, interest or sinking fund in respect thereof by mortgage upon, or the pledge of, or the conveyance or assignment in trust of, the whole or any part of the properties, assets and good will of the Corporation then owed or thereafter acquired.

(4) To set apart out of any of the funds of the Corporation available for dividends or reserve or reserves for any proper purpose, and to abolish any such reserve or reserves;

(5) To authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or any nontransferable warrants or other instruments evidencing rights or options to subscribe for, purpose or otherwise acquire such shares;

(6) To 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 qualification of, the dividends on, the times and prices of, redemption of, and the conversion rights of, such shares;

(7) To enter into any lawful arrangements for sharing profits, union of interest, reciprocal association, or cooperative association with any domestic or foreign corporation, associations, partnerships, individuals or other entities, and to enter into general or limited partnerships;

(8) To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts, or other obligations created by any domestic or foreign corporations, associations, partnerships, individuals or other entities;

(9) To purchase insurance upon any director, officer, employee or agent of the Corporation of such types, in such amounts and upon such terms as may be deemed desirable by the Board of Directors.

EIGHTH: The Initial Director, or any stockholder, individually, or any firm of which the Initial Director or stockholder may be a member, or any corporation or association of which the Initial Director or any stockholder may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided, however, that in the event that the Initial Director or any stockholder, or any firm of which the Initial Director or stockholder is a member, or any corporation or association of which the Initial Director or stockholder may be an officer or director is so interested, such fact shall be disclosed or shall have been made known to the holders of the shares of the Corporation entitled to

vote; and provided, further, that such a contract or transaction shall be valid and enforceable only if (1) it is approved or ratified by the affirmative vote of a majority of the votes cast by the stockholders entitled to vote other than the votes of shares owned of record or beneficially by the interested director, corporation, or association (even if such shares or the holders thereof constitute less than a quorum), or (2) it is fair and reasonable to the Corporation. The Initial Director or any stockholder of the Corporation who is also a director or officer of or interested in such other corporation or association, or the shares of the Corporation held by such interested Initial Director, stockholder, corporation or association may be counted in determining the existence of a quorum at the meeting of the stockholders of the Corporation which shall authorize, ratify, or confirm any such contract or transaction.

NINTH: The Corporation shall indemnify a corporate representative of the Corporation in connection with any proceeding to the fullest extent permitted by, and in accordance with, Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (said Section 2-418 being hereinafter referred to as "the Indemnification Section"). As used in this Article NINTH, any word or words that are defined in the Indemnification Section, as amended from time to time, shall have the same meaning herein as provided in the Indemnification Section. As used in this Article NINTH, the term "corporate representative" means an individual who is a present or former director or officer of the Corporation or who serves or served another corporation, partnership, limited partnership, joint venture, trust or other enterprise as a director, officer, partner (general or limited), joint venturer, trustee, or management principal at the request or direction of the Corporation or for the Corporation's benefit and who, by reason of his holding such position, was, is or is threatened to be made a party to a proceeding.

TENTH: the duration of the Corporation shall be perpetual.

ELEVENTH: With respect to:

(1) The amendment of these Articles of Incorporation;

(2) the consolidation of the corporation with one or more corporations to form a new consolidated corporation;

(3) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

(4) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its good will and franchises;

(5) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the Corporation the stock of which is to be acquired;

(6) the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation;

(7) the issuance of shares of stock of any class now or hereafter authorized, or any securities exchangeable for, or convertible into such shares, or warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares;

(8) the redemption by the Corporation of shares of its own stock, or the purchase or other acquisition by the Corporation of its own shares;

such action shall only be effective and valid if taken or approved by not less than a unanimous vote of the shares entitled to be cast thereon.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this May 18th 1992.

WITNESS:

Linda Powell Osbun

Richard T. Wright (SEAL)
Richard T. Wright

STATE OF MARYLAND, ANNE ARUNDEL COUNTY:

I hereby certify, that on this May 18th 1992, before me, the subscribed, a Notary Public of the state and county aforesaid, personally appeared RICHARD T. WRIGHT, who is known to me to be the incorporator named in the foregoing Articles of Incorporation, and he acknowledged the execution of said instrument to be his act.

AS WITNESS my hand and notarial seal.

BOOK 272 PAGE 378

LINDA LOWELL OSBURN
NOTARY PUBLIC
ANNE ARUNDEL CO., MD.

Linda Lowell Osburn
Notary Public

My commission expires:
February 14, 1994

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 379

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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: RM

Name Change
(New Name) _____

_____ Change of Name
_____ Change of Principal Office
_____ Change of Resident Agent
_____ Change of Resident Agent Address
_____ Resignation of Resident Agent
_____ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Wright Sussman + Elmore
The Parkway Bldg.
Ste. 410, 200 Harry S. Truman Parkway, P.O. Box 6488
Annapolis, MD 21401

NOTE:

3430 1747

BOOK 272 PAGE 380

ARTICLES OF INCORPORATION
OF
PRACTICAL SOLUTIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 20, 1992 AT 8:18 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3436284

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
WRIGHT, SUSSMAN & ELMORE
200 HARRY S. TRUMAN PKWY
THE PARKWAY BLDG., STE. 410
ANNAPOLIS MD 21401

229C3052243

A 392447

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

3420 1739

ATS-060

BOOK 272 PAGE 381

ARTICLES OF INCORPORATION
of
BCD ENGINE REPAIRS, INC.

I, Richard A. Bonelli, over the age of eighteen years, act as incorporator of a corporation and do adopt the following Articles of Incorporation.

Article I

The name of the Corporation (which is hereafter called the Corporation) is: BCD ENGINE REPAIRS, INC.

Article II - Purpose

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

1. Provide engine and equipment repair and resconstructive services to the general community, business consulting services, brokerage services, asset buying, selling, or renting, and any independent objects, purposes and powers and that together with all the powers conferred by the Laws of the State of Maryland for Business Corporations, this Corporation shall also have the power to carry on all business which may be usual, useful, necessary or convenient in connection with or incidental to any of the business, objects and powers of the Corporation as above expressed.

Article III - Address and Resident Agent

The address of the principal office of this Corporation in the State of Maryland is 1687 Underwood Road, Gambrills, Maryland 21054. The resident agent of the Corporation is Richard A. Bonelli, 1687 Underwood Road, Gambrills, Maryland 21054.

Article V - Directors

The Corporation shall have one (1) director who shall be selected at the organization meeting. Until the completion of the organization meeting and the issuance of one or more shares of stock, Richard A. Bonelli shall manage the Corporation.

Article VI - Officers

The officers of the Corporation shall be a President, Secretary and Treasurer each of whom shall be elected and take office in the manner prescribed in the By-laws and shall hold office for a period of one (1) year or until a successor is duly elected and qualified.

Article VII - Capital Stock

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be 10,000 shares of Common Stock of $1 par value.

The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with one dollar ($1) par value, for such consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such consideration, after first obtaining the unanimous approval of all stockholders of the Corporation.

1992 MAY 19 AM 11:12
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'92 MAY 20 AM 8 40
STATE DEPT. OF ASSESSMENTS & TAXATION
5-20-92 at 8:40a
21418375

Article VIII - Regulation of the Corporation's Internal Affairs

Section 1. Meetings of Shareholders and Directors. Meetings of the shareholders and directors of this Corporation may be held either within or without Maryland at such place or places as may from time to time be designated in the Code of By-laws or by resolution of the Board of Directors.

Section 2. Code of By-laws. The initial Code of By-laws of this Corporation shall be adopted by its Board of Directors. The power to amend or repeal the By-laws or to adopt a new code of By-laws shall be in the shareholders. The Code of By-laws may contain any provisions for the regulation and management of this Corporation which are consistent with the Act and these Articles of Incorporation.

Section 3. Compensation of Directors. The Board of Directors shall have the authority to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which this compensation shall be paid. Any director may also serve the Corporation in any other capacity and receive compensation therefrom.

Article IX - Dividends

Dividends in any amount may be declared and paid by the directors upon the outstanding shares of common stock from unappropriated retained earnings.

Article X - Quorum Requirements for Shareholders' Meeting

No resolution may be adopted at any general meeting of shareholders unless a quorum of the holders of at least two-thirds of the outstanding capital stock are present or represented, and all resolutions shall be adopted by at least a majority of two-thirds of the vote cast. In the event that such a majority and quorum cannot be obtained a second meeting must be held and if the required quorum cannot be obtained at said second meeting then a third meeting must be called and held. At the third meeting valid resolutions may be taken with a majority of the votes cast regardless of the proportion of the capital stock present or represented thereat.

Article XI - Amendment

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

Article XII - Duration

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this sixth day of May 1992 and acknowledge the same to be my act and that I am the Incorporator of this corporation.

3420 2099

Richard A. Bonelli
1687 Underwood Road
Gambrills, Maryland 21054

Richard A Bonelli

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Ps.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 333

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Richard A. Bonelli
7883 Tall Pines Ct.
Apt. A
Glen Burnie, MD
21061

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: PM

3420 3099

3

BOOK 272 PAGE 384

ARTICLES OF INCORPORATION
OF
BCD ENGINE REPAIRS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 20, 1992 AT 8:40 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3436359

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 A. BONELLI
7883 TALL PINES COURT, APT. A
GLEN BURNIE MD 21061

230C3052303

A 392504

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3420 2086

AT5-080

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
5-20-92 at 8:42 a.m.

CLARK AND ASSOCIATES, INC.

(A CLOSE CORPORATION)

ARTICLES OF INCORPORATION

FIRST: The undersigned BERNARD EMERY CLARK being at least eighteen years of age, does hereby form a corporation under Title 4 of the Corporation and Association Article of the Annotated Code of Maryland.

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

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

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

To introduce, operate, conduct, manage, maintain, and carry on the business of marketing general contracting services; to operate, conduct, furnish, equip and manage such a general contracting business, and generally to do and perform everything necessary for carrying out the aforesaid purposes.

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

FIFTH: The address of the principal office of the Corporation in Maryland is 2548 Cheval Drive, Davidsonville, Maryland 21035. The name and address of the resident agent of the Corporation in Maryland is Louise Evans, 2548 Cheval Drive, Davidsonville, 21035. Said resident agent is a citizen of Maryland and actually therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) Shares with par value of One Dollar per share all of one class.

SEVENTH: After the completion of the organization meeting of the directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have two directors, whose names are Bernard Emery Clark and George William Ball.

RECEIVED
'92 MAY 20 AM 8 42
STATE DEPT. OF
ASSESSMENTS & TAXATION
2141837
3420 2091
1992 MAY 21 AM 11:20

EIGHTH: The restriction imposed upon the transferability of shares of the Corporation is:

> If any holder of any shares desires to dispose of the same or any part thereof, he shall have no right or power to dispose of same to any person without first making a written offer to sell the same to the Corporation, which shall have the right, within fifteen (15) days after receipt of such offer, to elect to purchase the same at the book value thereof, as shown upon the last annual statement of the Corporation, plus or minus the stock's pro rata proportion of the net profits or losses of the Corporation for the part of the fiscal year elapsed since the date of the last annual statement to the date of acceptance by the Corporation of the offer to sell the stock.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF: I have signed these Articles of Incorporation and acknowledged the same to be my act on this 13 day of May, 1992.

WITNESS

Valencia S. Wood

Bernard Emery Clark (SEAL)
Bernard Emery Clark

3410 2093

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 387

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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: PM

Name Change
(New Name) _____

___ Change of Name
___ Change of Principal Office
___ Change of Resident Agent
___ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Nancy M. Katz, P.A.
Clock Tower Place
1410 Forest Drive Suite 36
Annapolis, Md. 21403

NOTE:

3420 3093

3

BOOK 272 PAGE 388

ARTICLES OF INCORPORATION
OF
CLARK AND ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 20, 1992 AT 8:42 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	$

D3436367

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
MARCY M. KATZ, P.A.
CLOCK TOWER PLACE
1410 FOREST DRIVE, SUITE 36
ANNAPOLIS MD 21403

230C3052304

A 392505

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3420 2090

AT5-080

BOOK 272 PAGE 389

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
Date 5/20/92 9:09 a.m.

ARTICLES OF INCORPORATION
OF
ChaSam, Inc.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, James A. Pearo, Jr., whose address is Suite 206, 49 Old Solomons Island Road, Annapolis, Maryland 21401, being of legal age and acting pursuant to and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, intends by these presents to form a corporation.

SECOND: The name of the corporation is **ChaSam, Inc.** (hereinafter the "Corporation").

THIRD: The period of its duration is perpetual.

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

4.1 To provide for the development of products for the enhancing, post processing, communicating and archiving of ultrasound images and other state-of-the-art technology through the integration and development of computer systems, software programs and related documentation.

4.2 To purchase, subscribe for, or otherwise acquire and own, hold, improve, enhance, use, sell, convey, assign, release, mortgage, encumber, lease, hire, manage, and deal in real, personal or intellectual property and proprietary interests of every name and nature, improved or otherwise, including copyrights, patents, trademarks, stocks, bonds, debentures, notes, evidences of indebtedness, and securities of other corporations and to loan money and take securities for the payment of all sums due the Corporation and to sell, assign and release such securities.

4.3 To purchase or otherwise acquire and to hold, sell, or otherwise dispose of and to retire and reissue shares of its own stock of any class in any manner now or hereafter authorized or permitted by law and to pay therefor, with cash or other property, as shall be determined by a majority of the Board of Directors.

4.4 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

Corporate Docs
5/19/92

510

21428070
3420 0070

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, personal or intellectual, including contract and proprietary 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.

4.5 To purchase or otherwise acquire interests in any and all types of business entities including, but not limited to, joint ventures, syndicates, associations, and partnerships, whether as a general or limited partner.

4.6 To engage in any business, allied or kindred or associated with any of the principal objects of the Corporation, which the Board of Directors, in its discretion, determines is in the best interest of the Corporation.

4.7 To conduct business in any of the states, territories or dependencies of the United States, in the District of Columbia, and in any and all foreign countries, to have one or more offices therein, and to hold, purchase, mortgage and convey real, personal or intellectual property therein, without limit as to the amount.

4.8 To do any or all things herein set forth to the same extent as natural persons might or could do in any part of the world, as principals, agents, contractors, or otherwise, and either alone or in concert with others.

4.9 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 hereinabove referred to or under any Act amendatory thereof or supplemental thereto or in substitution therefor.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is not intended by the mention of any particular purpose, object or business in any manner to limit or restrict the generality of any other purpose, object or business mentioned or to limit or restrict any of the powers of the Corporation, and the said Corporation shall have, enjoy, and exercise all of the powers and rights now or hereafter conferred by statute upon corporations of a similar character, it being the intention that the purposes, objects and powers specified in each of the paragraphs of this Article of the 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 or any other Article 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; provided, however, that nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power or do any act which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FIFTH: The post office address of the principal office of the Corporation in the State of Maryland is Suite 207, 49 Old Solomons Island Road, Annapolis, Maryland 21401. The name of the registered agent of the Corporation is Charles F. Yetter and the post office address of the registered agent of the Corporation in the State of Maryland is Suite 207, 49 Old Solomons Island Road, Annapolis, Maryland 21401.

Said registered agent is of legal age, is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have one class of stock. The total amount of authorized capital stock of the Corporation is Five Thousand (5,000) shares of voting common stock having no par value.

SEVENTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than the lesser of the number of shareholders or three (3), and the names and addresses of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Charles F. Yetter
Suite 207
Old Solomons Island Road
Annapolis, Maryland 21401

Ismail A. Kanna
Suite 315
8260 Greensboro Drive
McLean, Virginia 22102

Earl P. Schubert, Jr.
Suite 207
Old Solomons Island Road
Annapolis, Maryland 21401

The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the Bylaws of the Corporation.

The Board of Directors is expressly authorized to hold its meetings, to have one or more offices, and to keep the financial books of the Corporation at such places as it may from time to time designate.

The Board of Directors is expressly authorized to fix, determine from time to time, and vary the amount to be reserved as working capital and to determine the times for the declaration, payment and disposition of any surplus and net profits.

EIGHTH: Every director, officer, or employee of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorneys' fees, incurred by or imposed upon such person in connection with any proceeding in which he or she may be made a party or in which he or she may become involved by reason of being or having been a director, officer, or employee of the Corporation or any settlement thereof, whether or not such person is a director, officer or employee at the time such expenses and liabilities accrue, provided (i) such person acted in good faith; (ii) in the case of a person acting as a member of the Board of Directors, such person reasonably believed that the conduct was in the best interest of the Corporation; (iii) in the case of a person not acting as a member of the Board of Directors, such person reasonably believed that the conduct was at least not opposed to the best interest of the Corporation; (iv) in the case of any criminal proceeding, such person had no reasonable cause to believe that the conduct was unlawful; and, (v) such person is not adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such director, officer or employee may be entitled and, notwithstanding the foregoing, any such person who has been successful on the merits or otherwise, in the defense of any such proceeding, shall be indemnified against reasonable expenses incurred in connection therewith.

IN WITNESS WHEREOF, the undersigned has endorsed these Articles of Incorporation and acknowledges the same to be my act on this 20th day of May, 1992.

WITNESS:

Elizabeth A. Pearo

James A. Pearo, Jr.
Incorporator

[End]

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 391

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: James Pearo Jr.
2001 Lawrence Ave
Annapolis MD
21401

TOTAL FEES 70

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: PCM

3430 0075

BOOK 272 PAGE 395

ARTICLES OF INCORPORATION
OF
CHASAM, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 20, 1992 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	$

D3434909

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 A. PEARO, JR.
2001 LAWRENCE AVENUE
ANNAPOLIS MD 21401

228C3052084

A 390981

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. 3420 0069

AT5-080

BOOK 272 PAGE 396

ARTICLES OF INCORPORATION
OF
WATERSIDE MARINE SERVICES, INC.

RECEIVED
'92 MAY 20 AM 11 36
STATE DEPT. OF
ASSESSMENTS & TAXATION

The undersigned, Martin J. Shuham of 14440 Old Mill Road, Upper Marlboro, MD 20772, being at least eighteen (18) years of age, does, under and by virtue of the general incorporation laws of the State of Maryland authorizing the formation of corporations, voluntarily associate himself with the intention of forming a corporation and hereby forms a corporation.

FIRST: The name of the corporation (which is hereinafter called "corporation") is Waterside Marine Services, Inc.

SECOND: The post office address of the principal office of the corporation in this state is 5918 Deale-Churchton Road, Deale, Maryland 20751.

THIRD: The name of its resident agent is John Martini whose post office address is 5918 Deale-Churchton Road, Deale, Maryland 20751. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

(A) To carry on, conduct and operate a canvas manufacturing repair and related marine services business and to engage in any activity commonly associated with said business.

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

(C) To engage in the ownership, operation, construction, franchising, management, marketing and all other lawful activities respecting those items named in (A) and (B) above,

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

5-20-92 at 11:36 a .m.

3420 1641

21428079

1992 AUG 12 AM 11:20

BOOK 272 PAGE 397

and to engage in any other lawful business or businesses, whether or not related to those elsewhere described in these articles, and those authorized or approved from time to time by the Board of Directors.

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

(E) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares, and merchandise, of every class and description.

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

(G) To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection there with any liabilities of any such person, firm, association or corporation.

(H) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, right, processes, formula, and the like, which may seem capable of being used for any of the purposes of the corporation; and to

3420 1642

BOOK 272 PAGE 393

use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

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

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

(K) The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to the terms of any other clause of this or any other section of these Articles Of Incorporation or of any amendment thereto, and shall be regarded as independent and construed as powers as well as objects and purposes.

FIFTH: The total number of shares of capital stock which the corporation has authority to issue is One Thousand (1,000) shares no par value in each share, all of which shall be one class designated as common stock.

SIXTH: The Corporation shall have three directors. The directors will be John Martini, Jeffrey Martini and Michael Martini, who shall act as directors until the first annual meeting or until their successors are duly chosen and qualified.

SEVENTH: The Board of Directors shall have the power to

3420 1643

BOOK 272 PAGE 399

create by-laws for the purpose of restricting transferability of stock as long as these restrictions are not inconsistent with law.

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

(A) 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, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation or under the law of the State of Maryland.

(B) Any contract, transaction or act of the corporation or of the directors which shall be ratified by a majority or a quorum of the stockholders having voting powers at the annual meeting, or at any special meeting called for such purpose, shall, so far as permitted by law, be valid and as binding as though ratified by every stockholder of the corporation.

(C) Notwithstanding any provision of law requiring such action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares or of the shares of each class, or otherwise to be taken or authorized by vote of the stockholder, action shall be effective and valid if taken or authorized by the affirmative

vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in the charter or in the by-laws, but in cases in which the law authorizes such action to be taken or authorized by a less vote, such action shall be effective and valid if so taken or authorized except as otherwise provided in the charter or in the by-laws.

(D) The corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter by authorized by law, including any amendments changing the terms of any of its outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of Fifty-one (51) percent of the shareholders of such stock at the time outstanding by a vote at a meeting or in writing with or without a meeting.

NINTH: Each director and each officer and his heirs, executors, and administrators, shall be indemnified by the company against any costs and expenses reasonably incurred by him in connection with any action, suit, or proceeding, to which he may be made a party by reason of his being or having been a director or officer of the company or of any other corporation which he serves or has served as director or officer at the request of the company, and against any amounts paid by him in settlement of or in satisfaction of a judgment in such action, suit, or proceeding (other than amounts paid or payable to the

BOOK 2722 PAGE 401

corporation), provided that no director or officer shall be indemnified against any costs, expenses, or payments, in relation to any matter as to which he shall be finally adjudged liable for acting fraudulently as to the corporation, or derelict in the performance of his duties as such director or officer or in relation to any matter as to which there has been no adjudication with respect to the performance of his duties unless the company shall receive an opinion from independent counsel that the director or officer is not liable for the alleged fraudulent conduct and has not been derelict as stated above; and provided that the foregoing rights of indemnification shall be exclusive of other rights to which he may be entitled as a matter of law.

TENTH: Internal affairs of the corporation - The power to make, alter, amend or repeal the by-laws shall be vested in the Board of Directors.

ELEVENTH: Pre-emptive rights - The stockholders of the common stock shall have pre-emptive rights, that is, shall have the right of first purchase when the Board of Directors chooses to issue further stock than that already outstanding, at the price, terms and conditions, as shall be fixed by the Board of Directors. The pre-emptive rights of each stockholder shall be exercised equal to the ratio that the number of shares held by such stockholder at the time of issue is to the total number of shares outstanding at the time of the issue.

2420 1546

BOOK 272 PAGE 402

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and severally acknowledge same to be my act.

WITNESS: DATE: 5-14-92

Denise A. Shubert

Martin J. Shuham

0908K

3420 1647

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 403

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	24	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: Martin J. Shuham

MAIL TO ADDRESS: Law Offices Knight, Manzi, Brennan, etal, 14440 Old Mill Road Upper Marlboro, Md. 20772

TOTAL FEES 44

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: PGM

3420 1648

BOOK 272 PAGE 404

ARTICLES OF INCORPORATION
OF
WATERSIDE MARINE SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 20, 1992 AT 11:36 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 24.00	$ 20.00	$

D3436086

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
MARTIN J. SHUHAM
KNIGHT, MANZI, BRENNAN & ETAL.
14440 OLD MILL ROAD
UPPER MARELBORO MD 20772

229C3052223

A 392427

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 3420 1640

ATS-080

BOOK 272 PAGE 405

[redacted] D&LG, INC.

5-28-92 11:08a

ARTICLES OF INCORPORATION

RECEIVED
'92 MAY 28 AM 11 08
STATE DEPT. OF ASSESSMENTS & TAXATION

1992 AUG 12 AM 11:20

First: The undersigned, John B. Barry, whose address is 1551 Dellsway Road, Towson, Maryland 21204, being at least eighteen (18) years of age, does hereby act as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

D&LG, INC.

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

(a) To engage in the business of publishing and sales; and to carry on any and all business activities permitted by law; and

(b) To do anything permitted by Section 2-103 of the Maryland General Corporation Law, as amended from time to time.

Fourth: The post office address of the principal office of the corporation is 12 Phythian Road, Annapolis, MD 21402. The name and post office address of the Resident Agent of the Corporation is John B. Barry, 1551 Dellsway Road, Towson, Maryland 21204. Said Resident Agent is a citizen of this State and actually resides herein.

Fifth: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of the par value of One Dollars ($1.00) per share for an aggregate par value of Five Thousand Dollars (5,000), all of one class.

Sixth: The number of Directors of the Corporation shall be one (1), which number may increase pursuant to the Bylaws of the Corporation, shall be increased if there is more than one (1) stockholder, and shall only be less than three (3) if there are less than three (3) stockholders in which case the number of Directors shall not be less than the number of stockholders; and the name of the Director who shall act until the first annual meeting or until her successor or successors are duly chosen and qualified is Donna R. German.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now of hereafter authorize; and may classify or reclassify any unissued shares by fixing or altering in one or more respects, from time to time before issuance of such shares or securities, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of the redemption of, and the conversion rights of such shares or securities.

(b) No contract or other transaction between the 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 or officers of the Corporation are pecuniarily or otherwise in-

7421 0717
21498406

SCC

[redacted]

BOOK 2722 PAGE 408

terested in, or are directors or officers of, such other corporation; and Directors or officers of the Corporation individually, or any firm of which any Director or officer of the Corporation may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and any Director or officer of the 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 the Corporation that 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) To the fullest extent permitted by Maryland statutory or decisional law, as amended or interpreted from time to time, no Director or officer of the Corporation shall be personally liable to the Corporation or its stockholders 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 or officers under this paragraph (c) with respect to any act or omission that occurred prior to such amendment or repeal.

(d) The Corporation shall indemnify past or present Directors and officers of the Corporation as and to the fullest extent permitted by the Maryland General Corporation Law, as amended from time to time.

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

(f) Notwithstanding any provision of law now or hereafter in effect requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, such action shall be valid and effective if taken or authorized upon concurrence of a majority of the aggregate number of votes entitled to be cast thereon.

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.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this 28 day of May 1992, acknowledging the same to be his act.

John B. Barry

3421 0719

BOOK 272 PAGE 407

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 Jpm BUSINESS CODE 03 COUNTY 52

____ ____ P.A. ____ Religious ____ Close ____ Stock ____ Nonstock

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
- ____ Designation of Resident Agent and Resident Agent's Address
- ____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: John Barry
1551 Dellsway Rd
Towson Md 21204

TOTAL FEES 70

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: ____

3421 0719

BOOK 272 PAGE 408

[redacted]

ARTICLES OF INCORPORATION
OF
D&LG, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 28, 1992 AT 11:08 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	$

D3437969

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 B. BARRY
1551 DELLSWAY ROAD
TOWSON MD 21204

231C3052505

A 392675

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 3421 0716

AT5-060

Owe late penalties
1986 - $29
1987 - 28
TOTAL $57

ARTICLES OF REVIVAL

FOR

Fee $50

5/20/92 2:11

BLACKWATER, Inc.

BOOK 272 PAGE 109

(A Close Corp.)

(Insert exact name of corporation as it appears on records of the St
Department of Assessments and Taxation)

FIRST: The name of the corporation at the time the charter was forfeited w

BLACKWATER, Inc.

SECOND: The name which the corporation will use after revival is

BLACKWATER, Inc

THIRD: The address of the principal office in this state is

3475 OLYMPIA RD. DAVIDSONVILLE, MD. 21035

FOURTH: The name and address of the resident agent is RAY ROSE

3475 OLYMPIA RD. DAVIDSONVILLE MD. 21035

50

FIFTH: These Articles of Revival are for the purpose of reviving the charter
the corporation.

SIXTH: At or prior to the filing of these Articles of Revival, the corporati
has (a) Paid all fees required by law; (b) Filed all annual reports which shou
have been filed by the corporation if its charter had not been forfeited; (
Paid all state and local taxes, except taxes on real estate, and all interest a
penalties due by the corporation or which would have become due if the charte
has not been forfeited whether or not barred by limitations.

21428117

(Use A for signatures. If that procedure is unavailable, use B. If A & B a
not available, use C. ONLY SIGN UNDER ONE SECTION.)

BOOK 272 PAGE 109-A

A. The undersigned who were respectively the last acting president (or vi
president) and secretary (or treasurer) of the corporation severally acknowled
the Articles to be their act.

Last Acting President/Vice Presiden

N/A

Last Acting Secretary/Treasurer

(Use if A cannot be signed/acknowledged)

B. The last acting president, vice president, secretary, and treasurer are unwilling or unable to sign and acknowledge these Articles; therefore, the undersigned who represent the lesser of a majority or 3 of the last acting directors of the corporation severally acknowledge the Articles to be their act.

Last Acting Director

Last Acting Director

Last Acting Director

(Use if A and B cannot be signed/acknowledged)

C. The last acting president, vice president, secretary, and treasurer of the corporation are unable or unwilling to sign the Articles. There are less than the required number of directors able and willing to sign the Articles. Therefore, the undersigned who were elected as directors for the purpose of reviving the charter of the corporation severally acknowledge the Articles to be their act.

Director

Director

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Ray Rose, Pres. of Blackwater, Inc.
(insert name and title) (insert name of corporation)

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

(print name beneath signature)
R. T. Rose

I hereby certify that on May 20 1992 (insert date) before me the subscriber, a notary public of the State of Maryland, in and for (insert name of county for which notary is appointed) Baltimore Co personally appeared (insert name of person swearing) Ray Rose 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

(signature of notary public)

My Commission expires 3/1/96.

3419 2373

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 411

DOCUMENT CODE 18 BUSINESS CODE _____ COUNTY 52

D1573450 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	39	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31	6	1 Corp. Good Standing 160767
NA		Foreign Corp. Registration
87		____ Limited Part. Good Standing
71		Financial
600	217	1988, 89 91, 92 Personal Property Reports and late filing penalties 1986 + 1987 ($29) ($28)
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, For. Limited Part.
		Other _____
		Other _____

TOTAL FEES 312

Name Change
(New Name) _____

___ Change of Name
___ Change of Principal Office
X Change of Resident Agent
X Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Ray Rose
3475 Olympia Rd
Davidsonville Md
21035

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

1992 AUG 12 AM 11:20

3419 3260

APPROVED BY: RM

BOOK 272 PAGE 412

THE ARTICLES OF REVIVAL
OF
BLACKWATER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 20, 1992 AT 2:11 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	$ 30.00

D1573450

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
RAY ROSE
3475 OLYMPIA RD.
DAVIDSONVILLE MD 21035

227C3052026

A 390930

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 3419 2356

AT5-080

BOOK 272 PAGE 413

5/20/92 at 3:30 p

ARTICLES OF INCORPORATION

FOR

A CLOSE CORPORATION

RECEIVED
'92 MAY 20 PM 2 31
STATE DEPT. OF
ASSESSMENTS & TAXATION

RECEIVED
'92 MAR 21 PM 2 22
STATE DEPT. OF
ASSESSMENTS & TAXATION

THIS IS TO CERTIFY:

FIRST: That I, the incorporator, Joyce G. Cox. whose post office address is 8334 B and A Boulevard, Pasadena, Maryland, 21122, being of full and legal age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of Corporations, hereby declare my intention to form a close corporation.

SECOND: That the name of the Corporation (hereinafter referred to as "Corporation") is Redline Construction , Inc.

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

(1) To provide labor and construction services including but not limited to landscaping and excavation.

(2) To exercise and enjoy all 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 enforced, and the enumeration of the affecting powers shall not be deemed to exclude any powers, rights or privileges so granted.

FOURTH: The post office address of the principal office of the Corporation shall be 8334 B & A Boulevard, Pasadena, Maryland 21122; and the name and post office address of the resident agent shall be Joyce G. Cox, 8334 B and A Boulevard, Pasadena, Maryland 21122, which resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: That the total number of shares of stock the Corporation has authority to issue is One Hundred (100) shares of no par value stock.

SIXTH: That the Corporation shall have two directors, and Joyce G. Cox (President) and Tina Micciche (Secretary/Treasurer) shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

21428121

21428120 [redacted]

3420 0245

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21st day of April, 1992

WITNESS:

Kimberly A. Baxter

Joyce H. Cox

STATE OF MARYLAND, BALTIMORE CITY, to wit:

I HEREBY CERTIFY that on this 21st day of April, 1992 before me the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore aforesaid, personally appeared , and acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Kimberly A. Baxter
NOTARY PUBLIC

My Commission expires:

7-18-94

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 415

DOCUMENT CODE 02 0 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Redline Construction, Inc
8334 Ba A Blvd
Pasadena, MD 21122

TOTAL FEES 70

✓ $30.00 Check ✓ $40.00 Cash

NOTE:

1 Documents on 2 checks

3420 0247

APPROVED BY: HV

BOOK 272 PAGE 416

ARTICLES OF INCORPORATION
OF
REDLINE CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND DAY 20, 1992 AT 3:30 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	$

D3435195

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
REDLINE CONSTRUCTION, INC.
8334 B & A BOULEVARD
PASADENA MD 21122

228C3052113

A 391009

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3420 0244

ATS-060

BOOK 272 PAGE 417

RECEIVED
'92 MAY 21 AM 8:11
STATE DEPT. OF
ASSESSMENTS & TAXATION

5/21/92 9:11

ANNAPOLITAN CARE CENTER, INC.

ARTICLES OF INCORPORATION

RECEIVED
'92 MAY 11 AM 9 06
STATE DEPT. OF
ASSESSMENTS & TAXATION

ARTICLE ONE: The undersigned, John E. Kinnamon and Donald Berkheimer, being at least 18 years of age, do hereby form a corporation under the general laws of the State of Maryland.

ARTICLE TWO: The name of the Corporation is Annapolitan Care Center, Inc., formed under the provisions of the Annotated Code of Maryland.

ARTICLE THREE: The purposes for which the Corporation is formed are to conduct the business of residential and assisted living for elderly persons, to provide housing, food, laundry service and the like on a limited assistance basis, to own realty, to do public relations work, and to perform and do all other acts incidental or usual to the said business, and to rent, mortgage or purchase office and work space, to hire employees and independent contractors, to keep books and records and to do all acts necessary to the usual operation of business, including entering into contracts, leases and all other lawful agreements.

ARTICLE FOUR: The address of the principal office of the Corporation is 210 Revell Highway, Annapolis, Maryland 21401.

ARTICLE FIVE: The name of the resident agent of the Corporation is John E. Kinnamon, whose address is 702 White Swan Drive, Arnold, Maryland 21012.

ARTICLE SIX: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand, all of one class of no par value.

ARTICLE SEVEN: The number of directors of the Corporation shall be two. The names of the directors who shall serve as directors until the first annual meeting and until their successors are elected and qualify are John E. Kinnamon and Donald Berkheimer.

50

21428306

[redacted]

JOEL L. KATZ • *ATTORNEYS AT LAW*
2060 WEST STREET • ANNAPOLIS, MARYLAND 21401
(410) 841-5333 • (301) 261-8858

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on May 8th, 1992.

JOHN E. KINNAMON

DONALD BERKHEIMER

Subscribed and sworn before me a Notary Public in and for Anne Arundel County, Maryland, this 8th day of May, 1992.

NOTARY PUBLIC

My Commission Expires: 2/1/94

3430 2197

JOEL L. KATZ • *ATTORNEYS AT LAW*
2060 WEST STREET • ANNAPOLIS, MARYLAND 21401
(410) 841-5333 • (301) 261-8858

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Ps.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 419

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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	8	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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		___ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change ___

Code ___

ATTENTION: ___

MAIL TO ADDRESS: Joel L. Katz, P.A.
The Katz Building
2060 West Street
Annapolis, Md. 21401-3000

TOTAL FEES 69

1 Check ___ Cash

NOTE: Copy made

___ Documents on ___ checks

APPROVED BY: PCM

3420 2158
3

BOOK 272 PAGE 420

ARTICLES OF INCORPORATION
OF
ANNAPOLITAN CARE CENTER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 21, 1992 AT 8:11 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 41.00	$ 20.00	$

D3436508

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 L. KATZ, P.A.
THE KATZ BUILDING
2060 WEST STREET
ANNAPOLIS MD 21401 3000

230C3052318

A 392517

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3420 2155

ATS-080

IMPERIAL INSULATION, INCORPORATED

(A Close Corporation Under Title 4)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Bruce R. Chapper, whose post office address is 1317 Fidelity Building, 210 N. Charles Street, Baltimore, Maryland 21201-4002, being at least twenty-one (21) years of age, does hereby form a Corporation under the General Laws of the State of Maryland.

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

IMPERIAL INSULATION, 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.

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

(a) To sell and install thermal insulation for use in commercial and industrial structures.

(b) To repair and maintain thermal insulation in commercial and industrial structures.

(c) In general, to have any and all of the powers and to exercise all the rights and privileges which are now or may hereafter be granted by the Laws of Maryland to a Corporation formed under said Laws.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 8347 Elvaton Road, Millersville, Maryland 21108. The name and post office address of the resident agent of the Corporation in Maryland is Bruce R. Chapper, 1317 Fidelity Building, 210 N. Charles Street, Baltimore, Maryland 21201-4002. Said resident agent is a citizen of Maryland and actually resides therein.

'92 MAY 21 AM 8 40
STATE DEPT OF ASSESSMENTS & TAXATION
RECEIVED
92 MAY 21 AM 11:20
FOR RECORD
5-21-92 at 8:40A M.
7420 2134
21428278

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares, Ten Dollar ($10.00) Par, all of which are of one class and designated as Common Stock, having a total Par Value of One Hundred Thousand Dollars ($100,000.00).

SEVENTH: After the completion of the organizational meeting of the Directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have three Directors, whose names are Edward W. Murphy, Alice V. Murphy and Bruce R. Chapper.

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

(a) The Corporation reserves the right from time to time to make any amendments to its Articles of Incorporation which may now or hereafter be authorized by law, including any amendments changing the terms or contract rights of any of its outstanding stock by classification, reclassification, or otherwise.

(b) Except as otherwise provided in the Articles of Incorporation or by the By-Laws of the Corporation, as from time to time amended, the business of the Corporation shall be managed by its Stockholders which shall have and may exercise all of the powers of the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

I HEREBY CERTIFY, that in signing these Articles of Incorporation, the same, according to the best of my knowledge, information and belief, are true in all material respects and I sign these Articles of Incorporation under the penalties of perjury.

3420 2175

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on the 30th day of April, 1992.

WITNESS:

Dezara P. Bierner

Bruce R. Chapper (SEAL)

3420 217

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 421

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
_____ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Hecht and Clupper
1317 Fidelity Bldg.
210 North Charles St.
Balto., MD 21201-4002

TOTAL FEES 40

✓ Check _____ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: Pam

3420 2137

4

BOOK 272 PAGE 425

ARTICLES OF INCORPORATION
OF
IMPERIAL INSULATION, INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 21, 1992 AT 8:40 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3436458

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
HECHT & CHAPPER, ATTORNEYS
1317 FIDELITY BUILDING
210 NORTH CHARLES STREET
BALTIMORE MD 21201 4002

230C3052313

A 392513

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3420 2133

ATS-080

BOOK 272 PAGE 426

'92 MAY 21 AM 8 45

RECEIVED

STATE DEPT. OF ASSESSMENTS & TAXATION

1992 AUG 12 AM 11:20

ARTICLES OF INCORPORATION

OF

BLUE HERON ENTERPRISES, INC.

A Maryland Close Corporation

FIRST: I, Stephen P. Kling, whose post office address is 561 Thimbleshoals Ct., 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:

BLUE HERON ENTERPRISES, INC.

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

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

A. To engage in the business of kitchen counter design manufacture and installation, custom woodworking and wood product production; and

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

FIFTH: The post office address of the principal office of the Corporation in this State is 412 Rear Headquarters Dr., Millersville, Maryland 21108. The name of the Resident Agent of the Corporation is Robert Hannigan, whose address is 540 Epping Forests Rd., Annapolis, Maryland 21401.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is FIVE THOUSAND Shares of Common Stock, without par value.

SEVENTH: The Corporation elects to have no board of directors. Until the time that such election shall become effective, the Corporation shall have one acting director, whose name is Robert Hannigan.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5-21-92 at 8:45 A.m.

2142830 $120 EE51

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

NINTH: To the fullest extent permitted by Maryland statutory or decisional law, as amended or interpreted, no officer of this Corporation shall be personally liable to the Corporation or its stockholders 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 officers under this provision with respect to any act or omission which occurred prior to such amendment or repeal.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 19TH day of May, 1992, and I acknowledge the same to be my act.

Witness

Stephen P. Kling, Incorporator

7420 2352

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 428

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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 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 Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Crummey + Kling
P. O. Box 89
Annapolis, MD
21404-0089

TOTAL FEES 40

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: JMT

3420 2253

BOOK 272 PAGE 429

ARTICLES OF INCORPORATION
OF
BLUE HERON ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 21, 1992 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	$

D3436656

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
CRUMMEY & KLING
P.O. BOX 89
ANNAPOLIS MD 21404 0089

230C3052333

A 392529

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. 3430 2250

AT5-080

BOOK 272 PAGE 430

MUELLER HOMES, INC.

A Maryland Corporation

ARTICLES OF INCORPORATION

1992 AUG 12 AM 11:20

FIRST: I, the undersigned, D. Joseph May, whose post office address is 8339 Court Avenue, Ellicott City, Maryland, 21043; MAILING ADDRESS: P.O. Box 218, Ellicott City, Maryland, 21043, being at least eighteen (18) years of age, do hereby execute and file these Articles 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:

MUELLER HOMES INC.

THIRD: The Corporation is formed under the General Laws of the State of Maryland as authorized by Title Two of the Corporations and Associations Articles of the Annotate Code of Maryland, as amended.

RECEIVED '92 MAY 22 AM 8:48 DEPT. OF ASSESSMENTS & TAXATION

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

(a) To engage in the business of all types of construction, including but not limited to: homebuilding, residential home construction, commercial construction, remodeling, new construction, repairs, consulting to the construction industry, construction management, establishing general and limited partnerships, and to engage in any business incident to the enumerated business areas.

(b) To do anything permitted by Section 2-103 of the Corporations and Associations Articles of the Annotated Code of Maryland, as the same may be amended from time to time, or any successor provision of the Public General Laws of the State of Maryland.

(c) To acquire, by purchase or lease or otherwise, lands and interests in lands, and to own, hold, improve and manage any real estate so acquired, and to erect or cause to be erected on any lands, owned, held or occupied by the Corporation, buildings, or other structures with their appurtenances, and to rebuild, enlarge, alter or improve any buildings or other structures now or hereafter erected on any lands so owned, held or occupied, and to mortgage, sell, lease or otherwise dispose of any lands or interests in lands and in buildings or other structures, and any stores, shops, suites, rooms or parts of buildings or other structures at any time owned or held by the Corporation.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
5-21-92 at 8:48 a.m.

21428285 PAGE 2197

(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 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 descendent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds or other securities of the Corporation or otherwise.

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

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or 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 rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders for this Corporation.

(h) To endorse, guarantee, indemnify and make secure the punctual performance of any obligations, covenants or choses in action of any other person, firm, company, corporation, state, city, county or municipality, or any other legal entity. In no way shall this Corporation act as a surety company.

(i) To loan or advance money with or without security,

3420 2198

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

(j) To enter into any form of management contract.

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

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 any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FIFTH: The post office address of the principal office of the Corporation is: 150 -C - Penrod Court, Glen Burnie, MD 21061. The name and post office address of the resident agent of the Corporation in this State is: Paul F. Mueller, 150 -C- Penrod Court, Glen Burnie, Md 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 having the par value of One Dollar ($1.00) per share, all of one class, and having an aggregate par value of Five Thousand Dollars $5,000.00).

SEVENTH: The number of directors of the Corporation shall be three, (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation; and the name of the Directors who shall act until the first meeting or until their successors are duly chosen and qualified are: Paul F. Mueller, Edward F. Duffy and Gary Skovron.

3420 2189

EIGHTH: The following provisions are hereby adopted for the purposes of defining, limiting and regulating their powers of the Corporation and of the Director and Stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock of any class.

(b) Any officer or employee of the Corporation may be removed at any time, with or without cause by the Board of Directors or by the President, and such action shall be conclusive on the officer or employee so removed.

(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, and to direct and determine the use and disposition of any surplus or net profits; and the amount of the surplus and the net profits of the Corporation to be reserved before the payment of any dividend shall rest wholly in the discretion of the Board of Directors.

(d) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise. Any such amendment which changes the terms of any of the outstanding stock of rights or stockholders shall be valid if authorized by the same vote and procedures as are required in the case of charter amendments not changing the terms of outstanding stock.

(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 fix; and any shares of convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have hereunto signed these Articles of Incorporation on this 20th day of May, 1992.

3420 3190

WITNESS:

D. Joseph May

D. Joseph May

STATE OF MARYLAND,

COUNTY OF HOWARD, to wit:

Under penalty of perjury, I state that the above matters contained in these Articles of Incorporation are true to the best of my knowledge, information and belief.

5/20/92
Date

D. Joseph May

D. Joseph May

3420 2191

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 435

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: D. Joseph May
8339 Court Ave.
P.O. Box 218
Ellicott City, MD
21043

✓ Check ___ Cash NOTE:

_____ Documents on _____ checks

APPROVED BY: J.M.T.

3420 2193

BOOK 272 PAGE 436

ARTICLES OF INCORPORATION
OF
MUELLER HOMES INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 21, 1992 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	$

D3436565

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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. JOSEPH MAY
8339 COURT AVENUE, P.O. BOX 218
ELLICOTT CITY MD 21043

230C3052324

A 392520

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. 3430 2196

AT5-080

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
05-21-92 at 9:25 A.M.

IMEX TRADING CO., INC.

ARTICLES OF AMENDMENT

IMEX TRADING CO., INC., a Maryland Corporation having its principal office at 195 Scotts Manor Drive, Glen Burnie, Maryland 21061 (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessment and Taxation (hereinafter referred to as "Department") that:

FIRST: The Charter of the Corporation is hereby amended by striking out the name of the Corporation, Imex Trading Co., Inc., of the Articles of Incorporation and inserting in lieu thereof the following:

T.R.G. ENTERPRISES, INC.

SECOND: The Amendment to the Charter of the Corporation herein made, consists only in the change of the name of the Corporation to delete therefrom the name Imex Trading Co., Inc., and to substitute in its place the name T.R.G. Enterprises, Inc.

THIRD: By written informal action, unanimously taken by the Board of Directors of the Corporation on May 15, 1992, pursuant to and in accordance with Section 2-408(c) and Section 4-201(b)(2)(ii) 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 Maryalnd, the stockholders of the Corporation duly approved said amendment.

IN WITNESS WHEREOF, Imex Trading Co., 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 18th day of May, 1992 and its President acknowledges that these Articles of Amendment are the act and deed of Imex Trading Co., Inc., and under the penalties of perjury, that the

1992 AUG 12 AM 11:20

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'92 MAY 21 PM 9 25
SDAT

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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:

IMEX TRADING CO., INC.

T. Greber
Thomas Greber, Secretary

BY T. Greber (SEAL)
Thomas Greber, President

Renay Phillips
Renay Phillips, Secretary

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 439

DOCUMENT CODE 09A Jmo BUSINESS CODE 03 COUNTY 52

#D3428703 ___ P.A. ___ Religious ___ Close ✓ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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) T.R.G. Enterprises, Inc.

✓ Change of Name
___ Change of Principal Office
___ Change of Resident Agent
___ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: David N. Kuryk
Ste. 950
5 Light St.
Balto, Md. 21202

TOTAL FEES 50

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JmT

3420 0397

BOOK 272 PAGE 440

ARTICLES OF AMENDMENT
OF
IMEX TRADING CO., INC.
CHANGING ITS NAME TO:
T.R.G. ENTERPRISES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND DAY 21, 1992 AT 9:25 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3428703

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DAVID N. KURYK
5 LIGHT ST., STE. 950
BALTIMORE MD 21202

228C3052144

A 391036

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3420 0394

AT5-080

BOOK 272 PAGE 441

'92 MAY 21 PM 12 39
RECEIVED

1992 AUG 12 AM 11:20

EXHIBIT A

COX CREEK REFINING COMPANY

ARTICLES OF AMENDMENT AND RESTATEMENT

Cox Creek Refining Company, a Maryland corporation, having its principal place of business at Kembo Road, Baltimore, Maryland 21226 (the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

1. The Corporation desires to amend and restate its Charter as currently in effect as hereinafter provided.

2. The Charter of the Corporation is hereby amended by striking in their entirety Articles FIRST through NINTH, inclusive, and by substituting in lieu thereof the following:

"FIRST: The name of the corporation (the "Corporation") is COX CREEK REFINING COMPANY.

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

(a) To own and operate a copper refinery and rod mill;

(b) To purchase, sell, use, hold, own, convey, exchange, transfer, lease, rent, mortgage, encumber, 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, nature and description whatsoever and to do

5/21/92 12:39

21478508

anything necessary, expedient and/or convenient in connection therewith; and

(c) To engage in and perform any activities or functions which may lawfully be performed by a business corporation organized under the laws of the State of Maryland.

The forgoing enumerated purpose and objects shall be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article of the Charter of the Corporation, and each shall be regarded as independent; and they are intended to be and shall be construed as powers as well as purposes and objects of the Corporation and shall be in addition to and not in limitation of the general powers of corporations under the General Laws of the State of Maryland.

THIRD: The present address of the principle office of the Corporation in this State is 1000 Kembo Road, Baltimore, Maryland 21226. Anne Arundel County

FOURTH: The name and address of the resident agent of the Corporation in this State are The Corporation Trust Incorporated, 32 South Street, Baltimore, Maryland 21202.

FIFTH: The authorized capital stock of the Corporation is Ten Million (10,000,000) shares of Common Stock, par value of One Cent ($.01) per share. The aggregate par value of the authorized shares is One Hundred Thousand Dollars ($100,000).

3420 1353

SIXTH: No holders of shares of Common Stock of the Corporation shall have any rights to subscribe for or acquire additional shares of the Corporation of the same or any other class, whether such shares shall be hereby or hereafter authorized; and no holder of shares of Common Stock of the Corporation shall have any right to acquire any shares which may be held in the Treasury of the Corporation; all such additional or treasury shares may be sold for such consideration, at such time, and to such person or persons as the board of directors may from time to time determine.

SEVENTH: The business and affairs of the Corporation shall be managed by, or under the direction of, a Board of Directors, except as may be otherwise provided by law. The Board of Directors of the Corporation shall consist of not less than five directors. A director need not be a stockholder of the Corporation.

EIGHTH: The duration of the Corporation's existence shall be perpetual."

3. The total number of shares of stock of all classes which the Corporation had authority to issue immediately prior to the foregoing amendments was Ten Million (10,000,000) shares, consisting of Eight Million (8,000,000) shares of Class A Common Stock, par value of One Cent ($.01) per share, One Million (1,000,000) shares of Class B Common Stock, par value of One Cent

($.01) per share and One Million (1,000,000) shares of Class C Common Stock par value of One Cent ($.01) per share.

4. The total number of shares of stock of all classes which the Corporation has authority to issue, as amended, is Ten Million (10,000,000), all of which are shares of common stock of a par value of One Cent ($.01) per share and of the aggregate par value of One Hundred Thousand Dollars ($100,000).

5. The Directors of the Corporation are Yuzo Yamamoto, Thomas S. Mackey, Moto Goto, Chihiro Nakagome, and Gary D. Conway.

6. The foregoing Articles of Amendment and Restatement was advised by the Board of Directors and approved by the stockholders.

3420 1951

IN WITNESS WHEREOF, the Corporation has caused these Articles to be signed in its name and on its behalf on this _____ day of May, 1992 by its Chairman, who acknowledges that these Articles are the act of the Corporation and that to the best of his knowledge, information and belief and under the penalties for perjury, all matters and facts contained in these Articles are true in all material respects.

ATTEST:

Asst. Secretary

COX CREEK REFINING COMPANY

By: _____

Chairman of the Board of Directors

3420 1969

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 416

DOCUMENT CODE 13 BUSINESS CODE _____ COUNTY 52

#D2206936 ___ P.A. ___ Religious ___ Close ___ Stock ___ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62	20	Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	11	1 Certified Copy 5
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 Corp. 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 31

✓ Check ___ Cash

_____ Documents on _____ checks

APPROVED BY: RM

Name Change
(New Name) _____

___ Change of Name
✗ Change of Principal Office
✗ Change of Resident Agent
✗ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Wescott Armentrout
1000 Kembo Road
Baltimore, Md. 21226

NOTE: Copy made

3420 1966

BOOK 272 PAGE 447

THE ARTICLES OF AMENDMENT AND RESTATEMENT
OF
COX CREEK REFINING COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 21, 1992 AT 12:39 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	$

D2206936

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
WISCOTT ARMENTROUT
1000 KEMBO RD.
BALTIMORE MD 21226

229C3052285

A 392482

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 3420 1960

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

ATS-080

MDK 272 PAGE 448

RECEIVED
'92 MAY 21 PM 2 22
STATE DEPT. OF ASSESSMENTS & TAXATION

HFAM BROKERAGE SERVICES, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Mary E. Schwartz, being at least eighteen (18) years of age, does hereby act as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

HFAM BROKERAGE SERVICES, INC.

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

(a) To engage in the business of acting as an insurance broker and to conduct any business related thereto;

(b) To carry on any and all business activities permitted by law; and

(c) To do anything permitted by Section 2-103 of the Maryland General Corporation Law, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation is 229 Hanover Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Laura Marie Green, 229 Hanover Street, Annapolis, Maryland 21401. 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 One Dollar ($1.00) per share or an aggregate par value of Ten Thousand Dollars ($10,000.00), all of one class.

SIXTH: At such time as there is stock outstanding, the Corporation shall have one (1) Director at all times, which number may be increased pursuant to the Bylaws of the Corporation, provided, that as long as there are less than three (3) stockholders, the number of Directors may be less than three (3) but not less than the number of stockholders. The name of the Director who shall act until the first annual meeting and until her successor is duly chosen and qualified is Mary E. Schwartz.

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:

1992 MAY 21 AM 10:20

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR PAYMENT
5-21-92 at 2:27 p.m.

MDK:69976:05/21/92

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3420 2447

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized; and may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares or securities, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of the redemption of, and the conversion rights of such shares or securities.

(b) No contract or other transaction between the 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 or officers of the Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; and Directors or officers of the Corporation individually, or any firm of which any Director or officer of the Corporation may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and any Director or officer of the 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 the Corporation that 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) To the fullest extent permitted by Maryland statutory or decisional law, as amended or interpreted from time to time, no Director or officer of the Corporation shall be personally liable to the Corporation or its stockholders 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 paragraph (c) with respect to any act or omission that occurred prior to such amendment or repeal.

(d) The Corporation shall indemnify past or present Directors and officers of the Corporation as and to the fullest extent permitted by the Maryland General Corporation Law, as amended from time to time.

(e) Except as may otherwise be provided by the Board of Directors from time to time, no holder of any shares of the stock of the Corporation shall have any preemptive right to subscribe for, purchase or otherwise acquire any shares of stock of the Corporation of any class, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments

evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, whether now or hereafter authorized.

(f) Notwithstanding any provision of law now or hereafter in effect requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, such action shall be valid and effective if taken or authorized upon the concurrence of a majority of the aggregate number of votes entitled to be cast thereon.

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.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this 28th day of May, 1992, acknowledging the same to be her act.

WITNESS:

Barbara Tilghman

Mary E. Schwartz

Mary E. Schwartz, Incorporator

MDK:69976:05/18/92

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.3.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 451

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code 078

ATTENTION: Fran Landers

MAIL TO ADDRESS: _____

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JMT

3420 2450

BOOK 272 PAGE 452

ARTICLES OF INCORPORATION
OF
HFAM BROKERAGE SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 21, 1992 AT 2:27 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:
$ 20.00

RECORDING FEE PAID:
$ 20.00

SPECIAL FEE PAID:
$

D3437035

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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
120 EAST BALTIMORE ST.
BALTIMORE MD 21202 1643

230C3052371

A 392560

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3420 2446

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND

ATS-080

5/22/92 8:46a

ARTICLES OF INCORPORATION
OF
STREGGA RESTAURANT CORPORATION,
A Maryland Close Corporation

FIRST: The subscriber, Darci M. Troese, whose address is 5827 Allentown Way, Camp Springs, Maryland 20748, being of full legal age, does, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, hereby intend to form a close corporation.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is STREGGA RESTAURANT CORPORATION.

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, managing and operating restaurant and food and alcoholic beverage carry-out businesses. To acquire all such merchandise, supplies, material, licenses, and the like, necessary or incidental to such business. To engage in the business of buying, selling, distributing and otherwise acquiring goods and services of every kind and nature and all other necessary items as it deems necessary. To buy, lease, and otherwise acquire real property and interests in real property, improved or unimproved, and restaurant and carry-out businesses and other businesses of every kind and description, and wheresoever situated or located, and any and all products connected therewith. To perform general functions associated with the restaurant and carry-out business, alcoholic beverage sales, including but not limited to, buying and selling food and drink products, alcoholic beverages, purchasing, leasing and otherwise acquiring equipment, fixtures, utensils and the like associated with the restaurant and food and alcoholic beverage carry-out service.

2. To buy, lease and otherwise acquire real property and interests in real property of every kind and description, improved or unimproved, and wheresoever situated or located; buying, leasing, and otherwise acquiring and constructing and erecting, or contracting for the construction and erection of buildings and structures in and on such property for any uses or purposes; holding, owning, improving, developing, subdividing, maintaining, operating, managing, leasing, mortgaging, selling, or otherwise disposing of such property or any part thereof, equipping and operating buildings, warehouses, or any other buildings or structures of whatsoever kind.

92 MAY 22 AM 8 46
RECEIVED
1992 MAY 21 AM 11:20
21438209

3. To purchase, lease, or otherwise acquire, all or any of the property, rights, businesses, contracts, goodwill, franchise, and assets of every kind, of any corporation, partnership, individual (including the estate of a decedent), carrying 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 any such property rights, businesses, contracts, goodwill, franchise, or assets by the issue in accordance with the laws of the State of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

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

5. To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidence of indebtedness issued or created by any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony, or dependency of the United States of America, or of any foreign country, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

6. To guarantee the payment of dividends upon any shares of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, or either, of any bonds, debentures, notes, securities, or other evidences of indebtedness created or issued by any such other corporation or association.

7. 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

3420 152

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

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

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

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

FOURTH: The address of the place at which the principal office of the Corporation in the State of Maryland will be located is 5801 Sonny Drive, Lothian, Maryland 20711. The resident agent of the Corporation is Joseph A. DeCesaris, whose address is 5801 Sonny Drive, Lothian, Maryland 20711. Said resident agent is a citizen of the State of Maryland, actually residing therein.

FIFTH: The Corporation shall be a Close Corporation. The Corporation elects to have no Board of Directors. Until the election becomes "effective" in accordance with Section 4-302, Corporations and Associations Article, Annotated Code of Maryland, the Corporation shall have one Director. Joseph A. DeCesaris shall act as Director unitl the above stated election becomes effective.

7420 1521

SIXTH: The total number of shares of the authorized capital stock of the Corporation shall be Ten Thousand (5,000) shares of common stock with $0.01 par value.

SEVENTH: Shareholders shall have preemptive rights with regard to the issuance or sale of stock by the Corporation.

EIGHTH: The duration of this Corporation shall be perpetual.

NINTH: The Corporation may indemnify a present or former director or officer for the Corporation or other corporate representative to the maximum extent permitted by and in accordance wih Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on this 18th day of May, 1992.

Witness

Darci M. Troese

corp/artStregga

3420 1523

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 457

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4p
56		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 Corp. 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	80	

Name Change
(New Name) _____

___ Change of Name
___ Change of Principal Office
___ Change of Resident Agent
___ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Darci Frolse
5827 Allentown Way
Camp Springs Md
20748

✓ Check ___ Cash

NOTE: Copy made

_____ Documents on _____ checks

APPROVED BY: JB

3420 1523

BOOK 272 PAGE 457

ARTICLES OF INCORPORATION
OF
STREGGA RESTAURANT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 22, 1992 AT 8:46 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3435849

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DARCI TROESE
5827 ALLENTOWN WAY
CAMP SPRINGS MD 20748

229C3052199

A 392410

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3420 1518

ATS-080

272 448

HFAM BROKERAGE SERVICES, INC.

ARTICLES OF INCORPORATION

RECEIVED
92 MAY 21 PM 2:22

FIRST: The undersigned, Mary E. Schwartz, being at least eighteen (18) years of age, does hereby act as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

1992 MAY 21 PM 2:20

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

HFAM BROKERAGE SERVICES, INC.

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

(a) To engage in the business of acting as an insurance broker and to conduct any business related thereto;

(b) To carry on any and all business activities permitted by law; and

(c) To do anything permitted by Section 2-103 of the Maryland General Corporation Law, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation is 229 Hanover Street, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Laura Marie Green, 229 Hanover Street, Annapolis, Maryland 21401. 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 One Dollar ($1.00) per share or an aggregate par value of Ten Thousand Dollars ($10,000.00), all of one class.

SIXTH: At such time as there is stock outstanding, the Corporation shall have one (1) Director at all times, which number may be increased pursuant to the Bylaws of the Corporation, provided, that as long as there are less than three (3) stockholders, the number of Directors may be less than three (3) but not less than the number of stockholders. The name of the Director who shall act until the first annual meeting and until her successor is duly chosen and qualified is Mary E. Schwartz.

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:

MDK:69976:05/21/92

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR PAYMENT
5-21-92 at 2:27 p.m.
60
21428480
3430 3447

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized; and may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares or securities, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of the redemption of, and the conversion rights of such shares or securities.

(b) No contract or other transaction between the 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 or officers of the Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; and Directors or officers of the Corporation individually, or any firm of which any Director or officer of the Corporation may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and any Director or officer of the 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 the Corporation that 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) To the fullest extent permitted by Maryland statutory or decisional law, as amended or interpreted from time to time, no Director or officer of the Corporation shall be personally liable to the Corporation or its stockholders 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 paragraph (c) with respect to any act or omission that occurred prior to such amendment or repeal.

(d) The Corporation shall indemnify past or present Directors and officers of the Corporation as and to the fullest extent permitted by the Maryland General Corporation Law, as amended from time to time.

(e) Except as may otherwise be provided by the Board of Directors from time to time, no holder of any shares of the stock of the Corporation shall have any preemptive right to subscribe for, purchase or otherwise acquire any shares of stock of the Corporation of any class, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments

evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, whether now or hereafter authorized.

(f) Notwithstanding any provision of law now or hereafter in effect requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, such action shall be valid and effective if taken or authorized upon the concurrence of a majority of the aggregate number of votes entitled to be cast thereon.

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.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this 28th day of May, 1992, acknowledging the same to be her act.

WITNESS:

Barbara Tilghman

Mary E. Schwartz

Mary E. Schwartz, Incorporator

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 451

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code 078

ATTENTION: Fran Landers

MAIL TO ADDRESS: _____

TOTAL FEES 40

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

3420 2450

APPROVED BY: JMT

BOOK 272 PAGE 452

ARTICLES OF INCORPORATION
OF
HFAM BROKERAGE SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 21, 1992 AT 2:27 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	$

D3437035

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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
120 EAST BALTIMORE ST.
BALTIMORE MD 21202 1643

230C3052371

A 392560

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. 3420 2446

AT6-080

ARTICLES OF INCORPORATION
OF
STREGGA RESTAURANT CORPORATION,
A Maryland Close Corporation

FIRST: The subscriber, Darci M. Troese, whose address is 5827 Allentown Way, Camp Springs, Maryland 20748, being of full legal age, does, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, hereby intend to form a close corporation.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is STREGGA RESTAURANT CORPORATION.

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, managing and operating restaurant and food and alcoholic beverage carry-out businesses. To acquire all such merchandise, supplies, material, licenses, and the like, necessary or incidental to such business. To engage in the business of buying, selling, distributing and otherwise acquiring goods and services of every kind and nature and all other necessary items as it deems necessary. To buy, lease, and otherwise acquire real property and interests in real property, improved or unimproved, and restaurant and carry-out businesses and other businesses of every kind and description, and wheresoever situated or located, and any and all products connected therewith. To perform general functions associated with the restaurant and carry-out business, alcoholic beverage sales, including but not limited to, buying and selling food and drink products, alcoholic beverages, purchasing, leasing and otherwise acquiring equipment, fixtures, utensils and the like associated with the restaurant and food and alcoholic beverage carry-out service.

2. To buy, lease and otherwise acquire real property and interests in real property of every kind and description, improved or unimproved, and wheresoever situated or located; buying, leasing, and otherwise acquiring and constructing and erecting, or contracting for the construction and erection of buildings and structures in and on such property for any uses or purposes; holding, owning, improving, developing, subdividing, maintaining, operating, managing, leasing, mortgaging, selling, or otherwise disposing of such property or any part thereof, equipping and operating buildings, warehouses, or any other buildings or structures of whatsoever kind.

3. To purchase, lease, or otherwise acquire, all or any of the property, rights, businesses, contracts, goodwill, franchise, and assets of every kind, of any corporation, partnership, individual (including the estate of a decedent), carrying 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 any such property rights, businesses, contracts, goodwill, franchise, or assets by the issue in accordance with the laws of the State of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

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

5. To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidence of indebtedness issued or created by any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony, or dependency of the United States of America, or of any foreign country, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

6. To guarantee the payment of dividends upon any shares of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, or either, of any bonds, debentures, notes, securities, or other evidences of indebtedness created or issued by any such other corporation or association.

7. 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

7420 1520

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

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

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

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

FOURTH: The address of the place at which the principal office of the Corporation in the State of Maryland will be located is 5801 Sonny Drive, Lothian, Maryland 20711. The resident agent of the Corporation is Joseph A. DeCesaris, whose address is 5801 Sonny Drive, Lothian, Maryland 20711. Said resident agent is a citizen of the State of Maryland, actually residing therein.

FIFTH: The Corporation shall be a Close Corporation. The Corporation elects to have no Board of Directors. Until the election becomes "effective" in accordance with Section 4-302, Corporations and Associations Article, Annotated Code of Maryland, the Corporation shall have one Director. Joseph A. DeCesaris shall act as Director unitl the above stated election becomes effective.

3420 152

SIXTH: The total number of shares of the authorized capital stock of the Corporation shall be Ten Thousand (5,000) shares of common stock with $0.01 par value.

SEVENTH: Shareholders shall have preemptive rights with regard to the issuance or sale of stock by the Corporation.

EIGHTH: The duration of this Corporation shall be perpetual.

NINTH: The Corporation may indemnify a present or former director or officer for the Corporation or other corporate representative to the maximum extent permitted by and in accordance wih Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on this 18th day of May, 1992.

Witness

Darci M. Troese

corp/artStregga

3430 1523

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 457

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13	10	1 Certified Copy 4p
56		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 Corp. 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	80	

Name Change
(New Name) _____

___ Change of Name
___ Change of Principal Office
___ Change of Resident Agent
___ Change of Resident Agent Address
___ Resignation of Resident Agent
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Darci Frolse
5827 Allentown Way
Camp Springs Md
20748

✓ Check ___ Cash

NOTE: Copy made

_____ Documents on _____ checks

3420 1523

APPROVED BY: JRS

BOOK 272 PAGE 458

ARTICLES OF INCORPORATION
OF
STREGGA RESTAURANT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 22, 1992 AT 8:46 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3435849

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
DARCI TROESE
5827 ALLENTOWN WAY
CAMP SPRINGS MD 20748

229C3052199

A 392410

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3420 1518

AT5-080

BOOK 272 PAGE 459

5/22/92 2:58 p

CHURCH GROWTH SERVICES, INC.

ARTICLES OF INCORPORATION

'92 MAY 22 PM 2 58

FIRST: The undersigned, Peter Julian, whose post office address is 1504 Severncroft Road, Annapolis, Maryland 21401, being at least 18 years of age, does hereby form a Corporation under the general laws of the State of Maryland.

SECOND: The name of the Corporation is Church Growth Services, Inc. (hereinafter called the "Corporation").

THIRD: The Corporation is formed for the purpose of transacting any and all lawful business activities permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended or replaced from time to time.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 1504 Severncroft Road, Annapolis, Maryland 21401. The name and post office address of the resident agent of the Corporation in Maryland is Peter Julian, 1504 Severncroft Road, Annapolis, Maryland 21401.

FIFTH: The total number of shares of stock that the Corporation has authority to issue is 1000 shares, all of one class, and having an aggregate par value of one ($1.00) dollar per share.

SIXTH: The number of the directors who will ultimately constitute the initial Board of Directors elected by the subscribing shareholder or shareholders of the Corporation will be three (3). Until that time, the acting director shall be Michael E. Marr. (MEM Jr.)

21478 1542

1992 AUG 12 AM 11:20

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders thereof:

1. The stock of the Corporation shall be subject to a restriction on transfer giving the Corporation a right of first refusal at a price set by the Board of Directors.

2. At any meeting of stockholders, 51% of those shares eligible to vote must be present to constitute a quorum and to vote on any matter.

3. For any director's actions to be valid, at least two (2) directors must vote in the affirmative, regardless of the size of the quorum.

4. At each election of directors, all positions on the Board of Directors shall be voted on and every stockholder shall be entitled to one (1) vote for each share of stock he or she holds.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 22nd day of May, 1992, and have acknowledged the same to be my act.

Peter Julian, Incorporator

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 460

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Peter Jahn, Esq.
1504 Devencroft Rd.
Annapolis, MD 21401

TOTAL FEES 70

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: _____

3420 1544

BOOK 272 PAGE 461A

ARTICLES OF INCORPORATION
OF
CHURCH GROWTH SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 22, 1992 AT 2:58 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	$

D3435906

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 JULIAN
1504 SEVERNCROFT ROAD
ANNAPOLIS MD 21401

229C3052205

A 392412

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3430 1541

ATS-080

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
05-22-92 at 1:13 PM
RECEIVED
'92 MAY 22 PM 1 13
STATE DEPT OF ASSESSMENTS
1992 AUG 12 AM 11:20

ARTICLES OF INCORPORATION
OF
CALVERT CHANEY CONSTRUCTION COMPANY
A MARYLAND CLOSE CORPORATION
ORGANIZED PURSUANT TO TITLE 4 OF THE
CORPORATIONS AND ASSOCIATIONS ARTICLE OFTHE
ANNOTATED CODE OF MARYLAND

FIRST: I, W. Calvert Chaney, whose post office address is 1456 E.W. Shady Side Road, Shady Side, Maryland 20764, being at least eighteen years of age, am hereby forming 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:

Calvert Chaney Construction Company

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

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

(1) To engage in the development, purchase, sale, leasing and other aspects of the real estate development business, including leasing, rentals, property management and construction, and including business operations and activities as a general contractor or subcontractor, relating to the construction of real or personal property;

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

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

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

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

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

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

214781 FT
3421 2818

(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 stock, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;

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

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

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

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

(13) To have one or more offices and places of business and to carry on all or any part of its operations or business, without restriction 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 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.

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

7401 0819

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 cary 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 1456 E.W. Shady Side Road, Shady Side, MD 20764. The name and post office address of the Resident Agent is W. Calvert Chaney, 1456 E.W. Shady Side Road, Shady Side, MD 20764. 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), all of which shall be 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 directors, whose names are:

W. Calvert Chaney
Carter S. Chaney
Albert W. Woodfield, III

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

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

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

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

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.

TENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 22 day of May, 1992, and I acknowledge the same to be my act.

WITNESS:

Alice Wolfe

N. Calvert Chaney

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 466

DOCUMENT CODE 02P BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	~~30~~	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
W. Calvert Chaney
1456 E. W. Shady Side Rd
Shady Side, Md 20764

TOTAL FEES 70

✓ Check ___ Cash

NOTE: del

_____ Documents on _____ checks

APPROVED BY: J.M.T.

3421 28

BOOK 272 PAGE 467

ARTICLES OF INCORPORATION
OF
CALVERT CHANEY CONSTRUCTION COMPANY

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 22, 1992 AT 1:13 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	$

D3435773

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
W. CALVERT CHANEY
1456 E.W. SHADY SIDE ROAD
SHADY SIDE MD 20764

229C3052192

A 392405

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

3421 2817

ATS-060

272 403

RECEIVED
'92 MAY 26 AM 9 09
STATE DEPT. OF
ASSESSMENTS & TAXATION

1992 AUG 12 AM 11:20

NU DESIGN FLORIST, 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, GREGORY J. SWAIN, whose post office address is 4 Evergreen Road, Severna Park, Maryland 21146, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

NU DESIGN FLORIST, 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 are:

(1) To engage in business of sale and delivery of fresh and dried flowers 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 3440 2nd Street, Baltimore, Maryland 21225. The name and post office address of the resident agent of the Corporation in this State is Gregory J. Swain, 4 Evergreen Road, Severna Park, Maryland 21146. Said resident agent is an individual actually residing in this State.

5-26-92 9:09A 21478748

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: Lois Keck.

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

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding 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

3431 0539

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: Lois Keck.

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

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding 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

3481 0639

parties to the proceeding, that indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21st day of May, 1992, and I acknowledge the same to be my act.

WITNESS:

Gregory J. Swain

k:838701.aoi
(05/15/92)

3431 0540

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 470

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change ____

Code 112

ATTENTION: Gregory J Swan

MAIL TO ADDRESS: ____

TOTAL FEES ____

40 Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: A

3421 054

BOOK 272 PAGE 471

ARTICLES OF INCORPORATION
OF
NU DESIGN FLORIST, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 26, 1992 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	$

D3437795

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
CORBIN, WARFIELD, SCHAFFER & ETAL
ATTN: GREGORY J. SWAIN
4 EVERGREEN ROAD
SEVERNA PARK MD 21146 3897

231C3052488

A 392658

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. 3421 0637

ATS-080

ARTICLES OF INCORPORATION FOR A CLOSE CORPORATION

(See instructions on reverse side.)

BOOK 272 PAGE 472

5/26/92 9:10

FIRST: The undersigned Richard s. & Virginia M. Barlow

whose address is 1711 Elkridge Court, Crofton, Maryland 21114

_____, being at least eighteen years of age, do(es) hereby form a corporation under the laws of the State of Maryland. The corporation shall be a close corporation.

SECOND: The name of the corporation is BARLOW CONCRETE CONSTRUCTION, INC.

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

FOURTH: The post office address of the principal office of the corporation in Maryland is 1711 Elkridge Court, ~~Crofton, maryland 21114~~

21478739

FIFTH: The name and post office address of the resident agent of the corporation in Maryland are Virginia Barlow 1711 Elkridge Court, Crofton, Maryland 21114

RECEIVED MAY 15 AM 9 10 STATE DEPT. OF ASSESSMENTS & TAXATION

RECEIVED MAY 26 AM 8 49 STATE DEPT OF ASSESSMENTS & TAXATION

SIXTH: The corporation has authority to issue $1,000.00 shares at $ 0 par value per share.

SEVENTH: The corporation elects to have no board of directors. Until this election takes effect Virginia M. Barlow will be the director.

EIGHTH: IN WITNESS WHEREOF, I have signed these Articles and acknowledge the same to be my act.

RETURN TO:

Richard S. & Virginia M. Barlow
1711 Elkridge Court
Crofton, Maryland 21114

SIGNATURE(S) [redacted]

Richard S Barlow
Virginia M. Barlow

AT5-114

3431 0587

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

GUIDELINES FOR DRAFTING ARTICLES OF INCORPORATION FOR A "CLOSE" CORPORATION

(See form on reverse side.)

This type of corporation would be most appropriate for one individual engaged in an enterprise with the intention of making a profit.

This guide is to be used for "Articles of Incorporation for a CLOSE Corporation." Each item describes how to fill a blank in the sample. The sample is the minimum necessary to incorporate. If you wish to expand on any item consult with your lawyer, accountant or financial advisor. Legal questions of a general nature cannot be answered by the staff of this Department.

You may fill in the blanks on the sample and submit it as your Articles of Incorporation. All items must be typed. Forms filled in by hand will not be accepted.

FIRST: Insert the names and addresses of the individuals who are incorporating. One or more individuals can act as incorporators. The only requirement is that they be at least 18 years old. The address should be one where mail can be received. It can be anywhere, even a foreign county.

SECOND: Insert the corporate name. The corporate name must contain "Corporation," "Incorporated," "Limited," "Inc.," "Corp.," or "Ltd." The name cannot be misleadingly similar to a name already on record in Maryland. You may call 225-1330 for a non-binding check for name availability. Acceptance of a name guarantees only that the corporation will have that name. It does not mean you cannot be sued for trade name or trade mark infringement. For more information on this consult your attorney.

THIRD: Give a one or two sentence description of the business of the corporation.

FOURTH: Insert the address of the principal place of business. It must be a specific address in Maryland and must include street, city and zip code. It cannot be a post office box.

FIFTH: This is the name and address of an agent designated to accept service of process if the corporation is summoned to court for any reason. The agent must be either an adult citizen of Maryland or another already existing Maryland corporation. The address must include the street, city and zip code. The address must be in Maryland and cannot be a post office box. A corporation cannot act as its own resident agent.

SIXTH: Insert the number of shares of stock the corporation will have the authority to issue as well as the par value of each share. If the aggregate par value (number of shares multiplied by the par value) exceeds $100,000, or if over 5,000 shares of stock without par value is used, the filing fee will increase beyond the $40.00 minimum. If stock without par value is used insert "$0" as the par value per share. Stock is the means by which ownership of the corporation is divided and assigned. Generally, the owner of 20% of the outstanding stock of the corporation "owns" 20% of the corporation and exercises 20% control. Additionally, stock is required to take advantage of certain tax options. Questions about stock should be directed to your attorney, accountant or financial advisor.

SEVENTH: Insert the name of at least one adult. This individual does not have to reside in Maryland. This individual will act as the director of the corporation until he or she issues stock at the organizational meeting of the board. Thereafter the stockholder runs the corporation directly.

SIGNATURE(S): Have all the individuals named in FIRST sign here. It must be the original (no xerox, stamp or carbon) signatures of all the people listed in First and no one else may sign here. No witness or notary is required.

RETURN TO: State where the receipt, certified copies, certificates of status and the original articles are to be sent.

FEES

The fee to file Articles of Incorporation is $40.00 unless the aggregate par value of the stock exceeds $100,000 or, if no par value stock is used, the corporation has authority to issue more than 5,000 shares. If stock exceeds these amounts, call 225-1340 for the fee.

TELEPHONE/(301) 225-1340
TTY FOR DEAF: BALTIMORE AREA 383-7555 • D.C. METRO AREA 565-0451
FAX (301) 333-7096

3421 0599

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

A.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 474

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Virginia M. Barlow
1711 Elkridge Ct.
Crofton, MD 21114

TOTAL FEES 40

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: PCM

3421 0689

2

BOOK 272 PAGE 475

ARTICLES OF INCORPORATION
OF
BARLOW CONCRETE CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 25, 1992 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	$

D3437894

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
VIRGINIA M. BARLOW
1711 ELKRIDGE COURT
CROFTON MD 21114

231C3052498

A 392668

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3431 0686

ATS-080

BOOK 272 PAGE 476

RECEIVED
'92 MAY 26 AM 9 18
STATE DEPT. OF
ASSESSMENTS & TAXATION

PEARSON RESIDENTIAL MORTGAGE, INC.

ARTICLES OF INCORPORATION

FIRST: I, Mark Glenn Pearson, whose post office address is 533 Park Road, Severna Park, Maryland 21146, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is PEARSON RESIDENTIAL MORTGAGE, INC.

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

(1) to engage in the business of residential mortgage brokering and to perform all necessary and proper related services and activities in connection therewith; and to engage in any other lawful purpose and/or business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 3 Church Circle, Suite 233, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation are Mark Glenn Pearson, 533 Park 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

40

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR PAYMENT
5-26-92 at 9:18 a.m.

3420 2554
21478672

Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value.

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time. The names of the director who shall act until the first annual meeting or until his successor is duly chosen is Mark Glenn Pearson.

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

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

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

3420 2555

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21st day of May, 1992, and I acknowledge the same to be my act.

Mark Glenn Pearson

3420 2655

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 479

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
20	38	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
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 Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Mark Glenn Pearson, 533 Park Road Severna Park, Md. 21146

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JMT

3420 2657

BOOK 272 PAGE 480

ARTICLES OF INCORPORATION
OF
PEARSON RESIDENTIAL MORTGAGE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 26, 1992 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	$

D3437423

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 GLENN PEARSON
533 PARK ROAD
SEVERNA PARK MD 21146

230C3052410

A 392591

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3420 2653

AT5-080

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

BOOK 272 PAGE 481 5-26-92 at 9:44 a.m.

MARYLAND MEDICAL PENSION SERVICES, INC.

ARTICLES OF INCORPORATION

FIRST: I, Richard T. Stansbury, whose post office address is Two North Charles Street, Suite 920, Baltimore, Maryland 21201, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

Maryland Medical Pension Services, Inc.

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

(1) to provide deferred compensation consultation and administrative support for non-qualified and qualified pension and profit sharing plans; to engage in any other lawful purpose and/or business; and,

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

FOURTH: The post office address of the principal office of the Corporation in this State is 819 Ritchie Highway, Suite 1005, Severna Park, Maryland 21146. The name and post office address of the Resident Agent in this State are N. Bryson Goss, 819 Ritchie Highway, Suite 1005, 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: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation, provided that the number of directors shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended. The name of the director who shall act until the first annual meeting and until his successors are duly chosen and qualified are:

N. Bryson Goss

RECEIVED

21478706

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

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

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

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

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

(4) With respect to:

(a) the amendment of the Charter of the Corporation;

(b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;

(c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

3421 0595

(d) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

(e) the participation by the Corporation in a share 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;

such action shall be effective and valid if taken or approved by an affirmative vote of a majority of the shares entitled to be cast thereon, after due authorization and/or approval and/or advice of such action by the Board of Directors as required by law, notwithstanding any provision of law requiring any action to be taken or authorized other than as provided in this Article SEVENTH, paragraph (4).

(5) With respect to the issuance of shares of stock of any class now or hereafter authorized, or any securities exchangeable for, or convertible into, such shares, or warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares, such action shall be effective and valid only if, after due authorization and/or approval and/or advice of such action by the Board of Directors, such action is taken or approved by an affirmative vote of not less than a majority of all of the issued and outstanding shares of Common Stock of the Corporation, notwithstanding any provision of law or the provisions of Article SEVENTH, paragraph (1) requiring any action to be taken or authorized other than as provided in this Article SEVENTH, paragraph (5).

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

NINTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland.

3421 0356

TENTH: No director or officer shall be liable to the corporation or its stockholders for any money damages to the full extent permitted by Section 2-405.2 of the Corporations and Associations Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF I have signed these Articles of Incorporation this 22nd day of May, 1992 and I acknowledge the same to be my act.

WITNESS:

Beverly C. Bridges

Richard T. Stansbury
Richard T. Stansbury

PENSION.INC

3421 0557

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

PS

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 485

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

#_____ ____ P.A. ____ Religious ____ Close ✓ Stock ____ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Richard T. Stansbury, Attorneys at Law, The B+O Building, Suite 920 Two North Charles St. Baltimore, Md. 21201-3754

✓ Check ____ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JMT

3431 0555

BOOK 272 PAGE 486

ARTICLES OF INCORPORATION
OF
MARYLAND MEDICAL PENSION SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 26, 1992 AT 9:44 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID: $ 20.00

RECORDING FEE PAID: $ 20.00

SPECIAL FEE PAID: $

D3437613

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 T. STANSBURY, ATTORNEY
THE B & O BUILDING
2 NORTH CHARLES ST., SUITE 920
BALITMORE MD 21201 3754

231C3052470

A 392644

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

3421 0553

AT5-080

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR PAYMENT
5-26-92 at 9:50 a.m.

BOOK 272 PAGE 487

FOX FEDERAL, 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, JOYCE C. SOLDWEDEL, whose post office address is 239 Prince George Street, #2F, 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 FOX FEDERAL, 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 are formed are:

(1) To engage in the advertising, marketing, promotion, design, manufacture, wholesale and retail sale, servicing and repair of computers, computer systems, component and related equipment and hardware; the design, development, marketing and sale of computer software; the developing and providing of computer training and other related support and consulting services and to engage in all activities related and/or incident thereto;

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

STATE DEPT OF ASSESSMENTS & TAXATION
RECEIVED
'92 MAY 26 AM 9 50

Y:\WP51\CORP\FOXFED01.ART

50
21478710
3481 0564
'92 MAY 26 AM 12:11

FIFTH: The post office address of the principal office of the Corporation in this State is 239 Prince George Street, #2F, Annapolis, Maryland 21401. The name and post office address of the resident agent of the Corporation in this State are JOYCE C. SOLDWEDEL, 239 Prince George Street, #2F, Annapolis, Maryland 21401. Said resident agent is an individual actually residing in this State.

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

SEVENTH: Pursuant to Section 4-301, Corporations & Associations Article, Maryland Code Annotated, the Corporation elects not to have a board of directors. This election shall become effective at the time of the organizational meeting of directors and the issuance of at least one (1) share of stock of the Corporation are completed. The name of the director who shall act until this election not to have a board of directors becomes effective is: JOYCE C. SOLDWEDEL.

EIGHTH: No director or officer of the Corporation shall be liable to the Corporation or to its shareholders 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 proceedings.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 18 day of May, 1992 and I acknowledge same to be my act.

WITNESS

JOYCE C. SOLDWEDEL
Incorporator

VERIFICATION

I, the undersigned, hereby declare and affirm under the penalties of perjury that the contents of the foregoing Articles of Incorporation of FOX FEDERAL, INC. are true and correct to the best of my information, knowledge and belief.

Date: 5-18-92

JOYCE C. SOLDWEDEL
Incorporator

3421 0556

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 490

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
_____ Designation of Resident Agent and Resident Agent's Address
_____ Other Change _____

Code _____

ATTENTION: Barry J. Dalnekoff

MAIL TO ADDRESS: Dalnekoff & Mason, P.A., Attorneys at Law, Suite 301, West Court Building 2448 Holly Avenue Annapolis, Md. 21401

TOTAL FEES 40

✓ Check _____ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JmT

3421 0567

4

BOOK 272 PAGE 491

ARTICLES OF INCORPORATION
OF
FOX FEDERAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 26, 1992 AT 9:50 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3437639

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
BARRY J. DALNEKOFF
DALNEKOFF & MASON, P.A.
2448 HOLLY AVENUE, SUITE 301
WEST COURT BUILDING
ANNAPOLIS MD 21401

231C3052472

A 392646

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3421 0563

ATS-080

BOOK 272 PAGE 492

ARTICLES OF INCORPORATION
OF
J.C. GAUG HAULING & CONTRACTING, INC.

THIS IS TO CERTIFY:

5-26-92 9530

FIRST: I, **JOAN C. GAUG**, whose address is 1176 Old Davidsonville Road, Davidsonville, Maryland 21035, being 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.

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

J.C. GAUG HAULING & CONTRACTING, INC.

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

(1) To engage generally in, conduct and carry on as principals, agents or in any capacity whatever, the business of hauling, demolition and excavating including but not limited to hauling sand, gravel, dirt, stone, Rip Wrap, sludge, paving materials, wood products, wood chips, mulch and other materials and also including the dismantling, removing, wrecking or otherwise engaging in any demolition or related work on any and all kinds of power plants, railroads, railway structures, locomotives, railway cars, yards, industrial and other systems and works of every description, warehouses, any and all classes of buildings, construction projects, structures, roads, highways, gasoline, electrical, manufacturing and industrial plants, mills, bridges, viaducts, aviation fields, motor vehicles, piers, docks,

1992 AUG 12 AM 11:21
RECEIVED '92 MAY 26 PM 3:53
STATE DEPT. OF ASSESSMENTS & TAXATION
BALD & HALE
ATTORNEYS AT LAW
ANNAPOLIS, MD.

21478681 13430 2555

ships, hulls, wharves, slips and dams, mines, shafts, tunnels, foundations, embankments, wells, waterworks, lighthouses, canals, waterways, drainage, irrigation and sewage disposal systems and all kinds of excavation, iron, steel, metals, wood, masonry, and earth construction and demolition in addition to engaging in the general excavating, earth-moving, tractor, and contracting business, and to that end, to manufacture, acquire, deal in, advertise, dispose, lease, charter and own cranes, bulldozers, tractors, trucks, rigging, automobiles and other vehicles, and kindred appliances and equipment.

(2) To engage in any lawful business activity of any kind.

(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.

(4) The foregoing statement of purposes shall be construed as a statement of both purposes and powers and shall be liberally construed in aid of the powers of this corporation and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in

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ATTORNEYS AT LAW
ANNAPOLIS, MD

3420 3665

furtherance of, and in addition to and not in limitation of said general powers.

FOURTH: The post office address of the principal office of the Corporation in this State is 1176 Old Davidsonville Road, Davidsonville, Maryland 21035. The name and address of the Resident Agent of the Corporation in this State is Joan C. Gaug, 1176 Old Davidsonville Road, Davidsonville, Maryland 21035. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares without par value, all of one class.

SIXTH: (1) The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); provided that:

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

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

The name of the Director who shall act until the first annual meeting or until her successor is duly chosen and qualified is Joan C. Gaug.

BALD & HALE
ATTORNEYS AT LAW
ANNAPOLIS, MD

3430 3667

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

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

(2) The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

(3) The Board of Directors shall have power from time to time to fix and determine and to vary the amount of working capital of the Corporation; and to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. The Board of

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ATTORNEYS AT LAW
ANNAPOLIS, MD

3420 3668

Directors may, in its discretion, use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(4) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, provided such change shall have been authorized by the holders of two-thirds (2/3 rds) of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the face value of his stock.

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

(6) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock; and shall have authority to exercise,

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ATTORNEYS AT LAW
ANNAPOLIS, MD

3430 3569

without a vote of Stockholders, all powers of the Corporation, whether conferred by Law or by these Articles, to purchase, lease, or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as, or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland no 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 Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

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

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ATTORNEYS AT LAW
ANNAPOLIS, MD

7430 3670

(2) The Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to a director and/or officer in connection with a proceeding to the extent permitted by and in accordance with the "Indemnification" Section as defined in Paragraph (1) of this Article Ninth.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 15th day of May, 1992.

Helen M. Brinegar
WITNESS

Joan C. Gaug
JOAN C. GAUG

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

I HEREBY CERTIFY that on this 15th day of May, 1992, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Joan C. Gaug, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and she acknowledged the foregoing Articles of Incorporation to be her act.

WITNESS by hand and Notarial Seal.

Helen M. Brinegar
Notary Public

HELEN M. BRINEGAR NOTARY PUBLIC QUEEN ANNE'S CO., MD.

My Commission Expires: November 8, 1995

BALD & HALE
ATTORNEYS AT LAW
ANNAPOLIS, MD

JTB\jcgaug.art
L 6734-1

3420 2671

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 499

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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	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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Jeffrey Bald
PO Box 947
Annapolis Md 21404

TOTAL FEES 103

✓ Check ___ Cash

NOTE: Copy made

_____ Documents on _____ checks

APPROVED BY: JS

3420 2672

8

BOOK 272 PAGE 500

ARTICLES OF INCORPORATION
OF
J. C. GAUG HAULING & CONTRACTING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 26, 1992 AT 9:53 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
$ 40.00	$ 20.00	$

D3437449

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 BALD
P.O. BOX 947
ANNAPOLIS MD 21404

230C3052412

A 392593

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3420 2664

AT5-060

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

5-26-92 9:59a.m.

ARTICLES OF INCORPORATION

BOOK 272 PAGE 501

FOR

RECEIVED
'92 MAY 26 AM 9 59
STATE DEPT. OF
ASSESSMENTS & TAXATION

NEW WAVE CONSTRUCTION, INC.

1992 AUG 12 AM 11:21

THIS IS TO CERTIFY:

FIRST: That I, Michael S. Pappafotis, whose post office address is 7419 Baltimore Annapolis Blvd., Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, hereby forms a corporation under and by virtue of the General Laws of the State of Maryland.

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

NEW WAVE CONSTRUCTION, INC.

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

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

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

2. To carry out any contract and to do any act and exercise any power which a corporation or individual person could lawfully do and exercise so far only as may be necessary or proper for carrying out the purposes for which this Corporation is organized; and generally, with full power to do and perform any and all acts connected therewith or arising therefrom or incident thereto; and any and all acts proper and necessary for the purpose of the business; but the Corporation shall not do any act or thing forbidden by law to a corporation organized under the laws of this State.

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

4. To purchase, lease, or otherwise acquire, in whole or in

3421 0373

50

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

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

6. To engage in the business of all types of construction, home improvement and all other matters related thereto is the purpose of the Corporation.

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

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

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

10. The Corporation shall be authorized 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 shall be 716 Hamlin Road, Glen Burnie, Maryland 21061. The Resident Agent of the Corporation is Michael Berg, whose post office address is 716 Hamlin Road, Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: There shall be one (1) Director of the said Corporation. Said director shall be MICHAEL BERG.

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

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 21st day of May, 1992.

TEST:

Witness

MICHAEL S. PAPPAFOTIS

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 22nd day of May, 1992, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared MICHAEL S. PAPPAFOTIS, who acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

NOTARY PUBLIC
MY COMMISSION EXPIRES: 7/1/90.

NOTARY PUBLIC ANNE ARUNDEL COUNTY

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

P.S.

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 504

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
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
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21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
NA		Foreign Corp. 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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: Michael S. Pappafotis

MAIL TO ADDRESS: Lessans & Tate, Law Offices
7419 Baltimore-Annapolis Blvd
Post Office Box 1330
Glen Burnie, Md.
21060-3592

TOTAL FEES 48

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: JmT

3421 0582

BOOK 272 PAGE 505

ARTICLES OF INCORPORATION
OF
NEW WAVE CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 26, 1992 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	$

D3437662

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
MICHAEL S. PAPPAFOTIS
LESSANS & TATE, ATTORNEYS
7419 BALTIMORE-ANNAPOLIS BLVD
P. O. BOX 1330
GLEN BURNIE MD 21060 3592

23103052475

A 392648

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 3421 0578

AT5-080

BOOK 272 PAGE 506

5/26/92 11:06a

ARTICLES OF INCORPORATION

OF

MARYLAND REUSEABLES, INC.

FIRST: I, RANDALL M. BROWN, whose post office address is 8219 Elvaton Drive, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a nonprofit, non-stock corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the corporation is MARYLAND REUSEABLES, INC. (the "Corporation").

THIRD: The Corporation is organized exclusively for charitable, educational and scientific purposes, including:

a) to initiate and engage in developing markets for the reuse of otherwise discarded materials;

b) to promote the practices of resource reuse, resource conservation, waste reduction and recycling;

c) to promote through education an understanding of resource conservation by reusing materials in relationship to the effects of solid waste on the environment, especially the Chesapeake Bay and surrounding areas;

d) to enhance creative and imaginative expression by increasing the availability of low or no cost materials, especially for the purposes of environmental education or awareness projects;

e) to serve as a clearinghouse in the location, collection and warehousing of residential/industrial/business discards which are suitable for reuse, especially those materials reuseable for educational or arts activities;

f) to develop ideas and suggestions on the application of suitable materials for reuse;

g) to provide both instructional aids and materials to area teachers, students, artists, and interested individuals;

h) to provide information and education on reuse programs to the public, especially policy makers, and elected officials;

i) to promote the cooperation of private industry, educational and public institutions, non-profit organizations, governmental agencies, and the public at large to increase the reuse of normally nonrecyclable discarded materials, especially those suitable for environmental education;

j) to develop and support waste exchange systems and other reuse activities;

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21488095

k) to work to further local, state, and national waste reduction, reuse, and recycling efforts.

FOURTH: The Post Office address of the principal office of the Corporation is 8219 Elvaton Drive, Pasadena, Maryland 21122.

FIFTH: The name and address of the resident agent of the Corporation is Patricia L. Hopkins, 8219 Elvaton Drive Pasadena, Maryland 21122. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation is not organized for pecuniary profit. The Corporation is not authorized to issue capital stock. No part of the income or net earnings of the Corporation is distributable to, or shall inure to the benefit of, any individual, except that reasonable compensation may be paid for services rendered to or for the Corporation, and no member, Director, or Officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets upon its dissolution.

SEVENTH: The activities, property and affairs of the Corporation shall be governed by a Board of Directors as set forth in the Bylaws of the Corporation (hereinafter, the "Bylaws"). Should there be no members of the Corporation, the Board of Directors shall be self-perpetuating. The number of Directors of the Corporation shall never be less than three (3) and never more than eleven (11), as governed by the Bylaws. The Bylaws shall prescribe the terms of office, qualifications (if any), and manner of election or appointment of Directors, and such provisions may be amended from time to time in such lawful manner as the Bylaws shall prescribe. The names of those who will serve as the Directors until the first annual meeting of the members of the Corporation and until their successors are elected and qualify are: PATRICIA HOPKINS, RACHEL LEWIS, and STEVE HAAS. The Board of Directors shall perpetuate itself in keeping with the Bylaws of the Corporation.

EIGHTH: The Corporation shall have all powers granted by law, all powers that are or may hereafter be conferred by the laws of the State of Maryland upon corporations without capital stock, and all legal powers necessary or convenient to effect any or all of the purposes stated in this Certificate of Incorporation, whether or not such powers are set forth herein; provided, however, that no such powers and privileges may be exercised, nor shall any activities be conducted, by the Corporation, if the same are inconsistent with the Corporation's nonprofit purposes or are not permitted by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code; and provided that no substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or

3421 0811

distribution of statements regarding or related to) any political campaign on behalf of, or in opposition to, any candidate for public office.

NINTH: Notwithstanding anything herein to the contrary, if at any time the Corporation is or shall become a private foundation with the meaning of Section 509(a) of the Internal Revenue Code, then the Corporation will be subject to the following for so long as it shall remain a private foundation:

(a) The Corporation shall distribute its income for each tax 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 section of any future federal tax code.

(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 section of any future federal tax code.

(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 section of any future federal tax code.

(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 section of any future federal tax code.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code.

TENTH: The Corporation shall indemnify to the fullest extent all persons permitted to be indemnified by the Maryland General Corporation Law, but shall not be required to purchase or maintain insurance on behalf of such persons.

ELEVENTH: Qualifications and other matters relating to the members of the Corporation shall be set forth in the By-Laws.

TWELFTH: In the event of dissolution of the Corporation, or the winding up of its affairs, subject to any restrictions on use or transfer that may exist, the Board of Directors shall, after paying or making provision for the payment of the liabilities of the Corporation, dispose of all of the assets of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located,

3421 0812

exclusively for such purposes or to such organization or organizations, as such Court shall determine, which are organized and operated exclusively for such purposes.

THIRTEENTH: This Certificate of Incorporation may be amended by a resolution adopted by not less than two-thirds of the members of the Corporation, provided that the Certificate of Incorporation shall not be amended to permit the Corporation to engage in any activity that would be inconsistent with its classification as an organization described in Section 501(c)(3) of the Internal Revenue Code.

FOURTEENTH: The duration of the Corporation shall be perpetual.

FIFTEENTH: The Corporation shall adopt bylaws for the further government of the Corporation.

SIXTEENTH: IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge same to be my act on this 26 day of May, 1992.

INCORPORATOR: Randall M. Brown
Randall M. Brown

RETURN TO: Randall M. Brown
8219 Elvaton Drive
Pasadena, Maryland 21122

3421 0213

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 510

DOCUMENT CODE 0238 BUSINESS CODE 04 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Randall Braun
8219 Elvaton Drive
Pasadena Md 21122

TOTAL FEES 70

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: No

3421 0814

5

BOOK 272 PAGE 511

ARTICLES OF INCORPORATION
OF
MARYLAND REUSEABLES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 26, 1992 AT 11:06 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	$

D3438124

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
RANDALL BROWN
8219 ELVATON DRIVE
PASADENA MD 21122

231C3052521

A 392691

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3421 0809

ATS-060

BOOK 272 PAGE 512

ARTICLES OF INCORPORATION

OF

5/26/92 11:06a

CLEAN ISLANDS INTERNATIONAL, INC.

RECEIVED
'92 MAY 26 AM 11 06

FIRST: I, RANDALL M. BROWN, whose post office address is 8219 Elvaton Drive, Pasadena, Maryland 21122, being at least eighteen (18) years of age, hereby form a nonprofit, non-stock corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the corporation is CLEAN ISLANDS INTERNATIONAL, INC. (the "Corporation").

THIRD: The Corporation is organized exclusively for charitable, educational and scientific purposes, including:

a) to provide professional and technical assistance to island communities in developing activities that preserve or enhance their natural beauty and attractiveness;

b) to assist in the development of proactive, environmentally sensitive and sustainable, island based solid waste management systems;

c) to interact with government agencies, environmental organizations and solid waste businesses to address solid waste management issues;

d) to support active public participation of individual citizens, organizations and businesses in planning, developing and implementing solid waste management programs, including recycling and composting;

e) to work with local island governmental, environmental, solid waste, and related associations to develop environmentally sound approaches to public education, procurement, packaging, market development and marketing, tourism, and transportation;

f) to assist communities, governments, and private interests in defining and developing ecological tourism(eco-tourism) concepts and activities, by integrating strategies and policies that are consistent with accepted environmental guidelines, to educate and engage visitors in preserving the islands' natural beauty;

g) to augment existing island based initiatives and programs with significant material and human resources that currently may not be available locally or within the context of established government programs;

h) to cultivate individual and community environmental awareness in relation to solid waste management practices among the island's students, adult residents, and business members;

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i) to promote and encourage an appreciation of conservation practices, environmental sensitivity and respect for the island community among permanent and seasonal residents, as well as transient visitors;

j) to develop resources and programs for environmental projects and educational activities to benefit island communities and schools; to provide assistance in the presentation of these environmental/education programs, especially those activities which are developed for and/or by young people and are designed to promote interest in education through environmental projects;

k) to provide development opportunities for island citizens related to environmental protection, energy conservation, resource conservation, and solid waste management; this is to be supported through educational projects, seminars, meetings, networking, liaison, publications and other communication programs;

l) to promote cooperation in the development of a positive resolution of environmental issues among private industry, educational institutions, non-profit organizations, government agencies, environmental groups, solid waste management professionals and the general public.

FOURTH: The Post Office address of the principal office of the Corporation is 8219 Elvaton Drive, Pasadena, Maryland 21122.

FIFTH: The name and address of the resident agent of the Corporation is Patricia L. Hopkins, 8219 Elvaton Drive Pasadena, Maryland 21122. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation is not organized for pecuniary profit. The Corporation is not authorized to issue capital stock. No part of the income or net earnings of the Corporation is distributable to, or shall inure to the benefit of, any individual (except that reasonable compensation may be paid for services rendered to or for the Corporation), and no member, Director, or Officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets upon its dissolution.

SEVENTH: The activities, property and affairs of the Corporation shall be governed by a Board of Directors as set forth in the Bylaws of the Corporation (hereinafter, the "Bylaws"). Should there be no members of the Corporation, the Board of Directors shall be self-perpetuating. The number of Directors of the Corporation shall never be less than three (3) and never more than eleven (11), as governed by the Bylaws. The Bylaws shall prescribe the terms of office, qualifications (if any), and manner of election or appointment of Directors, and such provisions may be amended from time to time in such lawful manner as the Bylaws shall prescribe. The names of those who will serve as the Directors until the first annual meeting of the members of

3421 0817

the Corporation and until their successors are elected and qualify are: Patricia Hopkins, David Baird, and Randall Brown. The Board of Directors shall perpetuate itself in keeping with the Bylaws of the Corporation.

EIGHTH: The Corporation shall have all powers granted by law, all powers that are or may hereafter be conferred by the laws of the State of Maryland upon corporations without capital stock, and all legal powers necessary or convenient to effect any or all of the purposes stated in this Certificate of Incorporation, whether or not such powers are set forth herein; provided, however, that no such powers and privileges may be exercised, nor shall any activities be conducted, by the Corporation, if the same are inconsistent with the Corporation's nonprofit purposes or are not permitted by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code; and provided that no substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements regarding or related to) any political campaign on behalf of, or in opposition to, any candidate for public office.

NINTH: Notwithstanding anything herein to the contrary, if at any time the Corporation is or shall become a private foundation with the meaning of Section 509(a) of the Internal Revenue Code, then the Corporation will be subject to the following for so long as it shall remain a private foundation:

(a) The Corporation shall distribute its income for each tax 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 section of any future federal tax code;

(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 section of any future federal tax code;

(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 section of any future federal tax code;

(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 section of any future federal tax code;

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code.

3421 0819

TENTH: The Corporation shall indemnify to the fullest extent all persons permitted to be indemnified by the Maryland General Corporation Law, but shall not be required to purchase or maintain insurance on behalf of such persons.

ELEVENTH: Qualifications and other matters relating to the members of the Corporation shall be set forth in the By-Laws.

TWELFTH: In the event of dissolution of the Corporation, or the winding up of its affairs, subject to any restrictions on use or transfer that may exist, the Board of Directors shall, after paying or making provision for the payment of the liabilities of the Corporation, dispose of all of the assets of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as such Court shall determine, which are organized and operated exclusively for such purposes.

THIRTEENTH: This Certificate of Incorporation may be amended by a resolution adopted by not less than two-thirds of the members of the Corporation, provided that the Certificate of Incorporation shall not be amended to permit the Corporation to engage in any activity that would be inconsistent with its classification as an organization described in Section 501(c)(3) of the Internal Revenue Code.

FOURTEENTH: The duration of the Corporation shall be perpetual.

FIFTEENTH: The Corporation shall adopt bylaws for the further government of the Corporation.

SIXTEENTH: IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge same to be my own act on this 26th day of May, 1992.

INCORPORATOR: Randall M. Brown
Randall M. Brown

RETURN TO: Randall M. Brown
8219 Elvaton Drive
Pasadena, Maryland 21122

3421 0819

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 516

DOCUMENT CODE 0239 BUSINESS CODE 04 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____
Randall Brown
8219 Elvaston Dr
Pasadena Md 21122

TOTAL FEES 70

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: _____

3431 0820

57

BOOK 272 PAGE 517

ARTICLES OF INCORPORATION
OF
CLEAN ISLANDS INTERNATIONAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 26, 1992 AT 11:06 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	$

D3438132

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
RANDALL BROWN
8219 ELVATON DRIVE
PASADENA MD 21122

231C3052522

A 392692

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3421 0815

ATS-080

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD

RECEIVED
1992 MAY 26 PM 2 12

ROCHON, BROWN & ASSOCIATES INC.

05-26-92 at 2:12

ARTICLES OF INCORPORATION

1992 AUG 12 AM 11:21

FIRST: We, TIMOTHY SCOTT BROWN, whose post office address is P.O. Box 438, Hanover, Maryland 21076 and KENNETH J. ROCHON JR., whose post office address is P.O. Box 912, Hanover, Maryland 21076, 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 hereafter referred to as the "Corporation") is ROCHON, BROWN & ASSOCIATES INC.

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

(1) To provide to the public musical entertainment, including, but not limited to disc jockeys;

(2) To provide individuals with planning and coordination of events, including, but not necessarily limited to, events with entertainment;

(3) To rent to the public entertainment equipment, including, but not necessarily limited to, sound and lighting equipment;

(4) To act as an entertainment consultant, including, but not limited to live performers;

(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.

(6) To act as a joint venture between T.S.B. Enterprises and KAJARI Enterprises.

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FOURTH: The post office address of the principal office of

21488100 7431 0940

the Corporation in this State is 1915 Ridgewood Rd, Hanover, Maryland 21076. The name and post office address of the Resident Agent of the Corporation in this State is Timothy Scott Brown, 1915 Ridgewood Road, Hanover, Maryland 21076. Said Resident Agent is a Maryland citizen actually residing in this state.

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

SIXTH: The number of Directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number permitted for this Corporation be 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: TIMOTHY SCOTT BROWN AND KENNETH J. ROCHON JR..

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

(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 nor or hereafter authorized.

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, terms

3421 0941

or conditions of redemption of the stock; and

(3) The enumeration and definition of a particular power of the Board of Directors included herein 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 the powers conferred upon the
Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Unless impracticable, holders of any share of stock in the Corporation shall have preemptive rights to purchase, subscribe for, or otherwise acquire any shared of stock of the Corporation of any class 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 reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to the same rights as an objecting stockholder in the case of a consolidation, merger, share exchange, or transfer of substantially all of the assets of the Corporation.

TENTH: As used in this Article Tenth, any words that are defined in section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (hereinafter, the "Indemnification Section"), as amended from time to time, shall

3421 0843

have the same meaning as provided in the Indemnification Section:

(1) 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; and

(2) 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 that a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsection (b) or (c) of the Indemnification Section or any claim, issue, or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes eligible to be cast by stockholders who are not parties to the proceeding, that indemnification of such corporate representative other than a present of former director or officer is proper in the circumstances.

3431 0943

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 20th day of May, 1992.

WITNESS

TIMOTHY SCOTT BROWN

WITNESS

KENNETH J. ROCHON JR.

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

I HEREBY CERTIFY that on this 20th day of May, 1992, before me, a Notary Public for the state and county aforesaid, personally appeared TIMOTHY SCOTT BROWN and KENNETH J. ROCHON JR., both known (or satisfactorily proven) to me to be the individuals who signed the forgoing Articles of Incorporation, and acknowledged the same to be their free and voluntarily act and deed.

AS WITNESS, my hand and Notarial Seal.

My commission expires: 3 / / 96

3421 0944

Book 272 Page 23

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
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61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
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65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		_____ Certified Copy _____
56		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 Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Ken Rochon
7513 Connelly Dr.
Ste. K
Hanover, Md. 21076

TOTAL FEES 70

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: J.M.T.

3431 0845
6

Book 272 Page 523

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____

Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
20	30	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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		____ Corp. Good Standing
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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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Ken Rachon
7513 Connelly Dr.
Ste. K
Hanover, Md. 21076

TOTAL FEES 70

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: J.M.T.

3431 0845
6

BOOK 272 PAGE 523A

ARTICLES OF INCORPORATION
OF
ROCHON, BROWN & ASSOCIATES INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 26, 1992 AT 2:12 O'CLOCK P. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

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

D3438181

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
KEN ROCHON
7513 CONNELLY DRIVE, STE. K
HANOVER MD 21076

231C3052527

A 392695

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3421 0839

AT5-080

BOOK 272 PAGE 524

ARTICLES OF INCORPORATION

OF

BOTB CORPORATION

5-27-92 223p

In accordance with the requirements of Title 2 of Corporations and Associations Article of the *Annotated Code of Maryland*, the undersigned being at least eighteen (18) years of age, hereby acts as the Incorporator to form a profit corporation under the general laws of the State of Maryland and to that end certifies and sets forth the following:

1. NAME. The name of the corporation is BOTB Corporation, hereinafter referred to as the "Corporation".

2. PURPOSES. The Corporation is organized for investment purposes and for any and all lawful act or activity for which corporations may be organized under the general laws of Maryland not required to be specifically stated in these articles. For the accomplishment of the aforesaid purposes, and in furtherance thereof, the Corporation shall have, and may exercise, all of the powers conferred by the general laws of the State of Maryland upon corporations formed thereunder.

3. PRINCIPAL OFFICE. The Corporation's principal office address is 610 Eliot Road, Pasadena, Maryland 21122 in the County of Anne Arundel.

4. RESIDENT AGENT. The Corporation's resident agent is Bohus T. Bata, an individual who is a citizen and resident of Maryland. The address of the resident agent is identical to the principal office address.

5. AUTHORIZED STOCK. The aggregate number of shares which the Corporation shall have the authority to issue is One Thousand (1,000) Common Stock, with no declared par value per share.

6. DIRECTORS. There shall be one initial director, whose name and address is:

Name	Address
Bohus T. Bata	610 Eliot Road Pasadena, Maryland 21122

7. DURATION. The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, for the purposes of forming the Corporation under the general laws of the State of Maryland, the undersigned has signed these Articles of Incorporation on this 26th day of May, 1992 and affirms that the statements made herein are true under penalties of perjury.

21498171

Bohus T Bata

Bohus T. Bata, Incorporator

3421 1037

1992 AUG 12 AM 11:21
RECEIVED 92 AUG 27 PM 2 23
STATE DEPT. OF ASSESSMENTS & TAXATION

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 525

DOCUMENT CODE 02 Amd BUSINESS CODE 03 COUNTY 52

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

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. 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
___ Designation of Resident Agent and Resident Agent's Address
___ Other Change _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Bohus Bata
610 Eliot Rd
Pasadena, Md 21122

TOTAL FEES 70

✓ Check ___ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: JS

3421 1078

BOOK 272 PAGE 526

ARTICLES OF INCORPORATION
OF
BOTB CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 27, 1992 AT 2:23 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	$

D3438470

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

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

RETURN TO:
BOHUS T. BATA
610 ELIOT ROAD
PASADENA MD 21122

231C3052556

A 392721

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3421 1036

AT5-080

BOOK 272 PAGE 527

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
05-28-92 at 9:19 m.

ASSESSMENTS & TAXATION
STATE DEPT. OF
92 MAY 28 AM 9 49
RECEIVED

ARTICLES OF INCORPORATION

KRUSE CONTROLS, INC.

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

1992 AUG 12 AM 11:21

FIRST: I, RAYMOND F. KRUSE JR., whose post office address is 121 County Club Drive, 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 KRUSE CONTROLS, INC.

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

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

(1) To engage in the business of providing instrumental and control systems to industry and others.

(2) To engage in the business of drafting, engineering drawing; systems installations, data acquistions, and system design.

(3) To provide and market services, prooducts, equipment and materials related to the above two purposes.

MICHAEL E. BROWN
ATTORNEY AT LAW
4313 EDRO AVENUE
BALTIMORE, MD. 21236
665-3758

50

2149842 0721 0726

(4) To engage in any other lawful purpose and/or business.

(5) To do anything permitted by Section 2-103 of the Corporation and Association 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 121 Country Club Drive, Geln Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State are Raymond F. Kruse Jr., 121 Country Club, 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, without par value.

SEVENTH: The number of directors of the Corporation shall be One (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the director, who shall act until the first annual meeting or until his successor is duly chosen and qualified is Raymond F. Kruse Jr.

EIGHT: The Corporation may idemnify 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 Association Article of the Annotated Code of Maryland.

MICHAEL E. BROWN
ATTORNEY AT LAW
4313 EDRO AVENUE
BALTIMORE, MD 21236
665-3758

3421 0727

Book 272 Page 528A

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 27th day of May, 1992, and I acknowledged the same to be my act.

WITNESS

Michael E. Brown

Michael E. Brown

Raymond F. Kruse Jr. (Seal)

Raymond F. Kruse Jr.
Incorporator

MICHAEL E. BROWN
ATTORNEY AT LAW
4313 EDRO AVENUE
BALTIMORE, MD 21236
665-3758

3421 0728

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator

Department of Assessments and Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 272 PAGE 529

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) ____ Surviving (Transferee) ____

CODE	AMOUNT	FEE REMITTED
10	30	Expedited Fee
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
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83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Termination of Limited Partnership
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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
____ Designation of Resident Agent and Resident Agent's Address
____ Other Change ____

Code ____

ATTENTION: ____

MAIL TO ADDRESS: Michael E. Brown
4313 Edro Ave
Balto, Md. 21236

TOTAL FEES 70

✓ Check ____ Cash

NOTE:

____ Documents on ____ checks

APPROVED BY: JMT

3431 0729

BOOK 272 PAGE 530

ARTICLES OF INCORPORATION
OF
KRUSE CONTROLS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND MAY 28, 1992 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	$

D3437985

TO THE CLERK OF THE COURT OF ANNE ARUNDEL COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN 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 E. BROWN
4313 EDRO AVENUE
BALTIMORE MD 21236

231C3052507

A 392677

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3421 0725

ATS-080

END
LIBER