Recorded October 9, 1961 at 12:15 P.M. Liber 11, Receipt No. 189924

OWLS CLUB OF HAGERSTOWN, INCORPORATED

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Walter A. Stonesifer, whose post office address is 630 Hayes Avenue, Hagerstown, Maryland, Hollis Fout, whose post office address is 159 West Washington Street, Hagerstown, Maryland, and Clarence Gordon, whose post office address is 1253 Crescent Road, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a charitable 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

OWLS CLUB OF HAGERSTOWN, INCORPORATED

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

To engage in social, fraternal and benevolent activities only, not for pecuniary profit;

For any of the purposes of the corporation, and not for pecuniary profit, to take, own, hold, deal in, mortgage or otherwise give liens against, and to lease, sell, exchange, transfer, or in any manner whatever to dispose of real property, within or without the State of Maryland, wherever situated;

For any of the purposes of the corporation, and not for pecuniary profit, to build, purchase or obtain by devise, gift or otherwise, any and all real and personal property within or without the State of Maryland, wherever situated;

For any of the purposes of the corporation, and not for pecuniary profit, to enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm,

association or corporation, municipal body politic, country, territory, state, government or colony or dependency thereof; and without limitation as to amount to draw, make, accept, endorse, discount, execute and issue promissory notes or other evidences of indebtedness of a corporation, whether secured by mortgage or otherwise, in so far as may be permitted by the laws of the State of Maryland, for a non-stock, non-profit corporation to do;

For any of the purposes of the corporation, and not for pecuniary profit, to have one or more offices to conduct its business, carry on its operations and promote objects within and without the State of Maryland and other states, the District of Columbia, the territories, colonies, and dependencies of the United States, and in foreign countries, without restrictions as to place or amount, but subject to the laws of such state, district, territory, colony, dependency or country.

FOURTH: The post office address of the principal office of the Corporation in this State is 25 West Antietam Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Walter A. Stonesifer, 630 Hayes Avenue, Hagerstown, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: No capital stock shall ever be issued and no dividends shall ever paid.

SIXTH: The purposes of the Corporation shall be charitable only and not for profit.

SEVENTH: The conditions and regulations of membership and the rights or other privileges of the classes of members shall be determined and fixed by the by-laws.

EIGHTH: The number of Trustees of the Corporation shall be three (3) which number may be increased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the trustees who shall act until the first annual meeting or until their successors are duly chosen and qualify are

Walter A. Stonesifer, Hollis Fout and Daniel Hager.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on July 8th, 1961.

Walter A. Stonesifer
Walter A. Stonesifer

Hollis Fout
Hollis Fout

Clarence Gordon
Clarence Gordon

WITNESS:

Paul Ottinger
Paul Ottinger

STATE OF MARYLAND, WASHINGTON COUNTY:to-wit:

I HEREBY CERTIFY that on July 8th, 1961, before me, the subscriber, a Notary Public of the State of Maryland in and for Washington County, personally appeared Walter A. Stonesifer, Hollis Fout and Clarence Gordon and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Virginia B. Ritz
Virginia B. Ritz
Notary Public

My Commission Expires:
May 6, 1963

4

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
OCT 9 12 14 PM '61
LIBER F.N.M.
LAND RECORDS
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

OWLS CLUB OF HAGERSTOWN, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland July 11, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11028

Recorded in Liber F256, folio 203, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Boykin

Recorded October 9, 1961 at 12:15 P.M. Liber 11, Receipt No. 189924

ARTICLES OF INCORPORATION OF

QUADRANGLE RESEARCH, INCORPORATED

- - - - - - - - - - -

THIS IS TO CERTIFY:

FIRST: THAT WE, THE UNDERSIGNED, RALPH H. WILLIAMS, WHOSE POST OFFICE ADDRESS IS 1709 THE TERRACE, HAGERSTOWN, MARYLAND, KINGSTON G. DUNLEAVY, WHOSE POST OFFICE ADDRESS IS 1700 THE TERRACE, HAGERSTOWN, MARYLAND, AND S. ROLFE GREGORY, WHOSE POST OFFICE ADDRESS IS ROUTE #2 WILLIAMSPORT, MARYLAND, ALL BEING OF FULL LEGAL AGE, DO HEREBY ASSOCIATE OURSELVES AS INCORPORATORS WITH THE INTENTION OF FORMING A CORPORATION UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND.

SECOND: THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE CORPORATION) IS QUADRANGLE RESEARCH, INCORPORATED."

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

(A) TO DESIGN, DEVELOP, MANUFACTURE, BUY, SELL, ASSEMBLE, REPAIR, STORE, HIRE, OPERATE AND DEAL IN AND WITH ELECTRONIC, MECHANICAL, ELECTRICAL, OR ELECTRO-MECHANICAL DEVICES OF ALL KINDS, AND PARTS THEREOF AND SUPPLIES THEREFOR, AND ALL ARTICLES AND THINGS PERTAINING THERETO OR TO THE OPERATION THEREOF.

(B) TO CARRY ON AND CONDUCT A GENERAL ENGINEERING BUSINESS DEALING WITH THE ASSEMBLING, INSPECTING, TESTING, AND OTHER PROCESSING OF ELECTRONIC, MECHANICAL, ELECTRICAL, OR ELECTRO-MECHANICAL DEVICES AND TO ENGAGE IN SUPERVISING, DESIGNING, CONSTRUCTING, MANAGING, AND OPERATING ANY AND ALL WORK OF ALLIED PROJECTS.

(C) TO MANUFACTURE ANY AND ALL MACHINERY, SUPPLIES, AND EQUIPMENT NECESSARY OR INCIDENTAL TO CARRYING ON THE GENERAL BUSINESS OF BUYING, SELLING, REPAIRING, AND TESTING ELECTRONIC, MECHANICAL, ELECTRICAL, OR ELECTRO-MECHANICAL DEVICES OF ALL KINDS OF EVERY DESCRIPTION, AND TO DO ANY AND ALL THINGS NECESSARY AND INCIDENTAL TO THE CARRYING ON OF THE BUSINESS, INCLUDING THE RIGHT TO OWN, BUY, LEASE, OR OTHERWISE ACQUIRE SUCH REAL ESTATE AS MAY BE NECESSARY FOR CARRYING OUT THE PURPOSES FOR WHICH THIS CORPORATION IS ORGANIZED.

(D) TO APPLY FOR, OBTAIN, REGISTER, PURCHASE, LEASE, OR OTHERWISE ACQUIRE, AND TO HOLD, OWN, USE, OPERATE, DEVELOP, IMPROVE, INTRODUCE, COMMERCIALIZE, MORTGAGE, SELL, ASSIGN, OR OTHERWISE DISPOSE OF AND DEAL WITH ANY AND ALL PATENTS, PATENT RIGHTS, PATENT APPLICATIONS, LICENSES, EASEMENTS, AND ALL INVENTIONS, IMPROVEMENTS, FORMULAE, INFORMATION AND PROCESSES USED IN CONNECTION WITH OR SECURED UNDER LETTERS PATENT OF THE UNITED STATES OR ELSEWHERE OR OTHERWISE; AND TO USE, EXERCISE, DEVELOP, COMMERCIALIZE, FINANCE, MANUFACTURE UNDER, GRANT LICENSES IN RESPECT OF, OR OTHERWISE TURN TO ACCOUNT, ANY SUCH PROCESSES, FORMULAE, INFORMATION, PATENTS, PATENT RIGHTS, LICENSES, INVENTIONS,

IMPROVEMENTS, EASEMENTS, CONCESSIONS AND THE LIKE AND WITH A VIEW TO THE WORKING AND DEVELOPMENT OF THE SAME, AND TO CARRY ON ANY LAWFUL BUSINESS WHATSOEVER, WHETHER MANUFACTURING OR OTHERWISE, WHICH THE CORPORATION MAY DEEM CALCULATED DIRECTLY OR INDIRECTLY TO ACCOMPLISH ITS OBJECTS OR ANY OF THEM.

(E) 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.

(F) 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.

(G) TO PURCHASE, LEASE, HIRE OR OTHERWISE ACQUIRE, HOLD, OWN, DEVELOP, IMPROVE AND DISPOSE OF, AND TO AID AND SUBSCRIBE TOWARD THE ACQUISITION, DEVELOPMENT OR IMPROVEMENT OF REAL AND PERSONAL PROPERTY AND RIGHTS AND PRIVILEGES THEREIN.

(H) TO CARRY ON ANY OTHER BUSINESS IN CONNECTION THEREWITH WHICH MAY SEEM TO THE CORPORATION TO BE CALCULATED, DIRECTLY OR INDIRECTLY, TO EFFECTUATE THE AFORESAID OBJECTS, OR ANY OF THEM, OR TO FACILITATE IT IN THE TRANSACTION OF ITS AFORESAID BUSINESS, OR ANY PART THEREOF, OR IN THE TRANSACTION OF ANY OTHER BUSINESS THAT MAY BE CALCULATED, DIRECTLY OR INDIRECTLY, TO ENHANCE THE VALUE OF ITS PROPERTY AND RIGHTS, NOT CONTRARY TO THE LAWS OF THE STATE OF MARYLAND, THE SAID CORPORATION SHALL ENJOY AND EXERCISE ALL THE POWERS AND RIGHTS CONVEYED BY STATUTE UPON THE CORPORATION AND THE ENUMERATION OF THE SPECIFIC POWERS IN THIS CERTIFICATE OF INCORPORATION ARE IN FURTHERANCE OF AND NOT IN LIMITATION OF THE GENERAL POWERS CONFERRED BY LAW.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS NO. 1708 CATHEDRAL AVENUE, HAGERSTOWN, MARYLAND. THE NAME AND POST OFFICE ADDRESS OF THE RESIDENT AGENT OF THE CORPORATION IN THIS STATE ARE DAVID K. POOLE, JR., NO. 1708 CATHEDRAL AVENUE, HAGERSTOWN, MARYLAND. SAID RESIDENT AGENT IS AN INDIVIDUAL ACTUALLY RESIDING IN THIS STATE.

FIFTH: THE TOTAL NUMBER OF SHARES OF THE STOCK WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS TWO THOUSAND SHARES OF THE PAR VALUE OF ONE HUNDRED DOLLARS A SHARE, ALL OF ONE CLASS, AND HAVING AN AGGREGATE PAR VALUE OF TWO HUNDRED THOUSAND DOLLARS.

SIXTH: THE CORPORATION SHALL HAVE FIVE DIRECTORS AND RALPH H. WILLIAMS, KINGSTON G. DUNLEAVY, S. ROLFE GREGORY, NICHOLAS M. STEFANO, AND DAVID K. POOLE, JR. SHALL ACT AS SUCH UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFIED. THE NUMBER OF DIRECTORS MAY BE CHANGED IN SUCH LAWFUL MANNER AS THE BY-LAWS FROM TIME TO TIME MAY PROVIDE.

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SEVENTH: (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, 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 THE GENERAL LAWS OF THE STATE OF MARYLAND.

(B) THE BOARD OF DIRECTORS SHALL HAVE THE POWER TO MORTGAGE THE PROPERTY OF THE CORPORATION FROM TIME TO TIME WITHOUT THE APPROVAL OF THE STOCKHOLDERS, SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

(C) THE ABOVE GRANTED POWERS TO THE CORPORATION AND TO THE BOARD OF DIRECTORS THEREOF ARE IN FURTHERANCE OF AND NOT IN LIMITATION OF THE GENERAL POWERS CONFERRED BY LAW UPON THE DIRECTORS OF THE CORPORATION.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THIS 2nd DAY OF June, A.D., 1961.

WITNESS

Clifton L. Smith

Ralph H. Williams
RALPH H. WILLIAMS

Kingston G. Dunleavy
KINGSTON G. DUNLEAVY

S. Rolfe Gregory
S. ROLFE GREGORY

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 2nd DAY OF June A.D., 1961, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED RALPH H. WILLIAMS, KINGSTON G. DUNLEAVY, AND S. ROLFE GREGORY, AND SEVERALLY ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.

Clifton L. Smith
NOTARY PUBLIC

MY COMMISSION EXPIRES:
MAY 6, 1963

ARTICLES OF INCORPORATION

OF

QUADRANGLE RESEARCH, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland July 7, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11001

Recorded in Liber 7255, folio 585, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....10.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded October 9, 1961 at 12:15 P.M. Liber 11, Receipt No. 18992

ARTICLES OF INCORPORATION

FOR

MASON AND DIXON TIMING ASSOCIATION, INC.

FIRST: WE, THE UNDERSIGNED, John E. Ryder, whose post office address is Woodpoint Avenue, Hagerstown, Maryland, William R. Johnson, whose post office address is No. 1114 Security Road, Hagerstown, Maryland, and James Vernon Cockrell, Jr. whose post office address is No. 214 Buena Vista Avenue, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

MASON AND DIXON TIMING ASSOCIATION, INC.

THIRD: The purposes for which the Corporation is formed are as follows: for social purposes and to promote an interest in hot rod activities and drag racing; to promote safe driving of motor vehichles; to conduct track motor vehicle racing; exhibitions, and contests of speed, and races of every kind and description; 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; to purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situate.

FOURTH: The post office address of the principal office of the Corporation in this State is Woodpoint Avenue, Hagerstown, Maryland. The name and post office address of the residentagent of the Corporation in this

State are John E. Ryder, Woodpoint Avenue, Hagerstown, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The Corporation is not authorized to issue capital stock.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are John E. Ryder, William R. Johnson, and James Vernon Cockrell, Jr.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we, John E. Ryder, William R. Johnson, and James Vernon Cockrell, Jr., being all of the incorporators herein above named have hereunto set our respective hands and seals this 12th day of July, 1961.

Witness:

Virginia B. Ritz

Virginia B. Ritz

Virginia B. Ritz

John E. Ryder (SEAL)
John E. Ryder

William R. Johnson (SEAL)
William R. Johnson

James Vernon Cockrell, Jr. (SEAL)
James Vernon Cockrell, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY; to-wit:

I HEREBY CERTIFY, that on this 12th day of July, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared John E. Ryder, William R. Johnson, and James Vernon Cockrell, Jr. and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Virginia B. Ritz
Notary Public

My Commission Expires:
May 6, 1963

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
OCT 9 12 14 PM '61
LIBER
FOLIO
LAND RECORDS
C/SALES
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

MASON AND DIXON TIMING ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 25, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11247

Recorded in Liber F858, folio 21, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded October 9, 1961 at 12:15 P.M. Liber 11, Receipt No. 189924

HUNTER DEVELOPMENT COMPANY, INCORPORATED

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Paul Ottinger, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, Irving M. Einbinder, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, and Joanne Snyder, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

HUNTER DEVELOPMENT COMPANY, INCORPORATED

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

To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, incumber, lease, hire and deal in real and personal property of every name and nature, including stocks and securities of other corporations, and to loan money and take securities for the payment of all sums due the corporation, and to sell, assign and release such securities.

To sell, manage , improve, develop, assign, transfer, convey, lease, sublease, pledge or otherwise alienate or dispose of, and to mortgage or otherwise encumber the lands, buildings, real property, chattels real, and other property of the company, real and personal, and wheresoever situate, and any and all legal and equitable rights therein.

To carry on and conduct a general contracting business, including the designing, constructing, enlarging, repairing, remodeling or otherwise engaging in any work upon buildings, roads, side walks, highways, bridges, or manufacturing plants; and to

engage in iron, steel, wood, brick, concrete, stone, cement, masonry 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 herewith.

FOURTH: The post office address of the principal office of the Corporation in this State is 42 Jonathan Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Paul Ottinger, 42 Jonathan Street, Hagerstown, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars ($100,000.00).

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Paul Ottinger, Irving M. Einbinder and Joanne Snyder.

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: 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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on July 24th, 1961.

Paul Ottinger

Irving M. Einbinder

Joanne Snyder

WITNESS:

Virginia B. Ritz

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 24th day of July, 1961, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Washington, personally appeared Paul Ottinger, Irving M. Einbinder, and Joanne Snyder and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Virginia B. Ritz
Notary Public

My Commission Expires: May 6, 1963

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
OCT 9 12 15 PM '61
LEDD
LANDIS CARRIGAN CONKLIN
& MERLAN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

HUNTER DEVELOPMENT COMPANY, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland July 25, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11257

Recorded in Liber F257, folio 614, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Bastian

Recorded October 9, 1961 at 12:15 P.M. Liber 11, Receipt No. 189924

ARTICLES OF INCORPORATION

FOR

THE FLYING CHARIOTS HOT ROD CLUB, INC.

FIRST: WE, THE UNDERSIGNED, Larry B. Dietrich, whose post office address is No. 215 Frederick Street, Hagerstown, Maryland, Jack R. King, whose post office address is No. 401 South Potomac Street, Hagerstown, Maryland, and Richard L. McDonald, whose post office address is No. 157 South Prospect Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

THE FLYING CHARIOTS HOT ROD CLUB, INC.

THIRD: The purposes for which the Corporation is formed are as follows: for social purposes and to promote an interest in hot rod activities and drag racing; to promote safe driving of motor vehicles; to conduct track motor vehicle racing, exhibitions, and contests of speed, and races of every kind and description; 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; to purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situate.

FOURTH: The post office address of the principal office of the Corporation in this State is No. 401 South Potomac Street, Hagerstown, Maryland. The name and post office address of the resident agent of the

Corporation in this State are Jack R. King, No. 401 South Potomac Street, Hagerstown, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The Corporation is not authorized to issue capital stock.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Larry B. Dietrich, Jack R. King, and Richard L. McDonald.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we, Larry B. Dietrich, Jack R. King, and Richard L. McDonald, being all of the incorporators herein above named have hereunto set our respective hands and seals this 11th day of July, 1961.

Witness:

Virginia B. Ritz

Virginia B. Ritz

Virginia B. Ritz

Larry B. Dietrich (SEAL)
Larry B. Dietrich

Jack R. King (SEAL)
Jack R. King

Richard L. McDonald (SEAL)
Richard L. McDonald

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 11th day of July, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Larry B. Dietrich, Jack R. King, and Richard L. McDonald and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Virginia B. Ritz
Notary Public

My Commission Expires:
May 6, 1963

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STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
OCT 9 12 15 PM '91
CHECK
LAND CONVEYANCE SALES
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

THE FLYING CHARIOTS HOT ROD CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 25, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11248

Recorded in Liber CH 85 , folio 1 , one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded October 9, 1961 at 12:15 P.M. Liber 11, Receipt No. 189924

ARTICLES OF INCORPORATION

OLBO CORP.

- - -

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, JULIAN L. OLIVER, SR., whose post office address is 34 West Franklin Street, Hagerstown, Maryland; JULIAN L. OLIVER, JR., whose post office address is 609½ Sunset Avenue, Hagerstown, Maryland, and MARTIN V.B. BOSTETTER, whose post office address is 34 West Franklin Street, Hagerstown, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation, which is hereinafter called "The Corporation", is OLBO CORP.

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

1. To engage in and carry on a general merchandise business.

2. To engage in and carry on a general investment business.

3. 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.

4. To engage in and carry on the business of buying, selling and otherwise dealing in and with notes, mortgages, stocks, bonds, or other negotiable securities of every class and description.

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

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

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

business of The Corporation.

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

8. To purchase, lease, hire or otherwise acquire, hold, own, develop, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of The Corporation.

9. To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of any of the business of The Corporation.

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

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

12. To acquire by purchase, subscription or otherwise, and to hold, sell, assign, transfer, exchange, lease, mortgage,

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HAGERSTOWN, MD.

pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by any other corporation or association organized under the laws of the State of Maryland or of any other State, territory, district, colony or dependency of the United States of America, or of any foreign country; and, while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders, 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.

13. To issue shares of its stock of any class in the manner permitted by law, to raise money for any of the purposes of The Corporation or in payment for property purchased or for any other lawful consideration.

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

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HAGERSTOWN, MD.

15. 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, either 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.

16. To aid in any manner any corporation or association any bonds or other securities or evidences of indebtedness of which, or shares of stock in which, are held by or for this Corporation, or in which, or in the welfare of which, this Corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve, or enhance the value of, any such bonds or other securities or evidences of indebtedness, or such shares of stock, or any other property of this Corporation.

17. To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and in 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, 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 purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such purposes.

18. 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;

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and to maintain offices and agencies, in any or all States, territories, districts, colonies and dependencies of the United States of America and foreign countries.

FOURTH: The post office address of the place which shall be the principal office of The Corporation in this State will be located at 34 West Franklin Street, Hagerstown, Maryland. The resident agent of The Corporation is Julian L. Oliver, Sr., whose post office address is 34 West Franklin Street, Hagerstown, Maryland. Said agent is a citizen of the State of Maryland, actually residing therein.

FIFTH: The Corporation shall have three Directors and Julian L. Oliver, Sr., Julian L. Oliver, Jr. and Martin V.B. Bostetter shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized stock of The Corporation is one hundred thousand (100,000) shares, consisting of one hundred thousand (100,000) fully paid and nonassessable shares of common stock of the par value of One Dollar ($1.00) each.

SEVENTH: Subject to the General Laws of the State of Maryland, the voting power shall vest exclusively in the holders of the common stock.

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

2. The Board of Directors shall have power from time to time to fix and determine and to vary the amount of the working capital of The Corporation; to determine whether any, and, if any, what part, of the surplus of The Corporation or of the net profit arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the

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Charter; and to direct and determine the use and disposition of any of such surplus or net profit which the Board of Directors may in its discretion use and apply any of such surplus or net proceeds 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 terms as the Board of Directors shall deem expedient.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation this 26th day of July, A.D. 1961.

ARTICLES

Julian L. Oliver, Sr. (SEAL)
Julian L. Oliver, Sr.

WITNESS AS TO ALL SIGNATURES: Julian L. Oliver, Jr. (SEAL)
Julian L. Oliver, Jr.

M. Frances Diffendal Martin V.B. Bostetter (SEAL)
M. Frances Diffendal

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 24th day of July, A.D. 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Julian L. Oliver, Sr., Julian L. Oliver, Jr. and Martin V.B. Bostetter and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

M. Frances Diffendal
M. Frances Diffendal (Notary Public)

My Commission Expires:
May 6, 1963.

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

ARTICLES OF INCORPORATION

OF

OLBO CORP.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 26, 1961 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 11276

Recorded in Liber 7258, folio 455, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $20.00 Recording fee paid $12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Barton

Recorded October 9, 1961 at 12:15 P.M. Liber 11, Receipt No. 189924

ARTICLES OF INCORPORATION

OF

"BLACK ROCK BIBLE CHURCH"

THIS IS TO CERTIFY:

FIRST

That we, the subscribers, William Paul Heefner, whose post office address is Route No. 1, Smithsburg, Maryland, Jesse C.Smith, whose post office address is Route No. 2, Smithsburg,Maryland, Robert R.Monn, whose post office address is Route No. 1,Hagerstown, Maryland, Verlin L.Shoop, whose post office address is Route No. 1, Hagerstown,Maryland, Earl H.Donmoyer, whose post office address is 936 View Street, Hagerstown,Maryland, and Gerald A.Deal, whose post office address is Route No. 2, Smithsburg,Maryland, all being of full legal age and sui juris and residents of the State of Maryland, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of Corporations, associate ourselves with the intention of forming a religious corporation.

SECOND

The name of the Corporation, hereinafter called "the Corporation" is "BLACK ROCK BIBLE CHURCH".

THIRD

The post office address of said Corporation shall be Route No. 1, Hagerstown,Maryland.

FOURTH

The resident agent of said Corporation shall be Mrs. Carrie Edna Bowers, whose post office address is Route No. 1, Hagerstown, Maryland, and said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH

The duration of said Corporation shall be perpetual.

SIXTH

The purposes for which the Corporation is formed and the

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business and objects to be carried on and promoted by it are to establish a non-denominational religious association for the teaching of the gospel of the Lord Jesus Christ according to the dictates of the conscience of its members; to promote, establish and maintain such activities which shall develop and enhance the spiritual welfare of its members and of the public generally in the manner determined by the Board of Trustees.

SEVENTH

Said Corporation is being formed solely for religious and benevolent purposes and shall have no capital stock, and no part of the assets of the Corporation shall inure to the benefit of any of the members thereof not specifically hired or engaged by the Corporation to perform work for remuneration.

EIGHTH

The Corporation shall have the right to acquire by purchase, devise, bequest, gift, lease or in any other manner and to receive, hold, operate, manage, use, lease, mortgage, encumber, sell and dispose of or otherwise deal with any property, real, personal or mixed, situate within or without the State of Maryland, which the Corporation may deem appropriate or desirable to accomplish any of its purposes and objects.

NINTH

The Corporation shall have all the general powers conferred upon like corporations by the Public General Laws of the State of Maryland, and all amendments thereof, and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the general powers conferred upon it by Law.

TENTH

The estate, property, interests and business of the Corporation shall be held andmanaged by a board of seven(7) trustees,

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one of whom shall be the Minister for said religious Corporation for the time being and the remaining trustees shall be chosen from the enrolled members in good standing of said religious Corporation at least sixteen (16) years of age, at a congregational meeting held at the usual place of worship of the congregation on the third Thursday after the first Monday of each year. Candidates for the office of trustee shall be nominated by the Minister, or by a nominating committee appointed by the Minister, or from the floor at such meeting and shall be elected by a majority vote of the members present at such meeting. The following members,together with the pastor, Rev.William Paul Heefner, shall serve as trustees until their successors are duly chosen as herein provided, namely, Russell J. Hutzell, Robert R.Morn, Gerald A.Deal, Jesse C. Smith, Verlin L. Shoop and Verdeen W.Shoop. At the first annual congregational meeting after these Articles of Incorporation become effective, two (2) of said trustees shall be elected for a term of one year, two (2) for a term of two years and two (2) for a term of three years, and thereafter two trustees shall be elected at each congregational meeting to hold office for a period of three years; provided however, that all trustees shall hold office and continue to serve until their successors are duly elected and qualified. In the event of death, resignation, withdrawal or disqualification for any reason of any duly elected trustee, a trustee shall be elected to fill the unexpired term by a majority vote of the remaining trustees.

The Minister of said religious Corporation shall constitute and be the President of said Board of Trustees. Other officers of the Board of Trustees shall be a Vice-President,Secretary and Treasurer, which officers shall be elected annually by the Board of Trustees from the members thereof at the first meeting of said Board of Trustees after the annual congregational meeting, which

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shall be held within one month after said annual meeting. Said officers shall perform the duties usually assigned to their respective offices. Said Board of Trustees shall meet at least once a month for the discharge of their duties and special meetings thereof may be called at the request of the Minister or of three of the members of said board.

ELEVENTH

That said Board of Trustees shall be the custodian of all of the property of the Corporation and shall be responsible for the maintenance of the same. They shall manage said property as in their judgment and discretion they deem it advisable to promote the best interests and welfare of said Corporation, subject to the provisions hereof and the laws of the State of Maryland.

TWELFTH

That all funds belonging to said religious Corporation shall be deposited in the corporate name in such bank or banks as the majority of the Trustees may from time to time deem advisable and shall be subject to withdrawal by checks signed by the Treasurer of said Board of Trustees and countersigned by the Vice-President of said Board.

THIRTEENTH

That said Trustees be and they are hereby authorized and required to keep and maintain a roster of all of the members of said Church and to strike from said roster the names of all persons resigning therefrom or who died while a member thereof or whose attendance and participation in the affairs of said Church is so infrequent or whose conduct is such as to make it, in the judgment of said Trustees, advisable to no longer consider said person as a member of said Church.

FOURTEENTH

That all members of said religious Corporation whose names

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appear in the aforesaid roster who are at least sixteen years of age and in attendance at the annual meeting, shall, with the exceptions hereinafter provided, be entitled to vote thereat and all matters that are submitted at said meetings for consideration shall be determined by a majority vote of the members present and entitled to vote, excepting the employment and/or discharge of the Minister of said congregation, and the enactment of amendments to the Articles of Incorporation, which shall be determined by a vote of at least two-thirds of the members present who are twenty-one years of age or over, and otherwise entitled to vote.

FIFTEEN

That there shall be an annual business meeting for all members of said Church, which shall be known as "The Annual Congregational Meeting", and held on the third Thursday after the first Monday of each year for the purpose of the election of Trustees as hereinabove provided for and for the transaction of any other business of the Corporation. Notice of said meeting shall be given by announcement of the Minister on the two Sundays prior to the date of the meeting. At said annual meeting the reports of all officers shall be read. Said meeting may be adjourned by a majority vote of those present thereat and qualified to vote, to some other date for any cause whatsoever, and the elections hereinabove provided for may be held at such adjourned meeting and if so held shall be as valid to all intents and purposes as if said elections were held on the said third Thursday after the First Monday of each year. Special business meetings of the congregation may be called when necessary, after notice has been given by the Minister or by the Secretary of Board of Trustees on the two Sundays prior to the date of the meeting as above provided, provided the meeting has been agreed upon by a majority of the Board of Trustees. Special meetings may also be called by a petition signed by not less than one-fourth

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of the enrolled members of the Church, said petition to be placed in the hands of the Minister or the Secretary of the Board of Trustees and announcement thereof shall be made on the two Sundays prior to the date of meeting as aforesaid.

SIXTEENTH

The Corporation reserves unto itself the right to alter and amend the aforegoing Articles of Incorporation and to adopt additional articles at any annual congregational meeting or special congregational meeting called for that purpose, and said amendments shall be presented and adopted as provided in Article 23 ,Section 264 of the 1957 Edition of the Annotated Code of Maryland, in manner following:

(1) The Trustees or a majority of them shall pass a resolution declaring that such amendment or amendments is or are advisable and calling a meeting of all persons above twenty-one years of age belonging to such Church to take action thereon.

(2) Ten days' written or printed notice stating the place, day and hour of such meeting and the business proposed to be transacted thereat shall be given to each such person by leaving the same with him or at his residence or usual place of business or by mailing it, postage prepaid and addressed to him at his address as it appears upon the records of said Church.

(3) If two-thirds of all such persons attending such meeting vote in favor of such amendment or amendments, articles of amendment setting forth the same and stating that the same has or have been duly advised by the Trustees and adopted by such persons,shall be signed and acknowledged in the name and on behalf of the Church by such of the Trustees as shall be designated in the resolution declaring such amendment or amendments advisable, and the matters and facts set forth in said articles of amendment shall be verified under oath by the chairman or secretary of the meeting

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HAGERSTOWN, MD.

at which such amendment or amendments was or were adopted.

IN WITNESS WHEREOF, we have hereunto signed our names and affixed our seals this 24th day of July, A.D.1961.

William Paul Heefner (SEAL)
William Paul Heefner

Jesse C. Smith (SEAL)
Jesse C.Smith

Robert R. Monn (SEAL)
Robert R.Monn

Verlin L. Shoop (SEAL)
Verlin L.Shoop

Earl H. Donmoyer (SEAL)
Earl H.Donmoyer

TEST:

Louise P. Spessard
Louise P.Spessard

Gerald A. Deal (SEAL)
Gerald A.Deal

STATE OF MARYLAND,WASHINGTON COUNTY,to-wit:

I HEREBY CERTIFY,That on this 24th day of July,A.D.1961, before me,the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared William Paul Heefner, Jesse C.Smith, Robert R.Monn, Verlin L.Shoop, Earl H. Donmoyer and Gerald A.Deal, known to me to be the persons whose names are subscribed to the aforegoing Articles of Incorporation and acknowledged that they executed the same for the purposes therein contained.

Witness my hand and Official Notarial Seal.

Louise P. Spessard
Louise P.Spessard
Notary Public

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
OCT 9 12 15 PM '61
LIBER
LAND ☐ CHARTER ☐ FOLIO
C. MERLIN SNYDER
CLERK ☐ SALE ☐

ARTICLES OF INCORPORATION

OF

BLACK ROCK BIBLE CHURCH

approved and received for record by the State Department of Assessments and Taxation of Maryland July 28, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11297

Recorded in Liber F058, folio 341, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Boston

Recorded October 9, 1961 at 12:15 P.M. Liber 11, Receipt No. 189924

ARTICLES OF INCORPORATION

HAMILTON-AMBROSE PONTIAC, INC.

THIS IS TO CERTIFY:

First: That we, the subscribers, William C. Hamilton, whose Post Office address is 1407 Oak Hill Avenue, Hagerstown, Washington County, Maryland, Lawrence P. Ambrose, whose Post Office address is 2330 Appletree Drive, Hagerstown, Washington County, Maryland, and Daniel S. Sowers, whose Post Office address is 505 Beverly Lane, Hagerstown, Washington County, Maryland, each of whom are at least twenty-one years of age, do hereby, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves for the purpose and with the intention of forming a corporation.

Second: That the name of the corporation is:

HAMILTON-AMBROSE PONTIAC, INC.

Third: That the purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

A. To exercise all or any of the general powers conferred upon corporations by the General Laws of Maryland as now existing and any and all amendments thereto hereafter made (and without in any way limiting the right to exercise such general powers) and in addition thereto

B. To own, lease, operate and conduct the general business of buying, selling, exchanging, servicing, and repairing automobiles and motor vehicles of every nature and description, both at wholesale and retail.

C. To buy, sell and otherwise deal in, both at wholesale and retail, automotive parts and accessories, gasoline, motor fuels, greases, oils, equipment, parts and all other tangible personal property of every nature and description.

D. To purchase, acquire, lease, sell and mortgage real estate and tangible personal property of every nature and

description.

D. To purchase, acquire, dispose of, lease and sell all or any part of the property, rights, businesses, contracts, good-will, franchise, and assets of every kind of any corporation, partnership or individual engaged in, carrying on or having carried on in whole or in part any business that the corporation may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof.

E. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like which may be used for or be incidental to any of the purposes of the corporation and to use, exercise, develop and grant licenses in respect of, sell or otherwise dispose of and deal in the same.

F. To engage generally and to perform any and all acts reasonably necessary or incidental to the conduct of the purchase, sale and exchange of motor vehicles of every nature and description and to do and perform and carry out any and all acts reasonably incidental to the conduct of such business.

Fourth: The Post Office address of the principal office of the corporation in this State will be located at 237 Frederick Street, Hagerstown, Washington County, Maryland. The resident agent of the corporation is William C. Hamilton, whose Post Office address is 1407 Oak Hill Avenue, Hagerstown, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The total number of shares of stock of all classes which the corporation has authority to issue is 4,500 shares having a par value of Ten ($10.00) Dollars each. The aggregate par value of all such shares is $45,000.00.

Sixth: The shares of said stock shall be non-assessable and shall be entitled to one vote per share at all meetings of stockholders of the corporation. Dividends may be declared

thereon in such amounts and at such times as the Directors may determine, subject to the provisions of law. In the event of liquidation or winding up of the corporation, whether voluntary or involuntary, the assets remaining after the payment of all debts, taxes, costs and expenses shall be distributed to the holders of said stock in proportion to their respective holdings thereof.

Seventh: The shares of stock of the corporation shall be transferable only on the books of the corporation upon surrender of the certificates therefor properly endorsed.

Eighth: 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 as such until the first annual meeting or until their successors are duly chosen and qualify are William C. Hamilton, Lawrence P. Ambrose and Daniel S. Sowers.

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:

A. The Board of Directors of the Corporation is hereby authorized and empowered to authorize the issuance from time to time of shares of stock, of any class, whether now or hereafter authorized or securities convertible into the shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors deem advisable, subject to such limitations and restrictions, if any, as may be provided by law or set forth in the by-laws of the corporation.

B. The corporation reserves the right to make from time to time any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise. Any such amendment shall be valid if

authorized by the holders of 75 per centum of all issued and outstanding stock.

C. Stockholders shall have preemptive rights.

Tenth: The Charter of this corporation shall be perpetual.

William C. Hamilton

William C. Hamilton

Lawrence P. Ambrose

Lawrence P. Ambrose

Daniel S. Sowers

Daniel S. Sowers

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 25th day of July, A. D., 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William C. Hamilton, Lawrence P. Ambrose and Daniel S. Sowers, personally known to me to be the persons whose names are subscribed to the aforegoing instrument and who did each acknowledge that they executed the same for the purposes therein contained.

Witness my hand and official Notarial Seal.

Beulah E. Sherman

Beulah E. Sherman
Notary Public

BEULAH E. SHERMAN NOTARY PUBLIC WASHINGTON COUNTY, MD.

My Commission Expires: May 6, 1963

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
OCT 9 12 15 PM '61
FILED
CHARLES C. SCHALEC
& MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

HAMILTON-AMBROSE PONTIAC, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 26, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11296

Recorded in Liber F 658, folio 349, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bartgis

Recorded October 9, 1961 at 12:15 P.M. Liber 11, Receipt No.189924

HUNTER CONSTRUCTION COMPANY, INCORPORATED

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Paul Ottinger, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, Irving M. Einbinder, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, and Joanne Snyder, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

HUNTER CONSTRUCTION COMPANY, INCORPORATED

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

To carry on and conduct a general contracting business, including the designing, constructing, enlarging, repairing, remodeling or otherwise engaging in any work upon buildings, water connections, sewer connections, roads, side walks, highways, bridges, or manufacturing plants; and to engage in iron, steel, wood, brick, concrete, stone, cement, masonry 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 herewith.

FOURTH: The post office address of the principal office of the Corporation in this State is 42 Jonathan Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Paul Ottinger, 42 Jonathan Street, Hagerstown, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars ($100,000.00) .

SIXTH: The number of directors of the Corporation shall be

three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Paul Ottinger, Irving M. Einbinder and Joanne Snyder.

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: 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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on July 27th, 1961.

Paul Ottinger
Paul Ottinger

Irving M. Einbinder
Irving M. Einbinder

Joanne Snyder
Joanne Snyder

WITNESS:

Virginia B. Ritz
Virginia B. Ritz

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 27th day of July, 1961, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Washington, personally appeared Paul Ottinger, Irving M. Einbinder, and Joanne Snyder and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Virginia B. Ritz
Virginia B. Ritz
Notary Public

My Commission Expires: May 6, 1963

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 1227
OCT 9 12 15 PM '61
FILED
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CHARGED
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

HUNTER CONSTRUCTION COMPANY, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland July 28, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11293

Recorded in Liber 1258, folio 360, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Burton

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

ARTHUR F. FLOOD AND ASSOCIATES, INC

were received for record on July 13, 19 61, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert M. Ward
Director

Recorded October 12, 1961 at 12:15 P.M. Liber 1D, Receipt No. 189924

ARTHUR F. FLOOD AND ASSOCIATES, INC.

ARTICLES OF DISSOLUTION

Arthur F. Flood and Associates, Inc., a Maryland corporation having its principal office in Washington County, (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland, is Hagerstown Trust Building, Hagerstown, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up are Irvine H. Rutledge, Hagerstown Trust Building, Hagerstown, Maryland. Said resident is an individual actually residing in this State.

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

Name	Post Office Address
Arthur F. Flood	166 Foxwood Road Stamford, Connecticut
E. Stuart Bushong	Hagerstown Trust Building Hagerstown, Maryland
Irvine H. Rutledge	Hagerstown Trust Building Hagerstown, Maryland

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

Name	Title	Post Office Address
Arthur F. Flood	President and Treasurer	166 Foxwood Road Stamford, Connecticut
E. Stuart Bushong	Secretary	Hagerstown Trust Bldg. Hagerstown, Md.

SIXTH: The dissolution of the Corporation was duly advised by the Board of Directors at a meeting held June 16, 1961.

SEVENTH: No shares of stock of the Corporation are outstanding or subscribed for.

EIGHTH: The Corporation has no known Creditors.

NINTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments and Taxation of Maryland) stating in effect that all taxes levied on assessments made by the said Department and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 160 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

Hugh K. Troxell, Tax Collector for Washington County,

W. H. Burhans, Sr., Tax Collector for the City of Hagerstown, Maryland

IN WITNESS WHEREOF, these Articles of Dissolution are signed in the name and on behalf of Arthur F. Flood and Associates, Inc. by its President and its corporate seal to be hereto affixed and attested by its secretary on the 6 day of

July, 1961.

ARTHUR F. FLOOD AND ASSOCIATES, INC.

By Arthur F. Flood
Arthur F. Flood, President

ATTEST:

E. Stuart Bushong
E. Stuart Bushong, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 6th day of July, A.D., 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Arthur F. Flood, President of Arthur F. Flood and Associates, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said corporation; and at the same time personally appeared E. Stuart Bushong and made oath in due form of law that he was secretary of the meeting of the Board of Directors of the corporation at which the dissolution of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

Shelby J. Crawford
Notary Public

My Comm. Exp. May 6, 1962

Hugh K. Troxell
TREASURER
OF
WASHINGTON COUNTY, MD.
Hagerstown, Maryland

June 30, 1961

RE: Dissolution of Arthur Flood, Inc.

This is to certify; That the books and records of the County Treasurer for Washington County show no taxes levied on assessments by the State Department of Assessments and Taxation have been paid by ARTHUR FLOOD, INC. as it is understood that this corporation did not possess tangible personal property at any time- hence itiis apparent that the account would not be certified to us.

Witness the hand and seal of Hugh K. Troxell, County Treasurer for Washington County this 30th. day of June, A.D., 1961.

Hugh K. Troxell SEAL
Hugh K. Troxell, Treas.
Treasurer for Washington Co.

45

CITY OF HAGERSTOWN
MARYLAND

DEPARTMENT OF REVENUE & FINANCE
W. H. BURHANS, SR.
TAX COLLECTOR & TREASURER

July 1, 1961

TO WHOM IT MAY CONCERN:

I, Irvin K. Bloom, Deputy Tax Collector and Treasurer for THE CITY OF HAGERSTOWN, do hereby certify that the records of our office do not show any unpaid MUNICIPAL TAXES, interest or penalties owing by, ARTHUR F. FLOOD AND ASSOCIATES, INC., up to and including June 30, 1961.

Irvin K Bloom

Irvin K Bloom, Deputy Tax
Collector & Treasurer

IKB/fc

STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
ANNAPOLIS, MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

ARTHUR F. FLOOD AND ASSOCIATES, INC.

have been paid.

WITNESS my hand and official seal this twenty - eighth day of June A. D. 1961

Deputy Comptroller

STATE OF MARYLAND

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 WEST PRESTON STREET

BALTIMORE 1

ALBERT W. WARD
DIRECTOR

WILLIAM H. RILEY
CHIEF SUPERVISOR
OF ASSESSMENTS

June 21, 1961

DAVID W. BRYON
Lane, Bushong & Byron
Hagerstown Trust Building
Hagerstown, Maryland

Dear Sir:

THIS IS TO CERTIFY that according to the records of the State Department of Assessments and Taxation, assessments of personal property taxable to

ARTHUR F. FLOOD AND ASSOCIATES, INC.

a Maryland corporation, have been certified to the following counties and cities for the collection of taxes thereon, which taxes are not barred by Section 212 of Article 81 or otherwise:

NONE

This certificate is made pursuant to Chapter 135 of the Acts of 1951.

WITNESS my hand and the Seal of the State Department of Assessments and Taxation of Maryland, at Baltimore, this 21st of June.

Harvey C. Eubanks

HCE:RAH

ARTICLES OF DISSOLUTION

OF

ARTHUR F. FLOOD AND ASSOCIATES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 13, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11077

Recorded in Liber 7256, folio 350 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Filing fee paid~~ $...10.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded October 9, 1961 at 12:15 P.M. Liber 10, Receipt No. 189924

MARYLAND PIPE & METALS COMPANY

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Charter of Maryland Pipe & Metals Company, a Maryland corporation, having its principal office in the City of Hagerstown, Washington County, Maryland, is hereby amended as follows:

(a) By striking out Article SECOND of the Charter, and inserting in lieu thereof the following:

That the name of the Corporation (which is hereinafter called the Corporation), is "MARYLAND METALS, INC."

SECOND: That the Board of Directors of the corporation at a meeting duly convened and held on June 21, 1961, at which meeting a quorum was present and acting throughout, duly advised the amendment of the Charter of the Corporation hereinabove set forth, by passing a resolution declaring that said amendment is advisable, and submitting said resolution to a special meeting of the stockholders of the Corporation to be called.

THIRD: That a meeting of the stockholders of the Corporation was duly convened and held on June 21st, 1961, at which meeting there was present and voting the holders of all of the outstanding shares of stock of said Corporation and at said meeting the aforegoing Resolution of the Board of Directors was duly approved and the Officers of the Corporation were directed and authorized to carry out and effect the change of Corporate name aforesaid.

IN WITNESS WHEREOF, Maryland Pipe & Metals Company has caused these presents to be signed in its name and on its behalf by its President, and has caused its corporate seal to be attached and attested by its Secretary this 21st day of June, 1961.

MARYLAND PIPE & METALS COMPANY

Attest to Corp. Seal:

BY Harry Kerstein
Harry Kerstein, President

Sidney Metzner, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 21st day of June, A. D., 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County aforesaid, personally appeared Harry Kerstein, President of Maryland Pipe & Metals Company, a Maryland corporation, and in the name and on behalf of said Corporation, acknowledged the aforegoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Sidney Metzner, who made oath in due form of law that he was Secretary at both the meeting of the Board of Directors and the meeting of the stockholders aforesaid and he did further make oath in due form of law that the matters and facts set forth in said Articles of Amendment with respect to approval are true to the best of his knowledge, information and belief.

In witness whereof, I have hereunto subscribed my name and affixed my official Notarial Seal the day and date last above written.

Elizabeth C. Deedy

Notary Public

My Commission Expires: May 6, 1963.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
OCT 9 12 15 PM '61
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LAND CHARGES C/SALE
G. MERLIN SNYDER
CLERK

ARTICLES OF AMENDMENT

OF

MARYLAND PIPE & METALS COMPANY

changing its name to

MARYLAND METALS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 6, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 10985

Recorded in Liber 7855, folio 330, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Recorded October 9, 1961 at 12:15 P.M. Liber [illegible], Receipt No. 189924

THE HAGERSTOWN CABINET COMPANY

ARTICLES OF REVIVAL

The Hagerstown Cabinet Company, a Maryland corporation having its principal office in Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the Department of Assessments and Taxation of the State of Maryland, that:

FIRST: The charter of the Corporation was forfeited on October 30, 1959, for the non-payment of taxes or for failure to file an annual report with the Department of Assessments and Taxation of the State of Maryland, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was The Hagerstown Cabinet Company.

THIRD: The name by which the Corporation will hereafter be known is The Hagerstown Cabinet Company.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is 445 West Antietam Street, Hagerstown, Washington County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are Edwin H. Smead, 445 West Antietam Street, Hagerstown, Washington County, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: At or prior to the filing of these Articles of Revival, the Corporation has:

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;

(c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Treasurer of the Corporation, have signed these Articles of Revival on the 19th day of July, 1961.

Edwin H. Smead
Last Acting President

Floyd S. Bennett, Jr.
Last Acting Treasurer

STATE OF MARYLAND, COUNTY OF WASHINGTON, to-wit:

I HEREBY CERTIFY, that on the 19th day of July, A.D., 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Edwin H. Smead, the last acting President and Floyd S. Bennett, Jr., the last acting Treasurer of The Hagerstown Cabinet Company, a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

WITNESS my hand and Official Notarial Seal.

Shelby J. Crawford
Notary Public

Comm. Exp. May 6, 1963

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LIBER
FOLIO
L. MEL HOOVER
CLERK

ARTICLES OF REVIVAL

OF

THE HAGERSTOWN CABINET COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland July 24, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11265

Recorded in Liber F258, folio 112, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Paid in advance~~ $.....25.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

SEAL

Recorded October 9,1961 at 12:15 P.M. Liber 13, Receipt No. 189924

DAGMAR HALL, INC.

STOCK ISSUANCE STATEMENT

Dagmar Hall, Inc., a Maryland Corporation, having its principal office in Hagerstown, Washington County, Maryland, (hereinafter called the Corporation) hereby certifies to the State Tax Commission of Maryland, that:

The Corporation has authorized the issuance of One Thousand One Hundred Sixty-five (1,165) full paid and non-assessable shares of the par value of One Hundred ($100.00) Dollars per share of the common capital stock of the Corporation, for the following property, namely:

a. All that parcel of land improved by a concrete building used and known as Dagmar Hall, situated on the Northeast corner formed by the intersection of West Antietam Street and Summit Avenue in Hagerstown, Washington County, Maryland, and being the same property conveyed from Dagmar Hotel Company, Inc., to D. Newton Litton and Mildred F. Litton, his wife, by deed dated March 10, 1958 and recorded in Liber 333, folio 353, among the Washington County Land Records, to which Deed reference is hereby made.

b. All that tract of land improved by a brick building known as Nos. 62-62½-64 West Antietam Street, being located on the North side of West Antietam Street in Hagerstown, Washington County, Maryland, and being the same property conveyed from Charles A. Papa and Dorothy E. Papa, his wife, to D. Newton and Mildred F. Litton, his wife, by deed dated June 29, 1961, and recorded in Liber 369, folio 144, among the aforesaid Land Records, to which deed reference is hereby made.

c. All of the goods, chattels and tangible personal property now owned by D. Newton Litton and Mildred F. Litton, his wife, and presently located in Dagmar Hall and being used in their present business of furnishing room and board to students and guests in their dormitory.

d. All the supplies now owned by D. Newton Litton and Mildred F. Litton, his wife, and presently located in Dagmar Hall, and used in carrying on the business of furnishing room and board to students and guests in the dormitory.

The actual cash value of said consideration to be received by the Corporation as determined by the Board of Directors, is not less than One Hundred Sixteen Thousand Five Hundred ($116,500.00) Dollars.

The actual value of the consideration to be received by the Corporation as determined by the Board of Directors, is at least equal to the par value of the shares to be issued.

The Issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on July 10, 1961.

In Witness Whereof, The Dagmar Hall, Inc., has caused these presents to be signed in its name and on its behalf by its President and its Corporate Seal to be hereunto affixed and attested by its Secretary this 17th day of July, A.D. 1961.

DAGMAR HALL, INC.

BY: D. Newton Litton
D. Newton Litton, President

ATTEST As To Corporate Seal:

Mildred F. Litton
Mildred F. Litton, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 17th day of July, A.D. 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared D. Newton Litton, President of Dagmar Hall, Inc., a Maryland Corporation, and in the name and on behalf of the said Corporation acknowledged the aforegoing Stock Issuance Statement, to be the Corporate act of said Corporation; and at the same time personally appeared Mildred F. Litton and made oath in due form of law that she was the Secretary of the meeting of the Board of Directors of said Corporation at which the issuance of the stock mentioned in the aforegoing Stock Issuance Statement was finally approved, and that the matters and facts set forth in said statement are true and correct to the best of her knowledge, information and belief.

Witness my hand and Official Notarial Seal.

Nancy L. Zimmerman

Nancy L. Zimmerman - Notary Public

My Commission Expires:
May 6, 1963.

NANCY L. ZIMMERMAN NOTARY PUBLIC WASHINGTON CO., MD.

58

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
OCT 9 12 15 PM '61
LIBER
LAND RECORDS
& MELVIN SNYDER
CLERK

STOCK ISSUANCE STATEMENT

OF

DAGMAR HALL, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 18, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11214

Recorded in Liber 2057, folio 58, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

OK
8/23/61

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

ARTICLES OF INCORPORATION

OF

TAYLOR'S LANDING SPORTSMAN'S CLUB INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, HARRY L. POWERS, JR., WHOSE POST OFFICE ADDRESS IS 827 WEST WASHINGTON STREET, HAGERSTOWN, MARYLAND, CHARLES SHANTZ, WHOSE POST OFFICE ADDRESS IS 417 COOK STREET, HAGERSTOWN, MARYLAND AND THELMA E. SHEARER, WHOSE POST OFFICE ADDRESS IS 902 HAMILTON BOULEVARD, HAGERSTOWN, MARYLAND, ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS:

TAYLOR'S LANDING SPORTSMAN'S CLUB INC.

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

(A) TO OWN, MAINTAIN, CONDUCT, OPERATE AND CARRY ON A PRIVATE SPORTSMAN'S CLUB IN WASHINGTON COUNTY, MARYLAND ESPECIALLY CATERING TO OUTDOOR RECREATIONAL PROJECTS INCLUDING BUT NOT LIMITED TO BOATING, FISHING, SWIMMING AND TRAP SHOOTING.

(B) TO CULTIVATE AND PROMOTE FRIENDSHIP AND SPORTSMANSHIP IN THE COMMUNITY.

(C) TO PURCHASE, LEASE OR OTHER WISE 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, WARES AND MERCHANDISE OF EVERY DESCRIPTION.

(E) TO PURCHASE, LEASE OR OTHERWISE ACQUIRE, ALL OR ANY PART OF THE PROPERTY, RIGHTS, BUSINESSES, CONTRACTS, GOOD-WILL, FRANCHISES AND ASSETS OF EVERY KIND, OF ANY CORPORATION, CO-PARTNERSHIP OR INDIVIDUAL (INCLUDING THE ESTATE OF A DECEDENT), CARRYING ON OR HAVING CARRIED ON IN WHOLE OR IN PART ANY OF THE AFORESAID BUSINESSES OR ANY OTHER

BUSINESSES THAT THE CORPORATION MAY BE AUTHORIZED TO CARRY ON, AND TO UNDERTAKE, GUARANTEE, ASSUME AND PAY THE INDEBTEDNESS, AND LIABILITIES THEREOF, AND TO PAY FOR ANY SUCH PROPERTY, RIGHTS, BUSINESS, CONTRACTS, GOOD-WILL, FRANCHISES OR ASSETS BY THE ISSUE, IN ACCORDANCE WITH THE LAWS OF MARYLAND, OF STOCK, BONDS, OR OTHER SECURITIES OF THE CORPORATION OR OTHERWISE.

(F) TO APPLY FOR, OBTAIN, PURCHASE, OR OTHERWISE ACQUIRE, ANY PATENTS, COPYRIGHTS, LICENSES, TRADEMARKS, TRADENAMES, RIGHTS, PROCESSES, FORMULAE, AND THE LIKE, WHICH MIGHT BE USED 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 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 DIVISION OF THE PROFITS OF THIS CORPORATION, TO DISTRIBUTE ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, OR THE PROCEEDS THEREOF, AMONG THE STOCKHOLDERS OF THIS CORPORATION.

(H) TO GUARANTEE THE PAYMENT OF DIVIDENDS UPON ANY SHARES OF STOCK OF, OR THE PERFORMANCE OF ANY CONTRACT, BY, ANY OTHER CORPORATION OR ASSOCIATION IN WHICH THE CORPORATION HAS AN INTEREST, AND TO ENDORSE OR OTHERWISE GUARANTEE THE PAYMENT OF THE PRINCIPAL AND INTEREST, OR EITHER, OF ANY BONDS, DEBENTURES, NOTES, SECURITIES OR OTHER EVIDENCES OF INDEBTEDNESS CREATED OR ISSUED BY ANY SUCH OTHER CORPORATION OR ASSOCIATION.

(I) TO LOAN OR ADVANCE MONEY WITH OR WITHOUT SECURITY, WITHOUT LIMIT AS TO AMOUNT; AND TO BORROW OR RAISE MONEY FOR ANY OF THE PURPOSES OF THE CORPORATION AND TO ISSUE BONDS, DEBENTURES, NOTES OR OTHER OBLIGATIONS OF ANY NATURE, AND IN ANY MANNER PERMITTED BY LAW, FOR MONEY SO BORROWED OR IN PAYMENT FOR PROPERTY PURCHASED, OR FOR ANY OTHER LAWFUL CONSIDERATION, AND TO SECURE THE PAYMENT THEREOF AND OF THE INTEREST THEREON, BY MORTGAGE UPON, OR PLEDGE OR CONVEYANCE OR ASSIGNMENT IN TRUST OF, THE WHOLE OR ANY PART OF THE PROPERTY OF THE CORPORATION, REAL OR PERSONAL, INCLUDING CONTRACT RIGHTS, WHETHER AT THE TIME OWNED OR THEREAFTER ACQUIRED; AND TO SELL, PLEDGE, DISCOUNT OR OTHERWISE DISPOSE

OF SUCH BONDS, NOTES OR OTHER OBLIGATIONS OF THE CORPORATION FOR ITS CORPORATE PURPOSES.

(J) TO CARRY ON ANY OF THE BUSINESSES HEREINBEFORE ENUMERATED FOR ITSELF, OR FOR ACCOUNT OF OTHERS, OR THROUGH OTHERS FOR ITS OWN ACCOUNT, AND TO CARRY ON ANY OTHER BUSINESS WHICH MAY BE DEEMED BY IT TO BE CALCULATED, DIRECTLY OR INDIRECTLY, TO EFFECTUATE OR FACILITATE THE TRANSACTION OF THE AFORESAID OBJECTS OR BUSINESSES, OR ANY OF THEM, OR ANY PART THEREOF, OR TO ENHANCE THE VALUE OF ITS PROPERTY, BUSINESS OR RIGHTS.

(K) TO CARRY OUT ALL OR ANY PART OF THE AFORESAID PURPOSES, AND TO CONDUCT ITS BUSINESS IN ALL OR ANY OF ITS BRANCHES IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA AND IN FOREIGN COUNTRIES; AND TO MAINTAIN OFFICES AND AGENCIES, IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA AND IN FOREIGN COUNTRIES.

THE AFOREGOING ENUMERATION OF THE PURPOSES, OBJECTS AND BUSINESS OF THE CORPORATION IS MADE IN FURTHERANCE, AND NOT IN LIMITATION, OF THE POWERS CONFERRED UPON THE CORPORATION BY LAW, AND IS NOT INTENDED, BY THE MENTION OF ANY PARTICULAR PURPOSE, OBJECT OR BUSINESS, IN ANY MANNER TO LIMIT OR RESTRICT THE GENERALITY OF ANY OTHER PURPOSE, OBJECT OR BUSINESS MENTIONED, OR TO LIMIT OR RESTRICT ANY OF THE POWERS OF THE CORPORATION. THE CORPORATION IS FORMED UPON THE ARTICLES, CONDITIONS AND PROVISIONS HEREIN EXPRESSED, AND SUBJECT IN ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 827 WEST WASHINGTON STREET, HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS JACOB B. BERKSON, WHOSE POST OFFICE ADDRESS IS 74 WEST WASHINGTON STREET, HAGERSTOWN, MARYLAND. 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 1,000 SHARES (ONE THOUSAND) OF THE PAR VALUE OF ONE HUNDRED ($100.00) DOLLARS EACH, ALL OF WHICH SHARES ARE OF ONE CLASS, AND ARE DESIGNATED COMMON STOCK. THE AGGREGATE PAR VALUE OF ALL SHARES HAVING PAR VALUE IS ONE HUNDRED THOUSAND ($100,000.00) DOLLARS.

SIXTH: THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE THREE, WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE; AND THE NAMES OF THE DIRECTORS WHO SHALL ACT UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY ARE HARRY L. POWERS, JR., THELMA E. SHEARER AND CHARLES SHANTZ.

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, FOR SUCH CONSIDERATIONS AS SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE, IRRESPECTIVE OF THE VALUE OR AMOUNT OF SUCH CONSIDERATIONS, BUT SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

(B) THE BOARD OF DIRECTORS SHALL HAVE POWER, FROM TIME TO TIME, TO FIX AND DETERMINE AND TO VARY THE AMOUNT OF WORKING CAPITAL OF THE CORPORATION; TO DETERMINE WHETHER ANY, AND IF ANY, WHAT PART OF THE SURPLUS OF THE CORPORATION OR OF THE NET PROFITS ARISING FROM ITS BUSINESS SHALL BE DECLARED IN DIVIDENDS AND PAID TO THE STOCKHOLDERS SUBJECT, HOWEVER, TO THE PROVISIONS OF THE CHARTER, AND TO DIRECT AND DETERMINE THE USE AND DISPOSITION OF ANY OF SUCH SURPLUS OR NET PROFITS. THE BOARD OF DIRECTOBS MAY IN ITS DISCRETION USE AND APPLY ANY SUCH SURPLUS OR NET PROFITS IN PURCHASING OR ACQUIRING ANY OF THE SHARES OF THE STOCK OF THE CORPORATION, OR ANY OF ITS BONDS OR OTHER EVIDENCES OF INDEBTEDNESS, TO SUCH EXTENT AND IN SUCH MANNER AND UPON SUCH LAWFUL TERMS AS THE BOARD OF DIRECTORS SHALL DEEM EXPEDIENT.

(C) THE CORPORATION RESERVES THE RIGHT TO MAKE FROM TIME TO TIME ANY AMENDMENTS OF ITS CHARTER WHICH MAY NOW OR HEREAFTER BE AUTHORIZED BY LAW, INCLUDING ANY AMENDMENTS CHANGING THE TERMS OF ANY CLASS OF ITS STOCK BY CLASSIFICATIONS, RE-CLASSIFICATION OR OTHERWISE, BUT NO SUCH AMENDMENT WHICH CHANGES THE TERMS OF ANY OF THE OUTSTANDING STOCK SHALL BE VALID UNLESS SUCH CHANGE OF TERMS SHALL HAVE BEEN AUTHORIZED BY THE HOLDERS OF FOUR-FIFTHS OF ALL OF SUCH STOCK AT THE TIME OUTSTANDING, BY VOTE AT A MEETING OR IN WRITING WITH OR WITHOUT A MEETING.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION THIS 25TH DAY OF AUGUST A.D., 1961.

WITNESS:

Jacob B. Berkson
JACOB B. BERKSON

Harry L. Powers Jr.
HARRY L. POWERS, JR.

Lucille E. Brown
LUCILLE E. BROWN

Thelma E. Shearer
THELMA E. SHEARER

Lucille E. Brown
LUCILLE E. BROWN

Charles Shantz
CHARLES SHANTZ

6

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 25th DAY OF August A.D., 1961, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC, IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED HARRY L. POWERS, JR., THELMA E. SHEARER AND CHARLES SHANTZ, WHO SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.

LUCILLE E. BROWN NOTARY PUBLIC STATE OF MARYLAND

Lucille E. Brown
NOTARY PUBLIC

MY COMMISSION EXPIRES:
MAY 6, 1963

ARTICLES OF INCORPORATION

OF

TAYLOR'S LANDING SPORTSMAN'S CLUB, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
NOV 11 4 5 PM '61
FOLIO
FIBER
CHARGE
CASH
MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland August 28, 1961 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 11725

Recorded in Liber F263, folio 243, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bantzhaf

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

ARTICLES OF INCORPORATION

OF

MARTIN BUILDERS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Maurice S. Martin, whose post office address is Route 6, Hagerstown, Maryland; Menno A. Martin, whose post office address is Route 6, Hagerstown, Maryland; and Daniel S. Martin, whose post office address is 2209 Rowland Road, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

MARTIN BUILDERS, INC.

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

(a) To act as a general contractor for the construction, repairing, and remodeling of buildings of all kinds, and for the improvement of real estate, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned.

(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, wares and merchandise of every description.

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

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used 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 the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

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

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this state is 2315 Pennsylvania Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Maurice S. Martin, whose post office address is Route 6, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten ($10.00) Dollars each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand ($100,000.00) Dollars.

SIXTH: The corporation shall have three (3) directors and Maurice S. Martin, Menno A. Martin and Daniel S. Martin shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the

charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of the holders of any or all other classes at the time existing.

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

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 25th day of August, A.D., 1961.

Maurice S. Martin (SEAL)
Maurice S. Martin

WITNESS:

Shirley I. Shaw
Shirley I. Shaw

Menno A. Martin (SEAL)
Menno A. Martin

Daniel S. Martin (SEAL)
Daniel S. Martin

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 25th day of August, A.D., 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Maurice S. Martin, Menno A. Martin and Daniel S. Martin, and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and date last above written.

Shirley I. Shaw
Shirley I. Shaw
Notary Public
My Commission Expires:
May 6, 1963

ARTICLES OF INCORPORATION

OF

MARTIN BUILDERS, INC.

STATE OF MD.
WASHINGTON COUNTY.
RECEIVED FOR RECORD
REC. RECEIPT NO.
Nov 7 11 45 AM '61
LIBER FOLIO
LAND ☐ C/MORTS ☐ C/SALES ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland August 28, 1961 at 9:00 o'clock A.M., is in conformity with law and ordered recorded.

A 11721

Recorded in Liber 72263, folio 269, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....14.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

ARTICLES OF INCORPORATION

OF

MARTIN'S FOOD MARKET, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Maurice S. Martin, whose post office address is Route 6, Hagerstown, Maryland; Menno A. Martin, whose post office address is Route 6, Hagerstown, Maryland; and Silas S. Martin, whose post office address is Route 6, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

MARTIN'S FOOD MARKET, INC.

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

(a) To do a general merchandising business at wholesale and retail and to buy, sell and deal in, at wholesale and retail, foods and foodstuffs of all kinds, and their by-products, household equipment and hardward; to establish a market house wherein meats of all kinds are sold and where poultry, fish and the like are sold, and where there are sold vegetables of all kinds, fresh and canned, fruits of all kinds and all such things of like character as are generally sold in market houses, supermarkets and the like.

(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, wares and merchandise of every description.

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

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used 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 the rights,

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

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

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

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

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its

branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

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

FOURTH: The post office address of the principal office of the Corporation in this state is 2315 Pennsylvania Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Maurice S. Martin, whose post office address is Route 6, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten ($10.00) Dollars each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand ($100,000.00) Dollars.

SIXTH: The corporation shall have three (3) directors and Maurice S. Martin, Menno A. Martin and Silas S. Martin shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance of 6,800 fully paid and non-assessable shares of the common stock of the par value of Ten ($10.00) Dollars per share to Menno A. Martin and Maurice S. Martin in exchange for the current assets of Menno A. Martin and Maurice S. Martin, partners t/a Martin's Food Market, said current assets consisting of the accounts receivable, merchandise inventory, furniture and fixtures, machinery and equipment, and cash on hand of said partners t/a Martin's Food Market, the value of which consideration is hereby stated to be not less than $68,000.00.

(b) 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.

(c) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors

of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(d) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock 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.

(e) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(f) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(h) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(i) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 25th day of August, A.D., 1961.

WITNESS:

Shirley I. Shaw

Maurice S. Martin (SEAL)
Maurice S. Martin

Menno A. Martin (SEAL)
Menno A. Martin

Silas S. Martin (SEAL)
Silas S. Martin

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 25th day of August, A.D., 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Maurice S. Martin, Menno A. Martin and Silas S. Martin, and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and date last above written.

Shirley I. Shaw
Notary Public
My Commission Expires:
May 6, 1963

NOTARY PUBLIC

ARTICLES OF INCORPORATION

OF

MARTIN'S FOOD MARKET, INC.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED
RECORDED
Nov 7 11 15 AM '69
FOLIO
LIBER
LAND
CHARGE
CASH
CHECK
CLERK
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland August 28, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11718

Recorded in Liber F262, folio 376, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....16.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

SOUTHSIDE DEVELOPMENT CO., INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Joseph E. Bitner, whose post office address is 1045 Beechwood Drive, Hagerstown, Maryland; and Robert E. Kuczynski, whose post office address is 82 West Washington Street, Hagerstown, Maryland, each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: That the name of the Corporation (which is hereinafter called the "Corporation") is: SOUTHSIDE DEVELOPMENT CO., INC.

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

(a) 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.

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

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

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

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

any part of the property of the Corporation, real or personal, 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.

(f) To purchase, own, sell, acquire and dispose of, in any lawful manner, property of all kinds at wholesale or retail.

(g) To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland. The said Corporation shall enjoy and exercise all the powers and rights conveyed by statute upon the Corporation, and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law.

FOURTH: The post office address of the principal office of the Corporation in this State is No. 140 West Washington Street, Hagerstown, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is Franklin R. Turner, No. 140 West Washington Street, Hagerstown, Maryland. 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 of the par value of Ten ($10.00) Dollars each, all of one class, and having an aggregate par value of One Hundred Thousand ($100,000.00) Dollars.

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: Franklin R. Turner, Joseph B. Bitner and Ernest V. Wachs.

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

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract

or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 22nd day of August, A. D. 1961.

WITNESS:

Franklin R. Turner (SEAL)
Franklin R. Turner

Joseph E. Bitner (SEAL)
Joseph E. Bitner

Olive R. Shupp
OLIVE R. SHUPP

Robert E. Kuczynski (SEAL)
Robert E. Kuczynski

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 22nd day of August, 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Franklin R. Turner, Joseph E. Bitner and Robert E. Kuczynski, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Olive R. Shupp
OLIVE R. SHUPP
Notary Public

My commission expires:

May 6, 1963.

ARTICLES OF INCORPORATION

OF

SOUTHSIDE DEVELOPMENT CO., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
Nov 7 11 46 AM '61
FOLIO
CLERK
MERLIN SNYDER
GLENN

approved and received for record by the State Department of Assessments and Taxation of Maryland August 23, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11655

Recorded in Liber 78 62, folio 22, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....14.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

ARTICLES OF INCORPORATION

OF

HENSON & SON, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Edward N. Henson, Sr., whose post office address is 359 South Cannon Avenue, Hagerstown, Maryland; Edward N. Henson, Jr., whose post office address is 359 South Cannon Avenue, Hagerstown, Maryland; and Helen L. Henson, whose post office address is 359 South Cannon Avenue, Hagerstown, Maryland, all being at least twenty-one (21 years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is HENSON & SON, INC.

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

(a) To carry on and conduct a general contracting business, including the designing, constructing, enlarging, repairing, remodeling, or otherwise engaging in any work upon buildings, roads, side walks, highways, bridges, or manufacturing plants; and to engage in iron, steel, wood, brick, concrete, stone, cement, masonry, 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 herewith.

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

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

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

of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

(f) To loan or advance money with or without security, without 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.

(g) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the

aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 359 South Cannon Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Edward N. Henson, Jr., whose post office address is 359 South Cannon Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten Dollars ($10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand Dollars ($100,000.00).

SIXTH: The Corporation shall have five (5) directors; and Edward N. Henson, Sr.; Edward N. Henson, Jr.; Helen L. Henson; Sharon M. Pearl; and Ernest V. Wachs shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

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

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

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

other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

(d) The Corporation reserves the right to make from

time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 21st day of August, A.D., 1961.

Edward N. Henson Sr. (SEAL)
Edward N. Henson, Sr.

Edward N. Henson, Jr. (SEAL)
Edward N. Henson, Jr.

WITNESS:

Helen L. Henson (SEAL)
Helen L. Henson

Bob Bentz

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 21st day of August, A.D., 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Edward N. Henson, Sr.; Edward N. Henson, Jr.; and Helen L. Henson and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and year last above written.

Bob Bentz

Notary Public
My Commission Expires:
May 6, 1963

ARTICLES OF INCORPORATION

OF

HENSON & SON, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
Nov 7 11 54 AM '61
LIBER
LAND CHARGES
FOLIO
FILED
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland August 23, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11638

Recorded in Liber AB62, folio 64, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 18.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bartgis

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

ARTICLES OF INCORPORATION

LEITERSBURG HURITAN CLUB, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, whose names and post office addresses are: William R. Shoop, RFD #5, Hagerstown, Maryland, Garland Lang, RFD #5, Hagerstown, Maryland, Donald Marrenfeltz, RFD #5, Hagerstown, Maryland, and James Rodgers, RFD #5, Hagerstown, Maryland, all in Washington County, and each of whom is at least 21 years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the Corporation, which is hereinafter called the "Corporation" is: Leitersburg Huritan Club, Inc.

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

(a) To organize and operate an association exclusively for social, education and charitable purposes, no part of the net income of which is to inure to the benefit of any member or other individual;

(b) To promote among its members fellowship and goodwill;

(c) To unify the efforts of individuals and institutions in the community in making it a better place in which to live;

(d) To promote those agencies in the community that contribute directly to the progress of the community;

(e) To inspire each other to higher effort;

(f) To encourage and foster the ideal of service as the basis of all worthy enterprise;

(g) To raise the necessary funds for carrying out the objects of this Corporation by soliciting contributions, fees, or dues, borrowing money and issuing notes, bonds, or other evidence of such indebtedness, and execution of mortgages, deed of trusts, or other instruments, for the purpose of securing the repayment of any such indebtedness;

(h) To enter into any contract or agreement that will further the objects of this Corporation;

(i) To purchase, lease, acquire by gift or devise, any real, personal or mixed property, for the use of the Corporation in carrying out the objects of the Corporation;

That the aforegoing objects and purposes are in no wise intended to limit the powers of this Corporation; the Corporation shall have all powers and privileges and shall be subjected to all the limitations and provisions provided by the General Laws of Maryland, authorizing the formation of Corporations, and that the enumeration of the aforesaid powers is not intended to be exclusive or to act as a waiver of any other powers, rights, or privileges granted by the laws of the State of Maryland, now or hereinafter in force.

FOURTH: The post office address of the principal office of this Corporation in this State is R.F.D. #5, Hagerstown, Washington County, Maryland. The name and post office address of the resident agent of the Corporation is William R. Shoop, RFD #5, Hagerstown, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock.

SIXTH: The Corporation shall have three directors and David Mills, George Bowman, and Harold Barr

shall act as such until the first annual meeting or until their successors are duly chosen and qualify. The number of Directors may be changed from time to time by a majority vote of the members present at the annual meeting of the Corporation.

SEVENTH: The first officers of the Corporation shall be:

President - William R. Shoop

Vice President - Garland Lung

Secretary - Donald Warrenfeltz

Treasurer - James Rodgers

and they shall continue to serve in their respective capacity until their successors are duly chosen and qualified.

EIGHTH: The Board of Directors of this Corporation shall have the

power to enact and adopt By-Laws and provide therein for the manner of exercising any and all powers of this Corporation. The By-Laws may be amended at any time by a majority vote of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 7th day of August, 1961.

WITNESS:

Paul E. Blen — William R. Shoop (Seal)
William R. Shoop

Paul E. Blen — Garland Lung (Seal)
Garland Lung

Paul E. Blen — Donald Warrenfeltz (Seal)
Donald Warrenfeltz

Paul E. Blen — James Rodgers (Seal)
James Rodgers

STATE OF MARYLAND)
)
COUNTY OF WASHINGTON)

I hereby certify that on this 15 day of August, 1961, before me, the subscriber, a Notary Public, duly commissioned and qualified, in and for the State and County aforesaid, personally appeared William R. Shoop, Garland Lung, Donald Warrenfeltz, and James Rodgers, and duly acknowledged the aforegoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Notarial Seal.

Howell C. Happ
Notary Public in and for Washington County, Maryland

Prepared by Howell C. Happ, Attorney, Gapland, Maryland

ARTICLES OF INCORPORATION

OF

LEITERSBURG RURITAN CLUB, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
NOV 7 11 46 AM '61
FOLIO
CHARGES
CAND/C/MORTG/C/SALES
MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland August 17, 1961 at 9:00 o'clock A.M. was in conformity with law and ordered recorded.

A 11527

Recorded in Liber F261, folio 376, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles G. Bantzer

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

ARTICLES OF INCORPORATION

OF

ROY L. HOFFMAN & SONS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Roy L. Hoffman, whose post office address is Route 6, Hagerstown, Maryland; Jacob L. Hoffman, whose post office address is Route 6, Hagerstown, Maryland; and Omer T. Kaylor, Jr., whose post office address is Grice Building, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is Roy L. Hoffman & Sons, Inc.

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

(a) To carry on the business of slaughtering of all kinds of livestock used for the purpose of food, to establish and erect cold storage facilities and other buildings necessary to conduct the slaughtering business and to sell meat and kindred products.

(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, im-

porters and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

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

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

obligations, or the proceeds thereof, among the stockholders of this Corporation.

(g) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of theCorporation 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.

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

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

The aforegoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law,

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

FOURTH: The post office address of the principal office of the Corporation in this State is Route 6, Hagerstown, Maryland. The resident agent of the Corporation is Jacob L. Hoffman, whose post office address is Route 6, Hagerstown, Maryland. 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 two thousand (2,000) shares of the par value of One Hundred ($100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is Two Hundred Thousand ($200,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three, which number may be increased pursuant to the by-laws of theCorporation but shall never be less than three; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Roy L. Hoffman, Jacob L. Hoffman and Omer T. Kaylor, Jr.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value of any class, and securities convertible into shares of its stock, with or without par

value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) TheCorporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

(e) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 8th day of August, 1961.

Witness:

Anna C. Velosier — Roy L. Hoffman
Roy L. Hoffman

Anna C. Velosier — Jacob L. Hoffman
Jacob L. Hoffman

Anna C. Velosier — Omer T. Kaylor, Jr.
Omer T. Kaylor, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 8th day of August, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Roy L. Hoffman, Jacob L. Hoffman and Omer T. Kaylor, Jr. and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

Anna C. Velosier
Notary Public

My commission expires: May 6, 1963

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✓

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
NOV 7 11 46 AM '61
LIBER FOLIO
LAND ☐ CORPORATION ☐ GRANTEE ☐
G. MELVIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

ROY L. HOFFMAN & SONS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 9, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11478

Recorded in Liber F260, folio 249, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....40.00.....Recording fee paid $.....12.00.....

To the Clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles G. Bartgis

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

ARTICLES OF INCORPORATION

OF

THE JEFFERSON HEIGHTS CIVIC ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Ellwood R. Fitting, whose postoffice address is 1605 Jefferson Boulevard, Hagerstown, Maryland, Glenn K. Somers, whose postoffice address is 9 Cheryl Drive, Hagerstown, Maryland, and Joseph C. Snavely, whose postoffice address is 390 Belvedere Road, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the Corporation (which is hereinafter called the Corporation) is The Jefferson Heights Civic Association, Inc.

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

To organize and operate an association exclusively for educational, charitable and civic purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual.

For the general purposes aforesaid and limited to those purposes the Corporation shall have the following powers and purposes:

(a) To promot the welfare of the citizens living in and about the area known as Jefferson Heights and surrounding territory in Washington County, Maryland and to generally benefit the civic advancement of the community.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dis-

pose 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 borrow or raise money for any of the purposes of the Corporation and to issue notes or other obligations of any nature for money so borrowed or in payment of property purchased or for any other lawful consideration and to secure the payment thereof and of the interest thereon by mortgage upon the whole or any part of the property of the Corporation, real or personal.

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 in any manner to limit or restrict the generality of any other purpose, object or business mentioned or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 1605 Jefferson Boulevard, Hagerstown, Maryland. The resident agent of the Corporation is Ellwood R. Fitting, whose postoffice address is 1605 Jefferson Boulevard, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The following shall be the first members of the Corporation: Ellwood R. Fitting, Glenn K. Somers and Joseph C. Snavely. Members may resign or be removed, vacancies may be filled and additional

members elected as provided in the By-Laws which may prescribe different classes of member and prescribe the powers and duties of each class.

SIXTH: The Corporation shall have not less than five directors and Ellwood R. Fitting, Glenn K. Somers, Joseph C. Snavely, Joseph Schindler and Jean G. Rowe shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SEVENTH: The Board of Directors shall have the general management of the Corporation, subject to the limitations and restrictions as set forth in the By-Laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 31st day of July, 1961.

Witness:

Anna C. Delosier — Ellwood R. Fitting
Ellwood R. Fitting

Anna C. Delosier — Glenn K. Somers
Glenn K. Somers

Anna C. Delosier — Joseph C. Snavely
Joseph C. Snavely

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 31st day of July, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Ellwood R. Fitting, Glenn K. Somers and Joseph C. Snavely and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

Anna C. Delosier
Notary Public

My commission expires: May 6, 1963

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ARTICLES OF INCORPORATION

OF

THE JEFFERSON HEIGHTS CIVIC ASSOCIATION, INC.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
Nov 7 11 46 AM '61
LIBER FOLIO
LAND☐ C/MORTG☐ C/SALES☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland August 9, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11479

Recorded in Liber FB60, folio 245, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Sherlin M. Bartgis

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

ARTICLES OF INCORPORATION

OF

SPORTS LANES, INC.

FIRST: WE, THE UNDERSIGNED, RAYMOND T. WHITE, WHOSE POST OFFICE ADDRESS IS 1416 POTOMAC AVENUE, HAGERSTOWN, MARYLAND; JOSEPHINE M. FENNEL, WHOSE POST OFFICE ADDRESS IS 1435 POTOMAC AVENUE, HAGERSTOWN, MARYLAND; AND THEODORE HENSON, WHOSE POST OFFICE ADDRESS IS 719 VIRGINIA AVENUE, HAGERSTOWN, MARYLAND, EACH BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO HEREBY ASSOCIATE OURSELVES AS INCORPORATORS WITH THE INTENTION OF FORMING A CORPORATION UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND.

SECOND: THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE CORPORATION) IS:

SPORTS LANES, INC.

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

(A) TO INTRODUCE, ERECT, OPERATE, CONDUCT, MANAGE, MAINTAIN, AND ENGAGE GENERALLY IN THE BUSINESS OF: (1) BOWLING LANES OR BOWLING ALLEYS OF ALL TYPES INCLUDING THE REPAIR, SERVICE, LEASING AND MAINTENANCE OF BOWLING ALLEYS, BOWLING BALLS, PINS AND ALL OTHER BOWLING EQUIPMENT. (2) ARCHERY LANES, INCLUDING THE RENTAL OR LEASING, REPAIR, SERVICE AND MAINTENANCE OF ALL TYPES OF ARCHERY EQUIPMENT. (3) ICE SKATING RINKS AND ROLLER SKATING RINKS, INCLUDING THE LEASING OR RENTAL, REPAIR, SERVICES AND MAINTENANCE OF ALL TYPES OF ICE SKATING AND ROLLER SKATING EQUIPMENT. (4) GOLF COURSES AND GOLF DRIVING RANGE.

(B) TO OPERATE, CONDUCT, MANAGE, MAINTAIN AND ENGAGE GENERALLY IN A RESTAURANT, CAFE AND CABARET BUSINESS; TO BUY SELL, LEASE, OR OTHERWISE DISPOSE OF, AND TO OPERATE, CONDUCT, FURNISH, EQUIP, AND MANAGE RESTAURANTS, INNS, EATING HOUSES,

TAVERNS, CABARETS, CAFES, OR PLACES OF ENTERTAINMENT, INCLUDING THE ON SALE DISPENSING OF ALCOHOLIC BEVERAGES, AND GENERALLY TO DO AND PERFORM EVERYTHING NECESSARY FOR CARRYING OUT THE AFORESAID PURPOSES. TO PURCHASE, SELL, LEASE, RENT, AND MORTGAGE, REAL ESTATE AND TO MAKE ASSIGNMENTS OF LEASES AND CONTRACTS AND TO TRANSFER AND TO ASSIGN LEASES AND CONTRACTS WHEN AND WHERE NECESSARY AND INCIDENT TO THE BUSINESS.

THE AFOREGOING ENUMERATION OF THE PURPOSES, OBJECTS AND BUSINESS OF THE CORPORATION IS MADE IN FURTHERANCE, AND NOT IN LIMITATION, OF THE POWERS CONFERRED UPON THE CORPORATION BY LAW, AND IS NOT INTENDED, BY THE MENTION OF ANY PARTICULAR PURPOSE, OBJECT OR BUSINESS, IN ANY MANNER TO LIMIT OR RESTRICT THE GENERALITY OF ANY OTHER PURPOSE OR BUSINESS MENTIONED, OR TO LIMIT OR RESTRICT ANY OF THE POWERS OF THE CORPORATION. THE CORPORATION IS FORMED UPON THE ARTICLES, CONDITIONS AND PROVISIONS HEREIN EXPRESSED, AND SUBJECT IN ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 1725 PENNSYLVANIA AVENUE, HAGERSTOWN, MARYLAND. THE NAME AND ADDRESS OF THE RESIDENT AGENT OF THE CORPORATION IN THIS STATE IS JOSEPHINE M. FENNEL 1435 POTOMAC AVENUE, HAGERSTOWN, MARYLAND. SAID RESIDENT IS A CITIZEN ACTUALLY RESIDING IN THIS STATE.

FIFTH: THE TOTAL AMOUNT OF THE AUTHORIZED CAPITAL STOCK OF THE CORPORATION IS TWO THOUSAND (2,000)SHARES OF THE PAR VALUE OF ONE HUNDRED ($100.00) PER SHARE, ALL OF WHICH SHARES ARE COMMON STOCK AND HAVING AN AGGREGATE PAR VALUE OF TWO HUNDRED THOUSAND ($200,000.00) DOLLARS.

SIXTH: THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE THREE (3), WHICH NUMBER MAY BE INCREASED OR DECREASED PUR-

SUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE; AND THE NAMES OF THE DIRECTORS WHO SHALL ACT UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY ARE RAYMOND T. WHITE, JOSEPHINE M. FENNEL AND THEODORE HENSON.

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:

(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, OR SECURITIES CONVERTIBLE INTO SHARES OF ITS STOCK OF ANY CLASS OR CLASSES, WHETHER NOW OR HEREAFTER AUTHORIZED; FOR SUCH CONSIDERATIONS AS SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE, SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

NINTH: THE CORPORATION MAY ENTER INTO CONTRACTS OR TRANSACT 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 CORPORATION OR ASSOCIATION IN WHICH ONE OR MORE OF ITS DIRECTORS ARE STOCKHOLDERS, DIRECTORS OR OFFICERS, AND SUCH CONTRACT OR TRANSACTION SHALL NOT BE INVALIDATED OR IN ANYWISE AFFECTED BY THE FACT THAT ANY SUCH DIRECTOR OR DIRECTORS MIGHT HAVE INTERESTS THEREIN WHICH ARE OR MIGHT BE ADVERSE TO THE INTERESTS OF THIS CORPORATION, EVEN THOUGH THE VOTE OF THE DIRECTOR OR DIRECTORS HAVING SUCH ADVERSE INTERESTS SHALL HAVE BEEN NECESSARY TO OBLIGATE THIS CORPORATION UPON SUCH CONTRACT OR TRANSACTION; AND NO DIRECTOR OR DIRECTORS HAVING SUCH ADVERSE INTEREST SHALL BE LIABLE TO THIS CORPORATION OR TO ANY STOCKHOLDER OR CREDITOR THEREOF, OR TO ANY OTHER PERSON, FOR ANY LOSS INCURRED BY IT UNDER OR BY REASON OF ANY SUCH CONTRACT OR TRANSACTION; NOR SHALL ANY SUCH DIRECTOR OR DIRECTORS BE ACCOUNTABLE FOR ANY GAINS OR PROFITS REALIZED THEREON; ALWAYS PROVIDED, HOWEVER, THAT SUCH CON-

TRACT OR TRANSACTION SHALL, AT THE TIME IT WAS ENTERED INTO, HAVE BEEN A REASONABLE ONE TO HAVE BEEN ENTERED INTO AND SHALL HAVE BEEN UPON TERMS THAT AT THE TIME WERE FAIR, AND PROVIDED THAT THE FACT THAT SUCH DIRECTOR OR DIRECTORS ARE SO INTERESTED SHALL HAVE BEEN DISCLOSED TO THE BOARD OF DIRECTORS OR SHALL HAVE BEEN KNOWN TO A MAJORITY OF THE BOARD OF DIRECTORS.

TENTH: THE AFFIRMATIVE VOTE OF THE STOCKHOLDERS HOLDING ALL OF THE ISSUED AND OUTSTANDING SHARES SHALL BE NECESSARY TO CONSTITUTE A QUDRUM AT ANY STOCKHOLDERS' MEETING AND TO PASS ANY RESOLUTION OR TO TAKE ANY ACTION REQUIRING THE VOTE OF STOCKHOLDERS.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THE 21st DAY OF July, A.D., 1961.

Raymond T. White
RAYMOND T. WHITE

WITNESS:

Thomas C. Airway

Josephine M. Fennel
JOSEPHINE M. FENNEL

Earl J. Smith

Theodore Henson
THEODORE HENSON

Nancy Lefever

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 21st DAY OF July A.D., 1961, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED RAYMOND T. WHITE, JOSEPHINE M. FENNEL AND THEODORE HENSON, AND SEVERALLY ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

Betty M. [illegible]
NOTARY PUBLIC

MY COMMISSION EXPIRES:
MAY 6, 1963

ARTICLES OF INCORPORATION

OF

SPORTS LANES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
Nov 7 11 46 AM '61
LIBER FOLIO
LAND☐C/MORT☐C/SALES☐
C. MERLIN SNYDER,
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland August 8, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11452

Recorded in Liber F260, folio 189, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....10.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Benton

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

THE KING-SMITH COMPANY, INCORPORATED

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned, William D. King, whose post office address is 105 Cumberland Street, Clearspring, Maryland, Vincent P. Smith, whose post office address is 1325 Glenwood Avenue, Hagerstown, Maryland, and Paul Ottinger, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

THE KING-SMITH COMPANY, INCORPORATED

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

To carry on the business of general warehousemen, and particularly to maintain, conduct and operate a cold storage warehouse, dry storage warehouses, bonded warehouses and common warehouses for the storage of merchandise, machinery, furniture, farm products, and all other products and manufacturers and chattels and effects of all kinds, both of foreign or domestic production or manufacture.

To carry on all or any of the businesses of ice makers, ice manufacturers, ice dealers, refrigerating storekeepers, and makers, manufacturers, importers, merchants and dealers of andin freezing and refrigerating agents, mixtures and mediums of all descriptions, both natural and artificial; to buy, sell, or let out to hire and deal in ice-making machines, and refrigerating machines, chambers, apparatus, implements and appliances of all kinds and descriptions.

To prepare and service meat and otherproducts for

refrigeration.

To establish and engage in the business of buying, selling, preparing for the market and generally dealing in poultry and poultry products of every kind, class and description.

To buy, sell, package, grade, prepare for market and generally deal in eggs, butter, cream, milk and farm products of every kind, class and description.

To carry on the business of dealers in meat, live cattle, hogs, calves and sheep, and also that of dealers in cattle, hogs, calves and sheep generally, and in all branches of such respective trades or businesses.

To buy and sell at wholesale or retail all kinds of meat and generally to carry on the trade or business of a meat dealer in all its branches.

To carry on the trades or business of a dealer in hides, fat, tallow, grease and other animal products.

To carry on the business of slaughtering cattle, calves, hogs, sheep, lambs, other animals for foodpurposes, and all kinds of poultry, and dealing in and contracting for the purchase and sale of all kinds of products, hides, oil, fat, horn, glue, fertilizers, feathers and other by-products arising out of the slaughtering of animals and poultry for food purposes or in connection therewith, and to manufacture, buy, sell, exchange and deal in the above specified products and in all materials used in the manufacture of food products, fertilizers or in any of the things aforesaid.

To erect and build abattoirs, warehouses, cold storage warehouse, sheds and other buildings necessary or expedient for the carrying out of the purposes aforesaid.

And to buy, sell, exchange and generally deal in goods, wares and merchandise of every kind, class and description, at wholesale and retail.

FOURTH: The post office address of the principal office of the Corporation in this State is 105-107 Cumberland Street, Clearspring, Maryland. The names and post office address of the resident agent of the Corporation in this State are William D. King, 105 Cumberland Street, Clearspring, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) a share, all

of one class, and having an aggregate par value of One Hundred Thousand Dollars ($100,000.00).

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are William D. King, Vincent P. Smith and Paul Ottinger.

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: 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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on July 29, 1961.

William D. King
William D. King

Vincent P. Smith
Vincent P. Smith

WITNESS:
Joanne Snyder
JOANNE SNYDER

Paul Ottinger
Paul Ottinger

STATE OF MARYLAND, COUNTY OF WASHINGTON, to-wit:

I HEREBY CERTIFY that on July 29, 1961, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared William D. King, Vincent P. Smith and Paul Ottinger and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Joanne Snyder
JOANNE SNYDER
Notary Public

My Commission Expires: May 6, 1963

ARTICLES OF INCORPORATION

OF

THE KING-SMITH COMPANY, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
Nov 7 11 46 AM '61
LIBER FOLIO
LAND ☐ C/MORTG ☐ C/SALE ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland August 3, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11401

Recorded in Liber FB59, folio 819, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Benton

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

Upon Motion duly made, seconded and carried, it was

RESOLVED, That the Corporation enter into an Agreement of Lease with Maurice Domenici, Jr. and wife, for property at 167 South Potomac Street, Hagerstown, Maryland, an original executed copy of which is filed with these minutes; and be it

Further Resolved, that the proper corporate officers be authorized and empowered to execute said Lease on behalf of this corporation; and be it

Further Resolved, that the Secretary of this Corp oration advise the State Department of Assessments and Taxation, 301 West Preston Street, Baltimore 1, Maryland, that Glass Shop, Inc. of Hagerstown, Maryland, has changed its principal office to 167 South Potomac Street, Hagerstown, Maryland.

I, John M. Colton, do hereby certify that I am the duly acting and qualified Secretary of Glass Shop, Inc., a corporation of Hagerstown, Maryland, and that the above Resolution was adopted at a Special Meeting of the Directors of Glass Shop, Inc., held in Hagerstown, Maryland, on August 15th, 1961.

John M. Colton

John M. Colton, Secretary

NOTICE OF CHANGE OF PRINCIPAL OFFICE

OF

GLASS SHOP, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
Nov 7 11 46 AM '61
LIBER FOLIO
LAND ☐ C/MORTG ☐ C/SALES ☐
C. MERLIN SNYDER
CLERK

received for record August 18, 1961, at 9:20 A.M.

and recorded in Liber F No. 261 Folio No. 318 one of

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

Clerk of the Circuit Court of Washington County

AA № 923

Recording Fee Paid $2.00

Recorded November 7, 1961 at 11:45 A.M. , Liber 11, Receipt No. 190662

CERTIFIED COPY OF RESOLUTION OF BOARD OF DIRECTORS

* * * * *

I, JOEL DOLKART, do hereby certify that I am the duly elected, qualified and acting secretary of THE J. W. M. CORPORATION, and that at a meeting of the board of directors of said corporation, held on the 2nd day of August, 1961, the following resolution was adopted, which said resolution remains in full force and effect:

> "RESOLVED that the resident agent of this corporation in the State of Maryland be and it hereby is changed to THE CORPORATION TRUST INCORPORATED, the post-office address of which is 10 Light Street, Baltimore, Maryland. The said resident agent so designated is a corporation of the State of Maryland.

Joel Dolkart
Secretary

(CORPORATE SEAL)

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NOTICE OF CHANGE OF RESIDENT AGENT

OF

THE J. W. M. CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
Nov 7 11 46 AM '61
LIBER FOLIO
LAND C/MORTG C/SALES
MERLIN SNYDER
CLERK

received for record August 10, 1961 , at A. M.

and recorded in Liber F No. 260 Folio No. 319 one of

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

Clerk of the Circuit Court of Washington County

AA № 914

Recording Fee Paid $2.00

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

ARTICLES OF SALE

THIS IS TO CERTIFY:

1. THAT KIDDIE KLOTHES INC., A MARYLAND CORPORATION, TRANSFEROR, HAS SOLD UNTO EDGAR ALBERT AND MURIEL ALBERT, HIS WIFE, TRANSFEREE, ALL OF SAID TRANSFEROR'S PROPERTY AND ASSETS SITUATE AT 43 SOUTH POTOMAC STREET, HAGERSTOWN, WASHINGTON COUNTY, MARYLAND, THE SAME BEING THE BUSINESS OF GOLDIE'S KIDDIE KLOTHES SHOP, EXCEPT THE CASH ACCOUNT.

2. THAT THE NAMES OF THE TRANSFEREES ARE EDGAR ALBERT AND MURIEL ALBERT, HIS WIFE, THEIR POST OFFICE ADDRESS BEING 619 CHESTNUT STREET, HAGERSTOWN, MARYLAND AND THE PRINCIPAL PLACE OF BUSINESS OF SAID TRANSFEREE BEING THE YOUTH CENTER, HAMILTON HOTEL BUILDING, HAGERSTOWN, MARYLAND.

3. THAT THE TRANSFEROR IS KIDDIE KLOTHES INC., A CORPORATION DULY INCORPORATED UNDER THE LAWS OF THE STATE OF MARYLAND AND THE TRANSFEREES ARE RESIDENTS OF THE STATE OF MARYLAND.

4. THAT THE TOTAL PURCHASE PRICE FOR THE ABOVE MENTIONED PROPERTY IS THREE THOUSAND FIVE HUNDRED THIRTY-EIGHT DOLLARS AND SIXTY-TWO CENTS ($3,538.62), WHICH SUM HAS BEEN FULLY PAID BY THE TRANSFEREES TO THE TRANSFEROR IN CASH.

5. THAT THE OFFICE OF THE TRANSFEROR IS LOCATED AT THE OFFICE OF THE SECRETARY, JACOB B. BERKSON, 74 WEST WASHINGTON STREET, HAGERSTOWN, WASHINGTON COUNTY, MARYLAND AND ALL OF ITS BUSINESS IS CONDUCTED IN SAID WASHINGTON COUNTY, MARYLAND, ALL OF ITS PERSONAL PROPERTY IS SITUATE IN WASHINGTON COUNTY, MARYLAND, AND THERE IS NO REAL ESTATE OWNED BY THE TRANSFEROR.

6. THAT THESE ARTICLES OF SALE ARE DRAWN TO COMPLY WITH THE PROVISIONS OF SECTION 70, ART. 23 OF THE ANNOTATED CODE OF MARYLAND 1957 EDITION.

7. THAT THIS TRANSFER WAS DULY ADVISED BY THE BOARD OF DIRECTORS AND AUTHORIZED AND APPROVED BY THE STOCKHOLDERS OF THE TRANSFEROR CORPORATION IN THE MANNER AND BY VOTE REQUIRED BY THE LAWS OF THE STATE OF MARYLAND.

WITNESS THE CORPORATE NAME OF THE TRANSFEROR DULY SIGNED BY ANGELINE FRANK, ITS VICE-PRESIDENT, AND ITS CORPORATION SEAL HEREUNTO AFFIXED AND DULY ATTESTED BY ITS SECRETARY, JACOB B. BERKSON, AND THE HANDS AND SEALS OF THE TRANSFEREES, THIS 14th DAY OF August, A.D., 1961.

(CORP. SEAL)

KIDDIE KLOTHES INC.

BY: Angeline Frank
ANGELINE FRANK, VICE-PRES.

ATTEST:

Jacob B. Berkson
JACOB B. BERKSON, SECRETARY

Edgar Albert (SEAL)
EDGAR ALBERT

Muriel Albert (SEAL)
MURIEL ALBERT, TRANSFEREES

Lucille E. Brown
WITNESS

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 14th DAY OF August A.D., 1961, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED ANGELINE FRANK, VICE-PRESIDENT OF KIDDIE KLOTHES INC., AND MADE OATH IN DUE FORM OF LAW THAT SHE WAS THE CHAIRMAN OF THE SPECIAL MEETING OF THE STOCKHOLDERS OF KIDDIE KLOTHES INC., AT WHICH MEETING THE AFOREGOING ARTICLES OF SALE WERE APPROVED AND THAT THE MATTERS AND FACTS SET FORTH IN THE AFOREGOING ARTICLES OF SALE WITH RESPECT TO AUTHORIZATION AND APPROVAL ON THE PART OF THE TRANSFEROR ARE TRUE TO THE BEST OF HER KNOWLEDGE, INFORMATION AND BELIEF.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

Lucille E. Brown
NOTARY PUBLIC

MY COMMISSION EXPIRES:
6/6/63

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 14th DAY OF August A.D., 1961, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED EDGAR ALBERT AND MURIEL ALBERT, HIS WIFE, AND MADE OATH IN DUE FORM OF LAW THAT THE MATTERS AND FACTS SET FORTH IN THE AFOREGOING ARTICLES OF SALE WITH RESPECT TO AUTHORIZATION AND APPROVAL ON THE PART OF THE TRANSFEREES ARE TRUE TO THE BEST OF THEIR KNOWLEDGE, INFORMATION AND BELIEF.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

Lucille E. Brown
NOTARY PUBLIC

MY COMMISSION EXPIRES:
6/6/63

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X

ARTICLES OF SALE

OF

KIDDIE KLOTHES INC. - a Md. corp. Transferor

to

EDGAR ALBERT & MURIEL ALBERT (individuals) Transferees

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 7 11 46 AM '61
LIBER
FOLIO
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland August 17, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11616

Recorded in Liber 7861, folio 586, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bontz

Recorded November 7, 1961 at 11:45 A.M. Liber 11, Receipt No. 190662

FOREST HILLS DEVELOPMENT CORPORATION

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, WARREN C. SCHROEDER, whose post office Address is 113 East Magnolia Avenue;

GRACE SCHROEDER, whose post office address is 113 East Magnolia Avenue;

EVAN M. CROSSLEY, whose post office address is 1800 Preston Road, all of Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is FOREST HILLS DEVELOPMENT CORPORATION.

THIRD: This corporation is organized for profit and the purposes for which the Corporation is formed are as follows:

(a) To buy, exchange, contract for, lease, and in any and all other ways acquire, take hold, and own, and to deal in, sell, mortgage, lease, or otherwise dispose of lands, mining claims, mineral rights, oil wells, gas wells, oil lands, gas lands, and other real property, and rights and interest in and to real property, and to manage, operate, maintain, improve, and develop the said properties, and each and all of the, in any part of the world.

(b) To buy, exchange, construct, develop, contract for, lease and in any and all other ways acquire, take hold, own, extract and exploit by digging, drilling, dredging, logging, blasting, pumping or otherwise, hydro carbons, solid and liquid elements, mixtures, and compounds, processing, manufacturing, refining, buying, selling, exporting, importing or otherwise dealing in these items in any part of the world.

(c) To enter into, maintain, operate, or carry on in all its branches, the business of developing, construction, production, producing, processing, refining, treating, distilling, manufacturing, exploiting, handling, and dealing in, buying, and selling of all its products, bi-products and resideue which may be derived from said liquids, elements, mixtures, and compounds, and for such or any such purposes to buy, exchange, contract for, lease, and in any and all other ways to manufacture, purchase, acquire, take hold, own, sell, convey, export, import, lease, mortgage and dispose of real, personal, tangible or intangible property including receipt by devise, donation and/or bequest and participating in its rights, priviledges and franchises both from within this state and elsewhere and to operate mines; processing, milling, and refining mills and refineries; tanks, machinery,

wharves, and transportation facilities and equipment of every kind, character, and description, and otherwise to deal in, operate, establish, promote, develop, carry on, conduct and manage any and all other properties and appliances that may in any wise be deemed advisable in connection with the business of the corporation or any branch thereof, or that may be deemed convenient at any time by the Board of Directors of the Corporation, and in any part of the world.

(d) To buy, exchange, construct, contract for, lease, and in any and all other ways to acquire, take, hold, own, improve, maintain, operate, sell, mortgage, lease, or otherwise dispose of pipe lines and other means of transporting liquids and gas handled or dealt in by this or any other individual, company or corporation, of any kind or character, and in any part of the world, together with telegraph and telephone lines and other devices for communication used or lawful in connection therewith.

(e) To acquire by purchase or otherwise to rent, lease, license, to hold, own, sell, grant, or dispose of, patents, trademarks, and processes, to do engineering, designing, contracting, and construction improvement, extension, maintanance, and repair of equipment, plants, buildings, transporting lines, tanks, fixtures, vehicles, transporting units, highways, bridges, wharves, docks, and other appliance thereto opportaining to this or any other business in developing operating and expanding this Corporation and for others.

(f) To manufacture, buy, sell, and otherwise deal in machinery and appliances, lumber, cement, brick, stone, iron, steel and other materials in connection with the building, erection, construction, development, improvement, extension, maintenance and repair of the properties herein enumerated, both for this Corporation and for others.

(g) To purchase, exchange, appropriate, or otherwise acquire, take, hold, own, sell, mortgage, lease or otherwise dispose of water rights and water supplies, sewers or sewer systems together with the necessary pipe lines, reservoirs, dams, ditches, and appurtenances useful or necessary, in the judgment of the officers of this Corporation, for its own business, and to manage, operate, maintain, improve, extend, or develop such water supplies, sewage systems or other utilities.

(h) To acquire all or any part of the goodwill rights, property, and business of any person, firm, association, corporation, or other business entity heretofore or hereafter engaged in any business similar to the business of the Corporation or to business in which the Corporation is authorized to engage; to pay for the same in cash, stock, or obligations of the corporation or otherwise; to hold, utilize, enjoy, and in any manner dispose of the whole or in part of the rights and property so or otherwise acquired; to assume, in connection therewith, any liability of any such person, firm, association, corporation, or other business entity; and to conduct, in any other lawful manner, in the State of Maryland or in any other part of the world, the whole or any part of the business of the Corporation.

(i) To purchase, construct, create, or otherwise acquire, invest in, obtain and interest in, take over, underwrite, lease, hold, sell, liquidate, improve, cultivate, work, pledge, mortgage, exchange, convey, or otherwise deal in, deal with, or dispose of property, real or personal, of every kind of description, including without limiting the generality of the foregoing.

(1) Mills, machinery, plants, buildings, warehouses, stores, equipment, inventory, merchandise, materials, and other assets, goodwill, rights, franchises, inventions, processes, licenses, patents, formula, trade-marks and trade names, copyrights, and other properties; and;

(2) Stocks, bonds, mortgages, debentures, notes, commercial paper, subscription warrants, voting trust certificates and other securities, choses in action, evidence of indebtedness, certificate of interest, or other obligations of any nature whether of domestic or foreign governments or other bodies, politic, or of domestic or foreign corporations, associations, firms, syndicates, or individuals, however evidenced.

(3) Stocks, bonds or any other obligations of a company or corporation, to aid in any manner any corporation whose securities are so held by guarantee or otherwise; to exercise all rights, privileges or functions ordinarily incident to such holding; the foregoing either for investment or to further the other purposes of this Corporation.

(j) In furthermore, and not by any of limitations, of the foregoing powers and purposes, to do and perform such other acts and things as may be reasonably necessary and proper to transact, promote, and carry on the business of the Corporation or to further the other purposes of this Corporation in any part of the world.

FOURTH: The post office address of the principal office of the Corporation in this State is Suite 411 Professional Arts Building, 5 Public Square, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is Warren C. Schroeder, 113 East Magnolia Avenue, Hagerstown, Maryland.

Such resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one million (1,000,000) shares of the par value of ten cents ($0.10) a share, all of one class, and having an aggregate par value of one hundred thousand dollars, ($100,000.00).

SIXTH: The number of directors of the Corporation shall be THREE (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Warren C. Schroeder, Grace Schroeder and Evan M. Crossley.

SEVENTH: The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized. The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its capital stock for cash or for such consideration as the Board of Directors shall consider advisable and for this purpose the Board of Directors shall have the power to determine the actual value of the property, services or other consideration for which the stock is to be issued.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 17th day of August, 1961.

WITNESS:

Catherine M. Hess — Warren C. Schroeder (SEAL)

Catherine M. Hess — Grace Schroeder (SEAL)

Catherine M. Hess — Evan M. Crossley (SEAL)

STATE OF MARYLAND, COUNTY OF WASHINGTON: ss:

I HEREBY CERTIFY, that on 17th day of August, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Warren C. Schroeder, Grace Schroeder and Evan M. Crossley, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Catherine M. Hess
Notary Public

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ARTICLES OF INCORPORATION

OF

FOREST HILLS DEVELOPMENT CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
Nov 7 11 46 AM '61
LIBER FOLIO
LAND ☐ C/MORTG ☐ C/SALES ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland August 21, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11623

Recorded in Liber 7061, folio 479, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded December 14, 1961 at 12:05 P.M. Liber 11, Receipt No. 191640

DENTLER BROS., INC.

STOCK ISSUANCE STATEMENT

Dentler Bros., Inc., a Maryland corporation, having its principal office in Washington County, Maryland, hereinafter called the "Corporation", hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Corporation has authorized the issuance of four thousand six hundred and ten (4,610) fully paid and non-assessable shares of the par value of Ten ($10.00) Dollars per share of Common Stock of the Corporation, to-wit: two thousand three hundred and five shares (2,305) to Paul L. Dentler and two thousand three hundred and five shares (2,305) to Daniel E. Dentler, for the following consideration; namely, the assignment, sale, conveyance and transfer to the Corporation of all right, title and interest of the said Paul L. Dentler and Daniel E. Dentler, partners t/a Dentler Bros.; of all the tangible assets of said business comprising a household appliance store known as "Dentler Bros.", conducted at No. 1925 Pennsylvania Avenue, Hagerstown, Maryland, including all equipment, inventory, cars, trucks, furniture, fixtures, etc.; of any and all assets of said business including real estate situate in Washington County, Maryland, and more particularly described as being located on the West side of Pennsylvania Avenue approximately 0.75 miles Northward from the corporate boundary of the City of Hagerstown, containing three parcels of land--Parcel No. 1 containing 0.51 of an acre of land, more or less; Parcel No. 2 containing 0.39 of an acre of land, more or less; and Parcel No. 3 containing 0.29 of an acre of land, more or less; and being more particularly described in a deed of confirmation and ratification dated June 13, 1960, to Paul L. Dentler and Daniel E. Dentler, partners t/a Dentler Bros., from J. Mark Petre and Ada H. Petre, his wife, recorded in Liber No. 358, folio 278, one of the Land Records of Washington County, Maryland; said real estate being improved by a large storeroom; of intangible personal property including Accounts Receivable and bank account; of good will established in said business; and subject to all Accounts Payable and mortgages on said real estate and improvements and other obligations of said business for the following consideration, the actual value of which as determined by the Board of Directors is not less than Forty-Six Thousand One Hundred ($46,100.00) Dollars.

SECOND: (A) At the time of authorization of the issuance of such shares of stock, there were no shares of stock of any class of the Corporation outstanding and entitled to vote; and

(B) The actual value of the consideration to be received by the Corporation, as determined by the Board of Directors, is at least equal to the par value of the shares to be so issued; and

(C) The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on April 1, 1961.

IN WITNESS WHEREOF, Dentler 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 hereunto affixed and attested by the Secretary on May 1, A.D. 1961.

ATTEST AS TO CORPORATE SEAL:

Reuben Seegel

Reuben Seegel, Secretary

DENTLER BROS., INC.

BY Paul L. Dentler

Paul L. Dentler
President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 1st day of May, A.D. 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Paul L. Dentler, President of Dentler Bros., Inc., a Maryland corporation, and in the name of and on behalf of said Corporation acknowledged the aforegoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time also personally appeared Reuben Seegel, and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of said corporation at which the issuance of the stock therein mentioned was finally approved, and that the matters and facts set forth in said Statement are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

Barbara Mae Wolford
Barbara Mae Wolford
Notary Public

My Commission Expires:
May 6, 1963

STOCK ISSUANCE STATEMENT

OF

DENTLER BROS., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
Dec 14 12 05 PM '61
LIBER
FOLIO
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland September 7, 1961 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 11845

Recorded in Liber 7264, folio 311, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

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Recorded December 14, 1961at 12:05 P.M. Liber 11, Receipt No. 191640

MARYLAND CHIEFS OF POLICE ASSOCIATION, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, JAMES H. WILLIAMS, whose post office address is 111 Centerway Road, Greenbelt, Maryland; BLAIR P. OVERTON, whose post office address is City Hall, Hagerstown, Maryland, and GILBERT L. DEYLE, whose post office address is 301 Washington Avenue, Towson, Maryland, all 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, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation is -

"MARYLAND CHIEFS OF POLICE ASSOCIATION, INC."

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

1. For the promotion and the exchange of ideas among the Police Departments of the State of Maryland in the interest of preventing crimes and related subjects.

2. To carry on an Association for the purpose of engaging in a collective study of the means and methods of crime prevention; to discuss crimes and criminals, police discipline, and such other subjects as the interests of their occupation would make it proper to take action upon as an organized association.

3. To aid and assist members in the discharge of their duties, give counsel and advice on all important questions, and to assist each other in all matters relating to the welfare of the Association and/or individual member.

4. This Association shall be absolutely non-political and

non-sectarian, and shall not be used for the promotion of any person seeking public office or preferment.

5. To hold dances, parties, shows and other forms of entertainment for the purpose of obtaining revenue for the carrying out of the other objects of the association.

6. To purchase, lease, or acquire by gift, devise or legacy, any real, personal or mixed property suitable or convenient for any of the purposes of the association, and especially for the purpose of maintaining and equiping a building for said corporation, and to hold, own, use, sell or dispose of the same or to mortgage or encumber the whole or any part of such property to such extent that the corporation may desire and generally to do other and singular such matters and things as may be necessary or desirable to carry out the purposes and objects of the corporation; to sell, lease or otherwise dispose of any such property, real, personal or mixed no longer required for the purposes of the corporation.

7. To borrow or raise money for any of the purposes of the corporation and to issue bonds, debenture notes or other obligations of any nature and in any manner permitted by law for the money so borrowed, or in payment of any property so purchased and to secure the payment thereof and all the interest thereon by mortgage upon the whole or any part of the property real, personal or mixed; to sell, pledge, discount or otherwise dispose of bonds, notes, debentures or other obligations for any of the purposes of the corporation.

8. To have and enjoy all of the powers and privileges and be subject to all provisions of the General Laws of Maryland authorizing the formation of corporations insofar as the same may relate to corporations of this character, and that the enumeration of said powers as herein defined is not intended as exclusive of or as a waiver of any other powers, rights or privileges granted or conferred by the laws of the State of Maryland now or hereinafter in force.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located is -

City Hall, Hagerstown, Maryland

The resident agent of the corporation is Blair P. Overton, whose post office address is City Hall, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have no capital stock.

SIXTH: The corporation shall have three (3) Directors and James H. Williams, Blair P. Overton and Gilbert L. Deyle shall act as such until the first annual meeting, or until their successors are duly chosen or qualified.

SEVENTH: The duration of this corporation shall be perpetual.

EIGHTH: The qualification for membership in this corporation shall be defined by the By-Laws of the corporation.

IN WITNESS WHEREOF, we have signed the Articles of Incorporation on this 30 day of June, 1961.

James H. Williams (SEAL)
James H. Williams

Blair P. Overton Jr. (SEAL)
Blair P. Overton

Gilbert L. Deyle (SEAL)
Gilbert L. Deyle

Frances B. Zink
Witness as to all incorporators

STATE OF MARYLAND, BALTIMORE COUNTY , to wit:-

I HEREBY CERTIFY, That on this 30 day of June, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared JAMES H. WILLIAMS, BLAIR P. OVERTON and GILBERT L. DEYLE, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Frances B. Zink
Notary Public

ARTICLES OF INCORPORATION

OF

MARYLAND CHIEFS OF POLICE ASSOCIATION, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
DEC 12 05 PM '61
LIBER FOLIO
LAND WORTG CASHED
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland September 8, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11844

Recorded in Liber F864, folio 320, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded December 14, 1961 at 12:05 P.M. Liber 11, Receipt No. 191640

SOUTHSIDE EQUIPMENT CO., INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Joseph E. Bitner, whose post office address is 1045 Beechwood Drive, Hagerstown, Maryland; and Robert E. Kuczynski, whose post office address is 82 West Washington Street, Hagerstown, Maryland, each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: That the name of the Corporation (which is hereinafter called the "Corporation") is: SOUTHSIDE EQUIPMENT CO.,INC.

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

(a) To hold, own, lease, manage, operate, repair, service and maintain bowling alleys, bowling balls and pins, pin setters and other bowling equipment.

(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, wares and merchandise of every description.

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

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used 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, or proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an

interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

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

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

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is No. 140 West Washington Street, Hagerstown, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is Franklin R. Turner, No. 140 West Washington Street, Hagerstown, Maryland. 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 of the par value of Ten ($10.00) Dollars each, all of one class, and having an aggregate par value of One Hundred Thousand ($100,000.00) Dollars.

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: Franklin R. Turner, Joseph B. Bitner and Ernest V. Wachs.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities

convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation, or the Laws of the State of Maryland.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The 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 anyof such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the

Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 5th day of September, A. D. 1961.

WITNESS:

Franklin R. Turner (SEAL)
Franklin R. Turner

Joseph E. Bitner (SEAL)
Joseph E. Bitner

Olive R. Shupp
OLIVE R. SHUPP

Robert E. Kuczynski (SEAL)
Robert E. Kuczynski

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 5th day of September, 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Franklin R. Turner, Joseph E. Bitner and Robert E. Kuczynski, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Olive R. Shupp
Notary Public
OLIVE R. SHUPP

My commission expires:
May 6, 1963.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT No.
Dec 14 12 - PM 1961
LIBER
LAND RECORDS
C/S/A/E/D
G. MESLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

SOUTHSIDE EQUIPMENT CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 6, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11835

Recorded in Liber JB64, folio 121, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....14.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded December 14, 1961 at 12:05 P.M. Liber 88, Receipt No. 191640

COFFEEMAN CATERING SERVICE, INCORPORATED

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Paul Ottinger, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, Irving M. Einbinder, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, and Joanne Snyder, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

COFFEEMAN CATERING SERVICE, INCORPORATED

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

To construct, own, buy, sell, lease, equip and operate restaurants, cafes, catering and food dispensing enterprises of all kinds;

To deal generally in all kinds of food, food stuffs and food products, both on or off the premises;

To manufacture, own, operate, sell and generally deal in and with all kinds of facilities and appurtenances convenient, desirable or necessary in the conduct and operation of the foregoing.

FOURTH: The post office address of the principal office of the Corporation in this State is 1704 Pennsylvania Avenue, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Jack W. Martin, 1704 Pennsylvania Avenue, Hagerstown, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars ($100,000.00).

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

and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Paul Ottinger, Irving M. Einbinder, and Joanne Snyder.

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: 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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on September 1st, 1961.

Paul Ottinger
Paul Ottinger

WITNESS:

Irving M. Einbinder
Irving M. Einbinder

Virginia B. Ritz
Virginia B. Ritz

145

Joanne Snyder
Joanne Snyder

WITNESS:

Virginia B. Ritz
Virginia B. Ritz

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on September 1st, 1961, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Paul Ottinger, Irving M. Einbinder and Joanne Snyder and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

VIRGINIA B. RITZ NOTARY PUBLIC WASH. CO. MD.

My Commission Expires:
May 6, 1963

Virginia B. Ritz
Virginia B. Ritz
Notary Public

ARTICLES OF INCORPORATION

OF

COFFEEMAN CATERING SERVICE, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
SEP 14 2 05 PM '61
LIBER FOLIO
LAND RECORDS C/SALES
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland September 5, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11821

Recorded in Liber F863, folio 529, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $...10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Bastian

Recorded December 14, 1961 at 12:05 P.M. Liber 11, Receipt No. 191640

ARTICLES OF INCORPORATION

TRI-STATE ROOFING AND SIDING, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, MILO L. BLINCKENSTAFF, whose post office address is Route # 2, Boonsboro, Maryland; HAROLD E. TALHELM, whose post office address is Route # 1, Hagerstown, Maryland, and ROBERT C. PARKS, whose post office address is 914 Main Avenue, Hagerstown, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation, which is hereinafter called "The Corporation", is TRI-STATE ROOFING AND SIDING, INC.

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

1. To solicit, sell and install all forms and types of building, siding and roofing materials and other building or construction materials of any nature, whether residential, commercial or otherwise.

2. 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.

3. 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.

4. To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufactureres, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

and merchandise of every description.

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

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

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

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

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

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

11. 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

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

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 State of America and in foreign countries.

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

FOURTH: The post office address of the place which shall be the principal office of The Corporation in this State will be located at 7 West Memorial Boulevard, Hagerstown, Maryland. The resident agent of the Corporation is Robert C. Parks, whose post office address if 7 West Memorial Boulevard, Hagerstown, Maryland. Said agent is a citizen of the State of Maryland, actually residing therein.

FIFTH: The Corporation shall have three Directors and Milo L. Blinckenstaff, Harold E. Talhelm, and Robert C. Parks shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized stock of The Corporation is one hundred thousand (100,000) shares, consisting of one hundred thousand (100,000) fully paid and nonassessable shares of common stock of the par value of One Dollar ($1.00) each.

SEVENTH: Subject to the General Laws of the State of Maryland, the voting power shall vest exclusively in the holders of the common stock.

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

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

2. The Board of Directors shall have power from time to time to fix and determine and to vary the amount of the working capital of The Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profit 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 which the Board of Directors may in its discretion use and apply any of such surplus or net proceeds 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 terms as the Board of Directors shall deem expedient.

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 holders of a majority of the total number of shares outstanding and entitled to vote thereon except as otherwise provided in this Certificate of Incorporation.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation this 1st day of Sept, A. D., 1961. ARTICLES

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

Milo L. Blinckenstaff (SEAL)
MILO L. BLINCKENSTAFF

Harold E. Talhelm (SEAL)
HAROLD E. TALHELM

WITNESS AS TO ALL SIGNATURES: Robert C. Parks (SEAL)
ROBERT C. PARKS

Irene R. Burris
Irene R. Burris

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY that on this 1st day of September, A. D., 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Milo L. Blinckenstaff, Harold E. Talhelm and Robert C. Parks, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Irene R. Burris
NOTARY PUBLIC - Irene R. Burris

My Commission Expires:
May 6, 1963

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

ARTICLES OF INCORPORATION

OF

TRI-STATE ROOFING AND SIDING, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
REC'D. 12 05 PM '61
FOLIO
LIBER
CHARGES
G. MERRITT SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland September 6, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11810

Recorded in Liber F263, folio 592, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Burgess

Recorded December 14, 1961 at 12:05 P.M. Liber 11, Receipt No. 191640

ARTICLES OF INCORPORATION

OF

STADIUM BASEBALL LEAGUE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, James William Bennett, whose post office address is 520 Summit Avenue, Hagerstown, Maryland, James Franklin Crumbacker, whose address is 320 West Wilson Boulevard, Hagerstown, Maryland, and Lester George Kendle, whose address is 353 Devonshire Road, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporation, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the"Corporation") is STADIUM BASEBALL LEAGUE, INC.

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

To organize and operate an association exclusively for educational and recreational purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual.

For the general purposes aforesaid, and limited to those purposes, the Corporation shall have the following powers and purposes:

(a) To promote and provide supervised competitive baseball games and contests; to teach and implant firmly in the boys of the community the ideals of good sportsmanship, honesty, loyalty, courage and reverence, so that said boys may be finer, stronger and happier and will grow to be good, clean healthy men; to purchase or lease, and to maintain and operate buildings, playing fields or other structures as incidental to the above purposes, and to sell, lease, mortgage or otherwise dispose of the same.

FOURTH: The post office address of the principal office of the Corporation in this State is 520 Summit Avenue, Hagerstown, Maryland. The resident agent of the Corporation is James William Bennett, whose post office address is 520 Summit Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any

capital stock. The following shall be the first members of the Corporation: James William Bennett, James Franklin Crumbacker and Lester George Kendle. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each 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 duly qualified are: James William Bennett, James Franklin Crumbacker and Lester George Kendle.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 27th day of September, A.D., 1961.

James William Bennett
James William Bennett

James Franklin Crumbacker
James Franklin Crumbacker

Lester George Kendle
Lester George Kendle

WITNESS AS TO ALL:

Norma A. Sandella

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, this 27th day of September, A.D., 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared James William Bennett, James Franklin Crumbacker, and Lester George Kendle and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

WITNESS my hand and official Notarial Seal.

Norma A. Sandella
Notary Public

My Commission Expires:
5/6/63

✓ m5

ARTICLES OF INCORPORATION

OF

STADIUM BASEBALL LEAGUE, INC.

STATE OF MD., WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
DEC 14 12 05 PM '61
LIBER ___ FOLIO
LAND ☐ C/MORTG ☐ C/SALES ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland September 29, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 12192

Recorded in Liber F869, folio 191, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded December 14, 1961 a5 12:05 P.M. Liber 11, Receipt No. 191640

SERV-U-VENDING CORPORATION

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, J. Gilbert Stine, whose post office address is 1043 Haven Road, Hagerstown, Md., Nellie E. Stine, whose post office address is 1043 Haven Road, Hagerstown, Md., J. Douglas Stine, whose post office address is 1915 Greenfield Road, Hagerstown, Md. and Charles G. Stine, whose post office address is 2333 Appletree Drive, Hagerstown, Md., each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

SERV-U-VENDING CORPORATION

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

1. To buy, sell, make, produce, lease, or otherwise acquire automatic vending machines of all kinds and descriptions, dispensing any and all items, food, or service of any kind, and to sell, lease, install, service and repair such automatic vending machines at any and all locations.

2. To make, produce, prepare or purchase any and all items, articles or food of any kind to be dispensed by automatic vending machines or otherwise distributed, served or sold.

3. To conduct a catering business, service or concession at any location, selling, serving or distributing any and all items, articles or food.

4. To carry on, conduct and engage in any and all business or activities directly or indirectly helpful in effectively fulfilling the foregoing purposes, or which may be advantageously carried on in conjunction with or incidental to any of the matters herein mentioned.

5. To buy, sell, hold, improve, rent, mortgage, lease or otherwise deal in any real estate or personal property that may be necessary or advisable in connection with the foregoing purposes.

6. To borrow and lend money in furtherance of the foregoing purposes, including the execution of necessary documents to secure the obligations of the Corporation.

7. To buy, sell, acquire, merge, or associate with any other business or activity which may be helpful to the carrying out of the foregoing purposes, or which may be advantageously carried on in conjunction with or incidental to any such purpose.

FOURTH: The principal office of the Corporation is at 720 Cross Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in the State of Maryland, is Nellie I. Stine, 1043 Haven Road, Hagerstown, Md., and the said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand Dollars ($100,000.00) par value, divided into 10,000 shares of the par value of Ten Dollars ($10.00) each.

SIXTH: The number of Directors of the Corporation shall be four (4) which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are J. Gilbert Stine, Nellie I. Stine, J. Douglas Stine and Charles G. Stine.

SEVENTH: The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized. The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its capital stock for cash or for such consideration as theBoard of Directors shall consider advisable and for this purpose the Board of Directors shall have the power to determine the actual value of the property, services or other consideration for which the stock is to be issued.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 26th day of September, 1961.

J. Gilbert Stine (SEAL)
J. Gilbert Stine

WITNESS:

Henry L. Shoop
Mildred Hoebel
Mildred Hoebel
Charles W. Bartlett

Nellie I. Stine (SEAL)
Nellie I. Stine

J. Douglas Stine (SEAL)
J. Douglas Stine

Charles G. Stine (SEAL)
Charles G. Stine

STATE OF MARYLAND, COUNTY OF WASHINGTON: ss,

I HEREBY CERTIFY, that on this 27th day of September, 1961, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared J. Gilbert Stine, Nellie I. Stine, J. Douglas Stine and Charles G. Stine and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

Catherine M. Hess
Catherine M. Hess, Notary Public

My Commission Expires May 6, 1963.

ARTICLES OF INCORPORATION

OF

SERV-U-VENDING CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
12 05 PM '61
FOOD
LAND CONTROL
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland September 29, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 12165

Recorded in Liber F867, folio 324, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Boothe, Jr.

Recorded December 14, 1961 at 12:05 P.M. Liber 11, Receipt No. 191640

ARTICLES OF INCORPORATION

OF

MILLER LABORATORIES INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, ROBERT H. MILLER, WHOSE POST OFFICE ADDRESS IS 1433 HAMILTON BOULEVARD, HAGERSTOWN, MARYLAND, FRED B. MILLER, WHOSE POST OFFICE ADDRESS IS 329 NORTH POTOMAC STREET, HAGERSTOWN, MARYLAND AND ALICE H. MILLER, WHOSE POST OFFICE ADDRESS IS 329 NORTH POTOMAC STREET, HAGERSTOWN, MARYLAND, ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS:

MILLER LABORATORIES INC.

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

(A) TO MANUFACTURE AND SELL ORTHOPEDIC DEVICES, INDUSTRIAL SPECIALTIES, AND HEALTH PRODUCTS.

(B) 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.

(C) TO CARRY ON AND TRANSACT, FOR ITSELF OR FOR ACCOUNT OF OTHERS, THE BUSINESS OF GENERAL MERCHANTS, GENERAL BROKERS, GENERAL AGENTS, MANUFACTURERS, BUYERS AND SELLERS OF, DEALERS IN, IMPORTERS AND EXPORTERS OF NATURAL PRODUCTS, RAW MATERIALS, MANUFACTURED PRODUCTS AND MARKETABLE GOODS, WARES AND MERCHANDISE OF EVERY DESCRIPTION.

(D) TO PURCHASE, LEASE OR OTHERWISE ACQUIRE, ALL OR ANY PART OF THE PROPERTY, RIGHTS, BUSINESSES, CONTRACTS, GOOD-WILL, FRANCHISES AND ASSETS OF EVERY KIND, OF ANY CORPORATION, CO-PARTNERSHIP OR INDIVIDUAL (INCLUDING THE ESTATE OF A DECEDENT), CARRYING ON OR HAVING CARRIED ON IN WHOLE OR IN PART ANY OF THE AFORESAID BUSINESSES OR ANY OTHER BUSINESSES THAT THE CORPORATION MAY BE AUTHORIZED TO CARRY ON, AND TO UNDERTAKE, GUARANTEE, ASSUME AND PAY THE INDEBTEDNESS, AND LIABILITIES THEREOF, AND TO PAY FOR ANY SUCH PROPERTY, RIGHTS, BUSINESS, CONTRACTS, GOOD-WILL, FRANCHISES OR ASSETS BY THE ISSUE, IN ACCORDANCE WITH THE LAWS OF MARYLAND, OF STOCK, BONDS, OR OTHER SECURITIES OF THE CORPORATION OR OTHERWISE.

(E) TO APPLY FOR, OBTAIN, PURCHASE, OR OTHERWISE

ACQUIRE, ANY PATENTS, COPYRIGHTS, LICENSES, TRADEMARKS, TRADENAMES, RIGHTS, PROCESSES, FORMULAE, AND THE LIKE, WHICH MIGHT BE USED FOR ANY OF THE PURPOSES OF THE CORPORATION; AND TO USE, EXERCISE, DEVELOP, GRANT LICENSES IN RESPECT OF, SELL AND OTHERWISE TURN TO ACCOUNT, THE SAME.

(F) TO PURCHASE OR OTHERWISE ACQUIRE, HOLD AND RE-ISSUE SHARES OF ITS CAPITAL STOCK OF ANY CLASS; AND TO PURCHASE, HOLD, SELL, ASSIGN, TRANSFER, EXCHANGE, LEASE, MORTGAGE, PLEDGE OR OTHERWISE DISPOSE OF, ANY SHARES OF STOCK OF, OR VOTING TRUST CERTIFICATES FOR ANY SHARES OF STOCK OF, OR ANY BONDS OR OTHER SECURITIES OR EVIDENCES OF INDEBTEDNESS ISSUED OR CREATED BY, ANY OTHER CORPORATION OR ASSOCIATION, ORGANIZED UNDER THE LAWS OF THE STATE OF MARYLAND OR OF ANY OTHER STATE, TERRITORY, DISTRICT, COLONY OR DEPENDENCY OF THE UNITED STATES OF AMERICA, OR OF ANY FOREIGN COUNTRY; AND WHILE THE OWNER OR HOLDER OF ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, TO POSSESS AND EXERCISE IN RESPECT THEREOF ANY AND ALL THE RIGHTS, POWERS, AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE ON ANY SHARES OF STOCK SO HELD OR OWNED; AND UPON A DISTRIBUTION OF THE ASSETS OR DIVISION OF THE PROFITS OF THIS CORPORATION, TO DISTRIBUTE ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, OR THE PROCEEDS THEREOF, AMONG THE STOCKHOLDERS OF THIS CORPORATION.

(G) TO GUARANTEE THE PAYMENT OF DIVIDENDS UPON ANY SHARES OF STOCK OF, OR THE PERFORMANCE OF ANY CONTRACT, BY, ANY OTHER CORPORATION OR ASSOCIATION IN WHICH THE CORPORATION HAS AN INTEREST, AND TO ENDORSE OR OTHERWISE GUARANTEE THE PAYMENT OF THE PRINCIPAL AND INTEREST, OR EITHER, OF ANY BONDS, DEBENTURES, NOTES, SECURITIES OR OTHER EVIDENCES OF INDEBTEDNESS CREATED OR ISSUED BY ANY SUCH OTHER CORPORATION OR ASSOCIATION.

(H) TO LOAN OR ADVANCE MONEY WITH OR WITHOUT SECURITY, WITHOUT LIMIT AS TO AMOUNT; AND TO BORROW OR RAISE MONEY FOR ANY OF THE PURPOSES OF THE CORPORATION AND TO ISSUE BONDS, DEBENTURES, NOTES OR OTHER OBLIGATIONS OF ANY NATURE, AND IN ANY MANNER PERMITTED BY LAW, FOR MONEY SO BORROWED OR IN PAYMENT FOR PROPERTY 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.

(I) TO CARRY ON ANY OF THE BUSINESSES HEREINBEFORE ENUMERATED FOR ITSELF, OR FOR ACCOUNT OF OTHERS, OR THROUGH OTHERS FOR ITS OWN ACCOUNT, AND TO CARRY ON ANY OTHER BUSINESS WHICH MAY BE DEEMED BY IT TO BE CALCULATED, DIRECTLY OR INDIRECTLY, TO EFFECTUATE OR FACILITATE THE TRANSACTION

OF THE AFORESAID OBJECTS OR BUSINESSES, OR ANY OF THEM, OR ANY PART THEREOF, OR TO ENHANCE THE VALUE OF ITS PROPERTY, BUSINESS OR RIGHTS.

(J) TO CARRY OUT ALL OR ANY PART OF THE AFORESAID PURPOSES, AND TO CONDUCT ITS BUSINESS IN ALL OR ANY OF ITS BRANCHES IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITES 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 UNITES STATES OF AMERICA AND IN FOREIGN COUNTRIES.

THE AFOREGOING ENUMERATION OF THE PURPOSES, OBJECTS AND BUSINESS OF THE CORPORATION IS MADE IN FURTHERANCE, AND NOT IN LIMITATION, OF THE POWERS CONFERRED UPON THE CORPORATION BY LAW, AND IS NOT INTENDED, BY THE MENTION OF ANY PARTICULAR PURPOSE, OBJECT OR BUSINESS, IN ANY MANNER TO LIMIT OR RESTRICT THE GENERALITY OF ANY OTHER PURPOSE, OBJECT OR BUSINESS MENTIONED, OR TO LIMIT OR RESTRICT ANY OF THE POWERS OF THE CORPORATION. THE CORPORATION IS FORMED UPON THE ARTICLES, CONDITIONS AND PROVISIONS HEREIN EXPRESSED, AND SUBJECT IN ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 115 EAST BALTIMORE STREET, HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS ROBERT H. MILLER, WHOSE POST OFFICE ADDRESS IS 1433 HAMILTON BOULEVARD, HAGERSTOWN, MARYLAND. 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 TEN THOUSAND SHARES (10,000) OF THE PAR VALUE OF TEN DOLLARS ($10.00) EACH, ALL OF WHICH SHARES ARE OF ONE CLASS, AND ARE DESIGNATED COMMON STOCK. THE AGGREGATE PAR VALUE OF ALL SHARES HAVING PAR VALUE IS ONE HUNDRED THOUSAND ($100,000.00) DOLLARS.

SIXTH: THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE THREE, WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE; AND THE NAMES OF THE DIRECTORS WHO SHALL ACT UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY ARE ROBERT H. MILLER, FRED B. MILLER AND ALICE H. MILLER.

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, FOR SUCH CONSIDERATIONS AS SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE, IRRESPECTIVE OF THE VALUE OR AMOUNT OF SUCH CONSIDERATIONS, BUT SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

(B) THE BOARD OF DIRECTORS SHALL HAVE POWER, FROM TIME TO TIME, TO FIX AND DETERMINE AND TO VARY THE AMOUNT OF WORKING CAPITAL OF THE CORPORATION; TO DETERMINE WHETHER ANY, AND IF ANY, WHAT PART OF THE SURPLUS OF THE CORPORATION OR OF THE NET PROFITS ARISING FROM ITS BUSINESS SHALL BE DECLARED IN DIVIDENDS AND PAID TO THE STOCKHOLDERS SUBJECT, HOWEVER, TO THE PROVISIONS OF THE CHARTER , AND TO DIRECT AND DETERMINE THE USE AND DISPOSITION OF ANY OF SUCH SURPLUS OR NET PROFITS. THE BOARD OF DIRECTORS MAY IN ITS DISCRETION USE AND APPLY ANY SUCH SURPLUS OR NET PROFITS IN PURCHASING OR ACQUIRING ANY OF THE SHARES OF THE STOCK OF THE CORPORATION, OR ANY OF ITS BONDS OR OTHER EVIDENCES OF INDEBTEDNESS, TO SUCH EXTENT AND IN SUCH MANNER AND UPON SUCH LAWFUL TERMS AS THE BOARD OF DIRECTORS SHALL DEEM EXPEDIENT.

(C) THE CORPORATION RESERVES THE RIGHT TO MAKE FROM TIME TO TIME ANY AMENDMENTS OF ITS CHARTER WHICH MAY NOW OR HEREAFTER BE AUTHORIZED BY LAW, INCLUDING ANY AMENDMENTS CHANGING THE TERMS OF ANY CLASS OF ITS STOCK BY CLASSIFICATIONS, RE-CLASSIFICATION OR OTHERWISE, BUT NO SUCH AMENDMENT WHICH CHANGES THE TERMS OF ANY OF THE OUTSTANDING STOCK SHALL BE VALID UNLESS SUCH CHANGE OF TERMS SHALL HAVE BEEN AUTHORIZED BY THE HOLDERS OF FOUR-FIFTHS OF ALL OF SUCH STOCK AT THE TIME OUTSTANDING, BY VOTE AT A MEETING OR IN WRITING WITH OR WITHOUTA MEETING.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION THIS 15th DAY OF September A.D., 1961.

WITNESS:

Lucille E. Brown
LUCILLE E. BROWN

Robert H. Miller
ROBERT H. MILLER

Lucille E. Brown
LUCILLE E. BROWN

Fred B. Miller
FRED B. MILLER

Lucille E. Brown
LUCILLE E. BROWN

Alice H. Miller
ALICE H. MILLER

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 15th DAY OF September A.D., 1961, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC, IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED ROBERT H. MILLER, FRED B. MILLER AND ALICE H. MILLER, WHO SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.

LUCILLE E. BROWN NOTARY PUBLIC WASHINGTON COUNTY, MARYLAND

Lucille E. Brown
NOTARY PUBLIC

MY COMMISSION EXPIRES:
MAY 6, 1963

164

ARTICLES OF INCORPORATION

OF

MILLER LABORATORIES INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
DEC 14 12 05 PM '61
LIBER FOLIO
LAND ☐ CHORIG ☐ C/SALE ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland September 18, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 12004

Recorded in Liber F265, folio 314, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded December 14, 1961 at 12:05 P.M. Liber 11, Receipt No. 191640

COMMUNITY CABS, INC.

ARTICLE OF INCORPORATION

(Under Section 3)

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Richard H. Sweeney, whose post office address is 131 South Prospect Street, Hagerstown, Maryland, W. Warren Stultz, whose post office address is Route No. 6, Hagerstown, Maryland, and Mary E. Bishop, whose post office address is 47B Elgin Boulevard, Hagerstown, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation is Community Cabs, Inc.

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

(1) To own, operate, manage, control and engage in the general business of transporting, hauling, handling and conveying of passengers and freight by automobile, bus, truck, motorcycles, motor vehicles, or by any other means of conveyance, for hire or pay, and to generally own, operate, manage and control automobile taxicab and bus lines for the general transportation for pay of the public, and transport freight, for hire, or pay, of every kind and description.

(2) To purchase, rent, manufacture, deal in, operate, sell and let for hire, automobiles, trucks, motorcycles and motor vehicles and supplies and fittings therefor of every kind, nature and description.

(3) To erect, purchase, lease or otherwise acquire, and to maintain and operate filling stations and garages for the sale of gasoline, oils and other automobile supplies, and the storing, caring for, and repairing of automobiles and motor vehicles of every kind, nature and description.

(4) To procure, manufacture, purchase, sell any tools, appliances, machinery or equipment used in the furtherance or carrying on of the aforesaid objects or purposes; and to purchase, own, hold, lease, convey, mortgage, pledge, transfer, acquire or dispose of any lands, buildings and other structures, and all property, whether real, personal or mixed, of every kind, class, description and

character whatsoever, or any interest therein wanted, necessary or desirable for the carrying on and promoting of the aforesaid objects, purposes or business, or either or any of them, and to procure, sell, mortgage, lease, improve, construct, invest and deal in any real estate, of every kind and character, and wheresoever situate; and to construct, equip, operate, buy, sell, lease, rent, hire, manage and control, buildings, factories, stores, warehouses, and all other structures of every kind and description, wheresoever situate, together with all kinds of machinery, tools, implements, apparatus, equipment, automobiles, wagons, trucks, trailers, stock, appliances, merchandise, and all other things or property of every kind and character needed, wanted, necessary, used or desired in the furtherance or carrying on or promoting of the aforesaid objects, businesses or purposes, or either or any of them; and to purchase, own, sell, acquire and dispose of in any lawful manner the property, rights, business, structures, stocks, bonds, securities, good will, franchises, assets, or any part thereof, of every kind of any corporation, association, firm or individual carrying on in whole or any part for said business, or either of them of any allied manufacture, commercial, wholesale or retail business, or other business or enterprise of any kind whatsoever, or any other business to carry on and assume in any lawful manner the indebtedness or liabilities thereof, and to undertake guarantee, assume and pay the same in any lawful manner, and from time to time do any one or more of the acts and things hereinabove set forth, and to carry on any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid purposes or objects, or either or any of them, to faciliate it in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property or rights provided for in the transaction of its business; the corporation shall be subject to the laws of the jurisdiction in which the same is transacted or its property may be located, this Corporation is formed upon and subject to the articles, conditions and provisions herein expressed, and to the provisions, limitations relating to corporations which are contained in the Public General Laws of the State of Maryland. The said Corporation shall have full power to do any of all of the acts, matters and things hereinbefore set forth, and shall also have all the powers insofar as the same may be applicable to it enumerated and more particularly set out in Article 23 of the Code of Public General Laws of the State of

Maryland relating to corporations, and all amendments and supplements thereto, and to every act or thing not inconsistent with law which may be appropriate to promote and attain the objects and purposes for which or for any of which this Corporation is formed.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 2 Court Place, Hagerstown, Maryland. The resident agent of the Corporation is W. Warren Stultz, whose post office address is Route No. 6, Hagerstown, Maryland. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three directors. Richard H. Sweeney, W. Warren Stultz and Mary E. Bishop shall act as such until the first annual meeting of stockholders or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand ($100,000.00) Dollars par value divided into ten thousand shares of the par value of Ten ($10.00) Dollars each.

SEVENTH: The corporation shall have perpetual existence.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 15th day of September, 1961.

1. Richard H. Sweeney
Richard H. Sweeney

2. W. Warren Stultz
W. Warren Stultz

3. Mary E. Bishop
Mary E. Bishop

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:

I hereby certify that on this 15th day of September, 1961, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Richard H. Sweeney, W. Warren Stultz, and Mary E. Bishop, and severally acknowledged the aforegoing Articles of Incorporation to be their act and deed.

WITNESS my hand and official Notarial Seal.

Betty Baker
Notary Public

BETTY BAKER NOTARY PUBLIC

My Commission Expires:
May 6, 1963

ARTICLES OF INCORPORATION

OF

COMMUNITY CABS, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
DEC 14 12 05 PM '61
FOLIO
LAND RECORDS
W. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland September 18, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 11985

Recorded in Liber 3265, folio 341, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00...

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Rodgers

Recorded December 14, 1961 at 12:05 P.M. Liber 11, Receipt No. 191640

The Golden Majorettes Boosters Club, Inc.

~~524 Washington Square, Hagerstown, Md.~~

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, Kyle Bartle, whose post office address is No. 621 Union Place, Hagerstown, Maryland; Harry B. Rogers, Jr. whose post office address is Leitersburg, Maryland, and Thomas H. Bond, Jr. whose post office address is 135 McComas Street, Hagerstown, MARYLAND each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

ARTICLE I

The name of the corporation (which is hereinafter called the Corporation) is The Golden Majorettes Boosters Club, Inc.

ARTICLE II

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

1st: To sponsor and promote any and all projects to benefit the Golden Majorettes, a baton twirling organization.

2nd: To operate and maintain a bus for transportation of corps members and chaperones to and from corps activities whenever necessary.

3rd: To purchase and maintain equipment used by the corps, other than personal uniforms.

ARTICLE III

The post office address of the principal office of the Corporation in this state is 524 Washington Square, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this state are Kyle Bartle, No. 621 Union Place, Hagerstown, Maryland. Said resident agent is a citizen of this state and actually resides herein.

ARTICLE IV

There will be no capital stock, this being a non-profit organization.

ARTICLE V

The members of this club shall be parents and interested friends of corps members.

ARTICLE ~~IV~~ VI

Section I Meetings shall be held the second Wednesday of each month at 7:30 P.M. unless otherwise scheduled and shall be held at the studio at Washington Square in Hagerstown, Maryland, unless otherwise designated.

Section II The order of business shall be as follows:

Prayer

Reading of the minutes

Treasurer's report

Communications, notices and reports

Reports of committeess

Unfinished business

New business

Adjournment

ARTICLE VII

The number of directors of the Corporation shall be fourteen (14) which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified, are Kyle Bartle, Harry B. Rogers, Jr., L. B. Deefer, Thomas H. Bond, Jr., Mrs. Rachel Dean, Mrs. Thelma Keefer, Mrs. Dorothy Bonebrake, Richard Carbaugh, Lloyd Shoemaker, Mrs. Rose Willard, Mrs. Don Gilbert, Mrs. Jeanne Langlotz, ~~and~~ Ronald Langlotz and Mrs. Lola Bartle.

ARTICLE VIII

Section I All monies acquired by the club projects or corps activities shall be turned over to the treasurer or financial secretary.

Section 2 All checks are valid if signed by either the treasurer or the financial secretary.

Section 3 The treasurer and financial secretary will be authorized to operate a petty cash fund of $10.00

Section 4 The checking account shall not exceed $200.00 with all remaining monies being deposited in Home Federal Savings and Loan, Corp. Hagerstown, Md.

ARTICLE IX

Section 1 The officers of the corporation shall consist of: president, vice-president, treasurer, financial secretary, recording and corresponding secretary and assistant recording and corresponding secretary.

Section 2 The board of directors shall consist of: officers of the corporation, chairman of all permanent committees and the corp director and corp advisor.

Section 3 The permanent committees shall be: publicity, ways and means, property, transportation, bus drivers and chaperons and color guard, drum and trumpet personnel.

Section 4 The officers shall be elected for a two year term and no outgoing officer shall be elected to any office for at least a year. There shall not be an entire new slate of officers elected at one time.

Section 5 The election of one president, one treasurer and one recording and corresponding secretary shall be held in November with installtion in December.

ARTICLE X

Section 1 It is hereby enjoined upon every member to examine so examine and study the Constitution and By-Laws of the corporation so as to become fully acquainted with the most important laws governing the Club.

Section 2 Any additions or corrections to the Constitution or By-Laws will be referred to the Board of Directors for recommendations to the Club for approval.

Section 3 Ammendments to this Constitution or By-Laws may be made at any regular meeting by a two-thirds vote of the members present, provided such ammendments were presented in writing to the Secretary at a previous regular meeting. Changes in the Constitution and By-Laws would be voted on at the next regular meeting.

Section 4 All By-Laws that may be made and adopted by this Corporation shall be equally binding with this Constitution.

ARTICLE XI

Duties of the President The President shall preside at all meetings of the Club. The presiding officer shall have the power to cast the deciding

ballot on all tie votes. He shall appoint all committees and see that they perform their duties and shall be Ex-Officio of all Committees. The Nomination Committee shall consist of three members and be appointed at the October meeting.

Duties of the Vice President The Vice President shall assist the president with his duties.

Duties of the Recording and Corresponding Secretary He shall keep an accurate record of the minutes of all meetings and the attendance, subject at all times to the inspection of the members. He shall notify members of their election, notify all members of special meetings and send all other notices as required by the By-Laws. He shall deliver to his successor all records, books, papers, and all other property of the Corporation in his possession.

Duties of the Assistant Recording and Corresponding Secretary To assist with the duties of the secretary.

Duties of the Treasurer and Financial Secretary It shall be their duties to receive and collect all money for the Club and Corp. They shall keep an accurate record of all money belonging to the Club and disbursements of the same, and make a report of same at each meeting. They shall pay all accounts of the Club. They shall submit their books to the Board of Directors within 48 hours for audit when same are requested by them. They shall deliver to their successors all records, books, papers, and property of the Club.

Duties of the Board of Directors They shall be charged with the general supervision of the investments, reserve and fund and all other Club and Corp property and upkeep of the same. They shall audit the books of the Recording and Corresponding Secretary and the Treasurer and Financial Secretary annually and report their findings on the regular meeting night in December. Also these audits may be made at any other time the Board deems such action advisable. They shall assist in the purchase of all material and equipment for the Club and Corp's use and perform such other duties as may be assigned them by vote of the Club. They shall on installation night select one of their members to act as Chairman and another to act as Secretary. They shall meet at the call of the President as may be

required for the fullfillment of their duties. A correct record of all meetings shall be made and report of same shall be presented at such regular meeting of the Club.

ARTICLE XII

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on August 29, 1961.

Kyle Bartle
KYLE BARTLE

Harry B. Rogers Jr.
HARRY B. ROGERS, JR.

Thomas H. Bond Jr
THOMAS H. BOND, JR.

STATE OF MARYLAND,

COUNTY OF WASHINGTON, ss:

I HEREBY CERTIFY that on August 29, 1961, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington personally appeared Kyle Bartle, Harry B. Rogers, Jr. and Thomas H. Bond, Jr. and severally acknowledged the foregoing Articles of Incorporation to be their Act.

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

Jack B. Welch
JACK B. WELCH, Notary Public

My commission expires May 6, 1963.

ARTICLES OF INCORPORATION

OF

THE GOLDEN MAJORETTES BOOSTERS CLUB, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
Dec 14 12 05 PM '61
LIBER FOLIO
LAND ☐ CHARTER ☐ CS/TE ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland September 15, 1961 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 11954

Recorded in Liber F265, folio 117, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $....20.00.....Recording fee paid $..10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Barton

Recorded January 16, 1962 at 10:20 A.M. Liber 11, Receipt No. 192315

THESE ARTICLES OF SALE, Made this 5th day of October, 1961, by and between THE PORTER CHEMICAL COMPANY, a Maryland corporation [the Transferor], and THE LIONEL CORPORATION, a New York corporation [the Transferee];

WITNESSETH:

(1) The Porter Chemical Company agrees to sell and transfer to The Lionel Corporation all of its property and assets.

(2) The transferee is The Lionel Corporation, whose principal place of business is Hoffman Place, Hillside, New Jersey.

(3) The corporations parties to these Articles are The Porter Chemical Company and The Lionel Corporation. The Lionel Corporation was incorporated under the general laws of the State of New York on July 22, 1918. The Lionel Corporation is qualified to do business in the State of Maryland, having qualified on September 25, 1961. The Porter Chemical Company is incorporated under the laws of the State of Maryland.

(4) The nature and amount of the consideration to be paid, transferred and issued by The Lionel Corporation for the property and assets of Porter Chemical Company are as follows:

(a) 130,000 shares of the $2.50 par value common stock of The Lionel Corporation.

(b) The assumption by The Lionel Corporation of all liabilities of The Porter Chemical Company reflected on the books of The Porter Chemical Company on October 6, 1961, or accruable or payable at that time in accordance with generally accepted accounting principles, including provision for current income taxes and other accrued expenses which are not normally entered on the books of record before the close of the accounting period for which incurred, other than attorney's fees, accounting fees, stock transfer taxes and other expenses, fees, taxes, charges and costs of The Porter Chemical Company incident to or arising out of this transfer of assets, the reorganization effected thereby, and the dissolution and liquidation of The Porter Chemical Company and the distribution of said 130,000 shares of the capital stock of The Lionel Corporation to the stockholders of The Porter Chemical Company.

(5) The only principal office of The Lionel Corporation in Maryland will be located in Hagerstown. The only county in Maryland in which The Porter Chemical Company has a principal office or in which The Porter Chemical Company owns property the title to which could be affected by the recording of an instrument among the land records is Washington County.

(6) The principal office of The Lionel Corporation in New Jersey is Hoffman Place, Hillside, New Jersey, and the name and post office address of the resident agent of The Lionel Corporation in the State of Maryland, service of process upon whom shall bind such corporation in any action, suit or proceeding pending or hereafter instituted or filed against it until the appointment of a substitute resident agent is duly certified, is The Corporation Trust Incorporated, No. 10 Light Street, Baltimore 2, Maryland. Said resident agent is a corporation incorporated under the laws of the State of Maryland.

(7) The proposed form of these Articles of Sale was submitted to the Board of Directors of The Porter Chemical Company, a Maryland corporation, at a special meeting of said Board of Directors duly held at Hagerstown, Maryland, on August 25, 1961, and the said Board of Directors adopted resolutions declaring that the proposed transfer substantially upon the terms and conditions set forth in the proposed Articles of Sale is advisable, and directing that the proposed Articles of Sale be sub-

mitted for action thereon at a special meeting of stockholders of said corporation to be held on September 15, 1961. Notice stating that a purpose of such meeting would be to take action upon the proposed Articles of Sale was given by The Porter Chemical Company to all of its stockholders entitled to vote thereon, and to each stockholder not entitled to vote thereon. A special meeting of the stockholders of The Porter Chemical Company was duly held on September 15, 1961, at Hagerstown, Maryland, and at such special meeting the proposed Articles of Sale were approved by the affirmative vote of all the votes entitled to be cast thereon.

These Articles of Sale were duly advised by the Board of Directors and approved by the stockholders of The Porter Chemical Company in the manner and by the vote required by Article 23 of the Annotated Code of Maryland and by the Charter of said corporation.

(8) These Articles of Sale and the transfer to be effected were duly advised, authorized and approved by The Lionel Corporation in the manner and by the vote required by the Charter of said corporation and by the laws of the State of New York.

(9) These Articles of Sale and the transfer of all of the property and assets of The Porter Chemical Company to The Lionel Corporation shall be effective for the purposes of Article 23 of the Annotated Code of Maryland when these Articles of Sale have been accepted for record by the State Tax Commission of Maryland. On such effective date of these Articles of Sale all of the property, rights, privileges and franchises of The Porter Chemical Company, except its right to be a corporation and its right to receive this consideration and so much of the sum of $25,000 as may be used by The Porter Chemical Company by September 1, 1962 to pay attorney's fees, accounting fees and other costs and expenses not assumed by The Lionel Corporation, shall be transferred to, vested in and devolve upon The Lionel Corporation in accordance with these Articles of Sale and thereupon all such property, rights, privileges and franchises shall be as effectually the property of The Lionel Corporation as they were of The Porter Chemical Company without any further act or deed, but notwithstanding this provision, such other or confirmatory deeds, assignments or other like instruments which may be deemed desirable to evidence such transfer, vesting or devolution of any or all such property, rights, privileges or franchise shall be made and delivered in the name of The Porter Chemical Company by its officers holding office at the time of execution of such deed or instrument, or if The Porter Chemical Company is no longer in existence, by the last acting officers thereof.

(10) These Articles of Sale may not be abandoned except by the vote of a majority of the entire Board of Directors of The Porter Chemical Company and of a majority of the Board of Directors of The Lionel Corporation.

In Witness Whereof, The Porter Chemical Company and The Lionel Corporation have each caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed by its Secretary or one of its Assistant Secretaries.

The Porter Chemical Company

By .....
Harold M. Porter President

The Lionel Corporation

By .....
Vice-President
William T. Watson

2

State of Maryland
County of Washington

I Hereby Certify That on the 5th day of October, 1961, before me the subscriber, a Notary Public of the State of Maryland in and for the County of Washington aforesaid, personally appeared Harold M. Porter, the President of The Porter Chemical Company, a corporation organized and existing under the laws of the State of Maryland and in the name and on the behalf of said corporation acknowledged the foregoing Articles of Sale to be the corporate act of said corporation; and at the same time personally appeared Nancy B. Porter and made oath in due form of law that she was the Secretary of the meeting of the stockholders of said corporation at which the said Articles of Sale were approved and that said Articles of Sale were duly advised and authorized by resolution of the Board of Directors thereof declaring that the proposed transfer was advisable and directing that it be submitted for action thereon at a meeting of the stockholders of said Corporation, and that said Articles of Sale were approved at said meeting of stockholders held on the 15th day of September, 1961 by the affirmative vote of all of the votes entitled to be cast thereon, and that the matters and facts set forth in said Articles of Sale are true to the best of his knowledge, information and belief.

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

.....
Notary Public
Margaret A. Schaff

My Commission expires: May 6, 1963

STATE OF New York
County OF New York

I HEREBY CERTIFY That on the 2nd day of October, 1961, before me the subscriber, a Notary Public of the State of New York in and for the County of New York aforesaid, personally appeared William T. Watson the Vice President of The Lionel Corporation, a corporation organized and existing under the laws of the State of New York and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Sale to be the corporate act of said corporation and at the same time personally appeared Edward H. Zier and made oath in due form of law that he is the Asst. Sec. of the said corporation and that the matters and facts set forth in said Articles of Sale with respect to authorization and approval by The Lionel Corporation are true and correct to the best of his information, knowledge and belief.

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

Joel S. Stern
Notary Public

My Commission expires:

JOEL S. STERN
Notary Public, State of New York
No. 31-3838900
Qualified in New York County
Commission Expires March 30, 1963

ARTICLES OF SALE

OF

THE PORTER CHEMICAL COMPANY - Transferor

to

THE LIONEL CORPORATION - Transferee

STATE OF MD.
WASHINGTON COUNTY
RECORDED FOR RECORD
RECEIPT NO. 7235
JAN 16 10 20 AM '62
Trans. Department
LIBER FOLIO
LAND COMMORTG C/SALE
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland October 6, 1961 at 2:20 o'clock P. M. as in conformity with law and ordered recorded.

A 12291

Recorded in Liber F 608, folio 421, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Recorded January 16, 1962 at 10:20 A.M. Liber 11, Receipt No. 192315

THE HAGERSTOWN CABINET COMPANY

STOCK ISSUANCE STATEMENT

The Hagerstown Cabinet Company, a Maryland corporation havings its principal office in Washington County, Maryland, (hereinafter called the Corporation), certifies to the Department of Assessments and Taxation of the State of Maryland, that:

FIRST: The Corporation has authorized the issuance of the following fully paid and non-assessable shares of the par value set out after each class of stock for the consideration referred to therein, namely:

(a) 1,100 shares of the par value of $1.00 each of Class A Common Stock, the consideration or price of which is payable in money of $1.00 per share, or an aggregate consideration or price of $1,100.00.

(b) 546 shares of the par value of $1.00 per share of Class B Common Stock for the following consideration, the actual value of which, as determined by the Board of Directors, is not less than $54,600.00:

The Class B Common Stock shall be issued in consideration of the surrender by the present holders of Class A Common Stock, Preferred Stock and claims by the proposed holders of Class B Common Stock against the corporation, which consideration as determined by the Board of Directors is not less than $54,600.00.

(c) 416 shares of the par value of $100 of Preferred Stock for the following consideration, the actual value of which, as determined by the Board of Directors is not less than $41,600.00:

The Preferred Stock shall be issued in consideration of the surrender by certain creditors of the corporation of their claims against the corporation, the value of which as determined by the Board of Directors, is not less than $41,600.00.

SECOND: The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on July 25, 1961; the issuance of said shares of stock as so authorized by the Board of Directors was submitted for approval at a special meeting of the Class A Common, Class B Common and Preferred Stockholders of the Corporation held on August 4, 1961; notice stating that a purpose of the meeting would be to take action upon the proposed issue of said shares of stock was given as required by law, to all stockholders of the Corporation entitled to vote thereon; and the proposed issuance of said shares of stock was approved by the Class A Common, Class B Common and Preferred Stockholders of the Corporation at said meeting.

IN WITNESS WHEREOF, The Hagerstown Cabinet has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on the 4th day of August, 1961.

THE HAGERSTOWN CABINET COMPANY

By E. H. Smead
E. H. Smead, President

ATTEST:

E. Stuart Bushong
E. Stuart Bushong, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 4th day of August, A.D., 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared E. H. Smead, President of The Hagerstown Cabinet Company, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time personally appeared Louis Fahnestock, III and made oath in due form of law that he was secretary of the meeting of the stockholders of said corporation at which the issuance of the stock therein mentioned was finally approved, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

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

Shelby J. Crawford
Notary Public

SHELBY J. CRAWFORD NOTARY PUBLIC WASHINGTON CO. MD.

Comm. Exp. May 6, 1963

STOCK ISSUANCE STATEMENT

OF

THE HAGERSTOWN CABINET COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland October 20, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 12504

Recorded in Liber 7870, folio 58, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

NW 182

Recorded January 16, 1962 at 10:20 A.M. Liber 11, Receipt No. 192315

THE PORTER CHEMICAL COMPANY

ARTICLES OF AMENDMENT

THE PORTER CHEMICAL COMPANY, a Maryland corporation, having its principal office in Hagerstown, Washington County, Maryland, (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments & Taxation that:

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

By striking out Article First of the Certificate of Incorporation as heretofore amended and inserting in lieu thereof a new Article First reading as follows:

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

H. M. P., INC."

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on August 25, 1961 adopted a resolution in which was set forth the foregoing Amendment to the Charter, declaring that the said Amendment of the Charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on September 15, 1961.

THIRD: Notice setting forth the said Amendment of the Charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given as required by law, to all stockholders entitled to vote thereon; and a like notice was given to all stockholders of the Corporation not entitled to vote thereon, whose contract rights as expressly set forth in the Charter would be altered by the Amendment.

FOURTH: The Amendment of the Charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the affirmative vote of more than two-thirds of all votes entitled to be cast thereon.

FIFTH: The Amendment of the Charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

IN WITNESS WHEREOF, The Porter Chemical Company has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 5th day of October, 1961.

ATTEST:

Nancy B. Porter
Nancy B. Porter
Secretary

(CORPORATE SEAL)

THE PORTER CHEMICAL COMPANY

By Harold M. Porter
Harold M. Porter
President

STATE OF MARYLAND }
COUNTY OF WASHINGTON } SS:

I HEREBY CERTIFY that on the 5th day of October, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared HAROLD M. PORTER, President of THE PORTER CHEMICAL COMPANY, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the aforegoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared NANCY B. PORTER and made oath in due form of law that she was Secretary of the meeting of stockholders of said Corporation at which the Amendment of the Charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

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

Margaret A. Schaff
Margaret A. Schaff Notary Public

My Commission Expires: May 6, 1963

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. [illegible]
JAN 16 10 20 AM '62
LIBER FOLIO
LAND☐C/MORTG☐C/SALE☐
E. MERLIN SNYDER
CLERK

ARTICLES OF AMENDMENT

OF

THE PORTER CHEMICAL COMPANY

changing its name to

H. M. P., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 6, 1961 at 2:25 o'clock P. M. as in conformity with law and ordered recorded.

A 12292

Recorded in Liber 786 F, folio 417, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles E. Barton

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

BLUE RIDGE REAL ESTATE CO., INC.

were received for record on October 5, 19, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

Recorded January 16, 1962 at 10:20 A.M. Liber 11, Receipt No. 192315

BLUE RIDGE REAL ESTATE CO., INC.
ARTICLES OF DISSOLUTION

Blue Ridge Real Estate Co., Inc., a Maryland corporation, having its principal office in Hagerstown, Maryland, (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation is #206 Second National Bank Building, Hagerstown, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instiuted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, is: G. Merlin Snyder, #803 Oak Hill Avenue, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

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

Oram S. Fishel, 130 E. Irvin Ave., Hagerstown, Md.
Leo H. Miller, 82 W. Washington St., Hagerstown, Md.
G. Merlin Snyder, 803 Oak Hill Ave., Hagerstown, Md.
C. Miller Petre, 1301 Salem Ave., Hagerstown, Md.
W. Fred Reynolds, 457 N. Potomac St., Hagerstown, Md.
George W. Tingle, 1105 Fry Ave., Hagerstown, Md.
Edgar L. Sprecher, 17 Glenside Ave., Hagerstown, Md.

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

Name	Title	Address
Oram S. Fishel	- President	Hagerstown, Md.
Leo H. Miller	-V. President	Hagerstown, Md.
G. Merlin Snyder	- Secretary	Hagerstown, Md.
C. Miller Petre	- Treasurer	Hagerstown, Md.
G. Merlin Snyder	-Ast. Treasurer	Hagerstown, Md.
C. Miller Petre	-Ast. Secretary	Hagerstown, Md.

SIXTH: A majority of the entire Board of Directors, at a meeting duly convened and held on August 26, 1960, adopted a resolution declaring that dissolution of the corporation is advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on the 17th day of October, 1960, provided the holders of all outstanding stock waive notice of said meeting.

SEVENTH: A consent in writing to the dissolution of the Corporation was signed by all the stockholders of the Corporation, such consent is filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the Board of Directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L. 1951, ch. 135).

EIGHTH: The dissolution of the Corporation as so proposed was authorized by the stockholders of the Corporation at said meeting by the affirmative vote of all the stock of the Corporation outstanding and entitled to vote thereon.

NINTH: The Corporation has no known creditors.

TENTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland, and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments and Taxation) stating in effect that all taxes levied on assessments made by the said Department and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 160 of Article 81, or otherwise, including taxes billed for the year in which dissolution of the Corporation is to be effected, namely: 1961.

Charles B. Huyett, Tax Collector for City of Hagerstown, Md.
Hugh K. Troxell, County Treasurer and Tax Collector for Washington County, Maryland.
State Dept. of Assessments and Taxation, Balto., Md.

IN WITNESS WHEREOF, Blue Ridge Real Estate Co., Inc., has caused these presents to be signed in its name, on its behalf, by its President, and its corporate seal to be hereto affixed, attested by its Secretary on this 25th day of August, 1961.

BLUE RIDGE REAL ESTATE CO., INC.,

TEST AS TO SEAL:

By: Oram S. Fishel
Oram S. Fishel, President

G. Merlin Snyder
G. Merlin Snyder, Secretary

STATE OF MARYLAND, COUNTY OF WASHINGTON, to-wit:

I HEREBY CERTIFY, That on this 25th day of August, 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Oram S. Fishel, President of Blue Ridge Real Estate Co., Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the aforegoing Articles of Dissolution to be the corporate act of said corporation; and at the same time also personally appeared G. Merlin Snyder, and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of said Corporation at which the dissolution of the Corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

Olive R. Stump
Notary Public

My commission expires:
May 6, 1963.

CITY OF HAGERSTOWN
MARYLAND

DEPARTMENT OF REVENUE & FINANCE
TAX COLLECTOR & TREASURER

August 18, 1961

TO WHOM IT MAY CONCERN:

I, Charles B. Huyett, Tax Collector for THE CITY OF HAGERSTOWN, do hereby certify that the records of our office do not show any unpaid MUNICIPAL TAXES, interest or penalties owing by, BLUE RIDGE REAL ESTATE CO., INC., as of this date.

Charles B. Huyett
Tax Collector

CBH/b

State Dept. of Assessments & Taxation,
301 W. Preston St.,
Baltimore, 1, Maryland.

Gentlemen:

This is to certify that Blue Ridge Real Estate Co., Inc., a Maryland corporation, does not owe the County of Washington, State of Maryland, taxes of any nature.

Dated this 22 day of August, 1961.

Hugh T. Farrell
County Treasurer and Tax Collector
for Washington County, Md.

STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
ANNAPOLIS, MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

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

BLUE RIDGE REAL ESTATE CO., INC.

have been paid.

WITNESS my hand and official seal this third day of October A. D. 1961.

Deputy Comptroller

STATE OF MARYLAND

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 WEST PRESTON STREET

BALTIMORE 1

ALBERT W. WARD
DIRECTOR

WILLIAM H. RILEY
CHIEF SUPERVISOR
OF ASSESSMENTS

August 4, 1961

Miller & Miller
Attorneys At Law
Second National Bank Building
Hagerstown, Maryland

Gentlemen:

THIS IS TO CERTIFY that according to the records of the State Department of Assessments and Taxation, assessments of personal property taxable to

BLUE RIDGE REAL ESTATE CO. INC.

a Maryland corporation, have been certified to the following counties and cities for the collection of taxes thereon, which taxes are not barred by Section 212 of Article 81 or otherwise:

NONE

This certificate is made pursuant to Chapter 135 of the Acts of 1951.

WITNESS my hand and the Seal of the State Department of Assessments and Taxation of Maryland, at Baltimore, this 4TH day of August, 1961.

Harvey C. Eubanks

HCE:RAH

192

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 14275
Transferred
JAN 16 10 20 AM '62
LIBER FOLIO
LAND CONTROL C. SAUER
G. MERLIN SNYDER
CLERK

ARTICLES OF DISSOLUTION

OF

BLUE RIDGE REAL ESTATE CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 5, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 12273

Recorded in Liber F268, folio 149, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Recording fee paid~~ $.....10.00.....Recording fee paid $.....14.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Marla H. Bolton

Recorded January 16, 1962 at 10:20 A.M. Liber 11, Receipt No. 192315

ARTICLES OF INCORPORATION

OF

WALKERSVILLE MANUFACTURING COMPANY, INC.

FIRST: WE, THE UNDERSIGNED, RAYMOND T. WHITE, WHOSE POST OFFICE ADDRESS IS 1416 POTOMAC AVENUE, HAGERSTOWN, MARYLAND; RICHARD E. POOLE, WHOSE POST OFFICE ADDRESS IS 316 SUMMIT AVENUE, HAGERSTOWN, MARYLAND; AND THEODORE HENSON, WHOSE POST OFFICE ADDRESS IS 719 VIRGINIA AVENUE, HAGERSTOWN, JOSEPHINE M. FENNEL, WHOSE POST OFFICE ADDRESS IS 1435 POTOMAC AVENUE, HAGERSTOWN, MARYLAND AND GRACE M. BOWERS, WHOSE POST OFFICE ADDRESS IS 1205 CARROLL HEIGHTS BOULEVARD, HAGERSTOWN, MARYLAND, EACH BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO HEREBY ASSOCIATE OURSELVES AS INCORPORATORS WITH THE INTENTION OF FORMING A CORPORATION UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND.

SECOND: THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE CORPORATION) IS:

WALKERSVILLE MANUFACTURING COMPANY, INC.

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

(A) TO ENGAGE IN, OPERATE, CONDUCT, AND MAINTAIN THE BUSINESS OF MANUFACTURING, BUYING, SELLING, IMPORTING, EXPORTING, OR OTHERWISE DEALING IN, IN WHOLESALE OR RETAIL QUANTITIES, CLOTHING AND WEARING APPAREL OF ALL KINDS FOR MEN, WOMEN, AND CHILDREN, HABERDASHERY, DRYGOODS, FANCY GOODS, CLOTHS, STUFFS, NOTIONS, MATERNITY GARMENTS, CLOTHING ACCESSORIES, TRIMMINGS, MILLINERY GOODS, AND THE LIKE, AND ALL SUPPLIES, MATERIALS, FINDINGS, TOOLS, MACHINES, APPLIANCES, AND APPARATUS EMPLOYED IN OR RELATED TO THE MANUFACTURING OF SUCH ITEMS.

(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 EQUIPTMENT OF ANY 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.

THE AFOREGOING ENUMERATION OF THE PURPOSE, OBJECTS AND BUSINESS OF THE CORPORATION IS MADE IN FURTHERANCE, AND NOT IN LIMITATION, OF THE POWERS CONFERRED UPON THE CORPORATION BY LAW, AND IS NOT INTENDED, BY THE MENTION OF ANY PARTICULAR PURPOSE, OBJECT OR BUSINESS, IN ANY MANNER TO LIMIT OR RESTRICT THE GENERALITY OF ANY OTHER PURPOSE, OBJECT OR BUSINESS MENTIONED, OR TO LIMIT OR RESTRICT ANY OF THE POWERS OF THE CORPORATION. THE CORPORATION IS FORMED UPON THE ARTICLES, CONDITIONS AND PROVISIONS HEREIN EXPRESSED, AND SUBJECT IN ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 1416 POTOMAC AVENUE, HAGERSTOWN, MARYLAND. THE NAME AND ADDRESS OF THE RESIDENT AGENT OF THE CORPORATION IN THIS STATE IS RAYMOND T. WHITE, 1416 POTOMAC AVENUE, HAGERSTOWN, MARYLAND. SAID RESIDENT IS A CITIZEN AND ACTUALLY RESIDING IN THIS STATE.

FIFTH: THE TOTAL AMOUNT OF THE AUTHORIZED CAPITOL STOCK OF THE CORPORATION IS TWO THOUSAND (2,000) SHARES OF THE PAR VALUE OF ONE HUNDRED DOLLARS ($100.00) PER SHARE, ALL OF WHICH SHARES ARE COMMON STOCK AND HAVING AN AGGREGATE PAR VALUE OF TWO HUNDRED THOUSAND ($200,000.00) DOLLARS.

SIXTH: THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE FIVE (5), WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER

BE LESS THAN FIVE; AND THE NAMES OF THE DIRECTORS WHO SHALL ACT UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY ARE RAYMOND T. WHITE, RICHARD E. POOLE, THEODORE HENSON, JOSEPHINE M. FENNEL, AND GRACE M. BOWERS.

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:

(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, OR SECURITIES CONVERTIBLE INTO SHARES OF ITS STOCK OF ANY CLASS OR CLASSES, WHETHER NOW OR HEREAFTER AUTHORIZED; FOR SUCH CONSIDERATIONS AS SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE, SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

NINTH: THE CORPORATION MAY ENTER INTO CONTRACTS OR TRANSACT 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 CORPORATION OR ASSOCIATION IN WHICH ONE OR MORE OF ITS DIRECTORS ARE STOCKHOLDERS, DIRECTORS OR OFFICERS, AND SUCH CONTRACT OR TRANSACTION SHALL NOT BE INVALIDATED OR IN ANYWISE AFFECTED BY THE FACT THAT ANY SUCH DIRECTOR OR DIRECTORS MIGHT HAVE INTERESTS THEREIN WHICH ARE OR MIGHT BE ADVERSE TO THE INTERESTS OF THIS CORPORATION, EVEN THOUGH THE VOTE OF THE DIRECTOR OR DIRECTORS HAVING SUCH ADVERSE INTERESTS SHALL HAVE BEEN NECESSARY TO OBLIGATE THIS CORPORATION UPON SUCH CONTRACT OR TRANSACTION; AND NO DIRECTOR OR DIRECTORS HAVING SUCH ADVERSE INTEREST SHALL BE LIABLE TO THIS CORP-

ORATION OR TO ANY STOCKHOLDER OR CREDITOR THEREOF, OR TO ANY OTHER PERSON, FOR ANY LOSS INCURRED BY IT UNDER OR BY REASON OF ANY SUCH CONTRACT OR TRANSACTION; NOR SHALL ANY SUCH DIRECTOR OR DIRECTORS BE ACCOUNTABLE FOR ANY GAINS OR PROFITS REALIZED THEREON; ALWAYS PROVIDED, HOWEVER, THAT SUCH CONTRACT OR TRANSACTION SHALL, AT THE TIME IT WAS ENTERED INTO, HAVE BEEN A REASONABLE ONE TO HAVE BEEN ENTERED INTO AND SHALL HAVE BEEN UPON TERMS THAT AT THE TIME WERE FAIR, AND PROVIDED THAT THE FACTS THAT SUCH DIRECTOR OR DIRECTORS ARE SO INTERESTED SHALL HAVE BEEN DISCLOSED TO THE BOARD OF DIRECTORS OR SHALL HAVE BEEN KNOWN TO A MAJORITY OF THE BOARD OF DIRECTORS.

TENTH: THE AFFIRMATIVE VOTE OF THE STOCKHOLDERS HOLDING ALL OF THE ISSUED AND OUTSTANDING SHARES SHALL BE NECESSARY TO CONSTITUTE A QUORUM AT ANY STOCKHOLDERS' MEETING AND TO PASS ANY RESOLUTION OR TO TAKE ANY ACTION REQUIRING THE VOTE OF STOCKHOLDERS.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THE 30th DAY OF August, A.D., 1961.

WITNESS:

Raymond T. White
RAYMOND T. WHITE

Frederick R Bowers

Richard E. Poole
RICHARD E. POOLE

Frederick R Bowers

Theodore Henson
THEODORE HENSON

Frederick R Bowers

Josephine M. Fennel
JOSEPHINE M. FENNEL

Frederick R Bowers

Grace M. Bowers
GRACE M. BOWERS

Frederick R Bowers

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 30th DAY OF AUGUST, 1961, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED RAYMOND T. WHITE, RICHARD E. POOLE, THEODORE HENSON, JOSEPHINE M. FENNEL AND GRACE M. BOWERS, AND SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

NOTARY PUBLIC

COMM. EXP. 5-6-63

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED OR RECORD
RECEIPT NO. [illegible]
JAN 16 10 20 AM '62
[illegible] FOLIO
FEES [illegible] SALES
C. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

WALKERSVILLE MANUFACTURING COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 4, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 12219

Recorded in Liber [illegible] , folio 255 , one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 40.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

[illegible]

Recorded January 16, 1962 at 10:20 A.M. Liber 11, Receipt No. 192315

ARTICLES OF INCORPORATION
OF
THE MARYLAND FUR TRAPPERS INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Reynolds B. Nicklas whose post-office address is 220 North Potomac Street, Hagerstown, Maryland, Clifford G. Himes whose postoffice address is Route #1, Smithburg, Maryland, and Floyd A. Beaver, whose postoffice address is Route #1, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

THE MARYLAND FUR TRAPPERS INCORPORATION

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

1. To develop leadership for the advancement of the best interests of the Trappers and the Fur Industry as a whole.

2. To inspire in our membership a desire to practice the ethics of true sportsmanship toward others who wish to enjoy the recreation and pleasures of the Outdoors.

3. To impart adequate knowledge to our youth concerning the necessity of Conservation.

4. To co-operate with duly recognized Conservation organizations in the furtherance of the objectives of the Trapping Fraternity.

5. To advocate a comprehensive research program regarding the Conservation of native furbearing animals.

6. To cultivate a feeling of good will and mutual understanding through a proper respect of the rights of land owners at all times.

7. To eliminate unnecessary cruelty in the employment of steel traps.

8. To discourage and eliminate unjust and fraudulent trade practices in the marketing of Raw Furs.

9. To aid and co-operate with law enforcement agencies in bringing about the apprehension and just punishment of trap and fur thieves.

10. To oppose and demand revision or repeal of any law or regulation which is biased or discriminative toward the Trapping Fraternity.

11. To oppose any proposed legislation which would impose unreasonable restrictions on the taking of furbearing animals, or the sale of the pelts thereof; to demand the revision or repeal of any existing law or regulation of the same nature.

12. To discourage the wasteful practice of trapping so-called "predators" when the fur is of little or no value.

13. To oppose any organization or combination of organizations, whose activities are motivated by avarice or fanaticism, or whose designs are detrimental to the interests of the Trapping Fraternity.

14. 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.

15. 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.

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

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

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

19. 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.

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

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

The 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 this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Route #1, Smithsburg, Maryland. The resident agent of the Corporation is Clifford G. Himes, Sr., whose postoffice address is Route #1, Smithsburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue Capital Stock.

SIXTH: The Corporation shall have at least three (3) directors, 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 and addresses of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Reynolds B. Nicklas, 220 North Potomac Street, Hagerstown, Maryland; Clifford G. Himes, Route #1, Smithsburg, Maryland; and Floyd A. Beaver, Route #1, Hagerstown, Maryland.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We, Reynolds B. Nicklas, Clifford G. Himes, and Floyd A. Beaver, being all of the incorporators herein above-named, have hereunto set our respective hands and seals this 16th day of October, 1961.

Witness:

Joanne Snyder

Reynolds B. Nicklas [SEAL]
Reynolds B. Nicklas

Joanne Snyder

Clifford G. Himes [SEAL]
Clifford G. Himes

Joanne Snyder

Floyd A. Beaver [SEAL]
Floyd A. Beaver

STATE OF MARYLAND]
COUNTY OF WASHINGTON] ss:

THIS IS TO CERTIFY, that on October 16, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Reynolds B. Nicklas, Clifford G. Himes, and Floyd A. Beaver, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

JOANNE SNYDER NOTARY PUBLIC WASHINGTON CO., MD.

Joanne Snyder
Notary Public

My Commission Expires:
May 6, 1963

ARTICLES OF INCORPORATION

OF

THE MARYLAND FUR TRAPPERS INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. [illegible]
JAN 16 10 27 AM '62
[illegible]
LIBER FOLIO
LAND RECORDS
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland October 23, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 12487

Recorded in Liber 7870, folio 309, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

[illegible]

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10/17/61
W. S.

Recorded January 16, 1962 at 10:20 A.M. Liber 11, Receipt No. 192315

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, whose names and post office addresses are: Clyde Gaylor, RD#1, Williamsport, Maryland

Donald Fox, RD #1, Williamsport, Maryland

James R. Mellott, RD #1, Sharpsburg, Maryland

Lawrence Izer, RD #1, Williamsport, Maryland,

all in Washington County, and each of whom is at least 21 years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the Corporation, which is hereinafter called the "Corporation" is: Downsville Ruritan Club, Inc.

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

(a) To organize and operate an association exclusively for social, education and charitable purposes, no part of the net income of which is to inure to the benefit of any member or other individual;

(b) To promote among its members fellowship and goodwill;

(c) To unify the efforts of individuals and institutions in the community in making it a better place in which to live;

(d) To promote those agencies in the community that contribute directly to the progress of the community;

(e) To inspire each other to higher effort;

(f) To encourage and foster the ideal of service as the basis of all worthy enterprise;

(g) To raise the necessary funds for carrying out the objects of this Corporation by soliciting contributions, fees, or dues, borrowing money and issuing notes, bonds, or other evidence of such indebtedness, and execution of mortgages, deed of trusts, or other instruments, for the purpose of securing the repayment of any such indebtedness;

(h) To enter into any contract or agreement that will further the objects of this Corporation;

(i) To purchase, lease, acquire by gift or devise, any real, personal or mixed property, for the use of the Corporation in carrying out the objects of the Corporation;

That the aforegoing objects and purposes are in no wise intended to limit the powers of this Corporation; the Corporation shall have all powers and privileges and shall be subjected to all the limitations and provisions provided by the General Laws of Maryland, authorizing the formation of Corporations, and that the enumeration of the aforesaid powers is not intended to be exclusive or to act as a waiver of any other powers, rights, or privileges granted by the laws of the State of Maryland, now or hereinafter in force.

FOURTH: The post office address of the principal office of this Corporation in this State is Downsville Ruritan Club, Inc. RD #1 (Downsville) Williamsport, Md.. The name and post office address of the resident agent of the Corporation is James Mellott, RD #1, Sharpsburg, , Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock.

SIXTH: The Corporation shall have three directors and

Ambrose Fox

Robert Moser

Lloyd L. Mallonee, Jr.

shall act as such until the first annual meeting or until their successors are duly chosen and qualify. The number of Directors may be changed from time to time by a majority vote of the members present at the annual meeting of the Corporation.

SEVENTH: The first officers of the Corporation shall be:

President - Clyde Gaylor

Vice President - Donald Fox

Secretary - James Mellott

Treasurer - Lawrence Iser

and they shall continue to serve in their respective capacity until their successors are duly chosen and qualified.

EIGHTH: The Board of Directors of this Corporation shall have the

power to enact and adopt By-Laws and provide therein for the manner of exercising any and all powers of this Corporation. The By-Laws may be amended at any time by a majority vote of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 11th day of October, 1961.

WITNESS:

	Clyde Gaylor (Seal)
	Donald Fox (Seal)
	James R. Mellott (Seal)
	Lawrence Iser (Seal)

STATE OF MARYLAND)
)
COUNTY OF WASHINGTON)

I hereby certify that on this 11th day of October, 1961, before me, the subscriber, a Notary Public, duly commissioned and qualified, in and for the State and County aforesaid, personally appeared Clyde Gaylor, Donald Fox, James R. Mellott, Lawrence Iser

and duly acknowledged the aforegoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Notarial Seal.

Howell C. Happ
Notary Public in and for Washington County, Maryland

Prepared by Howell C. Happ, Attorney, Gapland, Maryland

ARTICLES OF INCORPORATION

OF

DOWNSVILLE RURITAN CLUB, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 4623
JAN 16 10 20 AM '62
Transferred
LIBER FOLIO
LAND ☐ C/MORTG ☐ C/SALES ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland October 17, 1961 at 2:35 o'clock P. M. as in conformity with law and ordered recorded.

A 12384

Recorded in Liber 7269, folio 530, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Recorded January 16, 1962 at 10:20 A.M. Liber 11, Receipt No. 192315

ARTICLES OF INCORPORATION

OF

MARYLAND BRITTANY CLUB, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John A. O'Connor, Jr., David M. Blum and Raphael Walter, the post office address of each of whom is 22 Light Street, Baltimore 2, Maryland, all being at least 21 years of age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

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

MARYLAND BRITTANY CLUB, INC.

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

1. To promote cooperation and friendship among the breeders and owners of Brittany Spaniels and to encourage higher standards of breeding, training and showing of Brittany Spaniels in the field and in the show ring and to discourage the breed from becoming bred into groups of "field dogs" and "bench dogs" and to strive to keep the Brittany Spaniel forever a "dual" dog.

FOURTH: The post office address of the principal office of the corporation in this State is: 314 North Potomac Street, Hagerstown, Maryland. The Resident Agent of the Corporation is Raphael Walter, whose post office address is 22 Light Street,

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Baltimore 2, Maryland. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The Board of Directors may choose the first members in accordance with the By-Laws.

SIXTH: The number of directors of the Corporation shall be not less than three in number, and the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualified are: Dr. D. L. Hohman, Dr. R. C. Gale, William H. Wylie, Colonel Jack Bollerod, Martin

Poole and Mrs. Christine B. Geisler.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF we have signed these Articles of Incorporation on the 26th day of October, 1961.

Witness:

John A. O'Connor, Jr.

Dotti Claire Liberles

Dotti Claire Liberles

David M. Blum

Raphael Walter

STATE OF MARYLAND: CITY OF BALTIMORE: TO WIT:

I HEREBY CERTIFY that on this 26th day of October 1961, before me, the subscriber, a notary public of the State of Maryland, in and for Baltimore City, aforesaid, personally

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appeared John A. O'Connor, Jr., David M. Blum and Raphael Walter and they severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Dotti Claire Liberles
Notary Public

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 42375
JAN 16 10 20 AM '62
LIBER FOLIO
LAND ☐ CONTRACTS ☐ C/SALE ☐
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

MARYLAND BRITTANY CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 30, 1961 at 11:00 o'clock A. M. as in conformity with law and ordered recorded.

A 12604

Recorded in Liber 4872, folio 247, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

[signature]

Recorded January 16, 1962 at 10:20 A.M. Liber 11, Receipt No. 192315

SOUTHSIDE GRILL, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Joseph E. Bitner, whose post office address is 1045 Beechwood Drive, Hagerstown, Maryland; and Robert E. Kuczynski, whose post office address is 82 West Washington Street, Hagerstown, Maryland, each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: That the name of the Corporation (which is hereinafter called the "Corporation") is: SOUTHSIDE GRILL, INC.

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

(a) To hold, own, lease, manage, operate, handle, supervise or deal in cafeterias, lunch rooms, soda fountains, soft drinks, alcoholic beverages establishments and all incidentals connected therewith or in anywise related thereto.

(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, wares and

merchandise of every description.

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

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used 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 the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of

the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

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

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

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; 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 business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is No. 140 West Washington Street, Hagerstown, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is Franklin R. Turner, No. 140 West Washington Street, Hagerstown, Maryland. 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 of the par value of Ten ($10.00) Dollars each, all of one class, and having an aggregate par value of One Hundred Thousand ($100,000.00) Dollars.

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: Franklin R. Turner, Joseph B. Bitner and Ernest V. Wachs.

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

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecumiarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract

or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

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

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payments of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 12th day of October, 1961.

WITNESS:

Franklin R. Turner (SEAL)
FranklinR. Turner

Joseph E. Bitner (SEAL)
Joseph E. Bitner

Olive R. Shupp
OLIVE R. SHUPP

Robert E. Kuczynski (SEAL)
Robert E. Kuczynski

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 12th day of October, 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Franklin R. Turner, Joseph E. Bitner andRobert E. Kuczynski, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

My commission expires:
May 6, 1963

Notary Public
OLIVE K. SCHUPP

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 12375
JAN 16 10 20 AM '62
LIBER FOLIO
LAND CORPORATION CHARTER SALES
C. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

SOUTHSIDE GRILL, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 16, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 12365

Recorded in Liber F869, folio 351, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....16.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded January 16, 1962 at 10:20 A.M. Liber 11, Receipt No. 192315

SOUTHSIDE BOWL, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Joseph E. Bitner, whose post office address is 1045 Beechwood Drive, Hagerstown, Maryland; and Robert E. Kuczynski, whose post office address is 82 West Washington Street, Hagerstown, Maryland, each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: That the name of the Corporation (which is hereinafter called the "Corporation") is: SOUTHSIDE BOWL, INC.

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

(a) To hold, own, lease, manage, operate, handle, supervise or deal in bowling alleys, cafeterias, lunch rooms, soda fountains, soft drinks, alcoholic beverages establishments and all incidentals connected therewith or in anywise related thereto.

(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, wares and merchandise of every description.

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

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used 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 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 any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to

distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

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

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

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and depend-

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

FOURTH: The post office address of the principal office of the Corporation in this State is No. 140 West Washington Street, Hagerstown, Maryland. The resident agent of the Corporation is Franklin R. Turner, whose post office address is No. 140 West Washington Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is ten thousand (10,000) shares of the par value of Ten ($10.00) Dollars each, all of one class, and having an aggregate par value of One Hundred Thousand ($100,000.00) Dollars.

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: Franklin R. Turner, Joseph E. Bitner and Ernest V. Wachs.

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

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net

profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification, or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the

Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 12th day of October, 1961.

WITNESS:

Franklin R. Turner (SEAL)
Franklin R. Turner

Joseph E. Bitner (SEAL)
Joseph E. Bitner

Robert E. Kuczynski (SEAL)
Robert E. Kuczynski

Olive R. Shupp
OLIVE R. SHUPP

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 12th day of October, 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Franklin R. Turner, Joseph E. Bitner and Robert E. Kuczynski, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Olive R. Shupp
Notary Public
OLIVE R. SHUPP

My commission expires:
May 6, 1963

OLIVE R. SHUPP NOTARY PUBLIC WASHINGTON COUNTY, MD.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. [illegible]
JAN 16 10 29 AM '62
[illegible] FILED
LAND RECORDS
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

SOUTHSIDE BOWL, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 16, 1961 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 12362

Recorded in Liber 7069, folio 875 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....16.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Boothe Jr.

Recorded January 31, 1962 at 12:05 P.M. Liber 11, Receipt No. 192653

ARTICLES OF INCORPORATION

OF

VULCANA CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Leo A. Hughes, Jr., whose postoffice address is 629 Title Building, Baltimore 2, Maryland, Russell C. Milburn, whose postoffice address is 629 Title Building, Baltimore 2, Maryland, and Robert J. Thieblot, whose postoffice address is 629 Title Building, Baltimore 2, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

VULCANA CORPORATION

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

(a) To manufacture, assemble, buy, sell, advertise, exchange, repair, or otherwise deal in or with, locks, fasteners, and security devices, of every kind and description, and any components thereof, as well as all items used or useful therewith, and generally to engage in the business of a manufacturer and supplier of machinery and precision devices of every kind and description.

(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, wares and merchandise of every description.

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

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used 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 the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

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

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

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

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is 1675 Fountain Head Road, Hagerstown, Maryland. The resident agent of the Corporation is Robert J. Thieblot, whose postoffice address is 629 Title Building, Baltimore 2, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is One Hundred Thousand

(100,000) shares of the par value of One Dollar ($1.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars ($100,000.00).

SIXTH: The Corporation shall have five (5) directors and Armand J. Thieblot, of 1675 Fountain Head Road, Hagerstown, Maryland; Joseph H. Dagenais, of 505 Gordon Circle, Hagerstown, Maryland; Richard S. Boutelle, R.F.D. 6, Reid, Maryland;Roscoe E. Lehman, of 2311 Appletree Drive, Hagerstown, Maryland; and Robert J. Thieblot, of 1409 John Street, Baltimore 17, Maryland, shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

The Board of Directors of the Corporation is further authorized to issue up to Twenty-five Thousand (25,000) shares of the common stock of the Corporation, of the aggregate par value of Twenty-five Thousand Dollars ($25,000.00) for a consideration other than money, said consideration being an assignment by the owner to the Corporation of a certain United States Patent granted upon a locking device (Patent No. 2558619), the value of which Patent is deemed to be equal to, or in excess of, the aggregate par value of the shares herein authorized to be issued.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter

be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and

qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 28th day of November, 1961.

Witness:

Edward C. Mackie — Leo A. Hughes, Jr.

Edward C. Mackie — Russell C. Milburn

Edward C. Mackie — Robert J. Thieblot

STATE OF MARYLAND)
) SS:
CITY OF BALTIMORE)

THIS IS TO CERTIFY, that on this 28th day of November, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore aforesaid, personally appeared LEO A. HUGHES, Jr., RUSSELL C. MILBURN, and ROBERT J. THIEBLOT, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

EDWARD C. MACKIE NOTARY PUBLIC BALTIMORE

Edward C. Mackie, Notary Public

227

11

ARTICLES OF INCORPORATION

OF

VULCANA CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 1/2 2 43
JAN 31 12 05 PM '62
FOLIO
LAND RECORDS
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland November 29, 1961 at 9:30 o'clock A. M. as in conformity with law and ordered recorded.

A 13050

Recorded in Liber F076, folio 402, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded January 31, 1962 at 12:05 P.M. Liber 11, Receipt No. 192653

ARTICLES OF AMENDMENT
OF
COMMUNITY TELEVISION, INCORPORATED

COMMUNITY TELEVISION, INCORPORATED, a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Articles of Incorporation of the Corporation is hereby amended by striking out ARTICLE SECOND of the Certificate of Incorporation and inserting in lieu thereof the following:

SECOND: The name of the corporation (hereinafter called the Corporation), is TRI-STATE CABEL T.V., INC.

SECOND: The Board of Directors of the Corporation on September 12, 1961, duly adopted a resolution in which was set forth the foregoing amendment to the Articles of Incorporation, declaring that the said amendment of the Articles of Incorporation, was advisable and directing that it be submitted for action thereon by the stockholders at a special meeting to be held on September 12, 1961.

THIRD: At the special meeting of the stockholders held on September 12, 1961, all stockholders were present and waived any required notice and statement of the purpose of the meeting. The amendment of the Articles of Incorporation as hereinabove set forth was approved by all of the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of each class of stockholders entitled to vote thereon.

IN WITNESS WHEREOF, COMMUNITY TELEVISION, INCORPORATED has caused these presents to be signed in its name and on its behalf by its President

and its corporate seal to be hereunto affixed and attested by its Secretary, on this 31st day of October, 1961.

COMMUNITY TELEVISION, INCORPORATED

BY Stanley M. Fulton
Stanley M. Fulton, President

George C. Sheeder
George C. Sheeder, Secretary

STATE OF MARYLAND :
COUNTY OF WASHINGTON : ss:

I HEREBY CERTIFY, that on this 31st day of October, 1961, before me, the subscriber, a Notary Public of othe State of Maryland, in and for the County of Washington, personally appeared Stanley M. Fulton, President of Community Television, Incorporated, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared George C. Sheeder, and made oath in due form of law that he was Secretary of the meeting of stockholders of said Corporation at which an amendment of the Articles of Incorporation of said Corporation set forth in said Articles of Amendment, was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

My Commission Expires:
May 6, 1963

Catherine M. Hess
Catherine M. Hess, Notary Public

ARTICLES OF AMENDMENT

OF

COMMUNITY TELEVISION, INCORPORATED

changing its name to

TRI-STATE CABEL T.V., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 14223
JAN 31 12 05 PM '66
LIBER FOLIO
LAND RECORDS
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland November 14, 1961 at 11:07 o'clock A. M. as in conformity with law and ordered recorded.

A 12896

Recorded in Liber H074, folio 608, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bridge

#167

Recorded January 31, 1962 at 12:06 P.M. Liber 11, Receipt No. 192653

CENTRAL CHEMICAL CORPORATION

ARTICLES OF AMENDMENT

(Under Sections 11-12)

CENTRAL CHEMICAL CORPORATION, a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out Articles VI and VII of the articles of incorporation and inserting in lieu thereof the following:

"VI. The authorized capital stock of the Corporation is Four Hundred Thousand (400,000) shares, of which Two Hundred Fifty Thousand (250,000) shares of the par value of Ten Dollars ($10.00) per share shall be preferred stock; One Hundred Twenty-Five Thousand (125,000) shares without nominal or par value shall be Common Stock B, and Twenty-Five Thousand (25,000) shares without nominal or par value shall be Common Stock A.

'VII. The following is a description of each class of stock of the Corporation with the preferences, voting powers, restrictions and qualifications thereof:

The holders of the preferred stock shall be entitled to receive, when and as declared by the board of directors of the corporation, out of any assets of the corporation available for dividends pursuant to the laws of the State of Maryland, preferential dividends at the rate of six per centum (6%) on the par value thereof, per annum and no more, payable semi-annually on June 30 and December 31 in each year before any dividend shall be declared or paid upon or set apart for the common stock. Such dividends upon the preferred stock shall be cumulative from the date of issue thereof, so that if dividends for any past dividend period at the rate of six per centum (6%) on the par value thereof, per annum shall not have been paid thereon, or declared and a sum

sufficient for payment thereof set apart, the deficiency shall be fully paid or set apart but without interest, before any dividend shall be paid upon or set apart for the common stock. Whenever the full dividends upon the preferred stock for all past dividend periods shall have been paid, and the full dividend thereon for the then current dividend period shall have been paid or declared and a sum sufficient for the payment thereof set apart, dividends upon the common stock may be declared by the board of directors out of the remainder of the assets available therefor. Any dividends not declared and paid on due dates, as above provided, shall bear interest at the rate of six per cent (6%) per annum until paid.

The corporation may at the option of the board of directors, redeem the whole or any part of the outstanding preferred stock at any time by paying Ten Dollars and Fifty Cents ($10.50) for each share thereof, together with a sum of money equivalent to dividends at the rate of six per centum (6%) on the par value thereof per annum and interest thereon, if any, from the date on which the dividends thereon became cumulative to the date fixed for such redemption, less the amount of dividends theretofore paid thereon. Notice of such election to redeem shall be mailed to each holder of stock so to be redeemed at his address as it appears on the books of the corporation, not less than thirty (30) days prior to the date upon which the stock is to be redeemed. In case less than all of the outstanding preferred stock is to be redeemed, the amount to be redeemed and the method of effecting such redemption, whether by lot or pro rata or other equitable method, may be determined by the board of directors. Any certificates issued for less than one full share may be called for redemption at any time at the option of the corporation at face value plus the amount of any dividends accrued and unpaid. If, on or before the redemption date named in such notice, the funds necessary for such redemption shall have been set aside by the corporation so as to be available for payment on demand to the holders of the preferred stock so called for redemption, then, notwithstanding that any certificate of the preferred stock so called for redemption shall not have been surrendered for cancellation, the dividends thereon shall cease to accrue from and after the date of redemption so designated, and all rights with respect to such preferred stock so called for redemption, including any right to vote or otherwise participate in the determination of

any proposed corporate action, shall forthwith after such redemption date cease and determine, except only the right of the holder to receive the redemption price therefor, but without interest. Preferred stock redeemed pursuant to the provisions hereof or purchased or otherwise acquired by the corporation shall not be reissued but shall be retired and cancelled.

In the event of any liquidation, dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, the holders of the preferred stock shall be entitled, before any assets of the corporation shall be distributed among or paid over to the holders of the common stock, to be paid Ten Dollars ($10.00) per share, together with a sum of money equivalent to dividends at the rate of six per centum (6%) per annum on the

par value thereof and interest thereon, if any, from the date or dates upon which dividends on such preferred stock became cumulative to the date of payment thereof, less the amount of dividends theretofore paid thereon. After the making of such payments to the holders of the preferred stock, the remaining assets of the corporation shall be distributed among the holders of the common stock A and the common stock B, according to the number of shares held by each, as if they constituted a single class of stock. If, upon such liquidation, dissolution or winding up, the assets of the corporation distributable as aforesaid among the holders of the preferred stock shall be insufficient to permit of the payment to them of said amount, the entire assets shall be distributed ratably among the holders of the preferred stock.

Except as expressly required by law or as herein otherwise provided, the holders of the preferred stock and the common stock B shall have no voting power, nor shall they be entitled to notice of meetings of stockholders, all rights to vote and all voting power being vested exclusively in the holders of the common stock A."

SECOND: The board of directors of the Corporation on October 17, 1961, duly adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon by the stockholders at a special meeting to be held on November 16, 1961.

THIRD: Notice setting forth a summary of the changes to be effected by said amendment to the charter and stating that a purpose of the meeting of the stockholders

would be to take action thereon, was given, as required by law, to all stockholders entitled to vote thereon; and like notice was given to all stockholders of the corporation not entitled to vote thereon, whose contract rights as expressly set forth in the charter would be altered by the amendment. The amendment of the charter of the corporation as hereinabove set forth was approved by the stockholders of the corporation at said meeting by the affirmative vote of two-thirds of each class of stockholders entitled to vote thereon.

FOURTH (a): The total number of shares of all classes of stock which the corporation is authorized to issue is Five Hundred Thousand (500,000) shares, of which Three Hundred Fifty Thousand (350,000) shares of the par value of Ten Dollars ($10.00) per share shall be preferred stock; One Hundred Twenty-Five Thousand (125,000) shares without nominal or par value shall be Common Stock B, and Twenty-Five Thousand (25,000) shares without nominal or par value shall be Common Stock A.

(b): The total number of shares of all classes of stock is changed by this amendment to Four Hundred Thousand (400,000) shares, of which Two Hundred Fifty Thousand (250,000) shares of the par value of Ten Dollars ($10.00) per share shall be preferred stock; One Hundred Twenty-Five Thousand (125,000) shares without nominal or par value shall be Common Stock B, and Twenty-Five Thousand (25,000) shares without nominal or par value shall be Common Stock A.

(c): A description of each class with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, and qualifications of each class of stock, is set forth in Article FIRST hereof.

IN WITNESS WHEREOF, CENTRAL CHEMICAL CORPORATION has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Assistant Secretary, on November 16, 1961.

CENTRAL CHEMICAL CORPORATION

(SEAL)

BY Franklin M. Thomas Jr.
President
FRANKLIN M. THOMAS, JR.

Attest:

Martha V. Wolford
Assistant Secretary
MARTHA V. WOLFORD

STATE OF MARYLAND)
) SS
COUNTY OF WASHINGTON)

I HEREBY CERTIFY that on November 16, 1961, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Franklin M. Thomas, Jr., President of CENTRAL CHEMICAL CORPORATION, a Maryland corporation, and in the name and on behalf of the corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Frank S. Schwartz, and made oath in due form of law that he was secretary of the meeting of the stockholders of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

M. Darlene Tedrick
M. Darlene Tedrick
Notary Public

My Commission Expires 5/6/63

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. [illegible]
JAN 31 12 06 PM '62
LIBER [illegible] FOLIO
LAND [illegible] CONTRACT [illegible] G/SALE [illegible]
G. BERLIN SNYDER
CLERK

ARTICLES OF AMENDMENT

OF

CENTRAL CHEMICAL CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland November 22, 1961 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 12958

Recorded in Liber F075, folio 361, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

[signature]

11/13/61
W. S.

Recorded January 31, 1962 at 12:06 P.M. Liber 11, Receipt No. 19265:

ARTICLES OF INCORPORATION

CENTRAL MARYLAND EQUIPMENT CO., INC.

THIS IS TO CERTIFY:

First: That we, the subscribers, Robert P. Molten, whose post office address is 20 Homewood Avenue, Hagerstown, Washington County, Maryland, Marion S. Molten, whose post office address is 20 Homewood Avenue, Hagerstown, Washington County, Maryland, and Charles F. Wagaman, whose post office address is Room 601 Second National Bank Building, Hagerstown, Washington County, Maryland, each of whom are at least 21 years of age, do hereby, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves for the purpose and with the intention of forming a corporation.

Second: That the name of the corporation is

CENTRAL MARYLAND EQUIPMENT CO., 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:

A. To exercise all or any of the general powers conferred upon corporations by the General Laws of Maryland as now existing and any and all amendments thereto hereafter made (and without in any way limiting the right to exercise such general powers) and in addition thereto.

B. To own, lease, operate, and conduct the general business of purchasing, selling, leasing, rental and operation of construction equipment and equipment of every nature and detail, both at wholesale and at retail.

C. To buy, sell and otherwise deal in, both at wholesale and retail, machines, machinery, equipment, building and construction materials and all other tangible personal property of every nature and description.

D. To purchase, acquire, lease, sell and mortgage real estate and tangible personal property of every nature and description.

E. To purchase, acquire, dispose of, lease and sell all or any part of the property, rights, businesses, contracts, good-will, franchise, and assets of every kind of any corporation, partnership or individual engaged in, carrying on or having carried on in whole or in part any business that the corporation may be authorized to carry on and to undertake, guarantee, assume any pay the indebtedness and liabilities thereof.

F. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like which may be used for or be incidental to any of the purposes of the corporation and to use, exercise, develop and grant licenses in respect of, sell or otherwise dispose of and deal in the same.

G. To engage generally and to perform any and all acts reasonably necessary or incidental to the conduce of a general business dealing in equipment, machinery and supplies, the purchase, sale and exchange of all equipment, parts and accessories incidental thereto and to deal in, buy, sell, lease and exchange tangible personal property of every nature and description.

Fourth: The Post Office address of the principal office of the corporation is 20 Homewood Avenue, Hagerstown, Washington County, Maryland. The resident agent of the corporation is Robert P. Molten, whose post office address is 20 Homewood Avenue, Hagerstown, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The total number of shares of stock of all classes which the corporation has authority to issue is 10,000 shares having a par value of Ten ($10.00) Dollars each. The aggregate par value of all such shares is $100,000.00.

Sixth: The shares of said stock shall be non-assessable and shall be entitled to one vote per share at all meetings of stockholders of the corporation. Dividends may be declared thereon in such amounts and at such times as the Directors may

determine, subject to the provisions of law. In the event of liquidation or winding up of the corporation, whether voluntary or involuntary, the assets remaining after the payment of all debts, taxes, costs and expenses shall be distributed to the holders of said stock in proportion to their respective holdings thereof.

Seventh: The shares of stock of the corporation shall be transferable only on the books of the corporation upon surrender of the certificates therefor properly endorsed.

Eighth: 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 as such until the first annual meeting or until their successors are duly chosen and qualify are Robert P. Molten, Marion S. Molten and Carl S. Sattler.

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.

A. The Board of Directors of the corporation is hereby authorized and empowered to authorize the issuance from time to time of shares of stock, of any class, whether now or hereafter authorized or securities convertible into the shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors deem advisable, subject to such limitations and restrictions, if any, as may be provided by law or set forth in the by-laws of the corporation.

B. 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.

C. Stockholders shall not have preemptive rights.

Tenth: The Charter of this corporation shall be perpetual.

Robert P. Molten

Marion S. Molten

Charles F. Wagaman

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 10th day of November , A. D., 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Robert P. Molten, Marion S. Molten and Charles F. Wagaman, personally known to me to be the persons whose names are subscribed to the aforegoing instrument and who did each acknowledge that they executed the same for the purposes therein contained.

Witness my hand and official Notarial Seal.

Beulah E. Sherman
Notary Public

My Commission Expires: May 6, 1963.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 14225
JAN 31 12 06 PM '62
LIBER FOLIO
LAND CONTRG C/SALE
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

CENTRAL MARYLAND EQUIPMENT CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 13, 1961 at 11:25 o'clock A. M. as in conformity with law and ordered recorded.

A 12822

Recorded in Liber F277, folio 89, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded January 31, 1962 at 12:06 P.M. Liber 11, Receipt No. 192653

ARTHUR F. FLOOD AND ASSOCIATES, INC.

CERTIFICATE OF INCORPORATION

ARTICLES

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Betty M. Baker, whose post office address is Route No. 3, Hagerstown, Maryland, Shelby J. Crawford, whose post office address is Route No. 1, Fairplay, Maryland, and Geraldine M. Lum, whose post office address is 2307 Gay Street, Hagerstown, Maryland, and each being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

ARTHUR F. FLOOD AND ASSOCIATES, INC.

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

1. Engage in the general business counselling service and to gather, compile and disseminate information, data and advice with respect to matters of commercial, financial, statistical and business nature; to act as consultants, counsellors and advisors and to render and furnish services in business, taxation, financial, engineering, auditing and accounting matters; to enter into agreements with any corporation, association, individual or enterprise and to carry on and undertake any business, and to render any service which may seem to the company capable of being conveniently carried on in connection with the above, and in promoting, advising, consulting with, maintaining and operating any business enterprise; to aid and assist in any manner any corporation, association or reorganization with which this company may have business relations.

2. To carry on the business of advisors, consultants and managers in all branches of business, and to contract for, acquire, plan, superintend, manage, operate, cooperate with, and assist in, the maintenance and operation of business enterprises of any and everykind, and to do and carry on such other work of every kind, and of any and every nature; to own, operate, manage,

assist, finance, audit, supervise and otherwise deal with corporations, associations, business, financial, and other enterprises.

3. To devise, formulate and conduct business research, business studies, surveys and tests; to create, install and utilize business systems, methods, controls, layouts and plans; to assemble and supply personnel and staff; all as required or expedient to a solution of business problems of others, or to an improvement in function or to an increase in efficiency or profit in behalf of such others, whether in relation to management, administration, maintenance, manufacture, production, display, inventory, marketing sales, distribution or otherwise; to sell, publish and otherwise deal in and with any of the foregoing, and to furnish consultation and render business counsel (as distinguished from legal counsel and from the practice of law) and to determine, and to predetermine, the unit cost of each operational contribution to the end product or sale and also to determine, or to predetermine, the competitiveness of that product.

4. Engage in International licensing and the collection of fees thereon; to engage in International research records and rights; to have International powers to form and develop new corporations in all parts of the world; to have International powers to create, develop and sell services, goods and products of every kind and description, to establish research departments and laboratories, and obtain patent rights thereon; to obtain and hold International manufacturing and sales rights of every kind, to obtain and hold International trading rights with respect to services, goods and products of every kind and description; and to have International rights with respect to advertising and public relations.

5. To apply for, obtain, register, purchase or otherwise acquire and hold, own, use, operate, introduce and sell, assign, or otherwise dispose of any and all trade marks, formulae, secret processes, trade names and distinctive marks, and all inventions, improvements and processes used in connection with or secured under letters patent or otherwise, of the UnitedStates or of any other country; and to use, develop, exercise, grant licenses in respect of, or otherwise turn to account any and all such trade marks, patents, licenses, concessions, processes and the like, or any such property rights and information so acquired; and

6. To protect the products of the corporation by trade marks, trade names, or any distinguishing name or title, and as well to acquire, take over, or otherwise deal in patents, grants or other protection; and

7. To purchase or otherwise acquire and manage the whole or any part of the business, property, good will, and assets of any company carrying on or

proposing to carry on any business which this Corporation is authorized to carry on or which can be conveniently carried on in connection with the same or which may seem directly or indirectly to benefit this corporation, or suitable for the purposes of this corporation, and as part of the consideration for any of the acts or things aforesaid, or property acquired, to undertake all or any of the liabilities of such company and to give, issue or accept cash or any shares, debentures or securities that may be agreed upon, and to hold and retain or sell, mortgage and deal with any shares, debentures and securities so received, including the guarantee of the securities or obligations of any such company.

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

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is Hagerstown Trust Building, Hagerstown, Maryland. The resident agent of the Corporation is E. Stuart Bushong whose post office address is Hagerstown Trust Building, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than three (3) directors and Arthur F. Flood, E. Stuart Bushong and Irvine H. Rutledge shall act as such until the first annual meeting of stockholders or until their successors are duly chosen and qualified.

SIXTH: The Board of Directors shall have power to sell, mortgage, lease or exchange all of the property and assets of the Corporation as an entirety, or any part thereof, including its good will and franchises, upon such terms and conditions as the Board of Directors shall deem expedient and for the best interests of the corporation, and shall have the power to make, alter and repeal the By-Laws of the Corporation.

SEVENTH: In the absence of fraud in fact, no contract, transaction or agreement of the Corporation with any other party shall be affected by the fact that an officer or director or stockholder of the Corporation (whether or not his or their vote, influence or action contributed to the entering into such contract, transaction or agreement by the Corporation) is or was, are or were, another party or other parties to, such contract, transaction or agreement.

EIGHTH: The total amount of the authorized stock of the Corporation is One Hundred Thousand ($100,000.00) Dollars par value, divided into one hundred thousand (100,000) shares of the par value of One ($1.00) Dollar each.

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

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

such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

IN WITNESS WHEREOF, we have have signed this Certificate of Incorporation on the 10th day of November, A. D. 1961.

WITNESS:

Mary Bishop — Betty M. Baker
Betty M. Baker

Mary Bishop -- Shelby J. Crawford
Shelby J. Crawford

Mary Bishop — Geraldine M. Lum
Geraldine M. Lum

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 10th day of November, A. D. 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Betty M. Baker, Shelby J. Crawford and Geraldine M. Lum, and severally acknowledged the aforegoing Certificate of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

MARY BISHOP NOTARY PUBLIC WASHINGTON COUNTY, MARYLAND

Mary Bishop
Notary Public

Comm. Exp.
May 6, 1963

ARTICLES OF INCORPORATION

OF

ARTHUR F. FLOOD AND ASSOCIATES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 1122
JAN 31 12 05 PM '62
LINER
LAND ☐ MORTG ☐ CHATTEL ☐
FOLIO
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland November 13, 1961 at 2:00 o'clock P. M. as in conformity with law and ordered recorded.

A 12809

Recorded in Liber 7274, folio 115, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded January 31, 1962 at 12:06 P.M. Liber EE, Receipt No. 192653

ARTICLES OF INCORPORATION

HOFFMAN DRILLING, INC.

THIS IS TO CERTIFY:

First: That we, the subscribers, Alvy C. Shick, Jr., whose post office address is Post Office Box No. 213 Starford, Indiana County, Pennsylvania, Byron L. Stockdale, whose Post office address is Main Street, Frostburg, Jefferson County, Pennsylvania, and Charles F. Wagaman, whose post office address is Room 601 Second National Bank Building, Hagerstown, Washington County, Maryland, each of whom are at least 21 years of age, do hereby, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves for the purpose and with the intention of forming a corporation.

Second: That the name of the corporation is

HOFFMAN DRILLING, 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:

A. To exercise all or any of the general powers conferred upon corporations by the General Laws of Maryland as now existing and any and all amendments thereto hereafter made (and without in any way limiting the right to exercise such general powers) and in addition thereto.

B. To own, lease, operate, and conduct the general business of drilling of wells and other drilling of every nature and description.

C. To buy, sell and otherwise deal in, both at wholesale and retail, pumps, equipment, piping, and all other tangible personal property of every nature and description.

D. To purchase, acquire, lease, sell and mortgage real estate and tangible personal property of every nature and description.

E. To purchase, acquire, dispose of, lease and sell all

or any part of the property, rights, businesses, contracts, good-will, franchise, and assets of every kind of any corporation, partnership or individual engaged in, carrying on or having carried on in whole or in part any business that the corporation may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof.

F. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like which may be used for or be incidental to any of the purposes of the corporation and to use, exercise, develop and grant licenses in respect of, sell or otherwise dispose of and deal in the same.

G. To engage generally and to perform any and all acts reasonably necessary or incidental to the conduct of a general drilling business, the purchase, sale and exchange of all equipment,parts and accessories incidental thereto and to deal in,buy, sell, lease and exchange tangible personal property of every nature and description.

Fourth: The Post Office address of the principal office of the corporation is Route 1, Williamsport, Washington County, Maryland. The resident agent of the corporation is Charles F. Wagaman, whose post office address is Room 601 Second National Bank Building, Hagerstown, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The total number of shares of stock of all classes which the corporation has authority to issue is 10,000 shares having a par value of Ten ($10.00) Dollars each. The aggregate par value of all such shares is $100,000.00.

Sixth: The shares of said stock shall be non-assessable and shall be entitled to one vote per share at all meetings of stockholders of the corporation. Dividends may be declared thereon in such amounts and at such times as the Directors may determine, subject to the provisions of law. In the event of liquidation or winding up of the corporation, whether voluntary or involuntary, the assets remaining after the payment of all debts, taxes, costs and expenses shall be distributed to the holders of said stock in proportion to their respective holdings thereof.

Seventh: The shares of stock of the corporation shall be transferable only on the books of the corporation upon surrender

of the certificates therefor properly endorsed.

Eighth: 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 as such until the first annual meeting or until their successors are duly chosen and qualify are Alvy C. Shick, Jr., Byron L. Stockdale and John R. Means.

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.

A. The Board of Directors of the corporation is hereby authorized and empowered to authorize the issuance from time to time of shares of stock, of any class, whether now or hereafter authorized or securities convertible into the shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors deem advisable, subject to such limitations and restrictions, if any, as may be provided by law or set forth in the by-laws of the corporation.

B. 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.

C. Stockholders shall not have preemptive rights.

Tenth: The Charter of this corporation shall be perpetual.

Alvy C. Shick, Jr.

Alvy C. Shick, Jr.

Byron L. Stockdale

Byron L. Stockdale

Charles F. Wagaman

Charles F. Wagaman

STATE OF MARYLAND , COUNTY OF WASHINGTON , To-Wit:-

I HEREBY CERTIFY, That on this 3rd day of November , A. D., 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Alvy C. Shick, Jr., personally known to me to be the person whose name is subscribed to the aforegoing instrument and who did acknowledge that he executed the same for the purposes therein contained.

Witness my hand and official Notarial Seal.

Sarah Jane Cline
Sarah Jane Cline
Notary Public

My Commission Expires: May 6, 1963.

STATE OF MARYLAND , COUNTY OF WASHINGTON , To-Wit:-

I HEREBY CERTIFY, That on this 3rd day of November , A. D., 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appered Byron L. Stockdale, personally known to me to be the person whose name is subscribed to the aforegoing instrument and who did acknowledge that he executed the same for the purposes therein contained.

Witness my hand and official Notarial Seal.

Sarah Jane Cline
Sarah Jane Cline
Notary Public

My Commission Expires: May 6, 1963.

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 3rd day of November , A. D., 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles F. Wagaman, personally known to me to be the person whose name is

subscribed to the aforegoing instrument and who did acknowledge that he executed the same for the purposes therein contained.

Witness my hand and official Notarial Seal.

Sarah Jane Cline
Sarah Jane Cline
Notary Public

My Commission Expires: May 6, 1963.

See letter by similar corporation authorizing use of name 11-6-61

Joseph N. Hoffman Well Drilling and Construction Co., Inc.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 12253
JAN 31 12 06 PM '62
LIBER FOLIO
LAND TRANSFER TAX
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

HOFFMAN DRILLING, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 6, 1961 at 2:23 o'clock P. M. as in conformity with law and ordered recorded.

A 12706

Recorded in Liber 7272, folio 570, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded January 31, 1962 at 12:06 P.M Liber 89, Receipt No. 192653

ARTICLES OF INCORPORATION
OF
HI-WAY FURNITURE MART, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Landis E.Risser, whose post office address is Route No. 5,Hagerstown,Washington County, Maryland, Rhoda Baer Risser, whose post office address is Route No. 5, Hagerstown,Washington County,Maryland, and Robert L.Risser, whose post office address is Route No. 6, Hagerstown,Washington County,Maryland, all being sui juris and residents of the State of Maryland, do under and by virtue of the public General Laws of the State of Maryland, authorizing the formation of corporations, hereby associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation (hereinafter called the Corporation) is "HI-WAY FURNITURE MART,INC.".

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

a. To buy, sell, exchange, trade, manufacture and otherwise acquire, deal in and dispose of all kinds of household furniture, appliances, utensils and fixtures, including tables, chairs, beds and bedding, cabinets, lamps, mats, rugs,carpets and other floor covering, and any and all kinds of furnishings and equipment, and to sell and manufacture any and all materials and goods used in making the same, including wood, plastics,metal, rubber and fabrics of all kinds; and to establish agencies or branches in any and all places that it may deem advisable and expedient for the purposes aforesaid, and to do and transact any and all lawful business incidental to or in any way connected with said purposes or any of them.

b. To buy, sell, exchange, deal in and improve real estate wheresoever situate and fixtures and personal property connected or used in conjunction therewith; to acquire by purchase, lease or otherwise, lands, tenaments or any interest therein and to renovate and improve the same; to sell, lease, mortgage, exchange, pledge or otherwise deal in and dispose of lands or other property of the Corporation absolutely or upon condition.

c. To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects and

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

purposes, or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights,not contrary to the Laws of the State of Maryland.

d. The Corporation shall enjoy and exercise all the rights and powers conferred by the Laws of the State of Maryland upon Corporations of like kind and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the General powers conferred by Law.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is Route No. 5, Hagerstown,Washington County,Maryland.

FIFTH: The resident agent of the Corporation is Landis E.Risser, whose post office address is Route No. 5,Hagerstown, Washington County,Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand ($100,000.00) Dollars par value divided into one thousand (1000) shares of the par value of One Hundred ($100.00) Dollars each.

SEVENTH: The Corporation shall have five (5) directors and Landis E.Risser, Rhoda Baer Risser, Robert L.Risser,Lois M.Martin and John D. Risser shall act as such until the first annual meeting of the Corporation or until their successors are duly chosen and qualified.

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

EIGHTH: (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, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) The Board of Directors of the Corporation is hereby empowered to authorize the issuance of five hundred and fifty (550) fully paid and non-assessable shares of the stock of the Corporation at par value for the following considerations: all of the stock in trade, machinery, equipment, stationery, supplies, accounts receivable and all other assets of every kind and character now owned by Landis E.Risser and Rhoda Baer Risser, his wife, and heretofore and now being used in connection with and

considered a part of the assets of the business now being conducted by the said Landis E.Risser and Rhoda Baer Risser,his wife, under the trade name of Hi-Way Furniture Mart. The actual value of the consideration for said stock as determined by the incorporators is not less than Fifty Five Thousand ($55,000.00) Dollars. The Corporation herein formed shall assume all liabilities of the said Hi-Way Furniture Mart as shown in an auditor's statement to be submitted with the proposal to transfer the assets of the said Hi-Way Furniture Mart to the Corporation for the stock hereinabove authorized.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 22nd day of November,A.D.1961.

Landis E. Risser (SEAL)
Landis E.Risser

Rhoda Baer Risser (SEAL)
Rhoda Baer Risser

TEST:

Nellie A. Miller
Nellie A. Miller

Robert L. Risser (SEAL)
Robert L.Risser

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

-3-

STATE OF MARYLAND,WASHINGTON COUNTY,to-wit:

I HEREBY CERTIFY,That on this 22nd day of November,A.D. 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Landis E.Risser, Rhoda Baer Risser and Robert L.Risser, known to me to be the persons whose names are subscribed to the aforegoing Articles of Incorporation and acknowledged that they executed the same for the purposes therein contained.

Witness my hand and Official Notarial Seal.

Nellie A. Miller
Nellie A. Miller
Notary Public

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 1122-53
JAN 31 12 05 PM '62
LIBER FOLIO
LAND RECORDS C/SAEC
G. ALBLEN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

HI-WAY FURNITURE MART, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 27, 1961 at 9:25 o'clock A. M. as in conformity with law and ordered recorded.

A 13003

Recorded in Liber F 876, folio 105, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Boulger

11/30/61
W. I.
11/28/61

Recorded January 31, 1962 at 12:06 P.M. Liber 11, Receipt No. 192653

ARTICLES OF INCORPORATION

OF

RICHARD F. CODY ASSOCIATES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Richard F. Cody, whose post office address is P. O. Box 1339, Cumberland, Maryland; Geoffrey B. Freeman, Jr., whose post office address is 141 Hillside Circle, Villanova, Pennsylvania and Frances Axe, whose post office address is Essex House Hotel, New York, New York; all being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

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

RICHARD F. CODY ASSOCIATES, INC.

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

a. to purchase and acquire and also to sell and broker capital stock or any other type of securities, including certificates of indebtedness issued by any cemetery corporations, firms or associations;

b. to handle the promotions, public relations, sales, advertising, soliciting, salesmen training, and to serve in general as cemetery business consultants to and for cemetery firms, corporations and associations;

c. to acquire cemeteries, sell cemeteries, be they incorporated or otherwise, and to serve as cemetery brokers;

d. to purchase and/or sell as brokers, or otherwise, cemetery lots, burial privileges, sales contracts for lots, sales contracts for bronze markers, rights of sepulcher, burial vaults, memorials, statuary features,

ornamental vases, flowers, plants, cemetery shrubs, masoleums, and germane subjects;

e. to landscape and improve and lay out cemetery sites;

f. to serve as trustee for perpetual care funds established by cemetery corporations, firms or associations, and as trustee for merchandising funds established by cemetery corporations, firms and associations;

g. to manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise or other items of personal property;

h. to purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real estate wherever situated;

i. 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, 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 or territory of the United States of America, or of any foreign country; and while the owner ofany such shares of stock, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held and owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any of such shares of stock, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation;

j. to purchase, lease or otherwise acquire, all or any part of the property, rights, business, contracts, good will, franchise and assets of every kind of any corporation, partnership or individual, carrying on or having

carried on in whole or in part any of the aforesaid business or any other business that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property purchased, in accordance with the laws of Maryland, by the issuance of stock, bonds or other securities of the Corporation or otherwise;

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

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

m. to carry out all or any part of the aforesaid purposes, and to conduct its businesses in any or all of the states of the United States.

The aforesaid enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended by 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 to the limitations relative to corporations contained in the laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 307 Professional Arts Building, Hagerstown, Maryland. The resident agent of the Corporation is Richard F. Cody, whose post office address is 532 Washington Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of the par value of Twenty ($20.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars ($100,000.00).

SIXTH: The Corporation shall have not less than three (3) directors or such other number not more than five (5) as the stockholders shall determine from time to time, and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify, are Richard F. Cody, Geoffrey Freeman and Frances Axe.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities or certificates of indebtedness convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations or restrictions, if any, as may be set forth in the By-Laws of the Corporation.

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

director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

(d) The Board of Directors shall have the power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes.

EIGHTH: Except as may be otherwise required by statute the holders of the common stock shall exclusively possess voting power for the election of Directors and for any and all purposes relating to the business of the Corporation which may be provided by the By-Laws of the Corporation.

NINTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 15 day of November, 1961.

Melva J. Hartell — Richard F. Cody (SEAL)
Richard F. Cody

Melva J. Hartell — Geoffrey B. Freeman (SEAL)
Geoffrey B. Freeman

Melva J. Hartell — Frances Axe (SEAL)
Frances Axe

STATE OF MARYLAND

ALLEGANY COUNTY, to-wit:

THIS IS TO CERTIFY, That on the 15th day of November, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Richard F. Cody and Geoffrey B. Freeman , and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

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

Melva J. Hartell
Notary Public

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STATE OF NEW YORK,

CITY OF NEW YORK, to-wit:

THIS IS TO CERTIFY, That on this 15th day of November, 1961, before me, the subscriber, a Notary Public of the State of New York, in and for New York City, personally appeared Frances Axe, and acknowledged the aforegoing Articles of Incorporation to be her act.

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

Betty Savat
Notary Public

BETTY SAVAT
Notary Public, State of New York
No. 31-8773900
Qualified in New York County
Cert. filed with N. Y. Co. Clk. & Reg
Commission Expires March 30, 1964

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
JAN 31 12 06 PM '62
LIBER
LAND ☐ C/WORTS ☐ C/SALE ☐
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

RICHARD F. CODY ASSOCIATES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 28, 1961 at 9:32 o'clock A. M. as in conformity with law and ordered recorded.

A 13040

Recorded in Liber F076, folio 142 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....14.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded January 31, 1962 at 12:06 P.M. Liber 11, Receipt No. 192653

ARTICLES OF INCORPORATION

OF

MOTEL ENTERPRISES, INC.

THIS IS TO CERTIFY:

FIRST. That we, the subscribers, Maurice D. Porter, whose postoffice address is 415 Columbus Avenue, Frederick, Maryland; Keith Jones, whose postoffice address is Myrtle Beach, South Carolina; and Omer T. Kaylor, Jr. , whose postoffice address is Grice Building , Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND. That the name of the corporation (which is hereinafter called the Corporation) is MOTEL ENTERPRISES, INC.

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

(a) To carry on a general motel or hotel business for transient and permanent trade and any or all allied or kindred businesses thereto including therein the right to operate in connection therewith a tavern or restaurant and such other services as may be found necessary in connection with the operation of a general motel or hotel business.

(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, wares and merchandise of every description.

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

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

obligations, or the proceeds thereof, among the stockholders of this Corporation.

(g) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposesof 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 upom, 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.

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

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

The aforegoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and

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

FOURTH. The postoffice address of the principal office of the Corporation in this State is 500 Dual Highway, Hagerstown, Maryland. The resident agent of the Corporation is Omer T. Kaylor, Jr., whose postoffice address is Grice Building, Hagerstown, Maryland. 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 twenty thousand (20,000) 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 to six (6) 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 qualify are Maurice D. Porter, Keith Jones and Omer T. Kaylor, Jr.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such

considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

(g) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not pay-

able in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 1st day of November, 1961.

Maurice D. Porter

Keith Jones

Witness:

Anna C. Delosier

Omer T. Kaylor, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 1st day of November, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Maurice D. Porter, Keith Jones and Omer T. Kaylor, Jr. and acknowledged the aforegoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Notarial Seal.

Notary Public
Anna C. Delosier

My commission expires: May 6, 1963

ARTICLES OF INCORPORATION

OF

MOTEL ENTERPRISES, INC.

STATE OF MD.
WASHINGTON CONTY
RECEIVED FOR RECORD
RECEIPT NO. [illegible]
JAN 31 12 06 PM '62
LIBER FOLIO
LAND CHARGES
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland November 14, 1961 at 11:15 o'clock A. M. as in conformity with law and ordered recorded.

A 12841

Recorded in Liber F274, folio 205, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 80.00 Recording fee paid $ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bagley

Recorded March 9, 1962 at 12:15 P.M. Liber 11, Receipt No. 193483

ARTICLES OF AMENDMENT
OF
"HAGERSTOWN INDEPENDENT CHURCH"

THIS IS TO CERTIFY:

THAT WHEREAS, heretofore by a Certificate of Incorporation of record in Liber No. 4,Folio 50, among the Records of Incorporations in the Office of the Clerk of the Circuit Court for Washington County,Maryland, certain persons were duly incorporated as a religious corporation by the corporate name of "POINT SALEM GOSPEL MISSION", in Washington County,Maryland; and

WHEREAS, by Articles of Amendment to the original Certificate of Incorporation of said religious corporation of record in Liber No. 6, Folio 237 among the Records of Incorporations in the Office of the Clerk of the Circuit Court for Washington County, the original Certificate of Incorporation was amended by changing the corporate name of said Church to "WOODPOINT GOSPEL CHURCH" as in said Articles of Amendment set forth; and

WHEREAS, by Articles of Amendment to the amended Certification of Incorporation of said religious corporation of record in Liber No. 10 , Folio 562, among the Records of Incorporations in the Office of the Clerk of the Circuit Court for Washington County, the amended Certificate of Incorporation was amended by changing the corporate name of said Church to "HAGERSTOWN INDEPENDENT CHURCH" as in said Articles of Amendment set forth; and

WHEREAS, at a meeting of the Board of Trustees of said religious corporation held on the 1st day of November, A.D. 1961, a resolution was passed by unanimous vote of the members of said Board present at such meeting declaring it to beadvisable that the amendment hereinafter set forth be made to the Amended Articles of Incorporation and designating Rev. Homer

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

H. Boese and E. Boyden Donmoyer as Trustees to sign and acknowledge the Articles of Amendment and calling a meeting of all persons over twenty-one years of age who are members of said Church to take action thereon; and

WHEREAS, at a meeting of the members of said congregation called after due notice as provided by law and held on the 15th day of November, A.D.1961, at the usual place of worship of said congregation, the said amendments were duly adopted by a majority vote of the members attending such meeting, and the Trustees above named were authorized to sign and acknowledge the Articles of Amendment and have the same recorded in conformity with the Law.

IT IS THEREFORE CERTIFIED that the aforesaid Amended Articles of Incorporation be further amended as follows:

By adding a new Article to said Amended Articles of Incorporation designated as ARTICLE XV reading as follows:

"That should this religious Corporation be dissolved pursuant to the Laws of the State of Maryland, then all assets of the Corporation shall be converted into cash by the last duly elected Trustees, or the survivors of them, or such other person or persons as shall be duly and legally authorized to do so, and after the payment of all debts and obligations of said religious Corporation, the balance remaining, if any, shall be used for religious purposes.

IN TESTIMONY WHEREOF, the undersigned Trustees named in the above mentioned resolution for that purpose have hereunto signed their names and affixed their seals this 11th day of December, A.D.1961.

Homer H. Boese (SEAL)
Rev. Homer H.Boese

TEST:

Louise P. Spessard
Louise P.Spessard

E. Boyden Donmoyer (SEAL)
E.Boyden Donmoyer
Trustees

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 28th day of December, A.D. 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Rev. Homer H. Boese and E. Boyden Donmoyer, known to me to be the Trustees whose names are affixed to the aforegoing Amended Articles of Incorporation, and acknowledged that they executed said Amended Articles of Incorporation in the capacity and for the purposes therein contained, and did further make oath that they were duly authorized to sign and acknowledge said Articles of Amendment by the members of the congregation at a congregational meeting held for that purpose on the 15th day of November, A.D. 1961, and at the same time the said E. Boyden Donmoyer made oath in due form of law that he was the Secretary of such congregational meeting and that the matters and facts set forth in said Articles of Amendment are true and bona fide as therein stated.

Witness my hand and Official Notarial Seal.

Louise P. Spessard
Notary Public

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

282

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIVED AND RECORDED
MAR 9 12 15 PM '62
LIBER
LAND
C/SALE
C. MERL SNYDER
CLERK

ARTICLES OF AMENDMENT

OF

HAGERSTOWN INDEPENDENT CHURCH

approved and received for record by the State Department of Assessments and Taxation of Maryland December 29, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 13560

Recorded in Liber 152, folio 52, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles R. Bartgis

Recorded March 9, 1962 at 12:15 P.M. Liber 11, Receipt No. 193483

HAGERSTOWN GAS COMPANY

ARTICLES OF AMENDMENT

HAGERSTOWN GAS COMPANY, a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended by

(i) Striking out the first paragraph of Article SIXTH of the Certificate of Incorporation as heretofore amended and inserting in lieu thereof the following:

"SIXTH: The total amount of the authorized capital stock of the Corporation is Two hundred and fifty-six thousand, two hundred and fifty dollars ($256,250), par value, of which One hundred thousand dollars ($100,000) par value, divided into One thousand (1,000) shares of the par value of One hundred dollars ($100) each, is Preferred Stock and One hundred and fifty-six thousand, two hundred and fifty dollars ($156,250) par value, divided into Two hundred and fifty thousand (250,000) shares of the par value of Sixty-two and one-half cents ($0.62 1/2) each, is Common Stock."

(ii) Striking out sub-paragraph (d) of Article SIXTH of the Certificate of Incorporation as heretofore amended and inserting in lieu thereof the following:

"(d) The Preferred Stock shall have equal voting rights, two votes for each share, with the Common Stock."

(iii) Reclassifying the presently authorized Eighty thousand (80,000) shares of the par value of One dollar and twenty-five cents ($1.25) each of Common Stock into One hundred and sixty thousand (160,000) shares of the par value of Sixty-two and one-half cents ($0.62 1/2) each of Common Stock.

(iv) Reclassifying the now issued and outstanding Thirty-seven thousand, five hundred and twenty (37,520) shares of the par value of One dollar and twenty-five cents ($1.25) each of Common Stock of the Corporation into Seventy-five thousand and forty (75,040) shares of the par value of Sixty-two and one-half cents ($0.62 1/2) each of Common Stock; such reclassification to be effected without increasing or reducing the amount of the stated capital stock of the Corporation, or of any class thereof, by changing each share of Common Stock of the par value of One dollar and twenty-five cents ($1.25) now issued and outstanding into two (2) shares of Common Stock of the par value of Sixty-two and one-half cents ($0.62 1/2) each.

SECOND: The board of directors of the Corporation,

at a meeting duly convened and held on November 15, 1961, adopted a resolution in which was set forth the foregoing amendments to the charter, declaring that the said amendments of the charter as proposed were advisable and directing that they be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on December 4, 1961.

THIRD: Notice setting forth a summary of the changes to be effected by said amendments of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given, as required by law, to all stockholders entitled to vote thereon.

FOURTH: The amendments of the charter of the Corporation as hereinabove set forth were approved by the stockholders of the Corporation at said meeting by the affirmative vote of

two-thirds of all the votes entitled to be cast thereon, the charter of the Corporation not providing, in the case of such amendments, for voting separately thereon by any class of stock.

FIFTH: The amendments of the charter of the Corporation as hereinabove set forth have been duly advised by the board of directors and approved by the stockholders of the Corporation.

SIXTH: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized, the number and par value of the shares of each class, and the aggregate par value of all such shares of all classes, are as follows:

> The total number of shares of all classes of stock of the Corporation heretofore authorized is Eighty-one thousand (81,000) shares, consisting of One thousand (1,000) shares of a par value of One hundred dollars ($100) each of Preferred Stock and Eighty thousand (80,000) shares of a par value of One dollar and twenty-five cents ($1.25) each of Common Stock, aggregating Two hundred thousand dollars ($200,000) par value.

(b) The total number of shares of all classes of stock of the Corporation as increased, the number and par value of the shares of each class, and the aggregate par value of all such shares of all classes, are as follows:

The total number of shares of all classes of stock of the Corporation as increased is Two hundred and fifty-one thousand (251,000), consisting of One thousand (1,000) shares of a par value of One hundred dollars ($100) each of Preferred Stock and Two hundred and fifty thousand (250,000) shares of a par value of sixty-two and one-half cents ($0.62 1/2) each of Common Stock, aggregating Two hundred and fifty-six thousand, two hundred and fifty dollars ($256,250) par value.

(c) A description of each class of stock of the Corporation with the preferences, and other rights, voting powers, restrictions, limitations as to dividends, and qualifications, of each class of the authorized capital stock as increased are as set forth in the charter of the Corporation.

SEVENTH: The by-laws of the Corporation provided that the meeting of the stockholders aforesaid might be held without the State of Maryland; and the meeting was so held in accordance with the provisions of the by-laws.

IN WITNESS WHEREOF, HAGERSTOWN GAS COMPANY has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on December 4, 1961.

Attest:

Margaret J. Devine
Asst Secretary
Margaret J. Devine

HAGERSTOWN GAS COMPANY

By
President
George B. Daniel

STATE OF PENNSYLVANIA
County of PHILADELPHIA, ss:

I HEREBY CERTIFY that on December 4, 1961, before me, the subscriber, a Notary Public of the State of Pennsylvania in and for the County of Philadelphia, personally appeared George B. Daniel, President of HAGERSTOWN GAS COMPANY, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Margaret J. Devine and made oath in due form of law that she was secretary of the meeting of the stockholders of said corporation at which the amendments of the charter of the corporation therein set forth were approved, and that the matters and facts set forth in said Articles of Amendment with respect to the approval of the said amendments are true to the best of her knowledge, information and belief.

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

Notary Public

Eleanor Billy

SEAL

ELEANOR BILLY
Notary Public, Phila., Phila. Co.
My Commission expires April 22, 1962

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 42443
MAR 9 12 15 PM '62
LIBER FOLIO
LAND ☐ C/MORTG ☐ C/SALE ☐
O. MERLIN SNYDER
CLERK

ARTICLES OF AMENDMENT

OF

HAGERSTOWN GAS COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland December 20, 1961 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 13361

Recorded in Liber F879, folio 570, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

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Recorded March 9, 1962 at 12:15 P.M. Liber 11, Receipt No. 193483

VIDONI, INC.

ARTICLES OF AMENDMENT

Vidoni, Inc., a Maryland corporation, having its principal office at 431 Dual Highway, in Hagerstown, Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Department Of Assessments And Taxation of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out the FIFTH Section of the Articles of Incorporation, which reads as follows: "The total amount of authorized capital stock of the Corporation is One Hundred Thousand ($100,000.00) Dollars par value, divided into Ten Thousand (10,000) shares of the par value of Ten ($10.00) Dollars per share", and inserting in lieu thereof the following:

The total amount of authorized capital stock of the Corporation is Three Hundred Thousand ($300,000.00) Dollars par value, divided into Thirty Thousand (30,000) shares of the par value of Ten ($10.00) Dollars, per share.

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on the sixth day of November, 1961, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on the fourth day of December, 1961.

THIRD: Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given to all of the stockholders of the Corporation.

FOURTH: The amendment of the charter of the Corporation, as hereinabove set forth, was approved by all of the stockholders of the

Corporation at said meeting.

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by all of the stockholders of the Corporation.

SIXTH: (a) The total number of shares of stock of the Corporation heretofore authorized, and the par value of such shares, are as follows:

Ten Thousand (10,000) shares of stock of the par value ofTen (10) Dollars per share.

(b) The total number of shares of stock of the Corporation as increased, and the par value of such shares, are as follows:

Thirty Thousand (30,000) shares of stock of the par value of Ten (10) Dollars per share.

(c) The Capital Stock of the Corporation is not divided into classes.

IN WITNESS WHEREOF, Vidoni, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on December 7, 1961.

Vidoni, Inc.

By: Ettore A. Vidoni
Ettore A. Vidoni, President

Attest: Richard G. Vidoni
Richard G. Vidoni, Secretary

STATE OF MARYLAND]
] ss:
COUNTY OF WASHINGTON]

I HEREBY CERTIFY that on December 7, 1961, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared ETTORE A. VIDONI, President of Vidoni, Inc., a Maryland corporation, and in the name and on behalf of said

corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Richard G. Vidoni, Secretary of Vidoni, Inc., and made oath in due form of law that he was secretary of the meeting of the stockholders of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

Joanne Snyder, Notary Public

My Commission Expires: May 6, 1963.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
MAR 9 12 15 PM 62
LIBER FOLIO
LAND RECORDS C/T
G. MERLIN SNYDER
CLERK

ARTICLES OF AMENDMENT

OF

VIDONI, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 21, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 13395

Recorded in Liber F&TO, folio 407 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $....40.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

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Recorded March 9, 1962 at 12:15 P.M. Liber 11, Receipt No. 193483

ARTICLES OF AMENDMENT
OF
TRI-STATE CABEL, T.V., INC.

TRI-STATE CABEL, T.V., INC., a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Articles of Incorporation of the Corporation, as amended, is hereby amended by striking out ARTICLE SECOND of the Certificate of Incorporation and inserting in lieu thereof the following:

SECOND: The name of the corporation (hereinafter called the Corporation), is TRI-STATE CABLE, T.V., INC.

SECOND: The Board of Directors of the Corporation on September 12, 1961, duly adopted a resolution in which was set forth the foregoing amendment to the Articles of Incorporation, declaring that the said amendment of the Articles of Incorporation, was advisable and directing that it be submitted for action thereon by the stockholders at a special meeting to be held on September 12, 1961.

THIRD: At the special meeting of the stockholders held on September 12, 1961, all stockholders were present and waived any required notice and statement of the purpose of the meeting. The amendment of the Articles of Incorporation as hereinabove set forth was approved by all of the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of each class of stockholders entitled to vote thereon.

IN WITNESS WHEREOF, TRI-STATE CABEL, T.V., INC. has caused these presents to be signed in its name and on its behalf by its President

and its corporate seal to be hereunto affixed and attested by its Secretary, on this 31st day of October, 1961.

TRI-STATE CABEL, T.V., INC.

ATTEST:

TRI-STATE CABEL T.V. INC. 1951 Maryland Temporary Seal

George C. Sheeder, Secretary

BY Stanley M. Fulton

Stanley M. Fulton, President

STATE OF MARYLAND :
COUNTY OF WASHINGTON : ss:

I HEREBY CERTIFY, that on this 31st day of October, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Stanley M. Fulton, President of Tri-State Cabel, T.V., Inc., a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be thecorporate act of said Corporation; and at the same time personally appeared George C. Sheeder, and made oath in due form of law that he was Secretary of the meeting of stockholders of said Corporation at which an amendment of the Articles of Incorporation of said Corporation set forth in said Articles of Amendment, was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

My Commission Expires:
May 6, 1963

Catherine M. Hess

Catherine M. Hess, Notary Public

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. [illegible]
MAR 9 12 15 PM '67
LIBER FOLIO
LAND ☐ CORP ☐ CASLEC
G. MERLIN SNYDER
CLERK

ARTICLES OF AMENDMENT

OF

TRI-STATE CABEL, T.V., INC.

changing its name to

TRI-STATE CABLE, T.V., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 15, 1961 at 1:50 o'clock P. M. as in conformity with law and ordered recorded.

A 13331

Recorded in Liber F 279 folio 229, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded March 9, 1962 at 12:16 P.M. Liber 11, Receipt No. 193483

LOWE'S OF HAGERSTOWN, INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: WE, THE UNDERSIGNED, Leonard G. Herring, whose post office address is Finley Park, North Wilkesboro, North Carolina, Petro Kulynych, whose post office address is Forest Hills, North Wilkesboro, North Carolina, and William H. McElwee, whose post office address is Finley Park, North Wilkesboro, North Carolina, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is LOWE'S OF HAGERSTOWN, INC.

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

A. To buy, sell, exchange, repair, store and generally to engage in and deal in the mercantile business, both wholesale and retail, to buy, sell and otherwise deal in the general hardware business, including, by way of explanation and not by way of limitation the retail and wholesale purchase and sale of building materials, plumbing supplies, appliances of all kinds and types whatsoever, and general hardware merchandise of every kind and type whatsoever, to engage in the mercantile business, both wholesale and retail, generally, in any manner whatsoever, and to buy and sell every kind and type of merchandise, goods and wares, including trucks, tractors, automobiles, farm implements, farm supplies and other types and kinds of products.

B. To engage in, conduct and operate any other business which may be deemed adapted directly or indirectly to add to the profits of its principal business, or to increase the volume or value of its business.

C. To purchase, hold and deal in, and sell all kinds of goods, wares and merchandise, regardless of character or type and every kind of character whatsoever and wherever located.

D. To purchase, hold and deal in, in any manner whatsoever, all kinds of property, both real, personal and mixed.

E. To engage in any other lawful business whatsoever.

314

FOURTH: The post office address of the principal office of the Corporation in this State is No. 1255 Maryland Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is J. Ross Burgess, No. 1225 Maryland Street, Hagerstown, Maryland. Said resident agent is a citizen of this State and actually resides herein.

[redacted]:

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Hundred Thousand (100,000) Shares of the par value of One Dollar ($1) a share, all of one class, and having an aggregate par value of One Hundred Thousand ($100,000) Dollars.

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; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Leonard G. Herring, Petro Kulynych, and William H. McElwee.

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 is hereby empowered to authorize the issuance of Three Hundred (300) full paid and non-assessable shares of the par value of One Dollar ($1) a share for the following consideration, the value of which consideration is hereby stated to be not less than Three Hundred Dollars ($300), namely, cash.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 15 day of November, 1961.

Leonard G. Herring

Leonard G. Herring

Petro Kulynych

Petro Kulynych

William H. McElwee

William H. McElwee

WITNESS:

Margaret Marshall

STATE OF NORTH CAROLINA

COUNTY OF WILKES

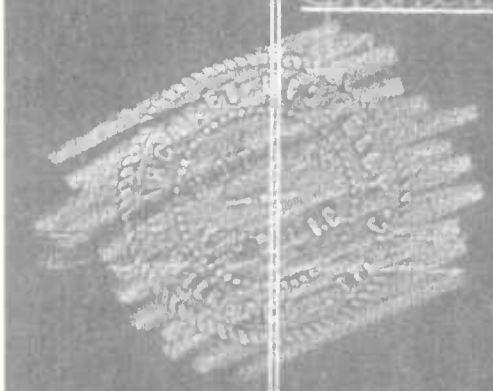
I HEREBY CERTIFY that on the 25 day of November, 1961, before me, the subscriber, a notary public of the State of North Carolina in and for the County of Wilkes personally appeared Leonard G. Herring, Petro Kulynych, and William H. McElwee, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Margaret Michelly
Notary Public

My commission expires:

January 29, 1962



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 42776
MAR 9 12 16 PM '62
LIBER FOLIO
LAND RECORDS CHARTER RECORDS
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

LOWE'S OF HAGERSTOWN, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 4, 1961 at 9:38 o'clock A. M. as in conformity with law and ordered recorded.

A 13100

Recorded in Liber 1877, folio 307, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded March 9, 1962 at 12:16 P.M. Liber 11, Receipt No. 193483

ARTICLES OF INCORPORATION

OF

MASON-DIXON REGION

OF THE

ANTIQUE AUTOMOBILE CLUB OF AMERICA, INCORPORATED

FIRST: We, the undersigned, G. RICHARD MINNICK, whose postoffice address is 112 Cherrytree Lane, Route 2, Williamsport, Maryland; CHARLES R. SMITH, whose postoffice address is 315 North Main Street, Boonboro, Maryland; and ROSEMARY MINNICK, whose postoffice address is 112 Cherrytree Lane, Route 2, Williamsport, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a non-stock corporation under and by virtue of the laws of the State of Maryland.

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

MASON-DIXON REGION OF THE ANTIQUE AUTOMOBILE CLUB OF AMERICA, INCORPORATED.

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

To organize, operate and associate ourselves exclusively for charitable, scientific, educational and other non-profit purposes, no part of the net earnings of which is to inure to the benefit of any member or individual.

For the general purposes aforesaid, and limited to these purposes, the Corporation shall have the following powers and purposes:

(a) To promote and advance the preservation and maintenance of motor vehicles of ancient age and historical value;

(b) To promote and advance the dissemination of accurate and technical information concerning ancient motor vehicles for the benefit of its members as well as for the benefit of the general public;

(c) To promote and advance the mutual and general welfare of the members of the Corporation by the interchange of ideas and by protective, remedial and other measures and policies to advance the common interest of the members.

FOURTH: The post office address of the principal office of the Corporation in the State is 112 Cherrytree Lane, Route 2, Williamsport, Maryland The name and postoffice address of the resident agent in Maryland is G. Richard Minnick ,112 Cherrytree Lane, Route 2, Williamsport, Md. and such resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock.

SIXTH: The business and affairs of the Corporation shall be represented by an Executive Board of Directors whose membership may be provided in accordance with the By-Laws. Until otherwise provided in accordance with the By-Laws of the Corporation, the business and affairs of the Corporation shall be represented by an Executive Board of Directors of three members as follows:

G. Richard Minnick
Charles R. Smith
Rosemary Minnick

who shall act as such Executive Board until the first annual meeting of the members of the Corporation or until their respective successors are duly chosen and qualified. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws which may prescribe different classes of members and prescribe the powers and duties of each class.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF we have signed these Articles of Incorporation this 16th day of December, 1961.

G. Richard Minnick

Charles R. Smith

Rosemary Minnick

STATE OF MARYLAND, Washington COUNTY:

THIS IS TO CERTIFY that on this 16th day of December, 1961, before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared G. RICHARD MINNICK, CHARLES R. SMITH and ROSEMARY MINNICK and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

Willoughby J. Santmire
Notary Public

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 14343
MAR 9 12 1 PM '62
LIBER
FOLIO
LAND RECORDS
TRANSFER TAX PAID
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

MASON-DIXON REGION OF THE ANTIQUE AUTOMOBILE CLUB OF AMERICA, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland December 18, 1961 at 2:45 o'clock P. M. as in conformity with law and ordered recorded.

A 13348

Recorded in Liber F279, folio 512 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded March 9, 1962 at 12:16 P.M. Liber 11, Receipt No. 193483

ARTICLES OF INCORPORATION OF

TORTUGA, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Gilbert H. Wieland whose post-office address is 1204 Indian Cottage Road, Hagerstown, Maryland; Daniel A. Wieland whose postoffice address is 1230 Mt. Aetna Road, Hagerstown, Maryland; and Florence A. Wieland whose post office address is 1230 Mt. Aetna Road, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

TORTUGA, INC.

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

(a) To engage in the on-sale and off-sale dispensing of alcoholic beverages and food operating as a bar and/or restaurant and generally to purchase or otherwise acquire and/or operate restaurants and taverns, and to own, hold, lease, rent, or sell such business or businesses.

(b) To introduce, erect, operate, conduct, manage, maintain, and carry on a restaurant, cafe, and cabaret business; to buy, sell, lease, or otherwise dispose of, and to operate, conduct, furnish, equip, and manage restaurants, inns, eating houses, taverns, cabarets, cafes or places of entertainment, and generally to do and perform everything necessary for carrying out the aforesaid purposes. To buy, or otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with, import,

and export food and food products of every class and description, fresh, canned, preserved, or otherwise, and to prepare and serve all food, beverages, alcoholic or nonalcoholic, and other preparations and refreshments of all kinds.

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

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

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

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

(g) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes,

formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

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

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

(j) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed

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

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

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

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is 901 Dual Highway, Hagerstown, Maryland. The resident agent of the Corporation is Daniel A. Wieland, whose post-office address is 1230 Mt. Aetna Road, Hagerstown, Maryland. 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 the par value of $10.00 each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is $100,000.00

SIXTH: The Corporation shall have three directors and Gilbert H. Wieland, Daniel A. Wieland, and Florence A. Wieland shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this

Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its

stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of re-

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

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 20th day of December, 1961.

Witness:

Irving M. Einbinder as to Gilbert H. Wieland

Irving M. Einbinder as to Daniel A. Wieland

Irving M. Einbinder as to Florence A. Wieland

STATE OF MARYLAND
COUNTY OF WASHINGTON] ss:

THIS IS TO CERTIFY, that on this 20th day of December, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Gilbert H. Wieland, Daniel A. Wieland and Florence A. Wieland and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

Joanne Snyder, Notary Public

My Commission Expires: May 6, 1963.

ARTICLES OF INCORPORATION

OF

TORTUGA, INC.

STATE OF MD.
WASHINGTON COUNTY
RECORDED FOR RECORD
HEREIN
DEC 29 12 16 PM '61
FEES
WALTER W. SCHALEC
& WEALTH SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland December 29, 1961 at 9:50 o'clock A. M. as in conformity with law and ordered recorded.

A 13566

Recorded in Liber F.T.1, folio 610, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Recorded March 9, 1962 at 12:16 P.M. Liber 13, Receipt No. 193483

ARTICLES OF INCORPORATION OF

INNKEEPER, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Gilbert H. Wieland whose post-office address is 1204 Indian Cottage Road, Hagerstown, Maryland; Daniel A. Wieland whose postoffice address is 1230 Mt. Aetna Road, Hagerstown, Maryland; and Florence A. Wieland whose post office address is 1230 Mt. Aetna Road, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

INNKEEPER, INC.

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

(a) To engage generally in the motel business and related businesses; to plan, design, and construct buildings for motel purposes and to buy, sell, and acquire the same; to operate, conduct, and carry on the motel business for the accommodations necessary or desirable to accomplish such purposes; to conduct and carry on the business of providing meals and food for the general public, and buying and selling any and all other things necessary or desirable in connection with the operation of a motel business; to undertake and carry on any business transaction or operation commonly undertaken or carried on by motel operators and generally to institute, enter into, assist, promote, and participate in any such business or operation.

(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, wares and merchandise of every description.

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

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used 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; and to purchase, hold, sell, assign, transfer, exchange,

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

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

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

discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

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

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

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is 901 Dual Highway, Hagerstown, Maryland. The resident agent of the Corporation is Daniel A. Wieland, whose postoffice address is 1230 Mt. Aetna Road, Hagerstown, Maryland. 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 the par value of $10.00 each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is $100,000.00.

SIXTH: The Corporation shall have three directors and Gilbert H. Wieland, Daniel A. Wieland, and Florence A. Wieland shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested

shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation,

whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 20th day of December, 1961.

Witness:

Irving M. Einbinder as to Gilbert H. Wieland

Irving M. Einbinder as to Daniel A. Wieland

Irving M. Einbinder as to Florence A. Wieland

STATE OF MARYLAND]
COUNTY OF WASHINGTON] ss:

THIS IS TO CERTIFY, that on this 20th day of December, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Gilbert H. Wieland, Daniel A. Wieland and Florence A. Wieland and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

Joanne Snyder, Notary Public

My Commission Expires: May 6, 1963.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT No. 7/2
1962 DEC 29 12 15 PM
U.S. DEPARTMENT OF STATE
LA
P MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

INNKEEPER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 29, 1961 at 9:50 o'clock A. M. as in conformity with law and ordered recorded.

A 13564

Recorded in Liber 1872, folio 1, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Recorded March 9, 1962 at 12:16 P.M. Liber 12, Receipt No. 193483

ARTICLES OF INCORPORATION

OF

WIELAND ENTERPRISES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Gilbert H. Wieland whose post-office address is 1204 Indian Cottage Road, Hagerstown, Maryland; Daniel A. Wieland whose postoffice address is 1230 Mt. Aetna Road, Hagerstown, Maryland; and Florence A. Wieland whose post office address is 1230 Mt. Aetna Road, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

WIELAND ENTERPRISES, INC.

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

(a) To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, occupy, and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm, or corporation.

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

(c) To purchase, lease or otherwise acquire, hold, develop, improve,

mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

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

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

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used 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; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland

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

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

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

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

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

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

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is 901 Dual Highway, Hagerstown, Maryland. The resident agent of the Corporation is Daniel A. Wieland, whose postoffice address is 1230 Mt. Aetna Road, Hagerstown, Maryland. 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 the par value of $10.00 each, all of whichshares are of one class and are designated common stock. The aggregate par value of all shares having par value is $100,000.00.

SIXTH: THE Corporation shall have three directors and Gilbert H. Wieland, Daniel A. Wieland, and Florence A. Wieland shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the

Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of

Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation. whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of

355

Incorporation on this 20th day of December, 1961.

Witness:

Irving M. Einbinder as to Gilbert H. Wieland

Irving M. Einbinder as to Daniel A. Wieland

Irving M. Einbinder as to Florence A. Wieland

STATE OF MARYLAND]
COUNTY OF WASHINGTON] ss:

THIS IS TO CERTIFY, that on this 20th day of December 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Gilbert H. Wieland, Daniel A. Wieland and Florence A. Wieland and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

Joanne Snyder, Notary Public

My Commission Expires: May 6, 1963

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. [illegible]
MAR 9 12 16 PM '62
LIBER [illegible] FOLIO
LAND [illegible] WORTS [illegible] C/SALE [illegible]
W. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

WIELAND ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 29, 1961 at 9:50 o'clock A. M. as in conformity with law and ordered recorded.

A 13565

Recorded in Liber H 971, folio 619, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

[illegible]

Recorded March 9, 1962 at 12:16 P.M. Liber 12, Receipt No. 193483

ARTICLES OF INCORPORATION

OF

CARPETS, INC.

THIS IS TO CERTIFY:

FIRST. That we, the subscribers, Robert E. Beck, whose post-office address is Route 6, Hagerstown, Maryland; Ruth Beck, whose postoffice address is Route 6, Hagerstown, Maryland; and John J. Porter, whose postoffice address is 530 Gordon Circle, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution of these Articles of Incorporation.

SECOND. That the name of the corporation (which is hereinafter called the Corporation) is CARPETS, INC.

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

(a) To sell, clean, install, service and deal in rugs, carpets, all types of floor coverings, draperies, curtains, furniture and to generally do business in the field of home furnishings and decorations.

(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, wares and merchandise of every description.

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

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

(g) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America andin 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 business of the Corporation is made in furtherance, andnot in limitation, of the powers conferred upon the Corporation by law, and is

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

FOURTH. The postoffice address of the principal office of the Corporation in this State is Route 6, Hagerstown, Maryland. The resident agent of the Corporation is Robert E. Beck, whose postoffice address is Route 6, Hagerstown, Maryland. 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 ten thousand (10,000) shares of the par value of Ten ($10.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand ($100,000.00) Dollars.

SIXTH. The Corporation shall have three directors and Robert E. Beck, Ruth Beck and John J. Porter shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such consid-

erations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a part to or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporatiom who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, suchshares.

(d) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes;

and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or inpart, of other corporations or unincorporated business entities.

EIGHTH. The duration of theCorporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 22nd day of December, 1961.

Robert E. Beck

Ruth Beck

John J. Porter

Witness:

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

On this 22nd day of December, 1961, before me, a Notary Public of theState of Maryland, in and for Washington County, personally appeared Robert E. Beck, Ruth Beck and John J. Porter and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

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

Notary Public

My commission expires:May 6, 1963

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
MAR 9 12 16 PM '62
LIBER FOLIO
LAND ☐ MORTG ☐ G/SALE ☐
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

CARPETS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 26, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 13580

Recorded in Liber 5571, folio 537, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00 Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Boyer

Recorded March 9, 1962 at 12:16 P.M. Liber 43, Receipt No. 193483

ARTICLES OF INCORPORATION

OF

MORGAN-KELLER, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Ralph W. Morgan, whose Post Office Address is R. F. D. 1, Smithburg, Maryland, Charlotte M. Morgan, whose Post Office address is R. F. D. 1, Smithburg, Maryland, Laurence E. Keller, whose Post Office address is R. F. D. 1, Smithburg, Maryland, and Miriam L. Buhrman, whose Post Office address is R. F. D. 1, Smithburg, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of Corporations, associate ourselves with the intention of forming a Corporation.

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

MORGAN-KELLER, INC.

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

(1) To carry on and conduct a general contracting business, including the designing, constructing, enlarging, repairing, remodeling or otherwise engaging in any work upon buildings, roads, sidewalks, highways, bridges, or manufacturing plants; and to engage in tile, iron, steel, wood, brick, concrete, stone, cement, masonry 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; to engage in and carry on the business of buying, dealing in, distributing, manufacturing and selling general merchandise of every kind and character.

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

(3) To purchase, lease, hire or otherwise acquire, hold, own, develop, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

W. JEROME OFFUTT
ATTORNEY AT LAW
FREDERICK, MD.

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

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

(6) To acquire by purchase, subscription or otherwise, and to hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the Laws of the State of Maryland or of any other State, territory, district, colony or dependency of the United States of America, or of any foreign country; and, while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders, 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.

(7) To issue shares of its stock of any class, in the manner permitted by law, to raise money for any of the purposes of the Corporation or in payment for property purchased or for any other lawful consideration.

(8) 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 assure the payment

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ATTORNEY AT LAW
FREDERICK, MD.

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.

(9) To aid in any manner any corporation or association any bonds or other securities or evidences of indebtedness of which, or shares of stock in which are held by or for this Corporation, or in which, or in the welfare of which, this Corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve, or enhance the value of, any such bonds or other securities or evidences of indebtedness, or such shares of stock, or any other property of this Corporation.

(10) To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, partnership, 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, 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 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 purposes.

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

It is the intention that the objects and purposes specified in the aforegoing clauses of this Article Third shall not, unless otherwise specified herein be in anywise limited or restricted by reference to, or inference from, the terms of any other clause of this or any other article in this Charter, but the objects and purposes specified in each of the clauses of this Article shall be

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

FOURTH: The Post Office address of the place at which the principal office of the Corporation in this State will be located is R. F. D. 1, Smithburg, Maryland. The Resident Agent of the Corporation is Ralph W. Morgan, whose Post Office address as such agent is R. F. D. 1, Smithburg, Maryland. Said Resident Agent is a citizen of the State of Maryland, and actually residing therein.

FIFTH: 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); and the names of the Directors who shall act until the First Annual Meeting or until their successors are duly chosen and qualify are Ralph W. Morgan, Charlotte M. Morgan, Laurence E. Keller and Miriam L. Buhrman.

SIXTH: The total number of shares of stock of all classes which the Corporation has authority to issue is one thousand (1,000) shares, divided into six hundred (600) shares of Preferred Stock of the par value of One Hundred ($100.00) Dollars each, and four hundred (400) shares of Common Stock of the par value of One Hundred ($100.00) Dollars each. The aggregate par value of all shares having par value of all classes is One Hundred Thousand ($100,000.00) Dollars.

A description of each class, with the preferences, conversions and other rights, voting powers, restrictions, limitations as to dividends and qualifications of each class is as follows:

PREFERRED STOCK

(a) Dividends. The holders of the Perferred Stock shall be entitled to receive from the surplus or net profits of the Corporation, when and as declared by its Board of Directors, dividends at the rate of Six Dollars ($6.00) per share

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per annum, payablequarterly on the first days of January, April, July and October in each year. Such dividends shall be cummlative, accounting from the date of issue of each share of stock, and shall be payable for the current and all previous years before any dividends shall be paid or set apart on the Common Stock. The Preferred Stock shall not be entitled to participate in or receive any dividend or share of profits, whether payable in cash, stock or property, in excess of the aforesaid cumulative dividends.

(b) Preferences Upon Liquidation, etc. In the event of liquidation, dissolution or winding up of the Corporation, (whether voluntary or involuntary) the holders of the issued and outstanding Preferred Stock shall be entitled to receive out of the assets before any distribution to the holders of any other class of stock a sum equal to One Hundred Dollars ($100.) for each share plus all accumulated and unpaid dividends thereon.

A consolidation or merger of the Corporation with any other corporation or corporations shall not be deemed to be a liquidation, dissolution, or winding up within the meaning of this clause.

(c) Voting Rights. Except as herein provided, or otherwise provided by law, the holders of the Preferred Stock shall not be entitled to vote under any circumstances, or in connection with any action taken by the Corporation. However, if and whenever four consecutive quarterly dividends on the Preferred Stock shall have accrued and be unpaid in whole or in part, then so long as there shall be any such accrued unpaid dividends thereon each share of the Preferred Stock shall entitle the holder of record to vote in respect thereof in all proceedings in which action shall be taken by Stockholders of the Corporation, on an equal basis, share for share, with the holders of the Common Stock. If all such accrued unpaid dividends shall be paid by the Corporation at any time, then and thereupon all power of the Preferred Stock to vote as in this paragraph provided shall cease; subject, however, to being revived again upon any subsequent default by the Corporation in the payment of four consecutive quarterly dividends as provided above;

(d) Redemption. At the option of the Board of Directors, the whole or any part of the Preferred Stock outstanding at any time may be redeemed on any of the respective dates fixed for the payment of dividends thereon, at One Hundred Dollars ($100.) per share, together with all unpaid dividends accrued thereon to

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the date of redemption, upon not less than thirty (30) days' previous notice given by mail to the holders of record of the Preferred Stock. In the event that less than all of the outstanding Preferred Stock is to be redeemed, the redemption may be effected either by lot or pro rata, in such manner as may be prescribed by resolution of the Board of Directors. After any of the outstanding Preferred Stock shall have been called for redemption and the holders thereof duly notified and the funds necessary to effect such redemption have been set aside by the Board of Directors, the holders thereof shall have no further rights as stockholders of the Corporation but shall be entitled only upon presentation of the certificates properly endorsed to receive the redemption value thereof, as above set forth. Notice of redemption shall be deemed to have been given when addressed to such Preferred Stockholders at their addresses recorded on the books of the Corporation and deposited in the United States mail.

COMMON STOCK

Subject to the foregoing provisions, dividends may be declared on the Common Stock; and each share of Common Stock shall entitle the holder thereof to one (1) vote in all proceedings in which action shall be taken by stockholders of the Corporation.

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

(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 classess, whether now or hereafter authorized.

(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 whether any, and, if any, what part, of the surplus of the Corporation of the net profit arising from its business shall be declared in dividends and paid to the Stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any

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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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 20th day of December, 1961.

WITNESS:

Vivian E. Hatcher — Ralph W. Morgan (SEAL)
Vivian E. Hatcher — Ralph W. Morgan

Vivian E. Hatcher — Charlotte M. Morgan (SEAL)
Vivian E. Hatcher — Charlotte M. Morgan

Vivian E. Hatcher — Miriam L. Buhrman (SEAL)
Vivian E. Hatcher — Miriam L. Buhrman

Vivian E. Hatcher — Laurence E. Keller (SEAL)
Vivian E. Hatcher — Laurence E. Keller

STATE OF MARYLAND

FREDERICK COUNTY, TO-WIT:

I hereby certify that on this 20th day of December, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Frederick County, personally appeared Ralph W. Morgan, Charlotte M. Morgan and Miriam L. Buhrman, and Laurence E. Keller who did each and severally acknowledge the foregoing Articles of Incorporation to be their act.

WITNESS my Hand and Notarial Seal.

Vivian E. Hatcher
Notary Public
Vivian E. Hatcher

W. JEROME OFFUTT
ATTORNEY AT LAW
FREDERICK, MD.

ARTICLES OF INCORPORATION

OF

MORGAN-KELLER, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 11-34
MAR 9 12 15 PM 62
LIBER FOLIO
LAND RECORDS
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland December 29, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 13587

Recorded in Liber F 891, folio 472 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Boucher

Recorded March 9, 1962 at 12:16 P.M. Liber 34, Receipt No. 193483

CORPORATION CERTIFICATE

I, WALTER E. CARR, Secretary of Hagerstown Gospel Chapel Association, Inc., DO HEREBY CERTIFY as follows: That the following is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors of said Corporation, duly called and regularly held on the 10th day of March, 1961, at which a quorum was present, and is in full force and effect:

> "RESOLVED, that the resident agent of Hagerstown Gospel Chapel Association, Inc., in the State of Maryland be changed from Russell Sipe to: Walter E. Carr. The said resident agent is a citizen of the State of Maryland, and his residence is: R. F. D. #3, Box 216, Reisterstown, Maryland."

I FURTHER CERTIFY, that the said corporation is organized under the Laws of the State of Maryland, and that the names of the officers of the said corporation and now acting as such are as follows:

President.....Colin Heath
Vice President.....William W. Mestley
Secretary.....Walter E. Carr
Treasurer.....Milton A. Bloom

WITNESS my hand and the seal of said corporation this 25th day of May, 1961.

(CORP. SEAL)

Walter E. Carr
Secretary

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 193483
MAR 9 12 16 PM '62
LIBER 34 FOLIO 343
LAND RECORDS
C. MERLIN SNYDER
CLERK

NOTICE OF CHANGE OF RESIDENT AGENT

OF

HAGERSTOWN GOSPEL CHAPEL ASSOCIATION, INC.

received for record December 27th, 1961, at 9:39 A.M.

and recorded in Liber F No. 280 Folio No. 457 one of the charter records of the State Department of Assessments and Taxation of Maryland.

Clerk of the Circuit Court of Washington County

AA № 1108

Recording Fee Paid $2.00

Recorded March 9, 1962 at 12:16 P.M. Liber ED, Receipt No. 193483

At the meeting of the Board of Directors of Scenic View Homes, Inc., a Maryland Corporation, held at the Law Offices of T. Aubrey Kemp, in Hagerstown, Maryland, on the 11th day of December, A.D. 1961 at 3:10 o'clock P.M., the following resolutions were unanimously adopted, to-wit:

"Upon motion duly made, seconded and unanimously carried by all the Directors, Anna M. Koontz was elected Resident Agent of Scenic View Homes, Inc., whose address is 2343 Jefferson Boulevard in Hagerstown, Maryland, and who is a resident of Washington County, State of Maryland."

"Upon motion duly made, seconded and unanimously carried by all the Directors of Scenic View Homes, Inc., it was resolved that the Secretary be instructed to write a letter notifying the State Tax Commission of Maryland that Anna M. Koontz was elected Resident Agent of Scenic View Homes, Inc., and that her address was 2343 Jefferson Boulevard in Hagerstown, Washington County, Maryland, and that the principal office of the corporation is now located at Route #1, Boonsboro, Washington County, Maryland, at the residence of Plummer E. Koontz."

I, Ethel L. Koontz, Secretary-Treasurer of Scenic View Homes, Inc., a Maryland Corporation, hereby certify that the aforegoing is a true copy taken from the minutes of the meeting of the Board of Directors of Scenic View Homes, Inc.

In Testimony Whereof, I have hereunto subscribed my name as Secretary-Treasurer of Scenic View Homes, Inc., and affixed the corporate seal of Scenic View Homes, Inc., this day of December, A.D. 1961.

ATTEST As To Corporate Seal:

Ethel L. Koontz
Secretary

Ethel L. Koontz
Secretary-Treasurer

NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND CHANGE OF RESIDENT AGENT

OF

SCENIC VIEW HOMES, INC.

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD RECEIPT NO. 193483 MAR 9 12 16 PM '62 LIBER ED FOLIO LAND ☐ CHARTER ☐ CASHIER ☐ CHECKED ☐ G. MERLIN SNYDER CLERK

received for record December 28th, 1961 , at 9:39 A.M.

and recorded in Liber F No. 277 Folio No. 57 one of

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

Clerk of the Circuit Court of Washington County

AA № 1110

Recording Fee Paid $2.00

Recorded March 9, 1962 at 12:16 P.M. Liber 11, Receipt No. 193483

CERTIFICATE

We, George A. Rice, Vice President, and Jack C. Guynn, Secretary, of American Finance Company of Hagerstown Inc. hereby certify that set forth below is a true and correct copy of the resolutions adopted by unanimous vote of the Board of Directors of the Corporation at a regular meeting, duly called and held on November 20, 1961, at which meeting a quorum was present and voted thereon:

> RESOLVED, that the appointment of Paul H. Williams, whose address is 7835 Hampden Lane, Bethesda, Montgomery County, Maryland, as the Resident Agent of this Corporation in the State of Maryland be and the same is hereby revoked; and be it further
>
> RESOLVED, that Robert B. Evans, whose post office address is 4908 Jamestown Road, Washington 16, D. C., be and he is hereby appointed the Resident Agent upon whom process of service may be made against this corporation.

We further certify that the foregoing Resolutions are in full force and effect at the date hereof, and that the Resident Agent so designated is an individual actually residing in the State of Maryland.

WITNESS our hands and the seal of the Corporation this 26 day of December, 1961.

Vice President

Secretary

NOTICE OF CHANGE OF RESIDENT AGENT

OF

AMERICAN FINANCE COMPANY OF HAGERSTOWN INC.

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD 29 MAR 9 12 1 PM 62 RECEIPT NO. 193483 G. MERLIN SNYDER CLERK

received for record December 28th, 1961 at 9:30 A.M.

and recorded in Liber F No. 272 Folio No. 215 one of

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

Clerk of the circuit Court of Washington County

AA № 1118

Recording Fee Paid $2.00

Recorded March 9, 1962 at 12;16 P.M. Liber 11, Receipt No. 193483

CERTIFICATE

We, George A. Rice, Vice President, and Jack C. Guynn, Secretary, of American Finance Corporation of Hagerstown hereby certify that set forth below is a true and correct copy of the resolutions adopted by unanimous vote of the Board of Directors of the Corporation at a regular meeting, duly called and held on November 20, 1961, at which meeting a quorum was present and voted thereon:

RESOLVED, that the appointment of Paul H. Williams, whose address is 7835 Hampden Lane, Bethesda, Montgomery County, Maryland, as the Resident Agent of this Corporation in the State of Maryland be and the same is hereby revoked; and be it further

RESOLVED, that Robert B. Evans, whose post office address is 4908 Jamestown Road, Washington 16, D. C., be and he is hereby appointed the Resident Agent upon whom process of service may be made against this corporation.

We further certify that the foregoing Resolutions are in full force and effect at the date hereof, and that the Resident Agent so designated is an individual actually residing in the State of Maryland.

WITNESS our hands and the seal of the Corporation this 26 day of December, 1961.

CORPORATE SEAL 1928 MARYLAND

George A. Rice
Vice President

Jack C. Guynn
Secretary

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 193483
MAR 9 12 16 PM '62
LIBER FOLIO
LAND RECORDS
G. MERLIN SNYDER
CLERK

NOTICE OF CHANGE OF RESIDENT AGENT

OF

AMERICAN FINANCE CORPORATION OF HAGERSTOWN

received for record December 28th, 1961, at 9:30 A.M.

and recorded in Liber F No. 252 Folio No. 153 one of

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

Clerk of the Circuit Court of Washington County

AA № 1137

Recording Fee Paid $2.00

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the JOSEPH M. HOFFMAN WELL DRILLING AND CONSTRUCTION COMPANY, INC.

were received for record on December 28, 19 61, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

Recorded March 9, 1962 at 12:16 P.M. Liber 11, Receipt No. 193483

ARTICLES OF DISSOLUTION

OF

JOSEPH M. HOFFMAN WELL DRILLING AND CONSTRUCTION COMPANY, INC.

TO THE STATE DEPARTMENT OF ASSESSMENTS & TAXATION:

This, the Petition of the Joseph M. Hoffman Well Drilling and Construction Company, Inc., a Maryland corporation, hereby certifies and on said certification hereby requests that it be dissolved:

1. That the Petitioner is a corporation organized and existing under the laws of the State of Maryland having its principal office at Route 2, Williamsport, Washington County, Maryland.

2. That the name and post office address of the resident agent of the corporation in this State, service of process upon whom shall bind the corporation in any action, suit or proceeding pending or thereafter instituted or filed against the corporation for one year after dissolution and thereafter until the affairs of the corporation are wound up is Joseph M. Hoffman, Route 2, Williamsport, Washington County, Maryland.

3. The name and post office address of each of the Directors of the corporation are as follows:

Joseph M. Hoffman, Route 2, Williamsport, Washington County, Maryland.

Anna C. Hoffman, Route 2, Williamsport, Washington County, Maryland.

Robert K. Ardinger, 21 West Church Street, Williamsport, Washington County, Maryland.

4. The name, title and post office address of each of the officers of the corporation is as follows:

President - Joseph M. Hoffman
Route 2, Williamsport
Washington County, Maryland

Vice President - Robert K. Ardinger,
21 West Church Street
Williamsport, Washington County, Maryland

Secretary - Anna C. Hoffman,
Route 2, Williamsport
Washington County, Maryland.

Treasurer - Anna C. Hoffman,
Route 2, Williamsport
Washington County, Maryland

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5. That the dissolution of this corporation was duly advised by the Board of Directors and authorized by the stockholders of the corporation in the manner and by the vote required by the provisions of Article 23 of the Annotated Code of Maryland, 1957 Edition and all amendments thereto and by the Charter of the corporation.

6. That the corporation has no known creditors.

7. That immediately upon dissolution all assets of the corporation of every nature and description, tangible and intangible, shall be distributed to the stockholders in proportion to their respective holdings of shares of stock of this corporation.

8. There is attached hereto as part hereof the certificate of the Comptroller of the Treasury of the State of Maryland stating that all taxes due and owing by said corporation have been fully paid; there is likewise attached hereto as part hereof certificates that all taxes due and owing by this corporation have been paid to the collectors of taxes of Counties and Municipalities pursuant to a list thereof heretofore furnished this corporation by the State Department of Assessments and Taxation.

9. That the corporation is hereby and thereby dissolved immediately upon the approval of the Articles of Dissolution.

JOSEPH M. HOFFMAN WELL DRILLING AND CONSTRUCTION COMPANY, INC.

Attest as to Corp.Seal:

BY Joseph M. Hoffman
Joseph M. Hoffman, President

Anna C. Hoffman
Anna C. Hoffman, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 30th day of September, A. D., 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Joseph M. Hoffman, President of the above named corporation, who did make oath in due form of law that the matters and facts set forth in

the aforegoing Articles of Dissolution are true to the best of his knowledge, information and belief and who further made oath in due form of law that he was Chairman of the Meeting of the Board of Directors and of the Meeting of the Stockholders of this corporation at which respective meetings the dissolution of the corporation was duly advised by the Board of Directors and was duly approved and authorized by all of the holders of all of the outstanding shares of stock of this corporation.

Witness my hand and official Notarial Seal.

Gertrude Johnson

Notary Public

My Commission Expires: May 6, 1963.

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Hugh K. Troxell
TREASURER
OF
WASHINGTON COUNTY, MD.

Hagerstown, Maryland

November 1, 1961

RE: Dissolution of

Hoffman, Joseph M. - Well Drilling Construction Company, Inc.

This is to certify, that the books and records of the County Treasurer for Washington County show that all taxes levied on assessments made by the Maryland Department of Assessments & Taxation and billed by and payable to the County Treasurer for Washington County by

Hoffman, Joseph M Well Drilling Construction Company, Inc. have been paid to and including the year 1961.

Witness the hand and seal of Hugh K. Troxell, County Treasurer for Washington County, this first day of November, A.D., 1961

Hugh K. Troxell SEAL
Hugh K. Troxell
Treasurer for Washington
County

STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

STATE TREASURY BUILDING

P. O. BOX 466 — PHONE COLonial 8-3371

ANNAPOLIS, MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

JOSEPH M. HOFFMAN WELL DRILLING & CONSTRUCTION CO., INC.

have been paid.

WITNESS my hand and official seal this twenty - seventh day of December A. D. 1961.

Herbert Taylor
Deputy Comptroller

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 7/23/96
MAR 9 12 1 PM '62
JOSEPH M. HOFFMAN
LIBER 1017 FOLIO 121
LAND RECORDS
G. MERLIN SNYDER
CLERK

ARTICLES OF DISSOLUTION

OF

JOSEPH M. HOFFMAN WELL DRILLING AND CONSTRUCTION COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 28, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 13501

Recorded in Liber 1071, folio 121, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Recording fee paid~~ $.....10.00.....Recording fee paid $....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

THE TROY LAUNDRY & DRY CLEANING CO.

were received for record on December 20, 19 61, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

Recorded March 9, 1962 at 12:15 P.M. Liber 11, Receipt No. 193483

THE TROY LAUNDRY & DRY CLEANING CO.

ARTICLES OF DISSOLUTION

The Troy Laundry & Dry Cleaning Co., a Maryland corporation, having its principal office in Hagerstown, Maryland, (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation is #206 Second National Bank Building, Hagerstown, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, is: G. Merlin Snyder, #803 Oak Hill Avenue, Hagerstown,Maryland. Said resident agent is an individual actually residing in this State.

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

G. Merlin Snyder, 803 Oak Hill Ave., Hagerstown, Md.
W. Fred Reynolds, 457 N. Potomac St., Hagerstown, Md.
Oram S. Fishel, 130 E. Irvin Ave., Hagerstown, Md.
Leo H. Miller, 82 W. Washington St., Hagerstown, Md.
Edgar L. Sprecher, 17 Glenside Ave., Hagerstown, Md.
George W. Tingle, 1105 Fry Ave., Hagerstown, Md.
C. Miller Petre, 1301 Salem Ave., Hagerstown, Md.

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

Name	Title	Address
G. Merlin Snyder	President	Hagerstown, Md.
Oram S. Fishel	V.-President	Hagerstown, Md.
C. Miller Petre	Secretary	Hagerstown, Md.
George W. Tingle	Ast. Secretary	Hagerstown, Md.
C. Miller Petre	Treasurer	Hagerstown, Md.
George W. Tingle	Ast. Treasurer	Hagerstown, Md.

SIXTH: A majority of the entire Board of Directors, at a meeting duly convened and held on August 26, 1960, adopted a re-

solution declaring that dissolution of the corporation is advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on the 17th day of October, 1960, provided the holders of all outstanding stock waive notice of said meeting.

SEVENTH: A consent in writing to the dissolution of the Corporation was signed by all the stockholders of the Corporation, such consent is filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the Board of Directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L. 1951, ch. 135).

EIGHTH: The dissolution of the Corporation as so proposed was authorized by the stockholders of the Corporation at said meeting by the affirmative vote of all the stock of the Corporation outstanding and entitled to vote thereon.

NINTH: The Corporation has no known creditors.

TENTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland, and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments and Taxation) stating in effect that all taxes levied on assessments made by the said Department and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 160 of Article 81, or otherwise, including taxes billed for the year in which dissolution of the Corporation is to be effected, namely: 1961.

Charles B. Huyett, Tax Collector for City of Hagerstown, Md.
Hugh K. Troxell, County Treasurer & Tax Collector for Washington County, Md.

State Dept. of Assessments and Taxation, Balto. Md.

IN WITNESS WHEREOF, The Troy Laundry & Dry Cleaning Co. has caused these presents to be signed in its name, on its behalf, by its President, and its corporate seal to be hereto affixed, attested by its Secretary on this 8th day of December, 1961.

TEST AS TO SEAL:

THE TROY LAUNDRY & DRY CLEANING CO.

By: G. Merlin Snyder
G. Merlin Snyder, President

C. Miller Petre
Secretary

STATE OF MARYLAND, COUNTY OF WASHINGTON, to-wit:

I HEREBY CERTIFY, That on this 8th day of December, 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared G. Merlin Snyder, President of The Troy Laundry & Dry Cleaning Co., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the aforegoing Articles of Dissolution to be the corporate act of said corporation; and at the same time also personally appeared C. Miller Petre, and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of said Corporation at which the dissolution of the Corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

Olive R. Phipps
Notary Public

My commission expires:
May 6, 1963.

CITY OF HAGERSTOWN
MARYLAND

DEPARTMENT OF REVENUE & FINANCE
XXXXXXXXXXXX
TAX COLLECTOR & TREASURER

August 18, 1961

TO WHOM IT MAY CONCERN:

I, Charles B. Huyett, Tax Collector for THE CITY OF HAGERSTOWN, do hereby certify that the records of our office do not show any unpaid MUNICIPAL TAXES, interest or penalties owing by, THE TROY LAUNDRY & DRY CLEANING COMPANY, as of this date.

Charles B. Huyett
Tax Collector

CBH/b

STATE OF MARYLAND

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 WEST PRESTON STREET

BALTIMORE 1

ALBERT W. WARD
DIRECTOR

WILLIAM H. RILEY
CHIEF SUPERVISOR
OF ASSESSMENTS

August 4, 1961

Miller & Miller
Attorneys At Law
Second National Bank Building
Hagerstown, Maryland

Gentlemen:

THIS IS TO CERTIFY that according to the records of the State Department of Assessments and Taxation, assessments of personal property taxable to

THE TROY LAUNDRY & DRY CLEANING CO.

a Maryland corporation, have been certified to the following counties and cities for the collection of taxes thereon, which taxes are not barred by Section 212 of Article 81 or otherwise:

HAGERSTOWN, MD. WASHINGTON COUNTY

This certificate is made pursuant to Chapter 135 of the Acts of 1951.

WITNESS my hand and the Seal of the State Department of Assessments and Taxation of Maryland, at Baltimore, this 4th day of August, 1961.

Harvey C. Eubanks

Harvey C. Eubanks

HCE:RAH

375

Hugh K. Troxell
TREASURER
OF
WASHINGTON COUNTY, MD.

Hagerstown, Maryland

October 13, 1961

RE: Dissolution Troy Laundry and Dry Cleaning Company

This is to certify, That the books and records of the County Treasurer for Washington County show that all taxes levied on assessment made by the Maryland Department of Assessment and Taxation and billed by and payable to the County Treasurer for Washington County by

Troy Laundry and Dry Cleaning Company
have been paid up to and including the year 1960,,however we have not as yet received any certification from the Department for tangible personal property for the year 1961.

Witness the hand and seal of Hugh K. Troxell, County Treasurer for Washington County, this 13th. day of October A.D., 1961.

Hugh K. Troxell SEAL
Hugh K. Troxell
Treasurer for Washington Co.

STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

STATE TREASURY BUILDING

P. O. BOX 466 — PHONE COLONIAL 8-3371

ANNAPOLIS, MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

THE TROY LAUNDRY & DRY CLEANING CO.

have been paid.

WITNESS my hand and official seal this twenty-seventh day of November A. D. 1961.

Deputy Comptroller

State Dept. of Assessment and Taxation,
301 W. Preston St.,
Baltimore 1, Maryland.

Gentlemen:

THIS IS TO CERTIFY, That The Troy Laundry and Dry Cleaning Com pany, a Maryland corporation, does not owe unemployment taxes, withholding taxes, income taxes or personal property taxes due the State of Maryland.

The Company sold its trucks and machinery to The New Troy Laundry & Dry Cleaning Co. September 9, 1960, and prior to December 31, 1960, disposed of all tangible personal property. The Company never owned any real estate.

Dated this 31 day of October, 1961.

Secretary of The Troy Laundry
and Dry Cleaning Company.

STATE OF MARYLAND
WASHINGTON COUNTY
RECORD
RECEIVED FOR RECORD
DEC 20 1961 4 PM '62
LIBER
LAND RECORDS
G. MERLE HOFFMAN
CLERK

ARTICLES OF DISSOLUTION

OF

THE TROY LAUNDRY & DRY CLEANING CO.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 20, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 13379

Recorded in Liber F280, folio 50, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee ~~Bonus tax paid~~ $.....10.00.....Recording fee paid $.....16.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Barton

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

H. M. P., INC.

were received for record on December 27, 19 61, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

Recorded March 9, 1962 at 12:17 P.M. Liber 11, Receipt No. 193483

H. M. P., INC.

ARTICLES OF DISSOLUTION

H. M. P., INC., a Maryland corporation, having its principal office in Hagerstown, Washington County, Maryland, (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments & Taxation that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as above set forth and the post office address of the principal office of the Corporation in the State of Maryland is Prospect Avenue, Hagerstown, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one (1) year after dissolution and thereafter until the affairs of the Corporation are wound up, are: Harold M. Porter, 522 Gordon Circle, P. O. Box 500, Hagerstown, Maryland. Said Resident Agent is a citizen of the United States of America and is an individual actually residing in this State.

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

Name	Post Office Address
Harold M. Porter	522 Gordon Circle, P. O. Box 500 Hagerstown, Md.
Robert H. McCauley	313 Earle Building Hagerstown, Md.
John J. Porter	530 Gordon Circle Hagerstown, Md.

Name	Post Office Address
A. LeRoy Nichols	c/o Nicodemus National Bank Hagerstown, Md.
Richard H. Lehman	1700 Gordon Road Hagerstown, Md.
Nancy B. Porter	522 Gordon Circle, P.O. Box 500 Hagerstown, Md.
Robert T. Young	16 Rosewood Drive Hagerstown, Md.

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

Name	Title	Post Office Address
Harold M. Porter	President	522 Gordon Circle, P.O. Box 500 Hagerstown, Md.
Richard H. Lehman	Vice President	1700 Gordon Road Hagerstown, Md.
Nancy B. Porter	Secretary	522 Gordon Circle, P.O. Box 500 Hagerstown, Md.
John J. Porter	Treasurer	530 Gordon Circle Hagerstown, Md.
Margaret A. Schaff	Assistant Treasurer	

SIXTH: A majority of the entire Board of Directors at a meeting of the Board of Directors of the Corporation duly convened and held on August 25, 1961 adopted a resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on September 15, 1961.

SEVENTH: All stockholders of the Corporation were given at least ten days prior written notice of the time, place and purpose of the said special meeting, the form of such notice was filed with the records of such meeting.

EIGHTH: The dissolution of the Corporation was authorized by the stockholders of the Corporation at said meeting by the affirmative vote of all the votes entitled to be cast thereon.

NINTH: The dissolution of the Corporation has been duly advised by the Board of Directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L. 1951, Ch. 135).

TENTH: The Corporation has no known creditors.

ELEVENTH: These Articles of Dissolution are accompanied by Certificates of the Comptroller of the Treasury of the State of

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Maryland and the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments & Taxation) stating in effect that all taxes levied on assessments made by the said State Department of Assessments & Taxation and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 210 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

Washington County, Maryland
City of Hagerstown, Maryland

IN WITNESS WHEREOF, H. M. P., INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Assistant Secretary on the 21st day of December, 1961.

ATTEST:

Nancy B. Porter
Nancy B. Porter
Secretary

H. M. P., INC.

By Harold M. Porter
Harold M. Porter
President

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STATE OF MARYLAND }
COUNTY OF WASHINGTON } SS:

I HEREBY CERTIFY that on December 21, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared HAROLD M. PORTER, President of H. M. P., INC., a Maryland corporation, and in the name and on behalf of said Corporation, acknowledged the foregoing Articles of Dissolution to be the corporate act of said Corporation; and at the same time personally appeared NANCY B. PORTER, and made oath in due form of law that she was Secretary of the meeting of the stockholders of said Corporation at which the dissolution of the Corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of her knowledge, information and belief.

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

Margaret A. Schaff
Notary Public

My Commission Expires: May 6, 1963

STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
ANNAPOLIS, MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

H. M. P., INC.

FORMERLY

THE PORTER CHEMICAL COMPANY

have been paid.

WITNESS my hand and official seal this sixth day of December A. D. 1961.

Deputy Comptroller

Hugh K. Troxell
TREASURER
OF
WASHINGTON COUNTY, MD.

Hagerstown, Maryland

October 16, 1961

Cable & McDaniel - Lawyers
341 North Calvert Street
Baltimore 2, Maryland

Gentlemen:

Re: Dissolution H.M.P., Inc. (Formerly known as The Porter Chemical Company)
Hagerstown, Washington County, Maryland

This is to certify, that the books and records of the County Treasurer for Washington County show that all taxes levied on assessments made by the Department of Assessments and Taxation of Maryland and billed by and payable to the County Treasurer for Washington County by

H.M.P., Inc. - Formerly known as The Porter Chemical Company of Hagerstown, Maryland

have been paid up to and including the year 1961.

Witness the hand and seal of Hugh K. Troxell, County Treasurer for Washington County, this 16th day of October, A.D.

Hugh K. Troxell (SEAL)
Hugh K. Troxell,
Treasurer for Washington County

10/17/61
8:30 A.M.

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CITY OF HAGERSTOWN
MARYLAND

DEPRTMENT OF REVENUE & FINANCE
CITY HALL
HAGERSTOWN, MARYLAND

CHARLES B. HUYETT
TAX COLLECTOR & TREASURER

IRVIN K. BLOOM
DEPUTY TAX COLLECTOR & TREASURER

October 14, 1961

TO WHOM IT MAY CONCERN:

I, CHARLES B. HUYETT, Tax Collector for THE CITY OF HAGERSTOWN, do hereby certify that the records of our office do not show any unpaid MUNICIPAL TAXES, interest or penalties owing by, THE PORTER CHEMICAL COMPANY as of this date.

Charles B. Huyett
Charles B. Huyett
Tax Collector &
Collector

CBH/fc

10/16/61
8:30 A.M.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 12526
MAR 9 12 17 PM '62
LIBER FOLIO
LAND RECORDS C.SALES
G. MERLIN SNYDER
CLERK

ARTICLES OF DISSOLUTION

OF

H. M. P., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 27, 1961 at 2:00 o'clock P. M. as in conformity with law and ordered recorded.

A 13521

Recorded in Liber CF 581, folio 370, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonus tax paid~~ $.....10.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded April 4, 1962 at 11:02AM - Liber 11, Receipt No. 194121

ARTICLES OF INCORPORATION

OF

COHILL ESTATES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, Clare C. Sions, whose post office address is 616 Franklin Avenue, Essex, Maryland; Mary Agnes Cohill, whose post office address is 4636 Pimlico Road, Baltimore, Maryland; Ruth C. Fullam, whose post office address is 748 East Tenth Street, Brooklyn, New York; Roger W. Cohill, whose post office address is 1203 Providence Road, Towson-4, Maryland; Felippe B. Cohill, whose post office address is Hancock, Maryland; William J. Cohill, whose post office address is 213 Wetherfield N. W., Comstock Park, Michigan, and Josephine C. Braithwaite, whose post office address is Pasadena, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is COHILL ESTATES, INC.

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

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

BENJAMIN B. ROSENSTOCK
ATTORNEY AT LAW
FREDERICK, MD.

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

(c) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good will, franchises and assets of every kind, of any corporation, copartnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the foresaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and to 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.

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

BENJAMIN B. ROSENSTOCK
ATTORNEY AT LAW
FREDERICK, MD.

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

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

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

BENJAMIN B. ROSENSTOCK
ATTORNEY AT LAW
FREDERICK, MD.

FOURTH: The post office address of the principal office in this state is R. D. Hancock, Maryland. The name and post office address of the resident agent in this state is Felippe B. Cohill, R. D., Hancock, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is ten thousand shares, having an aggregate par value of One Hundred Thousand Dollars ($100,000.00) consisting of ten thousand shares of common stock of the par value of Ten Dollars ($10.00) per share.

Each share of common stock shall entitle the holder thereof to one vote in all proceedings in which action shall be taken by stockholders of the Corporation.

SIXTH: The number of Directors of the Corporation shall be seven (7) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, and the names of the Directors who shall act until the First Annual Meeting or until their successors are duly chosen and qualified, are

CLARE C. SIONS
MARY AGNES COHILL
RUTH C. FULLAM
ROGER W. COHILL
FELIPPE B. COHILL
WILLIAM J. COHILL
JOSEPHINE C. BRAITHWAITE

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

BENJAMIN B. ROSENSTOCK
ATTORNEY AT LAW
FREDERICK, MD.

class or classes, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors, individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power from time to time to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the

BENJAMIN B. ROSENSTOCK
ATTORNEY AT LAW
FREDERICK, MD.

stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two-thirds of all of such stock at the time outstanding by vote at a meeting or in writing with or without a meeting.

(e) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or re-classify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in anyone 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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS, WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THE 30th DAY OF DECEMBER, 1961.

WITNESS:

Ross E. Holtz — Clare C. Sions (SEAL)
Clare C. Sions

Ross E. Holtz — Mary Agnes Cohill (SEAL)
Mary Agnes Cohill

Joseph W. Duke — Ruth C. Fullam (SEAL)
Ruth C. Fullam

Ross E. Holtz — Roger W. Cohill (SEAL)
Roger W. Cohill

BENJAMIN B. ROSENSTOCK
ATTORNEY AT LAW
FREDERICK, MD.

WITNESS:

M C Landis — Felippe B Cohill (SEAL)
Felippe B. Cohill

Margaret Hast — William J. Cohill (SEAL)
William J. Cohill

Ross E. Holtz — Josephine C. Braithwaite (SEAL)
Josephine C. Braithwaite

STATE OF MARYLAND, CITY OF BALTIMORE, SS: -

I HEREBY CERTIFY that on this 30th day of December, 1961, before me, the subscriber, a notary public, duly commissioned and qualified, in and for the State and City aforesaid, personally appeared Clare C. Sions, Mary Agnes Cohill, Roger W. Cohill and Josephine C. Braithwaite and did each acknowledge the aforegoing Articles of Incorporation to be their respective act and deed.

WITNESS MY HAND AND NOTARIAL SEAL.

Laura N. Lamb

NOTARY PUBLIC

STATE OF NEW YORK, COUNTY OF KINGS, SS: -

I HEREBY CERTIFY that on this 19th day of December, 1961, before me, the subscriber, a notary public, duly commissioned and qualified, in and for the State and County aforesaid, personally appeared Ruth C. Fullam and acknowledged the aforegoing Articles of Incorporation to be her act and deed.

WITNESS MY HAND AND NOTARIAL SEAL.

NOTARY PUBLIC, State of New York
No. 60-2851350
Qualified in Nassau County
Term Expires March 30, 1963

Laura W. Wells

MY COMMISSION EXPIRES:

NOTARY PUBLIC

STATE OF MARYLAND, COUNTY OF WASHINGTON, SS: -

I HEREBY CERTIFY that on this 30th day of December, 1961, before me, the subscriber, a notary public, duly commissioned and qualified, in and for the State and County aforesaid, personally appeared Felippe B. Cohill and acknowledged the aforegoing Articles of Incorporation to be his act and deed.

WITNESS MY HAND AND NOTARIAL SEAL.

Maurice C Landis

NOTARY PUBLIC

STATE OF MICHIGAN
COUNTY OF KENT, SS: -

I HEREBY CERTIFY that on this 15 day of December, 1961, before me, the subscriber, a notary public, duly commissioned and qualified, in and for the State and County aforesaid, personally appeared William J. Cohill and acknowledged the aforegoing Articles of Incorporation to be his act and deed.

WITNESS MY HAND AND NOTARIAL SEAL.

Margaret Hast

MY COMMISSION EXPIRES
March 26 - 1965

NOTARY PUBLIC

BENJAMIN B. ROSENSTOCK
ATTORNEY AT LAW
FREDERICK, MD.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 14121
APR 4 11 02 AM '62
LIBER FOLIO
LAND RECORDS C&SLEC
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

COHILL ESTATES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 29, 1962 at 4:00 o'clock P. M. as in conformity with law and ordered recorded.

A 14047

Recorded in Liber 4076, folio 302, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Theodore G. Bennett

Recorded April 4, 1962 at 11:02AM - Liber 11, Receipt No. 194121

ARTICLES OF INCORPORATION

SALEM BUILDING ASSOCIATION, INCORPORATED

- - -

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, JOHN N. NEWCOMER, whose post office address is Route No. 5, Hagerstown, Maryland; RICHARD E. GAVER, whose post office address is Route No. 2, Smithsburg, Maryland; and JOHN H. RINEHART, whose post office address is Route No. 2, Smithsburg, Maryland, all of whom are over twenty-one (21) years of age, do hereby certify that under and by virtue of the General Laws of Maryland authorizing the formation of Corporations, do associate ourselves for the purpose of forming a corporation.

SECOND: The name of the Corporation shall be SALEM BUILDING ASSOCIATION, INCORPORATED.

THIRD: The purpose for which this Corporation is formed is to perpetuate a home for Salem Lodge No. 196, A.F. and A.M., by receiving, holding or investing monies or property of any description, whether real or personal, received by the Corporation from any source whatever, either absolutely or in trust.

The Corporation shall have the power to do all such acts as are necessary and convenient to attain the objective hereinbefore set forth, including, but not in limitation thereof, the power to purchase or otherwise acquire, to hold, use, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, real estate and personal property of every kind and description.

FOURTH: The post office address of the principal office of the Corporation in this state is Smithsburg, Washington County, Maryland, and the resident agent thereof is JOHN N. NEWCOMER, whose post office address is Route No. 5, Hagerstown, Maryland, said resident agent being an individual and actually residing within the State.

FIFTH: The Corporation shall issue no Corporate Stock.

SIXTH: The affairs and business of the Corporation shall be managed and conducted by a Board of seven (7) members, constituting a Board of Trustees, who shall receive no compensation for their services. The said Board of Trustees shall consist of the six (6) last past Masters of Salem Lodge No. 196, A.F. and A.M., and the current Worshipful Master of the Lodge. When a new Worshipful Master shall be duly elected and installed, he shall become a member of the said Board of Trustees and the term of the oldest (in point of service) Past Master shall expire.

The Board of Trustees shall elect a Chairman, Vice-Chairman, Second Vice-Chairman and Secretary-Treasurer. The following named persons shall constitute the first Board of Trustees, they being the six (6) last past Masters and current Worshipful Master of said Lodge: RICHARD E. GAVER, JOHN H. RINEHART, ELVIN R. GELVIN, GEORGE R. FEISER, LEROY R. HAUPT, GEORGE F. HAPPEL and IRA FRANK SNYDER.

The Board of Trustees will meet at least once a year, or by written request of the general membership of this organization. Any regular or special meeting consisting of five (5) of the seven (7) Trustees shall constitute a quoram. However, any action of the Board disbursing funds will require the approval of a majority of the entire membership of this association. The financial records of the corporation shall be subject to an annual independent audit of said records and the report of the audit will be made to the Board of Trustees and the membership of this association.

SEVENTH: The duration of the Corporation shall be perpetual; but if for any reason the Corporation is dissolved or be dissolved, the funds thereof shall revert to Salem Lodge No. 196, A.F. and A.M.

EIGHTH: All Master Masons belonging to Salem Lodge No. 196, A.F. and A.M., in good standing shall be members of this Corporation and entitled to vote therein.

NINTH: The private property of the members and Trustees of the Corporation shall not be subject to the payment of Corporation debts to any extent whatsoever.

TENTH: The Corporation shall be a non-profit undertaking and no members, officers or Trustees thereof shall be at any time entitled to any of the profits or assets of the Corporation.

IN TESTIMONY WHEREOF, we have hereunto set our hands and affixed our seals this 3rd day of January, A.D. 1962.

John N. Newcomer (SEAL)
John N. Newcomer

Richard E. Gaver (SEAL)
Richard E. Gaver

John H. Rinehart (SEAL)
John H. Rinehart

STATE OF MARYLAND, COUNTY OF WASHINGTON, to-wit:

I HEREBY CERTIFY, that on this 3rd day of January, A.D. 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, duly commissioned and qualified, personally appeared John N. Newcomer, Richard E. Gaver and John H. Rinehart, subscribers to the aforegoing Articles of Incorporation, and each acknowledged the aforegoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

William L. Huff (Notary Public)

My Commission Expires:
May 6, 1963.

ARTICLES OF INCORPORATION

OF

SALEM BUILDING ASSOCIATION, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 19424
APR 4 11 02 AM '62
LIBER ... FOLIO
LAND ☐ CHARTER ☐ CSEC ☐
C. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland January 5, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 13625

Recorded in Liber T8F4, folio 603, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bantz

BEANE & HILL, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, James H. Hill, whose post office address is Northern Avenue, Hagerstown, Maryland, Helen J. Hill, whose post office address is Northern Avenue, Hagerstown, Maryland, Clarence T. Beane, whose post office address is 153 Greenberry Road, Hagerstown, Maryland, and Fay M. Beane, whose post office address is 153 Greenberry Road, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

BEANE & HILL, INC.

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

1. To carry on and conduct directly or indirectly, a retail or wholesale business of purchase, sale and distribution of toy or novelties and variety, or other merchandise.

2. To own, lease, operate or control wholesale or retail stores or businesses wherever situated.

3. To lease, rent, equip, alter, buy, sell, mortgage or otherwise deal with real estate necessary to the continuance of wholesale or retail stores, outlets or businesses.

4. To generally carry on or continue directly or indirectly any business or activities which can be advantageously carried on in conjunction with or incidental to any of the matters herein mentioned.

5. To borrow and lend money in furtherance of the business, including the execution of necessary documents to secure obligations of the Corporation.

FOURTH: The post office address of the principal office of the Corporation is 11 S. Potomac Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in the State of Maryland is Fay M. Beane, 153 Greenberry Road, Hagerstown, Maryland, and the resident agent is a resident of the State of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand Dollars ($100,000.00) par value, divided into 1,000 shares of the par value of One Hundred Dollars ($100.00) each.

SIXTH: The number of Directors of the Corporation shall be four (4) which 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 qualified are, James H. Hill, Helen J. Hill, Clarence T. Beane and Fay M. Beane.

SEVENTH: The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized. The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its capital stock for cash or for such consideration as the Board of Directors shall have the power to determine the actual value of the property, services or other consideration for which the stock is to be issued.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this Fourth day of January, 1962.

WITNESS:

Virginia Hammond
Helen Ringler
Virginia Hammond
Helen Ringler

James H. Hill (SEAL)
James H. Hill

Helen J. Hill (SEAL)
Helen J. Hill

Clarence T. Beane (SEAL)
Clarence T. Beane

Fay M. Beane (SEAL)
Fay M. Beane

STATE OF MARYLAND, COUNTY OF WASHINGTON: ss,

I HEREBY CERTIFY, that on this 4th day of January, 1962, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared James H. Hill, Helen J. Hill, Clarence T. Beane and Fay M. Beane and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

MADGE L. CHARLES NOTARY PUBLIC WASHINGTON CO. MD.

Notary Public
Hagerstown, Maryland

My Commission Expires May 6, 1963.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 64121
APR 4 11 02 AM '62
LIBER FOLIO
LAND ☐ CHAGRTG ☐ C/SALE ☐
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

BEANE & HILL, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 5, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 13723

Recorded in Liber 3074, folio 344, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Benton Jr.

ARTICLES OF SALE

Recorded April 4, 1962 at 11:02 A.M. - Liber No. 11, Receipt No. 194121

THESE ARTICLES OF SALE, made this 2ND day of January, A.D., 1962, by and between INTERWOVEN STOCKING COMPANY, a New Jersey corporation, the Transferor, and MARTINSBURG MILLS, INC., a Delaware corporation, the Transferee.

WITNESSETH:

1. Interwoven Stocking Company, Transferor, agrees to sell and transfer to Martinsburg Mills, Inc., Transferee, all of the Transferor's real and personal property and other assets located in the State of Maryland.

2. The Transferee is Martinsburg Mills, Inc., whose principal place of business is King Street, Martinsburg, West Virginia.

3. The corporations parties to these Articles are Interwoven Stocking Company, Transferor, a corporation duly incorporated under the general laws of the State of New Jersey on June 6, 1906, and which was on February 15, 1937, duly qualified to do business in the State of Maryland, and Martinsburg Mills, Inc., Transferee, a corporation duly incorporated under the general laws of the State of Delaware on November 10, 1961, and which was on November 29, 1961, duly qualified to do business in the State of Maryland.

4. The nature and amount of the consideration to be paid by the Transferee for the property and assets of the Transferor located in the State of Maryland are as follows:

(a) For the real estate of the Transferor the sum of $27,595.00

(b) For the tangible personal property of the Transferor consisting of machinery, equipment, and the like the sum of $44,873.50

5. The principal office of the Transferor in the State of Maryland is No. 200 North Prospect Street, Hagerstown, Washington County, Maryland. The principal office of the Transferee in the State of Maryland is located in Washington County, Maryland. The Transferor owns real estate in Washington County, Maryland, and in no other County in the State of Maryland.

6. The location of the principal office of the Transferee is King Street, Martinsburg, West Virginia, and the Resident Agent of the Transferee in the State of Maryland is The Corporation Trust Incorporated, whose postoffice address is No. 10 Light Street, Baltimore 2, Maryland.

7. The transfer to be effected by these Articles was duly advised, authorized and approved in the manner and by the vote required by the charter of each of the respective corporations parties to these Articles and by the Laws of the States under which said corporations were organized.

8. These Articles of Sale and the transfer contemplated hereby will become effective as of the 2ND day of JANUARY, A.D., 1962.

WITNESS the corporate names of the Transferor and the Transferee duly signed by their respective duly authorized officers and their respective corporate seals affixed duly attested by their respective Secretaries as of the day and date first above written.

INTERWOVEN STOCKING COMPANY,

(CORP. SEAL)

By John W. Metz Jr., Jr.

Executive Vice-President

ATTEST:

Dennett Dryden

SECRETARY.

MARTINSBURG MILLS, INC.,

(CORP. SEAL)

By James A. Power

PRESIDENT.

ATTEST:

Dennett Dryden

SECRETARY.

STATE OF NEW YORK, COUNTY OF NEW YORK, TO-WIT:

I HEREBY CERTIFY, That on this 2nd day of January, A.D., 1962, before me the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared JOHN W. METTLER, JR. the President of Interwoven Stocking Company, a corporation organized and existing under the laws of the State of New Jersey, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Sale to be the corporate act of said corporation; and at the same time personally appeared BENNETT TAYLOR and made oath in due form of law that he was the Secretary of the meeting of the stockholders of said corporation at which the said Articles of Sale were approved and that said Articles of Sale were duly advised and authorized by resolution of the Board of Directors thereof declaring that the proposed transfer was advisable and directing that it be submitted for action thereon at a meeting of stockholders of said corporation, and that said Articles of Sale were approved at said meeting of stockholders by the affirmative vote of all of the votes entitled to be cast thereon, and that the matters and facts set forth in said Articles of Sale are true to the best of his knowledge, information and belief.

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

Salvatore P. Milazzo
NOTARY PUBLIC

SALVATORE P. MILAZZO
Notary Public, State of New York
No. 24-7982700, Qualified in Kings County
Cert. Filed in New York County
Term Expires March 30, 1962

My commission expires

STATE OF NEW YORK, COUNTY OF NEW YORK, TO-WIT:

I HEREBY CERTIFY, That on this 2nd day of January, A.D., 1962, before me the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared JAMES A. POWER the President of Martinsburg Mills, Inc., a corporation organized and existing under the laws of the State of Delaware, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Sale to be the corporate act of said corporation and at the same time personally appeared BENNETT TAYLOR and made oath in due form of law that he is the Secretary of the said corporation and that the matters and facts set forth in said Articles of Sale with respect to authorization and approval by Martinsburg Mills, Inc., are true and correct to the best of his knowledge, information and belief.

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

Salvatore P. Milazzo
NOTARY PUBLIC

SALVATORE P. MILAZZO
Notary Public, State of New York
No. 24-7982700, Qualified in Kings County
Cert. Filed in New York County
Term Expires March 30, 1962

My commission expires

ARTICLES OF SALE

OF

INTERWOVEN STOCKING COMPANY - a New Jersey corp. Transferor

to

MARTINSBURG MILLS, INC. - a Del corp. Transferee

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 19412
APR 4 11 02 AM '62
LIBER FOLIO
LAND ☐ MORTG ☐ C/SALE ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland January 8, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 13791

Recorded in Liber 7254, folio 166, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $ 10.00
2.00 Certif. to Land Rec. Off. Washington Co.
$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bartgis

Recorded April 4, 1962 at 11:02AM - Liber 11, Receipt No. 19412

ARTICLES OF INCORPORATION
OF
THE LARRY AUTO SALVAGE AND PARTS CORPORATION

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, ADELE HUNT GERBER, WHOSE POST OFFICE ADDRESS IS 23 W. HIGH STREET, HANCOCK, MARYLAND, MARVIN J. REED, WHOSE POST OFFICE ADDRESS IS R.D. 2, HAGERSTOWN, MARYLAND, AND LUCILLE E. BROWN, WHOSE POST OFFICE ADDRESS IS 1022 MAIN AVENUE, HAGERSTOWN, MARYLAND, ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS:

THE LARRY AUTO SALVAGE AND PARTS CORPORATION

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

(A) TO CONDUCT AND CARRY ON THE BUSINESS OF PURCHASING, ACQUIRING AND OTHERWISE DISPOSING OF AUTOMOBILES AND MOTOR VEHICLES OF EVERY KIND, PARTS, ACCESSORIES AND SUPPLIES OF EVERY KIND USEFUL WITH AND IN CONNECTION WITH MOTOR CARS AND VEHICLES; TO STORE, KEEP, CLEAN AND REPAIR AUTOMOBILES AND OTHER VEHICLES AND TO REPLACE THEIR PARTS AS MAY BE NECESSARY AND TO DO ALL OTHER THINGS INCIDENTAL TO AN AUTOMOBILE PARTS AND SALVAGE BUSINESS OR PROFITABLE IN CONNECTION THEREWITH.

(B) 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.

(C) TO CARRY ON AND TRANSACT, FOR ITSELF OR FOR ACCOUNT OF OTHERS, THE BUSINESS OF GENERAL MERCHANTS, GENERAL BROKERS, GENERAL AGENTS, MANUFACTURERS, BUYERS AND SELLERS OF, DEALERS IN, IMPORTERS AND EXPORTERS OF NATURAL PRODUCTS, RAW MATERIALS, MANUFACTURED PRODUCTS AND MARKETABLE GOODS, WARES AND MERCHANDISE OF EVERY DESCRIPTION.

(D) TO PURCHASE, LEASE OR OTHERWISE ACQUIRE, ALL OR ANY PART OF THE PROPERTY, RIGHTS, BUSINESSES, CONTRACTS, GOODWILL, FRANCHISES AND ASSETS OF EVERY KIND, OF ANY CORPORATION, CO-PARTNERSHIP OR INDIVIDUAL (INCLUDING THE ESTATE OF A DECEDENT), CARRYING ON OR HAVING CARRIED ON IN WHOLE OR IN PART ANY OF THE AFORESAID BUSINESSES OR ANY OTHER

BUSINESSES THAT THE CORPORATION MAY BE AUTHORIZED TO CARRY ON, AND TO UNDERTAKE, GUARANTEE, ASSUME AND PAY THE INDEBTEDNESS, AND LIABILITIES THEREOF, AND TO PAY FOR ANY SUCH PROPERTY, RIGHTS, BUSINESS, CONTRACTS, GOOD-WILL, FRANCHISES OR ASSETS BY THE ISSUE, IN ACCORDANCE WITH THE LAWS OF MARYLAND, OF STOCK, BONDS, OR OTHER SECURITIES OF THE CORPORATION OR OTHERWISE.

(E) TO APPLY FOR, OBTAIN, PURCHASE, OR OTHERWISE ACQUIRE, ANY PATENTS, COPYRIGHTS, LICENSES, TRADEMARKS, TRADENAMES, RIGHTS, PROCESSES, FORMULAE, AND THE LIKE, WHICH MIGHT BE USED FOR ANY OF THE PURPOSES OF THE CORPORATION; AND TO USE, EXERCISE, DEVELOP, GRANT LICENSES IN RESPECT OF, SELL AND OTHERWISE TURN TO ACCOUNT, THE SAME.

(F) TO PURCHASE OR OTHERWISE ACQUIRE, HOLD AND REISSUE SHARES OF ITS CAPITAL STOCK OF ANY CLASS; AND TO PURCHASE, HOLD, SELL, ASSIGN, TRANSFER, EXCHANGE, LEASE, MORTGAGE, PLEDGE OR OTHERWISE DISPOSE OF, ANY SHARES OF STOCK OF, OR VOTING TRUST CERTIFICATES FOR ANY SHARES OF STOCK OF, OR ANY BONDS OR OTHER SECURITIES OR EVIDENCES OF INDEBTEDNESS ISSUED OR CREATED BY, ANY OTHER CORPORATION OR ASSOCIATION ORGANIZED UNDER THE LAWS OF THE STATE OF MARYLAND OR OF ANY OTHER STATE, TERRITORY, DISTRICT, COLONY OR DEPENDENCY OF THE UNITED STATES OF AMERICA, OR OF ANY FOREIGN COUNTRY; AND WHILE THE OWNER OR HOLDER OF ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, TO POSSESS AND EXERCISE IN RESPECT THEREOF ANY AND ALL THE RIGHTS, POWERS AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE ON ANY SHARES OF STOCK SO HELD OR OWNED; AND UPON A DISTRIBUTION OF THE ASSETS OR DIVISION OF THE PROFITS OF THIS CORPORATION, TO DISTRIBUTE ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES BONDS OR OTHER OBLIGATIONS, OR THE PROCEEDS THEREOF, AMONG THE STOCKHOLDERS OF THIS CORPORATION.

(G) TO GUARANTEE THE PAYMENT OF DIVIDENDS UPON ANY SHARES OF STOCK OF, OR THE PERFORMANCE OF ANY CONTRACT, BY ANY OTHER CORPORATION OR ASSOCIATION IN WHICH THE CORPORATION HAS AN INTEREST, AND TO ENDORSE OR OTHERWISE GUARANTEE THE PAYMENT OF THE PRINCIPAL AND INTEREST, OR EITHER, OF ANY BONDS, DEBENTURES, NOTES, SECURITIES OR OTHER EVIDENCES OF INDEBTEDNESS CREATED OR ISSUED BY ANY SUCH OTHER CORPORATION OR ASSOCIATION.

(H) TO LOAN OR ADVANCE MONEY WITH OR WITHOUT SECURITY, WITHOUT LIMIT AS TO AMOUNT; AND TO BORROW OR RAISE MONEY FOR ANY OF THE PURPOSES OF THE CORPORATION AND TO ISSUE BONDS, DEBENTURES, NOTES OR OTHER OBLIGATIONS OF ANY NATURE, AND IN ANY MANNER PERMITTED BY LAW, FOR MONEY SO BORROWED OR IN PAYMENT FOR PROPERTY 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.

(I) TO CARRY ON ANY OF THE BUSINESSES HEREINBEFORE ENUMERATED FOR ITSELF, OR FOR ACCOUNT OF OTHERS, OR THROUGH OTHERS FOR ITS OWN ACCOUNT, AND TO CARRY ON ANY OTHER BUSINESS WHICH MAY BE DEEMED BY IT TO BE CALCULATED, DIRECTLY OR INDIRECTLY, TO EFFECTUATE OR FACILITATE THE TRANSACTION OF THE AFORESAID OBJECTS OR BUSINESSES, OR ANY OF THEM, OR ANY PART THEREOF, OR TO ENHANCE THE VALUE OF ITS PROPERTY, BUSINESS OR RIGHTS.

(J) TO CARRY OUT ALL OR ANY PART OF THE AFORESAID PURPOSES, AND TO CONDUCT ITS BUSINESS IN ALL OR ANY OF ITS BRANCHES IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA, AND IN FOREIGN COUNTRIES; AND TO MAINTAIN OFFICES AND AGENCIES, IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA AND IN FOREIGN COUNTRIES.

THE AFOREGOING ENUMERATION OF THE PURPOSES, OBJECTS AND BUSINESS OF THE CORPORATION IS MADE IN FURTHERANCE, AND NOT IN LIMITATION, OF THE POWERS CONFERRED UPON THE CORPORATION BY LAW, AND IS NOT INTENDED, BY THE MENTION OF ANY PARTICULAR PURPOSE, OBJECT OR BUSINESS, IN ANY MANNER TO LIMIT OR RESTRICT THE GENERALITY OF ANY OTHER PURPOSE, OBJECT OR BUSINESS MENTIONED, OR TO LIMIT OR RESTRICT ANY OF THE POWERS OF THE CORPORATION. THE CORPORATION IS FORMED UPON THE ARTICLES, CONDITIONS AND PROVISIONS HEREIN EXPRESSED, AND SUBJECT IN ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 23 W. HIGH STREET, HANCOCK, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS ADELE HUNT GERBER, WHOSE POST OFFICE ADDRESS IS 23 W. HIGH STREET, HANCOCK, MARYLAND. 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 TEN THOUSAND (10000) SHARES OF THE PAR VALUE OF TEN DOLLARS ($10.00) PER SHARE, ALL OF WHICH SHARES ARE OF ONE CLASS, AND ARE DESIGNATED COMMON STOCK. THE AGGREGATE PAR VALUE OF ALL SHARES HAVING PAR VALUE IS ONE HUNDRED THOUSAND ($100,000.00) DOLLARS.

SIXTH: THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE THREE, WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE; AND THE NAMES OF THE DIRECTORS WHO SHALL ACT UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY ARE ADELE HUNT GERBER, MARVIN J. REED, AND LAURENCE HUNT GERBER.

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, FOR SUCH CONSIDERATIONS AS SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE, IRRESPECTIVE OF THE VALUE OR AMOUNT OF SUCH CONSIDERATIONS, BUT SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

(B) THE BOARD OF DIRECTORS SHALL HAVE POWER, FROM TIME TO TIME, TO FIX AND DETERMINE AND TO VARY THE AMOUNT OF WORKING CAPITAL OF THE CORPORATION; TO DETERMINE WHETHER ANY, AND IF ANY, WHAT PART OF THE SURPLUS OF THE CORPORATION OR OF THE NET PROFITS ARISING FROM ITS BUSINESS SHALL BE DECLARED IN DIVIDENDS AND PAID TO THE STOCKHOLDERS SUBJECT, HOWEVER, TO THE PROVISIONS OF THE CHARTER, AND TO DIRECT AND DETERMINE THE USE AND DISPOSITION OF ANY OF SUCH SURPLUS OR NET PROFITS. THE BOARD OF DIRECTORS MAY IN ITS DISCRETION USE AND APPLY ANY SUCH SURPLUS OR NET PROFITS IN PURCHASING OR ACQUIRING ANY OF THE SHARES OF THE STOCK OF THE CORPORATION, OR ANY OF ITS BONDS OR OTHER EVIDENCES OF INDEBTEDNESS, TO SUCH EXTENT AND IN SUCH MANNER AND UPON SUCH LAWFUL TERMS AS THE BOARD OF DIRECTORS SHALL DEEM EXPEDIENT.

(C) THE CORPORATION RESERVES THE RIGHT TO MAKE FROM TIME TO TIME ANY AMENDMENTS OF ITS CHARTER WHICH MAY NOW OR HEREAFTER BE AUTHORIZED BY LAW, INCLUDING ANY AMENDMENTS CHANGING THE TERMS OF ANY CLASS OF ITS STOCK BY CLASSIFICATIONS, RE-CLASSIFICATION OR OTHERWISE, BUT NO SUCH AMENDMENT WHICH CHANGES THE TERMS OF ANY OF THE OUTSTANDING STOCK SHALL BE VALID UNLESS SUCH CHANGE OF TERMS SHALL HAVE BEEN AUTHORIZED BY THE HOLDERS OF FOUR-FIFTHS OF ALL OF SUCH STOCK AT THE TIME OUTSTANDING, BY VOTE AT A MEETING OR IN WRITING WITH OR WITHOUT A MEETING.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION THIS 2nd DAY OF January A.D., 1962.

WITNESS:

Jacob B. Berkson
JACOB B. BERKSON

Jacob B. Berkson
JACOB B. BERKSON

Jacob B. Berkson
JACOB B. BERKSON

Adele Hunt Gerber
ADELE HUNT GERBER

Marvin J. Reed
MARVIN J. REED

Lucille E. Brown
LUCILLE E. BROWN

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 2nd DAY OF January A.D., 1962, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED ADELE HUNT GERBER, MARVIN J. REED AND LUCILLE E. BROWN WHO SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.

LUCILLE E. BROWN NOTARY PUBLIC WASHINGTON COUNTY

Lucille E. Brown
NOTARY PUBLIC

MY COMMISSION EXPIRES: 5/6/63

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 19472
APR 4 11 02 AM '62
FILED
LAND RECORDS
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

THE LARRY AUTO SALVAGE AND PARTS CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland January 3, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 13700

Recorded in Liber 7013, folio 15, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded May 1, 1962 at 10:51 A.M. Liber 11, Receipt No. 194816

ARTICLES OF INCORPORATION
OF
"MAUGANSVILLE RURITAN CLUB, INC."

THIS IS TO CERTIFY:

ARTICLE I

That we, the subscribers, Glenn D.Hicks, whose post office address is Maugansville,Maryland, Clarence V.Witmer, whose post office address is Orchard Hills, Route No. 6, Hagerstown, Maryland, Benjamin E.Weller, whose post office address is Maugansville,Maryland, John F.Tritle, whose post office address is Route No. 4, Hagerstown,Maryland, and Jacob E.Martin, Glenn R. Strite and Bernard F. Bargiel, whose post office address is Maugansville,Maryland, all being of full legal age and sui juris and residents of the State of Maryland, do under and by virtue of the public general laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

ARTICLE II

That the name of the corporation hereinafter called the "Corporation " is "MAUGANSVILLE RURITAN CLUB, INC.".

ARTICLE III

The post office address of the principal office of said corporation shall be Maugansville,Maryland.

ARTICLE IV

The resident agent of said Corporation shall be Lloyd Conner whose post office address is Maugansville,Maryland and said resident agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE V

The duration of the Corporation shall be perpetual.

ARTICLE VI

The purposes for which the corporation is formed are as follows: To organize and operate a non-profit association

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

for social, educationaland charitable purposes in the community served by it and said corporation shall have no capital stock and no part of the assets or income of the corporation shall inure to the benefit of any of the members thereof not specifically hired or engaged by the corporation to perform work for remuneration.

ARTICLE VII

The corporation shall have the following powers, rights and purposes:

a. To promote among its members and in the community fellowship and goodwill.

b. To unify the efforts of individuals and institutions in the community in making it a better place in which to live.

c. To promote those agencies in the community that contribute directly to the progress of the community.

d. To inspire each other to a higher effort in serving the community.

e. To encourage and foster the ideal of service as the bases of all worthy enterprise.

f. To raise money to carry on the programs of the association by means of soliciting contributions, imposing dues, assessments or other charges on the members of the association and by sponsoring, promoting and conducting social, educational and recretional programs not inconsistent with the standards and purposes of the association.

g. To enter into any contract or agreement that will further the objects and purposes of the corporation.

ARTICLE VIII

The corporation shall have the right to acquire by purchase, devise, bequest, gift, lease or in any other manner, and to receive, hold, operate, manage, use, lease,mortgage, encumber, sell and dispose of or otherwise deal with any property,

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

real, personal or mixed, situate within or without the State of Maryland, which the corporation may deem appropriate or desirable to accomplish any of its purposes and objects.

ARTICLE IX

The corporation shall have all the general powers conferred upon like corporations by the public general laws of the State of Maryland, and all amendments thereto and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the general powers conferred upon like corporations by law.

ARTICLE X

The Officers of the corporation shall be a President, Vice President, Secretary and Treasurer and three directors to be elected by the corporation.

Section A. The estate, property, interest and business of the corporation shall be held and managed by a Board of Directors composed of officers and elected directors as hereinafter provided.

Section B. The Board of Directors of the corporation shall be composed of three elective directors together with the immediate past President, President, Vice President, Secretary and Treasurer.

Section C. The officers and directors whose terms of office expire at the end of the year shall be elected and shall hold office and perform the duties as provided in Articles 9, 10 and 11 of the Constitution and By-Laws of Ruritan National (as revised in January,1956).

Section D. The following officers shall serve until their successors are duly elected and qualified, viz:

President - Glenn D.Hicks
Vice-President - Clarence V.Witmer
Secretary - Benjamin E.Weller
Treasurer - John F.Tritle

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

Elected directors:

Jacob E.Martin
Glenn R.Strite
Bernard F.Bargiel

ARTICLE XI

The corporation shall have the right to enact any by-laws at any regular meeting by a two-thirds (2/3) vote of the membership and in accordance with the Constitution and By-Laws of Ruritan National.

ARTICLE XII

The corporation shall have the right and power to enact amendments to these Articles of Incorporation at any regular meeting by a two-thirds (2/3) vote of the membership and in accordance with Article 18 of the Constitution and By-Laws of Ruritan National.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 31st day of January, A.D.1962.

Glenn D. Hicks (SEAL)
Glenn D.Hicks

Clarence V. Witmer (SEAL)
Clarence V.Witmer

Benjamin E. Weller (SEAL)
Benjamin E.Weller

John F. Tritle (SEAL)
John F.Tritle

Jacob E. Martin (SEAL)
Jacob E.Martin

Glenn R. Strite (SEAL)
Glenn R.Strite

TEST:

Nellie A. Miller
NELLIE A. MILLER

Bernard F. Bargiel (SEAL)
Bernard F.Bargiel

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 31st day of January, A.D.1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Glenn D.Hicks, Clarence V.Witmer, Benjamin E.Weller, John F.Tritle, Jacob E.Martin, Glenn R.Strite and Bernard F.Bargiel, known to me to be the persons whose names are subscribed to the aforegoing Articles of Incorporation and acknowledged that they executed the same for the purposes therein contained.

Witness my hand and Official Notarial Seal.

Nellie A. Miller
Nellie A. Miller
Notary Public

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

ARTICLES OF INCORPORATION

OF

MAUGANSVILLE RURITAN CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 7, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 14220

Recorded in Liber [illegible], folio 459 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....[illegible]

Recorded May 1, 1962 at 10:51 A.M. Liber 11, Receipt No. 194816

ARTICLES OF INCORPORATION

OF

THE KIWANIS FOUNDATION OF SUBURBAN HAGERSTOWN, MARYLAND, INC.

WE, THE SUBSCRIBERS, H. WARREN MCCANN, CHARLES S. DEFIBAUGH AND DAVID K. POOLE, JR., WHOSE POST OFFICE ADDRESSES ARE HAGERSTOWN, MARYLAND, ALL BEING OF FULL LEGAL AGE, BEING DESIROUS OF FORMING A CORPORATION FOR CHARITABLE AND PHILANTHROPIC PURPOSES, DO, UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION.

ARTICLE I

THE NAME OF THIS ORGANIZATION SHALL BE THE KIWANIS FOUNDATION OF SUBURBAN HAGERSTOWN, MARYLAND, INC.

ARTICLE II

THE LOCATION OF THE CORPORATION SHALL BE HAGERSTOWN, WASHINGTON COUNTY, MARYLAND.

ARTICLE III

THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE IV

THE CORPORATION IS FORMED FOR CHARITABLE, EDUCATIONAL, SCIENTIFIC AND RELIGIOUS PURPOSES EXCLUSIVELY. FOR THESE PURPOSES, THE CORPORATION SHALL HAVE THE FOLLOWING POWERS:

SECTION 1. TO RECEIVE GIFTS, CONTRIBUTIONS, BEQUESTS AND DEVISES OF FUNDS AND OTHER PROPERTY, AND TO HOLD ACCRUE, MANAGE, ADMINISTER, INVEST, SELL AND REINVEST THE SAME AND USE THE INCOME THEREFROM AND THE PRINCIPAL FOR SUCH CHARITABLE, EDUCATIONAL, SCIENTIFIC AND RELIGIOUS PURPOSES AS MAY, FROM TIME TO TIME, BE DETERMINED BY THE BOARD OF DIRECTORS OF THE CORPORATION.

SECTION 2. TO ACQUIRE, ESTABLISH AND MAINTAIN INSTITUTIONS AND AGENCIES WHICH MAY TEND TO ADVANCE THE OBJECTS OF THE CORPORATION, TO CONTRIBUTE TO THE SUPPORT OF CHARITABLE, EDUCATIONAL, SCIENTIFIC AND RELIGIOUS INSTITUTIONS AND AGENCIES, AND TOEXPEND MONEY FOR THE CHARITABLE, EDUCATIONAL, SCIENTIFIC, AND RELIGIOUS PURPOSES.

SECTION 3. TO INVEST AND REINVEST ANY PRINCIPAL OR INCOME IN BONDS, STOCKS, MORTGAGES, REAL ESTATE OR ANY INTEREST OR ESTATE THEREIN, SECURITIES AND ANY OTHER MEDIUM OF INVESTMENT WITHOUT LIMITATION, AND TO DEAL WITH AND EXPEND THE INCOME AND THE PRINCIPAL OF THE CORPORATION IN SUCH MANNER AS IN THE ABSOLUTE JUDGMENT OF ITS BOARD OF DIRECTORS WILL BEST PROMOTE ITS OBJECTS AND PURPOSES.

SECTION 4. TO BORROW OR RAISE MONEY FOR ANY OF THE PURPOSES OF THE CORPORATION.

SECTION 5. THE ABOVE GRANTED POWERS OF THE CORPORATION ARE IN

FURTHERANCE AND NOT IN LIMITATION OF THE GENERAL POWERS CONFERRED BY LAWS UPON THE CORPORATION.

SECTION 6. NEITHER THE INCOME NOR THE PRINCIPAL OF THE CORPORATION'S FUNDS MAY BE USED FOR CARRYING ON PROPAGANDA, OR OTHERWISE ATTEMPTING, TO INFLUENCE LEGISLATION. ALL OF THE DIRECT CHARITABLE, EDUCATIONAL, SCIENTIFIC AND RELIGIOUS ACTIVITIES OF THE CORPORATION SHALL BE CARRIED ON WITHIN THE UNITED STATES OF AMERICA OR ITS POSSESSIONS EXCLUSIVELY. ALL OF THE CHARITABLE, EDUCATIONAL, SCIENTIFIC AND RELIGIOUS INSTITUTIONS AND AGENCIES TO WHICH CONTRIBUTIONS MAY BE GIVEN BY THE CORPORATION SHALL BE ONLY SUCH THAT ARE CREATED OR ORGANIZED IN THE UNITED STATES OR IN ANY POSSESSIONS THEREOF OR UNDER THE LAWS OF THE UNITED STATES OR ANY STATE OR TERRITORY OR ANY POSSESSION OF THE UNITED STATES, AND SUCH THAT THE CONTRIBUTIONS WILL BE USED WITHIN THE UNITED STATES OF AMERICA OR ITS POSSESSIONS, EXCLUSIVELY.

SECTION 7. EXPENDITURE FROM THE INCOME AND PRINCIPAL OF THE CORPORATION SHALL BE MADE AS DETERMINED BY THE BOARD OF DIRECTORS OF THE CORPORATION AND SHALL INCLUDE BUT NOT BE LIMITED TO THE FOLLOWING SPECIFIC USES AND PURPOSES.

(1) TO EXPEND ITS FUNDS FOR THE CARE, TREATMENT AND REHABILITATION OF CRIPPLED OR OTHERWISE HANDICAPPED PERSONS, PARTICULARLY CHILDREN: TO FURNISH FUNDS, TO SCHOOLS, HOSPITALS, OR OTHER INSTITUTIONS, OR TO INDIVIDUALS, ASSOCIATIONS, OR GROUPS, FOR THE CARE, TREATMENT, EDUCATION AND SUPPORT OF SUCH PERSONS, AND FOR THE PURPOSE OF RESEARCH INTO SUCH CARE, TREATMENT AND EDUCATION; TO FURNISH TO SUCH CRIPPLED OR OTHERWISE HANDICAPPED PERSONS SUCH AIDS AND APPLIANCES AS MAY BE NECESSARY OR ADVISABLE TO ASSIST THEM IN CARRYING ON THEIR ACTIVITIES, AND TO FURNISH SUCH AIDS AND APPLIANCES AS MAY BE NECESSARY OR ADVISABLE TO ASSIST THEM IN CARRYING ON THEIR ACTIVITIES, AND TO FURNISH SUCH AIDS AND APPLIANCES EITHER DIRECTLY OR THROUGH SUCH INSTITUTIONS OR OTHERS AS NAMED ABOVE.

(2) TO PAY THE COST OF TRANSPORTATION, CARE AND TREATMENT OF SUCH PERSONS TO AND IN SUCH INSTITUTIONS AS MAY BE SUITABLE.

(3) TO CARRY ON PROGRAMS OF SPORTS, HOBBIES, AND OTHER ACTIVITIES AMONG CHILDREN AND YOUNG PEOPLE FOR THE PURPOSES OF FURNISHING WHOLESOME RECREATION OR OTHER ACTIVITIES FOR SUCH PERSONS.

(4) TO COMBAT JUVENILE DELINQUENCY BY ANY APPROPRIATE MEANS.

(5) TO CARRY ON EDUCATIONAL AND SCIENTIFIC PROJECTS FOR STUDENTS; TO RAISE FUNDS FOR PROVIDING SCHOLARSHIPS TO NEEDY STUDENTS AND TO MAKE SUCH SCHOLARSHIPS AVAILABLE EITHER AS GIFTS OR AS A LOAN.

(6) TO DO ALL OTHER THINGS NECESSARY, DESIRABLE OR USEFUL IN CARRYING OUT THE ABOVE PURPOSES.

(7) TO RAISE AND COLLECT NECESSARY FUNDS FOR THE CARRYING OUT OF ANY OF ITS PURPOSES BY ANY LAWFUL MEANS.

ARTICLE V

THE MEMBERSHIP OF THIS CORPORATION SHALL CONSIST OF THE MEMBERS OF THE KIWANIS CLUB OF SUBURBAN HAGERSTOWN, MARYLAND, INC.

ARTICLE VI

THE POST OFFICE ADDRESS OF THE PLACE AT WHICH THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE WILL BE LOCATED IS: HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS: CHARLES S. DEFIBAUGH, WHOSE POST OFFICE ADDRESS IS NO. 801 S. POTOMAC STREET, HAGERSTOWN, MARYLAND. SAID RESIDENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

ARTICLE VII

THE CORPORATION SHALL HAVE NO CAPITAL STOCK AND NO PART OF THE CORPORATION'S INCOME OR PRINCIPAL SHALL INURE TO THE PRIVATE BENEFIT OF ANY INDIVIDUAL EXCEPT IN PAYMENT FOR AUTHORIZED SERVICES FOR THE ADMINISTRATION AND CONDUCT OF THE AFFAIRS OF THE CORPORATION OR IN CARRYING OUT ITS CHARITABLE, EDUCATIONAL, SCIENTIFIC AND RELIGIOUS PURPOSES.

ARTICLE VIII

SECTION 1. THE CORPORATION MAY PROVIDE SUCH BY-LAWS FOR THE CONDUCT OF ITS BUSINESS AND THE CARRYING OUT OF ITS PURPOSES AS IT MAY DEEM NECESSARY FROM TIME TO TIME.

SECTION 2. SUCH BY-LAWS MAY BE AMENDED BY A MAJORITY VOTE OF THE MEMBERSHIP PRESENT AT ANY REGULAR MEETING OR ANY SPECIAL MEETING CALLED FOR THAT PURPOSE.

SECTION 3. NEITHER THE BY-LAWS OF THE CORPORATION NOR ANY AMENDMENT THERETO SHALL BECOME EFFECTIVE UNTIL APPROVED BY KIWANIS INTERNATIONAL.

ARTICLE IX

SECTION 1. THE PROPERTY OF THE CORPORATION SHALL BE HELD AND ITS BUSIESS AFFAIRS MANAGED AND CONTROLLED BY A BOARD OF DIRECTORS, THE NUMBER, METHOD OF SELECTION AND TERM OF OFFICE OF WHOM SHALL BE DETERMINED AS SET FORTH IN THE BY-LAWS.

SECTION 2. THE FOLLOWING PERSONS SHALL ACT AS DIRECTORS OF THE CORPORATION UNTIL THE FIRST ANNUAL MEETING, OR UNTIL THEIR SUCCESSORS ARE DULY ELECTED: H. WARREN MCCANN, DAVID K. POOLE, JR., MERLE G. KAETZEL, CHARLES S. DEFIBAUGH, WILLIAM V. RONEY, C. ROBERT DEAN, RAY E. BLANSET, CLARENCE S. GARDNER, J. DOUGLAS MACLARY, WILLIAM A. HORST, M. P. MCKANN, RAYMOND W. PARKS, JR., HERBERT M. RIDGELY, JR., FRANK J. GETTY, AND J. EDWARD HENNEBERGER.

ARTICLE X

THE OFFICERS OF THE CORPORATION SHALL BE A PRESIDENT, A VICE-PRESIDENT, A SECRETARY, A TREASURER AND SUCH OTHER OFFICERS AS MAY BE PROVIDED IN THE BY-LAWS.

ARTICLE XI

SECTION 1. THE ANNUAL MEETING OF THE MEMBERSHIP FOR THE ELECTION OF DIRECTORS SHALL BE HELD AT SUCH TIME AND PLACE AS THE CORPORATION, BY ITS BY-LAWS, SHALL DETERMINE.

SECTION 2. TEN MEMBERS SHALL CONSTITUTE A QUORUM FOR THE HOLDING OF ANY MEETING.

ARTICLE XII

IN THE EVENT OF DISSOLUTION, THE ASSETS OF THIS CORPORATION AFTER PAYING ALL OBLIGATIONS, SHALL BE TRANSFERRED TO:

(1) A STATE, A TERRITORY, A POSSESSION OF THE UNITED STATES, OR ANY POLITICAL SUBDIVISION OF ANY OF THE FOREGOING; OR TO THE UNITED STATES, OR THE DISTRICT OF COLUMBIA, TO BE USED EXCLUSIVELY FOR PUBLIC PURPOSES, OR

(2) A CORPORATION, TRUST, OR COMMUNITY CHEST, FUND OR FOUNDATION

(A) CREATED OR ORGANIZED IN THE UNITED STATES OR IN ANY POSSESSION THEREOF, OR UNDER THE LAWS OF THE UNITED STATES OR TERRITORY, THE DISTRICT OF COLUMBIA, OR ANY POSSESSION OF THE UNITED STATES;

(B) ORGANIZED AND OPERATED EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, OR EDUCATIONAL PURPOSES OR FOR THE PREVENTION OF CRUELTY TO CHILDREN AND ANIMALS;

(C) NO PART OF THE NET EARNINGS OF WHICH INURES TO THE BENEFIT OF ANY PRIVATE SHAREHOLDER OR INDIVIDUAL; AND

(D) NO SUBSTANTIAL PART OF THE ACTIVITIES OF WHICH IS CARRYING ON PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION.

THE ASSETS TRANSFERRED TO ANY ORGANIZATION, LISTED ABOVE, SHALL BE USED WITHIN THE UNITED STATES, OR ANY OF ITS POSSESSIONS, EXCLUSIVELY FOR THE PURPOSES SPECIFIED IN SUBPARAGRAPH (B).

ARTICLE XIII

SECTION 1. THESE ARTICLES OF INCORPORATION MAY BE AMENDED AT ANY REGULAR WEEKLY MEETING OF THE MEMBERSHIP, OR SPECIAL MEETING CALLED FOR THAT PURPOSE, BY AN AFFIRMATIVE VOTE OF TWO-THIRDS OF THE MEMBERS PRESENT, PROVIDED THAT NOTICE OF INTENT TO SUBMIT SUCH AMENDMENTS SHALL HAVE BEEN GIVEN TO THE MEMBERSHIP AT LEAST SIX WEEKS PRIOR TO SUCH MEETING DATE.

SECTION 2. NO AMENDMENT TO THESE ARTICLES OF INCORPORATION SHALL BE MADE UNTIL CONSENTED TO BY KIWANIS INTERNATIONAL.

IN WITNESS WHEREOF, WE, H. WARREN MCCANN, CHARLES S. DEFIBAUGH, AND DAVID K. POOLE, JR., BEING ALL OF THE INCORPORATORS HEREINABOVE NAMED, HAVING HEREUNTO SET OUR RESPECTIVE HANDS AND SEALS THIS 6TH DAY OF DECEMBER, 1961,

WITNESS:

Dolly Joyce Stevens — H. Warren McCann (SEAL)
H. WARREN MCCANN

Dolly Joyce Stevens — Charles S. Defibaugh (SEAL)
CHARLES S. DEFIBAUGH

Dolly Joyce Stevens — David K. Poole Jr. (SEAL)
DAVID K. POOLE, JR.

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STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 6TH DAY OF DECEMBER, 1961, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED H. WARREN MCCANN, CHARLES S. DEFIBAUGH, AND DAVID K. POOLE, JR., AND SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

DOLLY JOYCE STEVENS NOTARY PUBLIC HAGERSTOWN, WASH. CO. MARYLAND

Dolly Joyce Stevens
NOTARY PUBLIC
MY COMMISSION EXP. MAY 6, 1963

ARTICLES OF INCORPORATION

OF

THE KIWANIS FOUNDATION OF SUBURBAN HAGERSTOWN, MARYLAND, INC.

STATE OF MD
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
FEB 1 10 51 AM '62
LIBER FOLIO
LAND RECORDS CHARGES CHARGED
G. WILLIAM SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland February 8, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 14236

Recorded in Liber [illegible], folio 531, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded May 1, 1962 at 10:51 A.M. Liber 11, Receipt No. 194816

ARTICLES OF INCORPORATION

of

Coffman Home for the Aging, Inc.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Andrew K. Coffman, whose post office address is 40 East Antietam Street, Hagerstown, Maryland; Chester F. Delphy, whose post office address is 140 North Potomac Street, Hagerstown, Maryland; Clarence V. Eldridge, whose post office address is 41 East Antietam Street, Hagerstown, Maryland; Robert E. Lakin, Jr., whose post office address is 312 West Washington Street, Hagerstown, Maryland; and W. Ray Tabler, whose post office address is 16 McKee Avenue, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

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

COFFMAN HOME FOR THE AGING, INC.

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

To manage and operate the Coffman Home for the Aging at Hagerstown, Maryland, to provide proper and suitable care for aging bona fide residents of Washington County, who may have, through misfortune, lost the means which they once had for their own care, and become wholly or partially unable to care for themselves, and who may be admitted to said home under the constitution and By-Laws and under the rules and regulations which may be made for the government of said home.

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 and object

in any manner to limit or restrict the generality of any other purpose or object or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the Articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 1300 Pennsylvania Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Andrew K. Coffman, whose address is 40 East Antietam Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any member, director, or individual. The balance, if any, of all money received by the Corporation from its operations, after the payment in full of all debts and obligations of the Corporation of whatsoever kind and nature, shall be used and distributed exclusively for charitable, scientific, and educational purposes. The following shall be the first members of the Corporation: Andrew K. Coffman, Chester F. Delphy, Clarence V. Eldridge, Robert E. Lakin, Jr., and W. Ray Tabler. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws which may prescribe different classes of members and prescribe the powers and duties of each class.

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); and the names of the directors who shall act until the first annual meeting or until their successors are chosen and duly qualify are: Andrew K. Coffman, Chester F. Delphy, Clarence V. Eldridge, Robert E. Lakin, Jr., and W. Ray Tabler.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on February 19, 1962.

WITNESS AS TO ALL SIGNATURES:

Samuel C. Stride

Andrew K. Coffman (SEAL)

Chester F. Delphy (SEAL)

Clarence V. Eldridge (SEAL)

Robert E. Lakin, Jr. (SEAL)

W. Ray Tabler (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 19th day of February, A.D., 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Andrew K. Coffman, Chester F. Delphy, Clarence V. Eldridge, Robert E. Lakin, Jr., and W. Ray Tabler, and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and date last above written.

Shirley I. Shaw
Notary Public
My Commission Expires:
May 6, 1963

SHIRLEY I. SHAW NOTARY PUBLIC WASHINGTON COUNTY, MD.

ARTICLES OF INCORPORATION

OF

COFFMAN HOME FOR THE AGING, INC.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
COPY NO. 1
FEB 20 1962 10 01 AM '62
G. MERLIN SWIGER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland February 20, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 14402

Recorded in Liber 7890, folio 405, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded May 1, 1962 at 10:51 A.M. Liber 11, Receipt No. 194816

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, whose names and post office addresses are: Fred H. Younkins, R.F.D. No. 1, Knoxville, Md.
John W. McGolerick, R.F.D. No. 1, Knoxville, Md.
William D. Higdon, R.F.D. No. 1, Knoxville, Md.
George S. Fouch, R.F.D. No. 1, Knoxville, Md.,
all in Washington County, and each of whom is at least 21 years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the Corporation, which is hereinafter called the "Corporation" is: Pleasant Valley Ruritan Club, Inc.

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

(a) To organize and operate an association exclusively for social, education and charitable purposes, no part of the net income of which is to inure to the benefit of any member or other individual;

(b) To promote among its members fellowship and goodwill;

(c) To unify the efforts of individuals and institutions in the community in making it a better place in which to live;

(d) To promote those agencies in the community that contribute directly to the progress of the community;

(e) To inspire each other to higher effort;

(f) To encourage and foster the ideal of service as the basis of all worthy enterprise;

(g) To raise the necessary funds for carrying out the objects of this Corporation by soliciting contributions, fees, or dues, borrowing money and issuing notes, bonds, or other evidence of such indebtedness, and execution of mortgages, deed of trusts, or other instruments, for the purpose of securing the repayment of any such indebtedness;

(h) To enter into any contract or agreement that will further the objects of this Corporation;

(i) To purchase, lease, acquire by gift or devise, any real, personal or mixed property, for the use of the Corporation in carrying out the objects of the Corporation;

That the aforegoing objects and purposes are in no wise intended to limit the powers of this Corporation; the Corporation shall have all powers and privileges and shall be subjected to all the limitations and provisions provided by the General Laws of Maryland, authorizing the formation of Corporations, and that the enumeration of the aforesaid powers is not intended to be exclusive or to act as a waiver of any other powers, rights, or privileges granted by the laws of the State of Maryland, now or hereinafter in force.

FOURTH: The post office address of the principal office of this Corporation in this State is Brownsville, Washington County, Md. The name and post office address of the resident agent of the Corporation is Fred H. Younkins, R.F.D. No. 1, Knoxville, Md. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock.

SIXTH: The Corporation shall have seven (7) directors and Fred H. Younkins, John W. McGolerick, William D. Higdon, George S. Fouch, Linford Best, Howell Happ and Arley Best shall act as such until the first annual meeting or until their successors are duly chosen and qualify. The number of Directors may be changed from time to time by a majority vote of the members present at the annual meeting of the Corporation.

SEVENTH: The first officers of the Corporation shall be:

President - Fred H. Younkins

Vice President - John W. McGolerick

Secretary - William D. Higdon

Treasurer - George S. Fouch

and they shall continue to serve in their respective capacity until their successors are duly chosen and qualified.

EIGHTH: The Board of Directors of this Corporation shall have the

power to enact and adopt By-Laws and provide therein for the manner of exercising any and all powers of this Corporation. The By-Laws may be amended at any time by a majority vote of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 3rd day of January, 1962.

WITNESS:

Arlington R. Best

Fred H. Younkins (Seal)
Fred H. Younkins

Fred H. Younkins

John W. McGolerick (Seal)
John W. McGolerick

K. B. Edwards

William D. Higdon (Seal)
William D. Higdon

J. W. McGolerick Jr.

George S. Fouch (Seal)
George S. Fouch

STATE OF MARYLAND)
)
COUNTY OF WASHINGTON)

I hereby certify that on this 3rd day of January, 1962, before me, the subscriber, a Notary Public, duly commissioned and qualified, in and for the State and County aforesaid, personally appeared Fred H. Younkins, John W. McGolerick, William D. Higdon and George S. Fouch

and duly acknowledged the aforegoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Notarial Seal.

Howell C. Happ
Notary Public in and for Washington County, Maryland

Prepared by Howell C. Happ, Attorney, Gapland, Maryland

ARTICLES OF INCORPORATION

OF

PLEASANT VALLEY RURITAN CLUB, INC.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT No. 22216
MAY 1 1962 9 51 AM '62
FOLIO
LIBER
LAND COMMISSIONER C/SALES
O. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland February 21, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 14419

Recorded in Liber GF 290, folio 313, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded May 1, 1962 at 10:51 A.M. Liber 11, Receipt No. 194816

ARTICLES OF INCORPORATION

J. H. NEEDY, INC.

- - - -

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, JOHN H. NEEDY, whose post office address is 353 South Potomac Street, Hagerstown, Maryland; IRENE R. BURRIS, whose post office address is 34 West Franklin Street, Hagerstown, Maryland; and MARTIN V.B. BOSTETTER, whose post office address is 34 West Franklin Street, Hagerstown, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

J. H. NEEDY, INC.

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

1. To engage in and carry on a general merchandise business.

2. To engage in and carry on a general wholesale merchandise business.

3. 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.

4. To engage in and carry on the business of buying, selling and otherwise dealing in and with notes, mortgages, stocks, bonds, or other negotiable securities of every class and description.

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

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

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

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

8. To purchase, lease, hire or otherwise acquire, hold, own, develop, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

9. To acquire by purchase, subscription or otherwise, and to hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association organized under the laws of the State of Maryland or of any other State, territory, district, colony or dependency of the United States of America, or of any foreign country; and, while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders, 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.

10. To issue shares of its stock of any class, in the manner permitted by law, to raise money for any of the purposes of the Corporation or in payment for property purchased, or for any other lawful consideration.

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

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, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to assure 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 carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and in 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 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 purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such purposes.

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

FOURTH: The post office address of the place which shall be the principal office of the Corporation in this State will be located at 353 South Potomac Street, Hagerstown, Maryland. The resident agent of the Corporation is John H. Needy, whose post

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

office address is 353 South Potomac Street, Hagerstown, Maryland. Said agent is a citizen of the State of Maryland, actually residing therein.

FIFTH: The Corporation shall have three Directors and John H. Needy, Irene R. Burris and Martin V.B. Bostetter shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized stock of the Corporation is one hundred thousand (100,000) shares, consisting of one hundred thousand (100,000) fully paid and non-assessable shares of common stock of the par value of One Dollar ($1.00) each.

SEVENTH: Subject to the General Laws of the State of Maryland the voting power shall vest exclusively in the holders of the common stock.

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

2. The Board of Directors shall have power from time to time to fix and determine and to vary the amount of the working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation, or of the net profit 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 which the Board of Directors may in its discretion use, and apply any of such surplus or net proceeds 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

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

terms as the Board of Directors shall deem expedient.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation this 21st day of February, A.D. 1962.

John H. Needy (SEAL)
John H. Needy

Irene R. Burris (SEAL)
Irene R. Burris

TEST:

M. Frances Diffendal
M. Frances Diffendal

(SEAL)
Martin V.B. Bostetter

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 21st day of February, A.D. 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared John H. Needy, Irene R. Burris and Martin V.B. Bostetter, known to me to be the persons whose names are subscribed to the aforegoing Articles of Incorporation, and did each acknowledge the same to be their respective act.

WITNESS my hand and Official Notarial Seal.

M. Frances Diffendal
M. Frances Diffendal (Notary Public)

My Commission Expires:
May 6, 1963.

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

414

ARTICLES OF INCORPORATION

OF

J. H. NEEDY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
MAY 1 10 51 AM '62
LIBER FOLIO
LAND/CHG/MORG/C/SALE
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland February 23, 1962 at 11:30 o'clock A. M. as in conformity with law and ordered recorded.

A 14431

Recorded in Liber F 290, folio 563, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded May 1, 1962 at 10:51 A.M. Liber 12, Receipt No. 194816

ARTICLES OF INCORPORATION

BONANZA HOMES, INC.

- - - -

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, JACK B. WELCH and BETTY J. WELCH, his wife, whose post office address is 43 Red Oak Drive, Hagerstown, Maryland, and ELWOOD E. HAUVER, whose post office address is 34 West Franklin Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate themselves with the intention of forming a corporation by the execution and filing of these articles.

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

BONANZA HOMES, INC.

THIRD: The purposesfor which the corporation is formed are as follows:

a. To engage in a general merchandising business.

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, wares and merchandise of every description.

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

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

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

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

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

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 43 Red Oak Drive, Hagerstown, Maryland. The resident agent of the Corporation if Jack B. Welch whose post office address is 43 Red Oak Drive, Hagerstown, Maryland; said resident agent is a citizen of the State of Maryland and actually resides therein.

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

SIXTH: The Corporation shall have three (3) directors and JACK B. WELCH, BETTY J. WELCH and ELWOOD F. HAUVER shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

b. No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation

shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

d. The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

g. The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by

law, to classify or re-classify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversions rights of, such shares.

h. The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes, and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entitles.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 24th day of February, A.D. 1962.

Jack B. Welch (SEAL)
Jack B. Welch

Betty J. Welch (SEAL)
Betty J. Welch

Elwood E. Hauver (SEAL)
Elwood E. Hauver

TEST:

Irene R. Burris
Irene R. Burris

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

THIS IS TO CERTIFY, that on this 24th day of February, A.D. 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Jack B. Welch, Betty J. Welch and Elwood E. Hauver, known to me to be the persons whose names are subscribed to the aforegoing Articles of Incorporation, and did each acknowledge the same to be their respective act.

WITNESS my hand and Official Notarial Seal.

Irene R. Burris
Irene R. Burris - (Notary Public)

My Commission Expires:
May 6, 1963.

420

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ARTICLES OF INCORPORATION

OF

BONANZA HOMES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 11176
MAY 1 10 51 AM '62
LIBER 7010
LAND ☐ CHARGES ☐ C/S/ALE ☐
C. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland February 27, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 14477

Recorded in Liber JZ 291, folio 95, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Recorded May 1, 1962 at ;0:51 A.M. Liber 11, Receipt No. 194816

ARTICLES OF INCORPORATION OF

JANE'S SPORTSWEAR, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers Irving M. Einbinder whose postoffice address is 42 Jonathan Street, Hagerstown, Maryland, Evelyn C. Miller whose postoffice address is 1825 Harwood Avenue, Hagerstown, Maryland, and Paul Ottinger whose postoffice address is 42 Jonathan Street, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

JANE'S SPORTSWEAR, INC.

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

(a) To carry on the businesses of costumers, robe, dress and mantle makers, tailors, silk mercers, makers and suppliers of clothing, lingerie, and trimmings of every kind, corset makers, furriers, general drapers, haberdashers, milliners, hosiers, glovers, lace makers and dealers, feather dressers and merchants, hatters, boot and shoemakers, dealers in fabrics and materials of all kinds, ribbons, fans, perfumes, and flowers (artificial and natural).

(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, wares and merchandise of every description.

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

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

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

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

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

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

The aforegoing enumeration of the purposes, objects and business

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is 55 East Baltimore Street, Hagerstown, Maryland. The resident agent of the Corporation is Ray White, whose postoffice address is 55 East Baltimore Street, Hagerstown, Maryland. 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 the par value of Ten ($10.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is $100,000.00.

SIXTH: The Corporation shall have no more than seven (7) and no less than three (3) directors and Irving M. Einbinder, Evelyn C. Miller and Paul Ottinger shall act as such until the first annual meeting, or until their successors are duly chosenand qualify.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock and securities convertible into shares of its stock for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

(f) The Board of Directors shall have power to declare and authorize the payment of stock dividends and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on February 13th, 1962.

Joanne Snyder — as to — Irving M. Einbinder
Joanne Snyder

Joanne Snyder — as to — Evelyn C. Miller
Joanne Snyder

Joanne Snyder — as to — Paul Ottinger
Joanne Snyder

STATE OF MARYLAND]
COUNTY OF WASHINGTON] ss:

THIS IS TO CERTIFY, that on this 13th day of February, 1962, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Irving M. Einbinder, Evelyn C. Miller and Paul Ottinger and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

My Commission Expires: 5/6/63

Joanne Snyder, Notary Public

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 4444
MAY 1 10 51 AM '62
LIBER FOLIO
LAND RECORDS
S. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

JANE'S SPORTSWEAR, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 27, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 14483

Recorded in Liber F 291, folio 73, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded May 1, 1962 at 10:51 A.M. Liber 11, Receipt No. 194816

WINDAS CORPORATION

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Harry G. Staggers, whose post office address is Hagerstown, Maryland, Daphne G. Staggers, whose post office address is Hagerstown, Maryland, and Erma Via, whose post office address is Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the Corporation) is: WINDAS CORPORATION.

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

(a) To manufacture, buy, sell, export, import, act as manufacturers' and others' agent, and generally to deal in doors, windows, and sash of all sizes, types, and descriptions, and parts and supplies of all kinds and descriptions incidental to the manufacture, construction, repair, and maintenance of doors, windows, and sash of all sizes, types, and descriptions.

(b) To buy, sell, use, import, export, manufacture and otherwise acquire and distribute, and generally deal in and with, at wholesale and/or retail, building materials, supplies and accessories of every kind and description, and all goods, wares and merchandise necessary for the operations of the company.

(c) To buy, sell, demonstrate, distribute, construct, install and maintain windows and doors, storm windows and storm-doors, and particularly certain patented storm windows and doors; to engage in an advertising campaign for the introduction and promotion of the products handled by the Corporation.

(d) To conduct a general construction, engineering, architectural and contracting business in all its branches; to design and prepare plans and specifications in connection therewith, and to undertake and perform contracts in respect thereof.

(e) To buy, lease, exchange and otherwise acquire and dispose of improved and unimproved land, and to erect, equip and operate plants, factories, mills, warehouses and structures of whatsoever kind.

(f) To engage in research and experimental work for the development of inventions, improvements and new processes for use in building construction.

(g) To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the United States or of any foreign country, as well as acquire and dispose of licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

(h) To acquire by purchase, subscription or otherwise, and to 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 any state, territory, district, colony or dependency of the United States of America, or of any foeign 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 individual holders, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

(i) To act as agent or representative of other corporations, firms and individuals for any of the above purposes.

(j) To purchase, hold and reissue the shares of its own stock of any class.

(k) To carry on any other business in connection therewith which may seem to the Corporation to be calculated directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland. The said Corporation shall enjoy and exercise all the powers and rights conveyed by statute upon the Corporation, and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law.

FOURTH: The post office address of the principal office of the Corporation in this state is: No. 2051 Greenfield Road, Hagerstown, Maryland. The name and post office address of the Resident Agent of this Corporation are: Harry G. Staggers, No. 2051 Greenfield Road, Hagerstown, Maryland. 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 twenty-five thousand (25,000) shares of the par value of One ($1.00) Dollar a share, all of one class, and having an aggregate par value of Twenty-five Thousand ($25,000.00) Dollars.

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: Harry G. Staggers, Daphne G. Staggers and Erma Via.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, for such considera-- tion 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 the General Laws of the State of Maryland.

(b) The Board of Directors shall have the power to borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise; and generally to make and perform agreements and contracts of every kind and description.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 27th day of February, 1962.

WITNESS:

Harry G. Staggers

Harry G. Staggers

Daphne G. Staggers

Daphne G. Staggers

Erma Via

Erma Via

Olive R. Shupp

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 27th day of February, 1962, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Harry G. Staggers, Daphne G. Staggers and Erma Via, and acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

OLIVE R. SHUPP NOTARY PUBLIC

Olive R. Shupp

Notary Public

My commission expires:
May 6, 1963.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
MAY 1 10 57 AM '62
LIBER FOLIO
LAND CORPORATION CHARTER
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

WINDAS CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland February 27, 1962 at 4:20 o'clock P. M. as in conformity with law and ordered recorded.

A 14491

Recorded in Liber F091, folio 292 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Dr. A. Crawford to Bussing Oct. 23/68

Recorded May 1, 1962 at 10:52 A.M. Liber 11, Receipt No. 194816

NOTICE OF CHANGE OF ADDRESS OF RESIDENT AGENT,
PURSUANT TO SECTION 8 (c) OF ARTICLE 23.

State Department of Assessments and Taxation of Maryland,
301 West Preston Street,
Baltimore 1, Maryland.

Pursuant to the provisions of Section 8 (c) of Article 23 of the Annotated Code of Maryland, the undersigned corporation is about to change its post office address and it hereby certifies to the State Department of Assessments and Taxation of Maryland:

1. The name of the corporation is THE CORPORATION TRUST INCORPORATED, a corporation organized and existing under the laws of the State of Maryland.

2. Said corporation is the resident agent in Maryland for the following corporations organized under the laws of Maryland:

SALAZAR FURNITURE CORPORATION

THE HERALD-MAIL COMPANY

THE J. W. M. CORPORATION

3. The post office address of said resident agent, THE CORPORATION TRUST INCORPORATED, before change was No. 10 Light Street, Baltimore 2, Maryland.

4. The new post office address of said resident agent, THE CORPORATION TRUST INCORPORATED, as changed, will be First National Bank Building, Light and Redwood Streets, Baltimore 2, Maryland.

5. The effective date of the change of post office address will be February 1, 1962.

6. The change of post office address of the resident agent shall be effective for all of the corporations named in item 2 hereof.

7. The principal office in Maryland of each corporation named in item 2 is located in Washington County and the post office address of each such office is not the same as the post office address of the resident agent. Therefore the filing of this statement will not change the post office address of the principal office of any such corporation.

THE CORPORATION TRUST INCORPORATED

By Clint G. Dederick
Vice-President
Clint G. Dederick

Dated: January 26th, 1962.

NOTICE OF CHANGE OF ADDRESS FOR THE CORPORATION TRUST INCORPORATED, RESIDENT AGENT FOR THE FOLLOWING CORPORATIONS

SALAZAR FURNITURE CORPORATION
THE HERALD-MAIL COMPANY
THE J.W.M. CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 1177
'62 FEB 1 AM 10 52
FEES PAID
AND RECORDED
MERLE SNYDER
CLERK

received for record February 1st, 1962 at 9:00 A. M.

and recorded in Liber F No. 256 Folio No. 176 one of

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

Clerk of the Circuit Court of Washington County

AA № 1195

Recording Fee Paid $2.00

Recorded May 31, 1962 at 12:43 P.M. Liber 11, Receipt No. 195625

CERTIFICATE

THIS IS TO CERTIFY that at a regular meeting of the Board of Directors of Victor Products Corporation, duly called and held in Hagerstown, Washington County, Maryland, on the 7th day of March, 1962, in which meeting a quorum of the said Board of Directors was present, the following Resolution was adopted:

WHEREAS Russell J. Bowers is presently designated with the State Department of Assessments and Taxation as the Resident Agent for Victor Products Corporation, and

WHEREAS it is desired that Mr. Ralph G. Ford be designated as Resident Agent with the State Department of Assessments and Taxation to replace the said Russell J. Bowers,

NOW THEREFORE BE IT RESOLVED by the Board of Directors of Victor Products Corporation that Ralph G. Ford, a resident of the State of Maryland, presently residing in Washington County, Maryland, be designated to serve as Resident Agent in the State of Maryland for Victor Products Corporation and to take the place of Russell J. Bowers.

IT IS FURTHER CERTIFIED that Justin Punkhouser is the duly elected and acting President of Victor Products Corporation and J. Errol Ward is the duly elected and acting Secretary of Victor Products Corporation, and that Frank P. McCraw is the duly elected and acting Assistant Secretary of Victor Products Corporation.

WITNESS my hand this the 12th day of March, 1962.

President
VICTOR PRODUCTS CORPORATION.

ATTEST to Corporate Seal

Asaistant Secretary.

NOTICE OF CHANGE OF RESIDENT AGENT

OF

VICTOR PRODUCTS CORPORATION

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD RECEIPT NO. 195625 MAY 31 12 43 PM '62 LIBER 11 FOLIO 401 GLEN SNYDER CLERK

received for record March 22, 1962, at 9:30 A. M.

and recorded in Liber F No. 294 Folio No. 401 one of

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

Clerk of the Circuit Court of Washington County.

AA № 1285

Recording Fee Paid $2.00

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the Gateway Industries, Inc.

were received for record on March 29, 19 62, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

✓ 3/29/62 W.L.

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Recorded May 31, 1962 at 12:43 P.M. Liber 11, Receipt No. 195625

GATEWAY INDUSTRIES, INC.

ARTICLES OF DISSOLUTION

(under Sections 76 et. seq. of Article 23 of the Annotated Code of Maryland)

Gateway Industries, Inc., a Maryland Corporation having its principal office in Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: That the Corporation is hereby dissolved.

SECOND: That the name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the corporation in the State of Maryland is 437 East Baltimore Street, City of Hagerstown, County of Washington, State of Maryland.

THIRD: That the name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, are W. Warren Stultz, No. 2 Court Place, Washington County, Maryland. Said resident agent is an individual actually residing in this State.

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

1. Joseph G. Succa, 380 N. 27th St., Camp Hill, Pa.
2. Joseph J. Pokotilow, 68 Mt. View Drive, Clifton, N. J.
3. W. Warren Stultz, 2 Court Place, Hagerstown, Md.

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

1. Joseph G. Succa, President, 380 N. 27th St., Camp Hill, Pa.
2. Joseph J. Pokotilow, Vice President, 68 Mt. View Drive, Clifton, N. J.
3. W. Warren Stultz, Treasurer and Secretary, 2 Court Place, Hagerstown, Md.

SIXTH: That, by the unanimous vote of the entire board of directors of the Corporation, at a meeting of the board of directors of the corporation duly convened and held on January 18, 1962 a resolution was passed declaring that the dissolution of the Corporation is advisable.

SEVENTH: That the dissolution of the Corporation, as advised by the board of directors of the corporation, was authorized by the unanimous vote of the stockholders of the Corporation entitled to vote thereon at a special meeting of the stockholders held after the aforesaid meeting of the directors of the Corporation at which the dissolution of the Corporation was advised, all of the stockholders of the Corporation being present at said meeting and all of the stockholders having been advised that the purpose of such special meeting was to be a consideration of the dissolution of the Corporation.

EIGHTH: That the dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

NINTH: That the Corporation has no known creditors.

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

NONE

In Witness Whereof, Gateway Industries, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on March 27, 1962.

ATTEST:

W. Warren Stultz
Secretary

GATEWAY INDUSTRIES, INC.

BY Joseph G. Succa
Joseph G. Succa
President

STATE OF Maryland, Washington County, to-wit:

I HEREBY CERTIFY that on this 27th day of March, 1962, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Washington, personally appeared Joseph G. Succa, President of Gateway Industries, Inc., a Maryland Corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said corporation; and also made oath in due form of law that he was Chairman of the meeting of the stockholders of said Corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

Mary Bishop
Notary Public

My Commission Expires:
May 6, 1963

STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

STATE TREASURY BUILDING

ANNAPOLIS, MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

GATEWAY INDUSTRIES, INC.

have been paid.

WITNESS my hand and official seal this twenty-eighth day of March A. D. 1962.

Deputy Comptroller

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
MAY 31 12 43 PM '62
LIBER FOLIO
LAND RECORDS CHARGE CSALEC
G. MERLIN SNYDER
CLERK

ARTICLES OF DISSOLUTION

OF

GATEWAY INDUSTRIES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 29, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 15003

Recorded in Liber J296, folio 350, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee ~~[illegible]~~ paid $ 10.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bunge

Recorded May 31, 1962 at 12:43 P.M. Liber 11, Receipt No. 195625

MARINE DYNAMICS, INC.

STOCK ISSUANCE STATEMENT

MARINE DYNAMICS, INC., a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the [redacted] of Maryland, that: STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

FIRST: The Corporation has authorized the issuance of Two Thousand Five Hundred (2,500) full paid and non-assessable shares of the par value of Fifty Cents ($.50) per share of the common capital stock of the Corporation for the following consideration: namely; the following consideration, the actual value of which, as determined by the Board of Directors, is not less than Two Thousand Five Hundred Dollars ($2,500): labor and services actually performed for the Corporation.

SECOND: (a) The actual value of the consideration to be received by the Corporation, as determined by the Board of Directors, is at least equal to the par value of the shares to be so issued; and

(b) The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on March 2, 1962.

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IN WITNESS WHEREOF, MARINE DYNAMICS, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 12th day of March, 1962.

(SEAL)

MARINE DYNAMICS, INC.

By Edward F. Kearney
Edward F. Kearney, President

Attest:

Shirley T. Moore
Shirley T. Moore, Secretary

DISTRICT OF)
) SS.
COLUMBIA)

I HEREBY CERTIFY that on the 12th day of March, 1962, before me, the subscriber, a Notary Public in and for the District of Columbia, personally appeared EDWARD F. KEARNEY, President of MARINE DYNAMICS, INC., a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said Corporation; and at the same time personally appeared DAVID ORD ALEXANDER and made oath in due form of law that he was Chairman of the meeting of the Board of Directors of said Corporation at which the issuance of the Stock therein mentioned was finally approved, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

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

Notary Public

My Commission Expires August 14, 1963

STOCK ISSUANCE STATEMENT

OF

MARINE DYNAMICS, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
MAY 31 12 43 PM '62
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland March 13, 1962 at 10:00 o'clock A. M. as in conformity with law and ordered recorded.

A 14719

Recorded in Liber F893, folio 467, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Harold Birnes

Recorded May 31, 1962 at 12:43 P.M. Liber 11, Receipt No. 195625

ARTICLES OF INCORPORATION

OF

CONOCOCHEAGUE LITTLE LEAGUE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Fred E. Davis, whose post office address is 14 North Vermont Street, Williamsport, Maryland, Ivan J. Holland, whose post office address is 200 South Conococheague Street, Williamsport, Maryland, and Donald S. Ebersole, whose post office address is 16 East Frederick Street, Williamsport, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation, which is hereinafter referred to as the "Corporation", is CONOCOCHEAGUE LITTLE LEAGUE, INC.

THIRD: Purposes for whih the corporation is formed are as follows: organize and operate an association exclusively for educational and recreational purposes, no part of the earnings of which is to inure to the benefit of any member, shareholder or other individual.

For the general purposes aforesaid, and limited to those purposes, the corporation shall have the following powers and purposes:

(a) To promote and provide, supervise competitive baseball games and contests; to teach and implant firmly in the boys in the community the ideals of good sportmanship, honesty, loyalty, courage and reverence, so that said boys may be finer, stronger and happier and will grow to be good, clean healthy men;

(b) To purchase, or lease, and to maintain and operate buildings, playing fields, or other structures as incidental to the above purposes, and to sell, lease, mortgage or otherwise dispose of the same.

FOURTH: the Post Office address of the principal office of the corporation in this state is 16 East Frederick Street, Williamsport, Maryland. The resident agent of the corporation is Donald S. Ebersole whose post office address is 16 East Frederick Street, Williamsport, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides there.

FIFTH: The corporation is not authorized to issue any capital stock. The following shall be the first members of the corporation: Fred Davis, Ivan J. Holland, and Donald Ebersole. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-laws, which may prescribe different classes of members and prescribe the powers and duties of each 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 chosen and duly qualified are: Fred E. Davis, Ivan J. Holland, and Donald S. Ebersole.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 9th day of March, 1962.

WITNESS:

R. B. Kryzanski — Fred E. Davis (SEAL)
FRED E. DAVIS

H. H. Robison Jr. — Ivan J. Holland (SEAL)
IVAN J. HOLLAND

Harry O. Meyers Jr. — Donald S. Ebersole (SEAL)
DONALD S. EBERSOLE

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 9th day of March, 1962, before me, the subscriber, a Notary Public in and for the State and County aforesaid personally appeared Fred E. Davis, Ivan J. Holland and Donald S. Ebersole, and each made oath in due form of law that the matters and facts as set forth in the foregoing Articles of Incorporation are true and correct.

WITNESS my hand and Notarial Seal.

Olive R. Shupp
NOTARY PUBLIC

ARTICLES OF INCORPORATION

OF

CONOCOCHEAGUE LITTLE LEAGUE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 23, 1962 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 14924

Recorded in Liber JB95, folio 144, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded May 31, 1962 at 12:43 P.M. Liber 11, Receipt No. 195625

CAMMER TIRE CENTER, INC.

ARTICLES

CERTIFICATE OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Betty M. Baker, whose post office address is Route #3, Hagerstown, Maryland, Geraldine M. Lum, whose post office address is 2307 Gay Street, Hagerstown, Maryland, and Shelby J. Crawford, whose post office address is Route #1, Fairplay, Maryland, and each being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

CAMMER TIRE CENTER, INC.

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

1. To engage in the buying and selling, at wholesale and retail, of automobile and truck tires of all kinds and descriptions and other items which are or may be from time to time sold in a store handling automobile and truck tires, and the conducting of the general business of vulcanizing, reinforcing, rebuilding, and repairing automobile tires of all kinds and descriptions, and such other and further objects as may be necessary and incidental to the carrying on of such business, including the buying and owning of the necessary tools and equipment for the business and the buying, leasing, holding, releasing, selling, and conveying the real estate necessary or proper in connection with the business.

2. To purchase or otherwise acquire and manage the whole or any part of the business, property, good will, and assets of any company carrying on or proposing to carry on any business which this Corporation is authorized to carry on or which can be conveniently carried on in connection with the same or which may seem directly or indirectly to benefit this corporation, or suitable for the purposes of this corporation, and as part of the consideration for any of the acts or things aforesaid, or property acquired, to undertake all or any of the

liabilities of such company and to give, issue or accept cash or any shares, debentures or securities that may be agreed upon, and to hold and retain or sell, mortgage and deal with any shares, debentures and securities so received, including the guarantee of the securities or obligations of any such company.

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

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 886 Pennsylvania Avenue, Hagerstown, Maryland. The resident agent of the Corporation is David W. Byron, whose post office address is 100 West Washington Street, Hagerstown, Maryland, said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than three (3) Directors and David W. Byron, II, David W. Byron, Goodloe E. Byron and Robert C. Lashley shall act as such until the first annual meeting of stockholders or until their successors are duly chosen and qualified.

SIXTH: The Board of Directors shall have power to sell, mortgage, lease or exchange all of the property and assets of the Corporation as an entirety, or any part thereof, including its good will and franchises, upon such terms and conditions as

the Board of Directors shall deem expedient and for the best interests of the corporation, and shall have the power to make, alter and repeal the By-Laws of the Corporation.

SEVENTH: In the absence of fraud in fact, no contract, transaction or agreement of the Corporation with any other party shall be affected by the fact that an officer or director or stockholder of the Corporation (whether or not his or their vote, influence or action contributed to the entering into such contract, transaction or agreement by the Corporation) is or was, are or were, another party or other parties to, such contract, transaction or agreement.

EIGHTH: The total amount of the authorized stock of the Corporation is One Hundred Thousand ($100,000.00) Dollars par value, divided into one hundred thousand (100,000) shares of the par value of One ($1.00) Dollar each.

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

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

IN WITNESS WHEREOF we have signed this Certificate of

of Incorporation on this 29th day of March, 1962.

WITNESS AS TO:

Alice K. Huntzberry

Alice K. Huntzberry

Alice K. Huntzberry

Betty M. Baker
Betty M. Baker

Geraldine M. Lum
Geraldine M. Lum

Shelby J. Crawford
Shelby J. Crawford

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 29th day of March, A.D., 1962, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Betty M. Baker, Geraldine M. Lum and Shelby J. Crawford and severally acknowledged the aforegoing Certificate of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Alice K. Huntzberry
Notary Public

Comm. Exp. 5/6/63

ARTICLES OF INCORPORATION

OF

CAMMER TIRE CENTER, INC.

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD MAY 31 12 3 PM '62 AND RECORDED IN LIBER ___ FOLIO ___ LAND RECORDS ___ EXAMINED MERLIN SNYDER CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland March 30, 1962 at 3:30 o'clock P. M. as in conformity with law and ordered recorded.

A 15012

Recorded in Liber F296, folio 302, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Dorsey

Recorded May 31, 1962 at 12:43 P.M. Liber 11, Receipt No. 195625

ARTICLES OF INCORPORATION

OF

CHARMIL ENGINEERING, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Charles Danzer, Jr., whose postoffice address is 947 The Terrace, Hagerstown, Maryland; Robert G. Smith, whose postoffice address is 314 E. Irvin Avenue, Hagerstown, Maryland, and Frederic F. Poser, whose post office address is 605 Orchard Road, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

CHARMIL ENGINEERING, INC.

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

(a) 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 for use in the industrial field.

(b) 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.

(c) To purchase, lease, or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-

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

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

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

to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

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

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

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

to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Second National Bank Building, Suite 308, Hagerstown, Maryland. The resident agent of the Corporation is Frederick F. Poser, whose postoffice address is 605 Orchard Road, Hagerstown, Maryland. 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 Three Hundred (300) shares of no par value, all of which shares are of one class and are designated common stock.

SIXTH: The Corporation shall have three (3) directors and Charles Danzer, Jr., Robert G. Smith and Frederic F. Poser shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporations; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 11th day of March, 1962.

WITNESS:

Lorraine M. Foltz — Charles Danger, Jr.

Lorraine M. Foltz — Robert G. Smith

Lorraine M. Foltz — Frederic F. Poser

STATE OF MARYLAND)
COUNTY OF Washington) ss.

THIS IS TO CERTIFY, that on the 10th day of March, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Charles Danzer, Jr., Robert G. Smith, and Frederic F. Poser, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

Constance M. Foltz
Notary Public

My Commission Expires: 5/6/63

ARTICLES OF INCORPORATION

OF

CHARMIL ENGINEERING, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 28, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 15027

Recorded in Liber 1296, folio 221, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $....12.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Recorded May 31, 1962 at 12:43 P.M. Liber 11, Receipt No. 195625

VICTOR PRODUCTS CORPORATION

ARTICLES OF AMENDMENT

VICTOR PRODUCTS CORPORATION, a Maryland corporation, having its principal office in Hagerstown, Washington County, Maryland, (hereinafter called "Corporation"), hereby certifies to the State Department of Assessments and Taxation of the State of Maryland, that:

FIRST: The Charter of the Corporation as heretofore amended is hereby further amended by adding a Paragraph 11 reading as follows:

11. 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:

No holders of stock of the Corporation, of whatever class, shall have any preemptive right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof, other than such, if any, as the Board of Directors in its discretion may determine and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to 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.

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on February 21, 1962, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on March 8, 1962.

THIRD: Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given as required by law, to all stockholders of the Corporation.

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of all votes entitled to be cast thereon.

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporations.

IN WITNESS WHEREOF, Victor Products Corporation has caused these presents to be signed in its name and on its behalf by its President or one of its Vice Presidents and its corporate seal to be hereunto affixed and attested by its Secretary on this 13th day of March, 1962.

ATTEST:

Secretary

VICTOR PRODUCTS CORPORATION

By

Justin Funkhouser
President

STATE OF MARYLAND)
) SS:
CITY OF BALTIMORE)

I HEREBY CERTIFY that on March 13th, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared R. JUSTIN FUNKHOUSER, President of VICTOR PRODUCTS CORPORATION, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared J. E. WARD and made oath in due form of law that he was Secretary of the meeting of the stockholders of said Corporation at which the amendment of the charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

Gilbert A. Plummer
Notary Public

My Commission Expires: 5-6-63.

ARTICLES OF AMENDMENT

OF

VICTOR PRODUCTS CORPORATION

STATE OF MARYLAND
WASHINGTON COUNTY
FILED FOR RECORD
AND RECORDED
1962 MAR 13 PM 3:10
TRANS
NO. CONSID. O/SALES
C. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland March 13, 1962 at 3:10 o'clock P. M. as in conformity with law and ordered recorded.

A 14793

Recorded in Liber F294, folio 336, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded May 31, 1962 at 12:43 P.M. Liber 11, Receipt No. 195625

THE INDIANSPRINGS UNION CHURCH AND SUNDAY SCHOOL ASSOCIATION OF WASHINGTON COUNTY, MARYLAND

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

1. That the Charter of The Indiansprings Union Church and Sunday School Association of Washington County, Maryland, a Maryland corporation having its principal office in Washimgton County, Maryland, hereinafter called the Corporation, is hereby revised and amended and the following is and shall be the Charter of the said Church Corporation:

ARTICLE I - NAME AND OBJECT

Section 1. The name of this Corporation shall be Indian Springs Church of God.

Section 2. The object of this Corporation shall be to provide its members with the preaching of the Word of God, the administration of the ordinances, the facilities for public worship and the exercise of Christian discipline and to adopt and prosecute from time to time such measures as are in harmony with the spirit and teaching of the Word of God and as shall tend to promote the kingdom of God in this world.

Section 3. The congregation of this Church shall be and remain an independent congregation and may own and dispose of property, both real and personal, as said congregation in accordance with its By-Laws and ordinances shall deem proper. This congregation and church may from time to time as may be deemed fit associate itself with such church denomination as it may deem desirable but such association shall in no wise effect this Corporation in its ownership and control of its real and personal property, which shall be and remain in the properly constituted officers of this Corporation.

ARTICLE II - MEMBERSHIP

Membership in this Church shall be composed of those who have accepted Jesus Christ as their personal Saviour and promise to observe the Ordinances of the Church, as God gives them light and to become

identified with the Bible School department of the Church and to contribute of their substance as God prospers them.

ARTICLE III - ORGANIZATION

Section 1. The Church Council shall appoint a Nominating Committee of five persons to select men and women to be Elders, Deacons, Deaconesses, Trustees and other officers to submit to the Congregation for their election at their annual Congregational meeting.

Section 2. The members of the Church shall meet once a year to elect Elders, Deacons, Deaconesses, Trustees and other officers of the Church. This meeting shall beheld the third Thursday of September and shall be announced two weeks in advance.

Section 3. The Church Council shall appoint a Nominating Committee of five persons to select Bible School Superintendent, Assistant Superintendent and other officers and teachers of the Bible School to be submitted to the Bible School for their election.

Section 4. The Bible School election shall be held the first Sunday in December each year. The new officers will take office the first Sunday in January.

Section 5. The Church Council shall consist of Elders, Deacons, Deaconesses, Trustees, Treasurer, Secretary, Pianist, Youth Advisor and Choir Director. The Church Council shall meet monthly.

Section 6. The Bible School Board shall consist of the Superintendent, Assistant Superintendent, Treasurer, Assistant Treasurer, Secretary, Assistant Secretary, Teachers and Assistants, Pianist and Assistant Pianist.

Section 7. The Young People shall elect officers at their November business meeting. The new officers shall take over the first Sunday in January.

Section 8. The Pastor shall be moderator of all Church meetings except as he may desire otherwise. The Church Council, at their first meeting after election, shall elect a Vice President who shall perform in the absence of the President, Bible School Superintendent

is to be the moderator over Bible School meetings.

Section 9. Any group of the Church or Class of the Bible School wishing to organize or promote a project, affecting church policy, must first submit their proposal to the Church Council for their approval.

ARTICLE IV - CONGREGATIONAL MEETINGS

Section 1. In all elections the majority votes cast shall determine the election.

Section 2. No person shall be eligible for an office in the Church or teacher in the Bible School who has not been a member of the Church for at least one year.

Section 3. The Officers to be elected annually are as follows: Two Elders; Five Deacons; Two Deaconesses; Five Trustees; Treasurer; Assistant Treasurer; Secretary; Assistant Secretary; Pianist; Assistant Pianist; Choir Director and Youth Advisor.

Section 4. No person shall be elected Trustee who is not twenty-one years of age, and no person shall vote for a Trustee who is not twenty-one years of age.

ARTICLE V - OFFICERS' DUTIES

Section 1. It shall be the duty of the Minister to conduct the public worship of the Church, to preach the Gospel and in connection with theElders to attend to the spiritual affairs of the Church. His teachings must be from the King James Version.

Section 2. It shall be the duty of the Elders, in connection with the Pastor, to attend to the spiritual affairs of the Church and to render such assistance to him in discharging his duties as he may require and strive to fill the requirements of an elder according to Titus 1.

Section 3. The Church Secretary shall keep all records of the Church and Council meetings. The Secretary of the Bible School shall keep all records of the Bible School and Bible School Board meetings.

Section 4. The Church Treasurershall receive all monies from the Church meetings and pay all bills as authorized by the Church Council and make a report at each Council meeting. The Bible School

Treasurer shall receive all monies from the Bible School and pay all bills as authorized by the Bible School Board and make a report at each Bible School Board meeting. Both Treasurers shall make a report to their respective organization the first Sunday in each quarter. The Prayer Meeting Treasurer shall make a report annually.

Section 5. The Trustees shall, in conformity to the law, control all property belonging to said congregation and they shall not contract any debt for more than One Hundred ($100.00) Dollars for a single project without full concurrence of the Church.

Section 6. In the event of newly elected treasurers, the outgoing treasurers shall turn over all records and monies to the new treasurer.

Section 7. The Deacons shall attend to the temporal needs of the Church. They shall assist the Pastor in baptism, making all provisions for baptismal services. The deacons shall be Financial Secretaries, counting the offerings of the Church and Pray Meeting services, and recording the same and turning them over to the respective treasurer.

Section 8. In accordance with these Articles and until their successors are elected as herein provided, the following named persons shall constitute the Trustees of the Corporation: Theodore R. Hovermale, Theodore R. James, Ernest J. Reed, Francis H. Shoemaker and Lawrence C. Snyder.

ARTICLE VI - VACANCIES

Section 1. All officers or teachers resigning shall do so in writing to the President of the Church Council and to be acted upon by the Church Council.

Section 2. All vacancies shall be filled by the Church Council.

ARTICLE VII - VOTING PRIVILEGES

Section 1. All members of the Church in good standing shall have a vote in her business who have attained the age of sixteen years, except in voting for Trustees, these must be twenty-one years of age.

Section 2. No one shall vote by proxy or who is not present at the Congregational meeting.

ARTICLE VIII - BY-LAWS

The Congregation from time to time may enact such By-Laws for

its government as may be deemed necessary consistent with the Charter of this Church.

ARTICLE IX - AMENDMENTS

This Charter may be altered or amended and additions made thereto as follows: firstly, the amendment or addition must be approved by the Church Council; secondly, the amendment or addition must be approved by two-thirds of the members present at a regularly called Congregational meeting.

ARTICLE X

This Corporation is and shall be a non-profit corporation.

2. The Council of the Corporation at a meeting duly convened and held adopted a resolution in which was set forth the aforegoing Amendments to the Charter declaring that the said Amendments of the Charter were advisable and directing that they be submitted for action thereon at a special meeting of the members of the Congregation to be held on the 25th day of February, 1962.

3. Notice setting forth a summary of the changes to be effected by said Amendments of the Charter and stating that the purpose of the meeting of the members would be to take action thereon was given to all members entitled to vote thereon.

4. The Amendments of the Charter of the Corporation as hereinabove set forth were approved by a majority of the members of the Corporation present at said meeting.

5. The resolution of the Council appointed Theodore R. Hovermale, Theodore R. James, Ernest J. Reed, Francis H. Shoemaker and Lawrence C. Snyder, Trustees, to sign and acknowledge the Amendments on behalf of the Congregation.

WITNESS the name of The Indiansprings Union Church and Sunday School Association of Washington County, Maryland, by its Trustees and its adopted corporate seal affixed duly attested by its Secretary this 1st day of March, 1962.

The Indiansprings Union Church and Sunday School Association of Washington County, Maryland 1929

THE INDIANSPRINGS UNION CHURCH AND SUNDAY SCHOOL ASSOCIATION OF WASHINGTON COUNTY, MARYLAND.

BY Theodore R. Hovermale
Theodore R. Hovermale

Theodore R. James
Theodore R. James

Ernest J. Reed
Ernest J. Reed

Francis H. Shoemaker
Francis H. Shoemaker

Lawrence C. Snyder
Lawrence C. Snyder

ATTEST TO ADOPTED CORPORATE SEAL:

Anna M. Martin
Anna M. Martin - Secretary

Witness:
Lester B. Rideout

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 1st day of March, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Theodore R. Hovermale, Theodore R. James, Ernest J. Reed, Francis H. Shoemaker and Lawrence C. Snyder, Trustees of The Indiansprings Union Church and Sunday School Association of Washington County, Maryland, and in the name and on behalf of said Corporation acknowledged the aforegoing Articles of Amendment to be the corporate act of said Corporation and at the same time also appeared Anna M. Martin and made oath in due form of law that she was Secretary of the meeting of the members of the Corporation at which the Amendments of the Charter of the Corporation herein set forth were approved and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

WITNESS my hand and Notarial Seal.

Lester B. Rideout
Notary Public

My commission expires: May 6, 1963

ARTICLES OF AMENDMENT

OF

THE INDIANSPRINGS UNION CHURCH AND SUNDAY SCHOOL ASSOCIATION OF WASHINGTON COUNTY, MARYLAND

changing its name to

INDIAN SPRINGS CHURCH OF GOD

approved and received for record by the State Department of Assessments and Taxation of Maryland March 20, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 14888

STATE OF MD
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 14888
Mar 31 12 43 PM '62
LAND RECORDS
E. BERLIN SNYDER
CLERK

Recorded in Liber F295, folio 275, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....12.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded May 31, 1962 at 12:44 P.M, Liber 11, Receipt No. 195625

ARTICLES OF INCORPORATION

OF

MARINE DYNAMICS, INC.

FIRST: We, the undersigned, Gorden Swenson, whose post office address is 925 25th Street, N. W., Washington 7, D. C.; Charles E. Roark, whose post office address is 1733 N Street, N. W., Washington 6, D. C.; and Paul A. Shamanski, whose post office address is 907 Rittenhouse Street, N. W., Washington 11, D. C., do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is Marine Dynamics, Inc.

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

To design, manufacture, fabricate, assemble, construct, distribute, buy, sell, ship, export and import, erect, install and otherwise deal in piers and docks used for recreational or commercial purposes and in boating, marine and

recreational facilities and products; to design, manufacture, assemble, distribute, buy, sell, import, export and otherwise deal in projectors, photographic equipment and all other similar photographic, sales, promotional and advertising machines and products; and generally do and perform all acts and to have all facilities necessary, usual,

or incidental or advantageous in the carrying out of all or any of the foregoing objects.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 319 West Howard Street, Hagerstown, County of Washington, Maryland. The name and post office address of the resident agent of the Corporation in the State of Maryland is John J. Schlick, 4834 Drummond Avenue, Chevy Chase, Maryland. Said resident agent is an individual actually residing in the State of Maryland.

FIFTH: The total authorized capital stock of the Corporation is fifty thousand dollars ($50,000.00) and shall consist of one hundred thousand (100,000) shares of common stock having a par value of fifty cents ($.50) per share.

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

Gorden Swenson
Charles E. Roark
Paul Shamanski

SEVENTH: The duration of the Corporation shall be perpetual.

EIGHTH: The Corporation may make and alter by-laws not inconsistent with law or with its charter for the purpose of regulating the government of the Corporation and for the administration of its affairs.

In witness whereof, we, Gorden Swenson, Charles E. Roark, and Paul A. Shamanski, being all of the incorporators hereinabove named, have hereunto set out our respective hands and seals this 28th day of February, 1962.

Charles E. Roark

Paul A. Shamanski

470

District of Columbia) SS

I hereby certify that on this, the 28th day of February, 1962, before me, the subscriber, a Notary Public of the District of Columbia, personally appeared Gorden Swenson, Charles E. Roark, and Paul A. Shamanski and generally acknowledged the foregoing Articles of Incorporation to be their act.

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

Winifred M. Ag
Notary Public
My Commission Expires August 14, 1965

ARTICLES OF INCORPORATION

OF

MARINE DYNAMICS, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 31 12 44 PM '62
FOLIO
AMD CHANGE C/SALE
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland March 1, 1962 at 4:30 o'clock P. M. as in conformity with law and ordered recorded.

A 14537

Recorded in Liber A291, folio 489, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

/472
3/20/62
W. A.

Recorded May 31, 1962 at 12:44 P.M. Liber 31, Receipt No. 195625

ARTICLES OF INCORPORATION

OF

CIRCLE TAVERN, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Harry I. English, Sr., whose postoffice address is Route # 1, Hagerstown, Maryland, Emma F. English, whose postoffice address is Route # 1, Hagerstown, Maryland, and James H. Wilson, whose postoffice address is 429 Summit Avenue, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

CIRCLE TAVERN, INCORPORATED

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

(a) To own, conduct, operate, maintain and carry on the business of tavern and restaurant, and to sell and dispense foods, beverages and liquids of all kinds and to do any and all things necessary and pertinent to said business.

(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.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 325 Virginia Avenue, Hagerstown, Maryland, Post Office Box 667. The resident agent of the Corporation is James H. Wilson, whose postoffice address is 429 Summit Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars ($100,000.00).

SIXTH: The Corporation shall have three directors and Harry I. English, Sr., Emma P. English and James H. Wilson shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

(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 is hereby empowered to authorize the issuance of Five Hundred Ten (510) full paid and non-assessable shares of the par value of One Hundred Dollars ($100.00) a share for the following consideration, the value of which consideration is hereby stated to be not less than Fifty-one Thousand Dollars ($51,000.00), namely: all of the stock, furniture, fixtures, equipment, good will, right to do

business, licenses, and all of the other assets of the Park Circle Tavern, located at 325 Virginia Avenue, Hagerstown, Maryland.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on March 10th, 1962.

WITNESS:

Paul Ottinger
Paul Ottinger

Harry I. English Sr.
Harry I. English, Sr.

Paul Ottinger
Paul Ottinger

Emma P. English
Emma P. English

Paul Ottinger
Paul Ottinger

James H. Wilson
James H. Wilson

STATE OF MARYLAND)
COUNTY OF WASHINGTON) ss:

I HEREBY CERTIFY that on March 10th, 1962, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Harry I. English, Sr., Emma P. English and James H. Wilson and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

JOANNE SNYDER NOTARY WASHINGTON CO., MD.

Joanne Snyder
Notary Public
Joanne Snyder

My Commission Expires:
May 6, 1963

ARTICLES OF INCORPORATION

OF

CIRCLE TAVERN, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 4454
MAY 31 12 44 PM '62
FEES
LAND
LAND C. NORTS C/SALEC
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland March 20, 1962 at 10:13 o'clock A. M. as in conformity with law and ordered recorded.

A 14844

Recorded in Liber 7894, folio 403, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

321

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

476

3/28/62
N. S.

Recorded May 31, 1962 at 12:44 P.M. Liber 11, Receipt No. 195625

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

First: That we, the subscribers, W. Louis Plummer, whose Post Office address is 1138 Oak Hill Avenue, Hagerstown, Washington County, Maryland, Edward D. Plummer, Jr., whose Post Office address is 961 South Main Street, Chambersburg, Franklin County, Pennsylvania, and Alvin J. Plummer, whose Post Office address is 10 Brightwood Circle, Hagerstown, Washington County, Maryland, each of whom are at least twenty-one years of age, do hereby, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves for the purpose and with the intention of forming a corporation.

Second: That the name of the corporation is:

BRIGHTWOOD ACRES, INC.

Third: That the purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

A. To exercise all or any of the general powers conferred upon corporation by the General Laws of Maryland as now existing and any and all amendments thereto hereafter made (and without in any way limiting the right to exercise such general powers) and in addition thereto,

B. To purchase, acquire, lease, sell, mortgage and develop real estate.

C. To purchase, acquire, lease, sell and mortgage real estate and tangible personal property of every nature and description.

D. To purchase, acquire, dispose of, lease and sell all or any part of the property, rights, businesses, contracts, goodwill, franchise, and assets of every kind of any corporation, partnership or individual engaged in, carrying on or having carried on in whole or in part any business that the corporation

may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof.

E. To engage generally and to perform any and all acts reasonably necessary or incidental to the development of real estate, to sell, exchange and purchase real estate and to do and perform and carry out any and all acts reasonably incidental to the conduct of such business.

Fourth: The Post Office address of the principal office of the corporation in this State will be located at 81 Edgewood Drive, Hagerstown, Washington County, Maryland. The resident agent of the corporation is W. Louis Plummer, whose Post Office address is 1138 Oak Hill Avenue, Hagerstown, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The total number of shares of stock of all classes which the corporation has authority to issue is 100,000 having a par value of $1.00 each. The aggregate par value of all such shares is $100,000.00.

Sixth: The shares of said stock shall be non-assessable and shall be entitled to one vote per share at all meetings of stockholders of the corporation. Dividends may be declared thereon in such amounts and at such times as the Directors may determine, subject to the provisions of law. In the event of liquidation or winding up of the corporation, whether voluntary or involuntary, the assets remaining after the payment of all debts, taxes, costs and expenses shall be distributed to the holders of said stock in proportion to their respective holdings thereof.

Seventh: The shares of stock of the corporation shall be transferable only on the books of the corporation upon surrender of the certificates therefor properly endorsed.

Eighth: 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); and the names of the Directors who shall act as such until the first annual meeting or until their successors are duly chosen and qualify are Edward D. Plummer, Jr., W. Louis Plummer, Kenneth H. Plummer and Alvin J. Plummer.

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:

A. The Board of Directors of the corporation is hereby authorized and empowered to authorize the issuance from time to time of shares of stock, of any class, whether now or hereafter authorized or securities convertible into the shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors deem advisable, subject to such limitations and restrictions, if any, as may be provided by law or set forth in the by-laws of the corporation.

B. The corporation reserves the right to make from time to time any amendments of its Charter which may now or hereafter by authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise. Any such amendment shall be valid if authorized by the holders of 75 per centum of all issued and outstanding stock.

C. Stockholders shall have preemptive rights.

Tenth: The Charter of this corporation shall be perpetual.

W. Louis Plummer

Edward D. Plummer, Jr.

Alvin J. Plummer

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 27th day of March, A. D., 1962, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared W. Louis Plummer, Edward D. Plummer, Jr., and Alvin J. Plummer, personally known to me to be the persons whose names are subscribed to the aforegoing instrument and who did each acknowledge that they executed the same for the purposes therein contained.

Witness my hand and official Notarial Seal.

Sarah Jane Cline

Notary Public

My Commission Expires: May 6, 1963.

ARTICLES OF INCORPORATION

OF

BRIGHTWOOD ACRES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. [illegible]
MAY 31 12 44 PM '72
LIBER [illegible] FOLIO [illegible]
LAND RECORDS & SALES
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland March 28, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 14995

Recorded in Liber 5996, folio 579, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

[illegible]

Recorded June 25, 1962 at 12:45 P.M. Liber 11, Receipt No. 196288

ARTICLES OF SALE

THESE ARTICLES OF SALE, Made this 2nd day of April, A.D., 1962, by and between MARTINSBURG MILLS, INC., a Delaware corporation, the Transferor, and THE W. H. REISNER MANUFACTURING COMPANY, a Maryland corporation, the Transferee.

WITNESSETH:

1. Martinsburg Mills, Inc., Transferor, agrees to sell and transfer to The W. H. Reisner Manufacturing Company, Transferee, all of the Transferor's real estate located in Washington County, State of Maryland.

2. The Transferee is The W. H. Reisner Manufacturing Company, whose principal place of business is No. 240 North Prospect Street, Hagerstown, Maryland.

3. The corporations parties to these Articles are Martinsburg Mills, Inc., Transferor, a corporation duly incorporated under the general laws of the State of Delaware on November 10, 1961, and which was on November 29, 1961, duly qualified to do business in the State of Maryland, and The W. H. Reisner Manufacturing Company, Transferee, a corporation duly incorporated under the general laws of the State of Maryland on March 23, 1904.

4. The nature and amount of the consideration to be paid by the Transferee for the real estate of the Transferor located in the State of Maryland is the sum of One Hundred Forty-two Thousand Five Hundred Dollars ($142,500.00) to be paid in cash.

5. The principal office of the Transferor in the State of Maryland is located in Washington County,

Maryland. The principal office of the Transferee in the State of Maryland is No. 240 North Prospect Street, Hagerstown, Washington County, Maryland. The Transferor owns real estate in Washington County, Maryland, and in no other County in the State of Maryland.

6. The transfer to be effected by these Articles was duly advised, authorized and approved in the manner and by the vote required by the charter of each of the respective corporations parties to these Articles and by the Laws of the States under which said corporations were organized.

WITNESS the corporate names of the Transferor and the Transferee duly signed by their respective duly authorized officers and their respective corporate seals affixed duly attested by their respective Secretaries as of the day and date first above written.

MARTINSBURG MILLS, INC.

(CORP. SEAL)

By _____
President
James A. Power

ATTEST: _____
Secretary
Lacy I. Rice

THE W. H. REISNER MANUFACTURING COMPANY

(CORP. SEAL)

By _____
President
William H. Reisner, Jr.

ATTEST: _____
Secretary
W. S. McGlaughlin

STATE OF West Virginia, Berkeley COUNTY, to-wit:

I HEREBY CERTIFY, That on this 2nd day of April, A.D., 1962, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared James A. Power, the President of Martinsburg Mills, Inc., a corporation organized and existing under the Laws of the State of Delaware, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Sale to be the corporate act of said corporation; and at the same time personally appeared Lacy I. Rice and made oath in due form of law that he was the Secretary of the meeting of the stockholders of said corporation at which the said Articles of Sale were approved and that said Articles of Sale were duly advised and authorized by resolution of the Board of Directors thereof declaring that the proposed transfer was advisable and directing that it be submitted for action thereon at a meeting of stockholders of said corporation, and that said Articles of Sale were approved at said meeting of stockholders by the affirmative vote of all of the votes entitled to be cast thereon, and that the matters and facts set forth in said Articles of Sale are true to the best of his knowledge, information and belief.

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

Mildred A. Martin
Notary Public.
Mildred A. Martin
My Commission expires Nov. 2, 1971.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 2nd day of April, A.D., 1962, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William H. Reisner, Jr., the President of The W. H. Reisner Manufacturing Company, a corporation organized and existing under the Laws of the State of Maryland, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Sale to be the corporate act of said corporation and at the same time personally appeared W. S. McGlaughlin and made oath in due form of law that he is the Secretary of the said corporation and that the matters and facts set forth in said Articles of Sale with respect to authorization and approval by The W. H. Reisner Manufacturing Company are true and correct to the best of his knowledge, information and belief.

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

Pearl L. Gehr
Pearl L. Gehr, Notary Public.
My Commission expires May 6, 1963.

484

X

ARTICLES OF SALE

OF

MARTINSBURG MILLS, INC. - a Del. corp. Transferor

to

THE W. H. HEISNER MANUFACTURING COMPANY - a Md. corp. Transferee

STATE OF MD.
WASHINGTON COUNTY
RECORDED FOR RECORD
JUN 5 12 45 PM '62
LAND RECORDS
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland April 16, 1962 at 11:31 o'clock A. M. as in conformity with law and ordered recorded.

A 15289

4

Recorded in Liber F300, folio 87, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $ 10.00
2.00 Certif. to Land Rec. Off. Wash. Co.
$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Recorded June 25, 1962 at 12:45 P.M. Liber 11, Receipt No. 196288

HANCOCK REALTY CORPORATION

ARTICLES OF REVIVAL

HANCOCK REALTY CORPORATION, a Maryland corporation having its principal office in Hancock, Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, that:

FIRST: The charter of the Corporation was forfeited on October 30, 1953, for the non-payment of taxes or for failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was THE HANCOCK REALTY CORPORATION.

THIRD: The name by which the Corporation will hereafter be known is THE HANCOCK REALTY CORPORATION.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 45 West Main Street, Hancock, Washington County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are Nathan File, No. 45 West Main Street, Hancock, Washington County, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: At or prior to the filing of these Articles of Revival, the Corporation has:

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;

(c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

For Execution by Officers:

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary of the Corporation, have signed these Articles of Revival on March 31, 1962.

Regina E. Heller

Regina E. Heller, Last Acting President.

Nathan Fine

Nathan Fine, Last Acting Sec'y/Treas.

STATE OF MARYLAND,

County of WASHINGTON, ss:

I HEREBY CERTIFY That on 4 April, 1962, before me, the subscriber, a notary public of the State of MARYLAND, in and for the County of WASHINGTON, personally appeared Regina E. Heller, the last acting President and Nathan Fine, the last acting Secretary-Treasurer, of The Hancock Realty Corporation, a Maryland Corporation, and severally acknowledged the foregoing Articles of Revial to be their act.

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

MY COMMISSION EXPIRES MAY 6, 1962

Philip A. Rauch, Notary Public.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
JUN 25 12 45 PM '92
FOLIO
LAND RECORDS C/SALES
G. MERLIN SNYDER
CLERK

ARTICLES OF REVIVAL

OF

THE HANCOCK REALTY CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland April 6, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 15142

4

Recorded in Liber F897, folio 510, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonus tax paid~~ $.....25.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded June 25, 1962 at 12:45 P.M. Liber 11, Receipt No. 196288

The first meeting of the Board of Directors of J. H. Needy, Inc. was held at the office of Martin V.B. Bostetter, 34 West Franklin Street, Hagerstown, Maryland, on the 28th day of March, 1962, at 3:00 o'clock, P.M.

The following directors were present: Irene R. Burris and Martin V.B. Bostetter, they being a majority of the members of the Board of Directors of said Corporation.

The meeting was called to order by Martin V.B. Bostetter, temporary chairman.

The resignation of John H. Needy as a member of the Board of Directors and as resident agent was tendered and upon motion duly made, seconded and carried the resignation was accepted.

Upon motion duly made, seconded and passed, it was

RESOLVED, that Julian L. Oliver, Sr. be elected a member of the Board of Directors.

Mr. Oliver then appeared at the meeting of the Board of Directors organized as follows:

Julian L. Oliver, Sr., President

Martin V.B. Bostetter, Vice-President and Treasurer

Irene R. Burris, Secretary

Upon motion duly made, seconded and passed, Julian L. Oliver, Sr. whose post office address is 34 West Franklin Street, Hagerstown, Maryland, was elected to serve as resident agent, with the post office address of the principal office of the corporation being changed from 353 South Potomac Street, Hagerstown, Maryland, to 34 West Franklin Street, Hagerstown, Maryland. Julian L. Oliver, Sr. is a citizen of the State of Maryland

actually residing therein.

There being no further business, upon motion the meeting adjourned.

J. H. NEEDY, INC.

BY: Julian L. Oliver, Sr.
President

APPROVED:

Irene R. Burris

Julian L. Oliver, Sr.
All of the Directors

J. H. NEEDY, INC. hereby certifies that the above is a copy of the minutes as taken from the books of the Corporation.

J. H. NEEDY, INC.

BY: Julian L. Oliver, Sr.
President

ATTEST:

Irene R. Burris
Irene R. Burris,
Secretary

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NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND CHANGE OF RESIDENT AGENT

OF

J. H. NEEDY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
JUN 25 12 45 PM '62
GREELIN SNYDER
CLERK

received for record April 25, 1962 at 9:58 A. M.

and recorded in Liber F No. 299 Folio No. 560 one of

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

Clerk of the Circuit Court of Washington County.

AA № 1354

Recording Fee Paid $4.00

(3)

Recorded June 25, 1962 at 12:45 P.M. Liber 81, Receipt No. 196288

ARTICLES OF INCORPORATION

OF

LEE-MULL, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Richard E. Mullen, whose postoffice address is 1615 Dual Highway, Hagerstown, Maryland; Shirley P. Mullen, whose postoffice address is 1615 Dual Highway, Hagerstown, Maryland; and Lee Bernstein, whose postoffice address is 7601 Park Heights Avenue, Baltimore 8, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

LEE-MULL, INC.

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

(a) To operate a golf driving range and a minature golf course including a shop to sell golf balls and golf equipment; and to sell food and soft drinks.

(b) 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.

(c) To purchase, lease, or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind of any corporation,

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

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

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

bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

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

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

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

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is 1615 Dual Highway, Hagerstown, Maryland. The resident agent of the Corporation is Richard E. Mullen, whose postoffice address is 1615 Dual Highway, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Hundred (500) Shares of no par value, all of which shares are of one class and are designated common stock.

SIXTH: The Corporation shall have three (3) directors and Richard E. Mullen, Shirley P. Mullen and Lee Bernstein shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

(a) The Board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations

and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporations; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 17 day of APRIL, 1962.

WITNESS:

W B Fullmer Jr — Richard E. Mullen
RICHARD E. MULLEN

W B Fullmer Jr — Shirley P. Mullen
SHIRLEY P. MULLEN

WITNESS:

W B Fullmer Jr — Lee Bernstein
LEE BERNSTEIN

STATE OF MARYLAND)
) ss.
COUNTY OF WASHINGTON)

THIS IS TO CERTIFY, that on the 17th day of April, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the county aforesaid, personally appeared Richard E. Mullen and Shirley P. Mullen and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

Fern H Rose

NOTARY PUBLIC

MY COMMISSION EXPIRES - 5/6/63

STATE OF MARYLAND)
) ss.
COUNTY OF)

THIS IS TO CERTIFY, that on the 17th day of April, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Lee Bernstein and acknowledged the aforegoing Articles of Incorporation to be his respective act.

WITNESS my hand and Official Notarial Seal.

Fern H Rose

NOTARY PUBLIC

MY COMMISSION EXPIRES - 5/6/63

ARTICLES OF INCORPORATION

OF

LEE-MULL, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
& RECORDED IN
1962 APR 19 PM 12 45 PM '62
FILED
LIBER CHARTER CS NO. 7
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland April 19, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 15343

7

Recorded in Liber F300, folio 172, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....12.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded June 25, 1962 at 12:45 P.M. Liber 91, Receipt No. 196288

WHITE COFFEE POT RESTAURANTS of

ALLEGANY COUNTY, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, ARTHUR KATZ, whose post office address is c/o White Coffee Pot Restaurants, Long Meadow Shopping Center, Hagerstown, Maryland; SIDNEY A. NEEDLE, whose post office address is 111 N. Charles Street, Baltimore, Maryland; and HOWARD J. NEEDLE, whose post office address is 111 N. Charles Street, Baltimore, Maryland; all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

"WHITE COFFEE POT RESTAURANTS OF ALLEGANY COUNTY, INC."

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

(a) To buy, sell and in any other manner deal in all types of edibles.

(b) To conduct and operate restaurants and cafeterias.

(c) 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.

(d) To purchase, own, hold, deal in, mortgage or otherwise encumber, and to lease, sell, exchange, transfer, or in any manner whatsoever dispose of, real and personal property within or without the State of Maryland, and to construct, equip, operate, issue, rent and manage buildings, businesses, enterprises and property of any kind.

(e) To purchase, acquire, hold, pledge, sell, invest and deal in the stocks, bonds and other evidences of indebtednesses of any corporation and/or issue in exchange therefor, in the manner permitted by the law, the stocks, bonds and other obligations of this Corporation and to exercise, while

owner of the stocks, bonds, and other indebtedness of any other corporation, all the rights, powers, privileges or ownership, including the right to vote thereon.

(f) To acquire by purchase, lease or otherwise, the property, rights, business, good will, franchises and assets of any kind, in whole or in part, of any corporation association, firm or individuals, or in whole or in part, the aforesaid business of any of them or any other business, in whole or in part, which this Corporation may be authorized to carry on and to undertake, assume and pay liabilities thereof, and to pay for any property, rights, business, good will, franchises and assets so acquired in the cash, stock or bonds of this Corporation, or otherwise in the manner permitted by law.

(g) To enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association, corporation, private or public, or municipal, and with the Government of the United States, of any state, territory, or colony thereof, or any foreign government.

(h) It is the intention that the objects and purposes specified in the aforegoing clauses of this Article Third shall not, unless otherwise specified herein, be in anywise limited or restricted by reference to, or inference from the terms of any other clause of this or any other Articles in this Charter, but that the objects and purposes specified in each of the clauses of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be construed both as purposes and powers and generally that the Corporation shall be authorized to exercise and enjoy all other powers, rights, and privileges granted to or conferred upon corporations of this character, by the laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights and privileges granted or conferred by the laws of the State of Maryland, now or hereafter in force.

FOURTH: The post office address in which the principal office of the Corporation in this State will be located is c/o White Coffee Pot Restaurants, Long Meadow Shopping Center, Hagerstown, Maryland. The Resident Agent of the Corporation is Arthur Katz, whose post office address is c/o White Coffee

Pot Restaurants, Long Meadow Shopping Center, Hagerstown, Maryland. Said agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than three nor more than ten directors, and Arthur Katz, Sidney A. Needle and Howard J. Needle shal act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock of all classes which the Corporation has authority to issue is 1000 shares divided into 750 shares of preferred stock of the par value of $100.00 each and 250 shares of common stock of the par value of $100.00 each. The aggregate par value of all shares having par value of all classes is $100,000.00.

A description of each class with preferences, conversions and other rights, voting powers, restrictions, limitations as to dividends and qualifications of each class is as follows:

(a) The preferred stock shall have no voting rights and shall be entitled in each fiscal year of the Corporation to receive a dividend at the rate of $6.00 per share before any dividend is declared or paid on the common stock in such year. Such dividends shall be non-cumulative; that is to say, the failure to declare and pay a dividend on the preferred stock in any year shall not entitle the holders of the preferred stock to receive any additional dividend other than at the rate of $6.00 per share in any future year before dividends on the common stock may be declared and paid.

In the event of the dissolution and liquidation of the Corporation, the holders of the preferred stock shall be entitled to receive out of the funds available for distribution to stockholders $100.00 for each share of preferred stock issued and outstanding before any distributions are made to the holders of the common stock.

The directors shall have the right at any time on 30 days written notice to redeem any part or all of the preferred stock, and shall have the authority to determine which shares shall be redeemed, and upon payment of a redemption price of $105.00 per share for the stock so to be redeemed, such shares shall be cancelled and shall have no further right to dividends nor to participate in any manner in the liquidation of the Corporation, and the

holders of such shares shall upon such notice, deliver said shares to the Corporation; but whether or not such shares are so delivered for cancellation, they shall be deemed null and void after such payment in redemption.

(b) The holders of the common stock, to the exclusion of the holders of the preferred stock, shall be entitled to vote for the election of directors and upon all other matters upon which the holders of stock are permitted or entitled to vote under the laws of the State of Maryland and, for the purposes of electing directors, voting shall be non-cumulative. The holders of the common stock shall be entitled to receive dividends at a uniform rate per share after the preferred dividend has been declared and paid as hereinabove provided.

In the event of the dissolution and liquidation of the Corporation, the holders of the common stock shall be entitled to receive in liquidation all sums remaining for distribution to stockholders after the preferred payment to the holders of the preferred stock hereinabove stipulated, and such distribution to said common stockholders shall be pro-rated according to the number of shares held by each such holder of common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the power 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 and securities convertible into shares of its stock, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

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

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation to determine whether any, and if any, what part of the surplus of the Corporation or of the net profits arising from its business shall be declared

the dividends and paid to the stockholders, subject, however, to the provisions of the Charter; to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may, in its discretion, use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of stock of the Corporation or other evidences of indebtedness to such extent and in such mannerand upon such lawful terms as the Board of Directors shall deem expedient.

IN WITNESS WHEREOF, We have signed this Certificate of Incorporation, this 13th day of April, 1962.

WITNESS:

Arthur Katz (SEAL)
Arthur Katz

Elaine Gradman
Elaine Gradman

Sidney A. Needle (SEAL)
Sidney A. Needle

Howard J. Needle
Howard J. Needle

STATE OF MARYLAND

TO WIT:

CITY OF BALTIMORE

I HEREBY CERTIFY, That on this 13th day of April, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore aforesaid, personally appeared ARTHUR KATZ, SIDNEY A. NEEDLE and HOWARD J. NEEDLE, and severally acknowledged the aforegoing Articles of Incorporation to be their act.

AS WITNESS, My hand and notarial seal.

Elaine Gradman
Elaine Gradman, Notary Public

ARTICLES OF INCORPORATION

OF

WHITE COFFEE POT RESTAURANTS OF ALLEGANY COUNTY, INC.

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD 1962 APR 16 PM 12 05 ... CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland April 16, 1962 at 12:02 o'clock P. M. as in conformity with law and ordered recorded.

A 15261

7

Recorded in Liber J 299, folio 19, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $....12.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

504
1/4/62
W.A.

Recorded June 25, 1962 at 12:45 P.M. Liber 11, Receipt No. 196288

McFARLAND MASSEY, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Joseph C. McFarland, whose post office address is 1106 Sherman Avenue, Hagerstown, Maryland, Patricia R. McFarland, whose post office address is 1106 Sherman Avenue, Hagerstown, Maryland, and Paul Ottinger, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

McFARLAND MASSEY, INC.

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

To act as the agent of such persons,firms, associations and corporations as shall employ it to investigate, collect and report information concerning insurance and insurance companies, and to prepare, present, adjust, settle, collect and purchase claims, arising under insurance policies, and such other business as is incidental to such business.

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 per mitted 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, or for account of others, or through

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 241 South Potomac Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Joseph C. McFarland, 1106 Sherman Avenue, Hagerstown, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars ($100,000.00).

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Joseph C. McFarland, Patricia R. McFarland and Paul Ottinger.

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:

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on April 3rd, 1962.

WITNESS:

Joanne Snyder — Joseph C. McFarland (SEAL)
Joseph C. McFarland

Joanne Snyder — Patricia R. McFarland (SEAL)
Patricia R. McFarland

Joanne Snyder — Paul Ottinger (SEAL)
Paul Ottinger

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on April 3rd, 1962, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Washington, personally appeared Joseph C. McFarland, Patricia R. McFarland and Paul Ottinger and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

JOANNE SNYDER NOTARY PUBLIC WASHINGTON COUNTY

Joanne Snyder
Joanne Snyder
Notary Public

My Commission Expires:
July 1, 1963

ARTICLES OF INCORPORATION

OF

McFARLAND MASSEY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
APR 5 12 45 PM '62
ELMER J. MOWBRAY, JR.
G. MERLIN WINGER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland April 4, 1962 at 2:39 o'clock P. M. as in conformity with law and ordered recorded.

A 15113

5

Recorded in Liber F697, folio 105, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Manger

Recorded June 25, 1962 at 12:45 P.M. Liber 21, Receipt No. 196288

ARTICLES OF INCORPORATION

THE GRACE BRETHREN HOME FOR THE RETIRED, INC.

- - - -

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Rev. James G. Dixon, Jr., whose post office address is 3712 Carpenter Street, S.E., Washington, D.C.; Rev. Warren E. Tamkin, 835 Spruce Street, Hagerstown, Maryland; Rev. Jack K. Peters, whose post office address is 241 Bryan Place, Hagerstown, Maryland; Rev. Paul E. Dick, whose post office address is 649 Berryville Avenue, Winchester, Virginia; Rev. John J. Burns, whose post office address is 10 East Luray Avenue, Alexandria, Virginia; Rev. Robert D. Crees, whose post office address is 250 Philadelphia Avenue, Waynesboro, Pennsylvania; Rev. William E. Howard, whose post office address is 137 Manse Road, Hagerstown, Maryland; and Rev. Irvin B. Miller whose post office address is 204 North Delaware Avenue, Martinsburg, West Virginia; all being of full legal age, do, under and by virtue of the General Laws of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

THE GRACE BRETHREN HOME FOR THE RETIRED, INC.

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

1. To establish a home for retired and aged members and friends of our Brethren Churches so that no part of the net income of the funds shall inure to the benefit of any member or individual having a personal or private interest in the activities of the Corporation, provided no part of the funds of the Corporation shall be used to carry on propaganda or otherwise influence legislation.

2. To receive and maintain a fund or funds and to apply the income and principal thereof to providing and maintaining the

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

Home in such a way as to best minister to the needs of the residents.

3. To collect, receive and maintain a fund or funds by subscription or otherwise and to apply the income and principal thereof to the promotion of the purposes hereinbefore set out and to use as means to those ends publication, employment of necessary administrators and other personnel, the establishing of necessary committees, offices and agencies and other means which, from time to time, are deemed advisable and expedient.

4. To take and hold by bequest, devise, gift, purchase or lease, either absolutely or in trust, for any of its purposes, any property, real or personal, without limitation as to amount or value; to convey such property and to invest and reinvest any such property and any increase or income therefrom and to deal with and expend the income and principal of said Corporation in such manner as in the judgment of its members or directors will best promote its objects.

5. To purchase, or otherwise acquire, to hold, use, mortgage, pledge, sell, assign, and transfer, or otherwise dispose of, real and personal property of every class and description, and in particular, lands, buildings, mortgages, shares, stocks, debentures, securities, concessions, policies, book debts and claims and any interest in real or personal property as may be necessary for investment and for the use, maintenance or purposes of the Corporation.

6. In pursuance of, and not in limitation of the objects hereinabove set forth, it is expressly provided that this Corporation shall also have power:

a. To do all such acts as are necessary or convenient to attain the objects hereinabove set forth to the same extent as any natural person could or might do, and as are not forbidden by law or by these Articles of Incorporation, or by the By-Laws.

b. To have offices and to promote and carry out its objects within and without the State of Maryland, in the States, District of Columbia, and any other place in the World.

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

The corporation shall be authorized to exercise and enjoy all of the power, 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 aforegoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: The post office address of the place at which the principal office of this State will be located is 835 Spruce Street, Hagerstown, Maryland. The resident agent of the corporation is Reverend Warren E. Tamkin whose post office address is 835 Spruce Street, Hagerstown, Maryland; said resident agent is a citizen of Maryland, actually residing therein.

FIFTH: The affairs and business of the Corporation shall be managed and conducted by a Board of not less than six (6) directors and no more than twelve (12) directors who shall be elected to office in such manner and for such terms and who shall have such powers and duties as may be provided in the Articles of Incorporation or By-Laws of the Corporation. Reverends James G. Dixon, Warren E. Tamkin, Jack Peters, Paul E. Dick, John J. Burns, Robert D. Crees, William E. Howard and Irvin B. Miller shall act as Directors until the first annual meeting, or until their successors are duly chosen and qualified.

SIXTH: The Corporation shall not have any capital stock and a Director of the Corporation shall receive no compensation for his services as a Director.

SEVENTH: The members of the Corporation shall consist initially of James G. Dixon, Warren E. Tamkin, Jack K. Peters, Paul E. Dick, John J. Burns, Robert D. Crees, William E. Howard and Irvin B. Miller, and such other persons as may be duly elected to membership as provided by the By-Laws of the Corporation.

EIGHTH: Meetings of members and directors may be held either within or without the State of Maryland.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: The private property of the members and directors of the Corporation shall not be subject to payment of corporate debts to any extent whatsoever.

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

IN WITNESS WHEREOF, we have severally signed these Articles of Incorporation this 5th day of March, A.D. 1962.

James G. Dixon, Jr. (SEAL)
James G. Dixon, Jr.

Warren E. Tamkin (SEAL)
Warren E. Tamkin

Jack K. Peters (SEAL)
Jack K. Peters

Paul E. Dick (SEAL)
Paul E. Dick

John J. Burns (SEAL)
John J. Burns

Robert D. Crees (SEAL)
Robert D. Crees

William E. Howard (SEAL)
William E. Howard

TEST:

Irene R. Burris
Irene R. Burris

Irvin B. Miller (SEAL)
Irvin B. Miller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 5th day of March, A.D. 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared the Reverends James G. Dixon, Jr., Warren E. Tamkin, Jack K. Peters, Paul E. Dick, John J. Burns, Robert D. Crees, William E. Howard and Irvin B. Miller, known to me to be the persons whose names are subscribed to the aforegoing Articles of Incorporation, and did each acknowledge the same to be their respective act.

WITNESS my hand and Official Notarial Seal.

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

Irene R. Burris
Irene R. Burris - (Notary Public)

My Commission Expires:
May 6, 1963.

ARTICLES OF INCORPORATION

OF

THE GRACE BRETHREN HOME FOR THE RETIRED, INC.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
APR 10 1962
JAN 25 12 45 PM '62
LAND RECORDS
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland April 4, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 15111

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Recorded in Liber 7597, folio 439, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

DEL. 9-6-63 P.C. ERICKSON

RECORDED July 19, 1962 , AT 12:13 PM. , LIBER 11 REC. No. 196932

ARTICLES OF INCORPORATION

OF

ELECTRO ENTERPRISES, INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, PAUL C. ERICKSON, WHOSE POST OFFICE ADDRESS IS HAGERSTOWN, MARYLAND, JOHN H. GUESSFORD, WHOSE POST OFFICE ADDRESS IS HAGERSTOWN, MARYLAND, AND BETTIE L. ERICKSON, WHOSE POST OFFICE ADDRESS IS HAGERSTOWN, MARYLAND, ALL BEING OF FULL LEGAL AGE, DO, UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND, AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION.

SECOND: THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE CORPORATION) IS "ELECTRO ENTERPRISES, INC."

THIRD: THE PURPOSE FOR WHICH THE CORPORATION IS FORMED AND THE BUSINESS OR OBJECTS TO BE CARRIED ON AND PROMOTED BY IT ARE AS FOLLOWS:

(A) TO CARRY ON THE BUSINESS OF MECHANICAL AND ELECTRICAL ENGINEERS, TOOL MAKERS, MACHINISTS, FOUNDERS, SMELTERS, METAL WORKERS, SMITHS, BUILDERS AND FITTERS, AND TO BUY, SELL, MANUFACTURE, REPAIR, CONVERT, ALTER, LEASE, HIRE AND DEAL IN, MACHINERY, IMPLEMENTS, HARDWARE AND APPARATUS OF ALL KINDS.

(B) TO CONDUCT AND CARRY ON A GENERAL FOUNDRY, SMELTER, WELDING AND MACHINE SHOP BUSINESS, AND ENGAGE IN THE MANUFACTURE OF ALL KINDS OF CASTING, MACHINERY, PARTS AND SUPPLIES AND TO BUY SUCH CASTING, PARTS AND SUPPLIES, EITHER MANUFACTURED OR UNMANUFACTURED, AND TO SELL THE SAME.

(C) TO ENGAGE IN A GENERAL ENGINEERING BUSINESS AND IN THE GENERAL PRACTICE OF ENGINEERING IN ALL ITS BRANCHES, AND IN THAT CAPACITY TO MAKE, CONDUCT, AND SUPERVISE RESEARCH,

SURVEYS, AND INVESTIGATIONS INTO ALL MATTERS AND THINGS IN THE FIELDS OF SCIENCE AND TECHNOLOGY.

(D) TO ENGAGE IN ELECTROPLATING, PROCESSING, AND MAGNETIC INSPECTION, CADMIUM PLATING, CHROMIUM PLATING, ANODIZING, SILVER PLATING, NICKEL PLATING, COPPER PLATING, AND SIMILAR ACTIVITIES.

(E) TO ENGAGE IN, CONDUCT, AND CARRY ON BUSINESS AS METAL CRAFTSMEN IN THE CASTING, SPINNING, PLATING, AND DIE-STAMPING OF METAL OF EVERY KIND, NATURE, OR DESCRIPTION; AS PRODUCERS AND MANUFACTURERS OF METAL DIES; AS ENGRAVERS, SKILLED ARTISTS, ORIGINATORS, AND DESIGNERS.

(F) TO CONDUCT AND CARRY ON AN AUTOMOBILE AND TRUCK REPAIR BUSINESS, AND ALSO TO ENGAGE IN THE REPAIRING AND RE-BUILDING OF BATTERIES.

(G) TO PURCHASE, SELL, MORTGAGE, LEASE, IMPROVE, INVEST AND DEAL IN REAL ESTATE, WHERESOEVER SITUATED, AND TO CONSTRUCT, EQUIP, OPERATE, LEASE, RENT, HIRE AND MANAGE BUILDINGS OF EVERY KIND AND DESCRIPTION.

(H) TO ACQUIRE BY PURCHASE, LEASE OR OTHERWISE, THE PROPERTY, RIGHTS, BUSINESS, GOOD WILL, FRANCHISES AND ASSETS OF EVERY KIND OF ANY CORPORATION, ASSOCIATION, FIRM OR INDIVIDUAL CARRYING ON IN WHOLE OR IN PART THE AFORESAID BUSINESSES, OR EITHER OF THEM, OR ANY OTHER BUSINESS IN WHOLE OR IN PART THAT THE CORPORATION MAY BE AUTHORIZED TO CARRY ON, AND TO UNDERTAKE, GUARANTEE, ASSUME AND PAY THE INDEBTEDNESS AND LIABILITIES THEREOF AND TO PAY FOR ANY PROPERTY, RIGHTS, BUSINESS, GOOD WILL, FRANCHISES AND ASSETS SO ACQUIRED IN THE STOCK, BONDS, OR OTHER SECURITIES OF THE CORPORATION, OR OTHERWISE.

(I) TO APPLY FOR, ACQUIRE, HOLD, USE, SELL, MORTGAGE, LICENSE, ASSIGN OR OTHERWISE DISPOSE OF LETTERS PATENT OF THE

UNITED STATES, OR ANY FOREIGN COUNTRY, AND ANY AND ALL PATENT RIGHTS, LICENSES, PRIVILEGES, INVENTIONS, IMPROVEMENTS, PROCESSES AND TRADEMARKS RELATING TO OR USEFUL IN CONNECTION WITH ANY BUSINESS CARRIED ON BY THE CORPORATION.

(J) TO CARRY ON ANY OTHER BUSINESS IN CONNECTION THEREWITH WHICH MAY SEEM TO THE CORPORATION TO BE CALCULATED, DIRECTLY OR INDIRECTLY, TO EFFECTUATE THE AFORESAID OBJECTS, OR EITHER OF THEM, OR TO FACILITATE IT IN THE TRANSACTION OF ITS AFORESAID BUSINESS, OR ANY PART THEREOF, OR IN THE TRANSACTION OF ANY OTHER BUSINESS THAT MAY BE CALCULATED, DIRECTLY OR INDIRECTLY, TO ENHANCE THE VALUE OF ITS PROPERTY AND RIGHTS, NOT CONTRARY TO THE LAWS OF THE STATE OF MARYLAND, OR ANY OTHER STATE IN WHICH THE CORPORATION CARRIES ON BUSINESS. THE SAID CORPORATION SHALL ENJOY AND EXERCISE ALL THE POWERS AND RIGHTS CONFERRED BY THE STATUTE UPON THE CORPORATION AND THE ENUMERATION OF THE SPECIFIC POWERS IN THESE ARTICLES OF INCORPORATION ARE IN FURTHERANCE OF AND NOT IN LIMITATION OF THE GENERAL POWERS CONFERRED BY LAW.

FOURTH: THE POST OFFICE ADDRESS OF THE PLACE AT WHICH THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE WILL BE LOCATED IS HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS PAUL C. ERICKSON, WHOSE POST OFFICE ADDRESS IS 376 S. CLEVELAND AVENUE, HAGERSTOWN, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE CORPORATION SHALL HAVE AT LEAST THREE (3) DIRECTORS AND NOT MORE THAN SEVEN (7), AND PAUL C. ERICKSON, JOHN H. GUESSFORD AND BETTIE L. ERICKSON SHALL ACT AS SUCH UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFIED.

SIXTH: THE TOTAL AMOUNT OF THE AUTHORIZED CAPITAL STOCK

OF THE CORPORATION IS ONE HUNDRED THOUSAND ($100,000.00) DOLLARS PAR VALUE, DIVIDED INTO ONE HUNDRED THOUSAND ($100,000.00) SHARES OF THE PAR VALUE OF ONE ($1.00) DOLLAR EACH.

SEVENTH: THE FOLLOWING PROVISIONS ARE HEREBY ADOPTED FOR THE PURPOSE OF DEFINING, LIMITING AND REGULATING THE POWERS OF THE CORPORATION AND OF THE DIRECTORS AND STOCKHOLDERS:

(A) THE BOARD OF DIRECTORS OF THE CORPORATION IS HEREBY EMPOWERED TO AUTHORIZE THE ISSUANCE FROM TIME TO TIME OF SHARES OF ITS STOCK OF ANY CLASS, WHETHER NOW OR HEREAFTER AUTHORIZED, AND SECURITIES CONVERTIBLE INTO SHARES OF ITS STOCK OF ANY CLASS, WHETHER NOW OR HEREAFTER AUTHORIZED, OF SUCH CONSIDERATIONS AS SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE, SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

(B) THE BOARD OF DIRECTORS SHALL HAVE THE POWER TO MORTGAGE THE PROPERTY OF THE CORPORATION FROM TIME TO TIME WITHOUT THE APPROVAL OF THE STOCKHOLDERS, SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

(C) THE ABOVE GRANTED POWERS TO THE CORPORATION AND TO THE BOARD OF DIRECTORS THEREOF ARE IN FURTHERANCE OF AND NOT IN LIMITATION OF THE GENERAL POWERS CONFERRED BY LAW UPON THE DIRECTORS OF THE CORPORATION.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THIS 26th DAY OF MAY, 1962.

WITNESS:

David C. Poole Jr.

Paul C. Erickson (SEAL)
PAUL C. ERICKSON

David C. Poole Jr.

John H. Guessford (SEAL)
JOHN H. GUESSFORD

David C. Poole Jr.

Bettie L. Erickson (SEAL)
BETTIE L. ERICKSON

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 26th DAY OF MAY, 1962, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED PAUL C. ERICKSON, JOHN H. GUESSFORD AND BETTIE L. ERICKSON AND SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL THE DAY AND YEAR FIRST ABOVE WRITTEN.

Donald H. Newhart
NOTARY PUBLIC
Big Spring, Md.

MY COMMISSION EXPIRES:
MAY 6, 1963

518

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STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 22
JUL 19 12 13 PM '62
LIBER
FOLIO
LAND RECORDS ENDORSED
G. MERLIN SNIDER
CLERK

ARTICLES OF INCORPORATION

OF

ELECTRO ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 29, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 15897

6

Recorded in Liber F 805, folio 334, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Martin

W.B. 5/14/68

Recorded July 19, 1962 at 12:13 P.M. Liber DR, Receipt No. 196932

JTS:cjl
4/27/62

ARTICLES OF AMENDMENT

HAGERSTOWN HOMES CORPORATION

HAGERSTOWN HOMES CORPORATION, a Maryland corporation, having its principal office at R.F.D. 2, Hagerstown, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended by striking out Article Sixth of the Certificate of Incorporation, and inserting in lieu thereof the following:

> SIXTH: The total number of shares of stock which the Corporation has authority to issue is Two Thousand Two Hundred (2,200) shares of the par value of One Hundred ($100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is Two Hundred Twenty Thousand ($220,000.00) Dollars.

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on May 7th, 1962, adopted a resolution in which was set forth the aforegoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that, subject to the consent of all of the stockholders of the Corporation, pursuant to Section 47 of Article 23 of the Annotated Code of Maryland of 1957, it be adopted.

THIRD: A consent in writing to the foregoing amendment to the charter was signed by all of the stockholders of the Corporation, such consent is filed with the records of the Corporation, and the adoption of the foregoing amendment to the charter of the Corporation has been duly advised by the Board of Directors and approved by all of the Stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland of 1957.

FOURTH: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized and the number and par value of the shares of each class are

as follows:

The total amount of the authorized capital stock of the Corporation is One Hundred Thousand ($100,000.00) Dollars par value, divided into One Thousand (1,000) shares of the par value of One Hundred ($100.00) Dollars each.

(b) The total number of shares of all classes of stock of the Corporation as increased, and the number and par value of the shares of each class are as follows:

The total number of shares of stock which the Corporation has authority to issue is Two Thousand Two Hundred (2,200) shares of the par value of One Hundred ($100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is Two Hundred Twenty Thousand ($220,000.00) Dollars.

(c) The capital stock of the Corporation is not divided into classes.

IN WITNESS WHEREOF, HAGERSTOWN HOMES CORPORATION has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 7th day of May, 1962.

ATTEST:

Phyllis G. Pitzer
Secretary

HAGERSTOWN HOMES CORPORATION

By Edison Y. Groh
President

STATE OF MARYLAND, COUNTY OF WASHINGTON, to wit:

I HEREBY CERTIFY that on this 7th day of May, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared EDISON Y. GROH, President of HAGERSTOWN HOMES CORPORATION, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of the said Corporation; and at the same time personally appeared PHYLLIS G. PITZER and made oath in due form of law that she was Secretary of the meeting of the Board of Directors of said Corporation at which the amendment of the Charter of the Corporation therein set forth was authorized, and that the matters and facts set forth

JTS:cjl
4/27/62

in said Articles of Amendment are true to the best of her knowledge, information and belief.

WITNESS my hand and notarial seal.

Angel Delosis
Notary Public
My Commission Expires 5/6/63

ARTICLES OF AMENDMENT

OF

HAGERSTOWN HOMES CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
JUL 19 12 13 PM '62
FILED
LAND RECORDS
G. MERLIN SHIVER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland May 14, 1962 at 11:45 o'clock A. M. as in conformity with law and ordered recorded.

A 15683

4

Recorded in Liber F303, folio 356, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....24.00.....Recording fee paid $.....10.00....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Barton

522

W. A. 5/14/62

FS:sal
5/1/62

Recorded July 19, 1962 at 12:13 P.M. Liber 12, Receipt No. 196932

STOCK ISSUANCE STATEMENT

HAGERSTOWN HOMES CORPORATION

HAGERSTOWN HOMES CORPORATION, a Maryland corporation, having its principal office at R. F. D. 2, Hagerstown, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Corporation has authorized the issuance of 1,950 fully paid and non-assessable shares of the par value of $100.00 per share common stock of the Corporation, for the following consideration, the actual value of which, as determined by the Board of Directors is not less than $195,063.94, namely;

(a) Mortgage in the amount of $69,750.00 from HAGERSTOWN HOMES CORPORATION to Edison Y. Groh, dated September 30, 1950.

(b) Mortgage in the amount of $69,750.00 from HAGERSTOWN HOMES CORPORATION to Edna D. Groh, dated September 30, 1950.

(c) Mortgage to Edna D. Groh (1/2), Phyllis G. Pitzer (1/4) and Lois G. Unger (1/4) on 64 and 66 W. Franklin Street, Hagerstown, Maryland, in the amount of $30,000.00, assumed by HAGERSTOWN HOMES CORPORATION at its first meeting of Directors on September 30, 1950.

(d) Promissory note of HAGERSTOWN HOMES CORPORATION to Edna D. Groh, dated October 1, 1951, in the amount of $14,156.97.

(e) Promissory note of HAGERSTOWN HOMES CORPORATION to

FS:sal
5/1/62

Edison Y. Groh, dated October 1, 1951, in the amount of $27,050.00 less $14,156.97, repaid by the Corporation to Edison Y. Groh, leaving a net of $11,406.97.

SECOND:

(a) The actual value of the consideration to be received by the

Corporation, as determined by the Board of Directors, is at least equal to the par value of shares to be issued; and,

(b) The issuance of said shares of stock of the terms above set forth was duly authorized by the Board of Directors of the Corporation of a meeting held on May 7th, 1962 and consented in writing to by all of the stock holders of the Corporation on May 7th, 1962, pursuant to Section 47 of Article 23 of the Annotated Code of Maryland, 1957.

IN WITNESS WHEREOF, HAGERSTOWN HOMES CORPORATION has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 7th day of May, 1962.

ATTEST:

Phyllis G. Pitzer
Secretary

HAGERSTOWN HOMES CORPORATION

By Edison Y. Groh
President

STATE OF MARYLAND, COUNTY OF WASHINGTON, to wit:

I HEREBY CERTIFY that on this 7th day of May, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared EDISON Y. GROH, President of HAGERSTOWN HOMES CORPORATION, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing

FS:sal
5/1/62

Stock Issuance Statement to be the corporate act of the said Corporation; and at the same time personally appeared PHYLLIS G. PITZER and made oath in due form of law that she was Secretary of the meeting of the Board of Directors of said Corporation at which the issuance of stock herein set forth was authorized, and that the matters and facts set forth in said Stock Issuance Statement are true to the best of her knowledge, information and belief.

WITNESS my hand and notarial seal.

Paul C. Deloach
Notary Public
My Commission Expires 5/6/63

STOCK ISSUANCE STATEMENT

OF

HAGERSTOWN HOMES CORPORATION

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
MAY 19 12 13 PM '62
LIBER
FOLIO
LAND RECORDS
CHARGED
CHARGED
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland May 14, 1962 at 11:45 o'clock A. M. as in conformity with law and ordered recorded.

A 15682

4

Recorded in Liber F 3 6 3, folio 360, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....Charles A. Benton.....

Sent to Paul Horst Bros July 19, 1962

Recorded July19, 1962 at 12:13 P.M. Liber 11, Receipt No. 196932 525

ESTABLISHED 1897

BEST'S POLICYHOLDER RATING-A+

The Brethren Mutual Insurance Company

HOME OFFICE

Hagerstown, Maryland

First Federal Building
100 West Washington St.
Hagerstown, Maryland
Telephone 739-0950

RESOLUTION

August 5, 1960

BE IT RESOLVED that due to the necessity of enlarging our office facilities and for improving the service to our customers and for other worthwhile reasons, the Company is moving from 59 West Franklin Street, Hagerstown, Maryland, to 100 West Washington Street, Hagerstown, Maryland. The office will be in the First Federal Building, third floor, Rooms No. 302-306. Whereas, in order to accomplish this the Executive Committee is authorized to lease offices in the First Federal Building on the basis of terms of rental and lease conditions as presented by the Secretary.

The resident officer will continue to be Paul D. Horst, Secretary-Treasurer.

IN TESTIMONY WHEREOF, said Corporation has signed these presents and affixed their seal this 5th day of May, 1962.

THE BRETHREN MUTUAL INSURANCE COMPANY

By John S. Bowlus
John S. Bowlus, President

ATTEST Paul D. Horst
Paul D. Horst, Secretary

NOTICE OF CHANGE OF PRINCIPAL OFFICE

OF

THE BRETHREN MUTUAL INSURANCE COMPANY

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 19 12 13 PM '62
LAWRENCE W. MOWBRAY
CLERK

received for record May 7, 1962 at 2:15 A. M.

and recorded in Liber F No. 302 Folio No. 303 one of

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

Clerk of the Circuit Court of Washington County.

AA № 1375

Recording Fee Paid $2.00

3871

State Department of Assessments & Taxation
301 West Preston Street
Baltimore 1, Maryland

Pursuant to the provisions of Section 8 of Article 23 of the Annotated Code of Maryland (L.1951, Ch. 135), the undersigned Maryland corporation hereby notifies the State Department of Assessments & Taxation of Maryland:

That under resolution adopted by the board of directors of the Corporation on April 18, 1962, a certified copy of which is filed herewith, the resident agent of the Corporation in the State of Maryland has been changed to Anne M. Snyder, whose post office address is No. 29 North Prospect Street, Hagerstown, Maryland. The resident agent so designated is a citizen of the State of Maryland and actually resides therein.

That under resolution adopted by the board of directors of the Corporation on April 18, 1962, a certified copy of which is filed herewith, the principal office of the Corporation in the State of Maryland has been changed from No. 4 Public Square, Hagerstown, Maryland, to No. 29 North Prospect Street, Hagerstown, Maryland.

THE TOBACCO PRODUCTS COMPANY

BY Anne M. Snyder
Anne M. Snyder
President

Dated: April 18, 1962

I HEREBY CERTIFY, This 18th day of April, A.D., 1962, that the following is a true copy of the resolution adopted by the Board of Directors of The Tobacco Products Company held at the principal office of the Company on Wednesday, April 18, 1962, at which a quorum was present, and that the same is in conformity with the By-Laws.

"RESOLVED: That the principal office of the Corporation be changed from No. 4 Public Square, Hagerstown, Maryland, to 29 North Prospect Street, Hagerstown, Maryland, and that Anne M. Snyder, 29 North Prospect Street, Hagerstown, Maryland, a citizen of the State of Maryland who actually resides therein, be designated as resident agent of the Corporation."

WITNESS my hand and the corporate seal of said Corporation.

Samuel C. Strite
Samuel C. Strite, Secretary

528

NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND CHANGE OF RESIDENT AGENT

OF

THE TOBACCO PRODUCTS COMPANY

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. [illegible]
May 9 12 13 PM '62
[illegible] CLERK
C. MILLER SNYDER
CLERK

received for record May 4, 1962 at 1:26 P. M.

and recorded in Liber F No. 802 Folio No. 34 one of

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

Clerk of the Circuit Court of Washington County.

(3)

AA № 1373

Recording Fee Paid $4.00

Recorded August 15, 1962 at 12:08 P.M. Liber 11, Receipt No. 197678

MARINE AND ELECTRONICS ~~MFG. INC.~~
Manufacturing, Incorporated

TO STATE CORPORATION COMMISSION
BALTIMORE, MARYLAND

GENTLEMEN:

I CERTIFY THAT THE RECORDS AND MINUTE BOOK OF THE MARINE AND ELECTRONICS MANUFACTURING, INCORPORATED, OF HAGERSTOWN, MARYLAND, AT A SPECIAL MEETING OF THE BOARD OF DIRECTORS HELD MAY 29, 1962, READS AS FOLLOWS:

"UPON MOTION DULY MADE AND SECONDED IT WAS RESOLVED THAT EFFECTIVE IMMEDIATELY MR. VICTOR D. SNECKENBERGER, PRESIDENT, WILL BE REGISTERED AGENT FOR THE CORPORATION AND THAT THE REGISTERED AGENT'S ADDRESS IS 319 WEST HOWARD STREET, HAGERSTOWN, MARYLAND. MR. SNECKENBERGER IS A RESIDENT OF THE STATE OF MARYLAND AND RESIDES IN HAGERSTOWN, MARYLAND."

B. H. CONRAD, SECRETARY

B. H. Conrad

SEAL

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
AUG 15 12 08 PM '62
HARRY LAND, JR. CLERK
G. MERLIN SNYDER
CLERK

NOTICE OF CHANGE OF RESIDENT AGENT

OF

MARINE AND ELECTRONICS MANUFACTURING, INCORPORATED

received for record June 22, 1962, at 9:48 A. M.

and recorded in Liber F No. 304 Folio No. 59 one of

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

Clerk of the Circuit Court of Washington County.

AA № 1442

Recording Fee Paid $2.00

530

Recorded August 15, 1962 at 12:09 P.M. Liber 11, Receipt No. 197678

ARTICLES OF INCORPORATION

OF

NEW ERA DESIGN & ENGINEERING CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Ronald Gale, whose postoffice address is Antietam Village, Funkstown, Maryland; Ronald M. Gale, whose postoffice address is 60 Homesdale Avenue, Southington, Connecticut; and Mae F. Gale, whose postoffice address is Antietam Village, Funkstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is New Era Design & Engineering Co., Inc.

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

(a) To apply for, secure, obtain, register, purchase, create, lease or otherwise acquire and to hold, use, own, operate and introduce, and to sell, assign, lease on royalty or otherwise dispose of, any letters patent, patent rights, patent applications, licenses or grants in respect to letters patent or patent applications, inventions, improvements, processes, formulas, trade-marks and trade names, copyrights, labels and designs, issued by, used in connection with or secured under, letters patent of the United States, or any foreign country, or otherwise; to use, exercise, develop, grant licenses and territorial rights in respect of, sell, or otherwise turn to account any such patents, applications, licenses, processes, formulas and inventions or the like, or any such trade-marks, trade names, copyrights, labels, designs, property or rights, including the good will of any thereof; to supervise or otherwise exercise such control over its said licensees and the business conducted by them, as may be agreed upon

in its contracts with such licensees for the protection of its rights in said patents or other property and rights, and to secure to it the payment of agreed royalties or other considerations; and to manufacture, buy, sell, or deal in any article produced as the result or through the use of, any such inventions, processes, or the like or under any such patent, or any articles of any description used, or suitable to be used in connection therewith.

(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, wares and merchandise of every description.

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

(f) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; andto purchase, hold, sell,

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

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

(h) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any

of them, or any part thereof, or to enhance the value of its property, business or rights.

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

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is Antietam Village, Funkstown, Maryland. The resident agent of the Corporation in this State is Omer T. Kaylor, Jr., whose postoffice address is Grice Building, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares of the par value of One Hundred ($100.00) Dollars each, all of which shares are of one class and are designated Common Stock. The aggregate par value of all shares having par value is One Hundred Thousand ($100,000.00) Dollars.

SIXTH: The Corporation shall have three directors and Ronald

Gale, Ronald M. Gale and Mae F. Gale shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

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

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital

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

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

(e) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 6th day of June, 1962.

Witness:

Anna C Deloria

Ronald Gale

Ronald Gale

Witness:

Ronald M Gale
Ronald M. Gale

Mae F. Gale
Mae F. Gale

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 6th day of June, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Ronald Gale and Mae F. Gale and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

Notary Public

My commission expires: May 6, 1963

STATE OF CONNECTICUT, Hartford COUNTY, to-wit:

I HEREBY CERTIFY, that on this 15th day of June, 1962, before me, the subscriber, a Notary Public of the State of Connecticut, in and for Hartford County, personally appeared Ronald M. Gale and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Notary Public

My commission expires:
4/1/67

ARTICLES OF INCORPORATION

OF

NEW ERA DESIGN & ENGINEERING CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 20, 1962 at 10:18 o'clock A. M. as in conformity with law and ordered recorded.

A 16191

8

Recorded in Liber F308, folio 452, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....14.00.....

To the Clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles O. Boston

538

Recorded August 15, 1962 at 12:09 P.M. Liber 11, Receipt No. 197678

ROUND TOP HUNTING CLUB, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Darl Vann, High Street, Hancock, Maryland; James Moore, 110 Virginia Avenue, Hancock, Maryland; Paul B. Heironimus, R. F. D. # 2, Hagerstown, Maryland; all being of full legal age, and all being residents of Washington County, Maryland, do under and by virtue of the Public General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: ROUND TOP HUNTING CLUB, INC.

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

(a) To organize, own, manage and operate a club exclusively for pleasure, recreation and any other non-profitable purposes, no part of the net earnings of which is to inure to the benefit of any private shareholder, individual or member.

(b) To acquire, lease, rent, construct, purchase, own, furnish, manage, operate, sell or otherwise own and control, by any lawful means, buildings, clubhouses, meeting places, lands, grounds, equipment, traps and other appliances and any other property of any kind or description for the use, pleasure and enjoyment of its members and guests in sports, shooting, fishing and any other recreational, sporting and social activities.

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

(d) To loan or advance money with or without security, without limitation as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature for money borrowed or for any other lawful consideration.

(e) To accept, obtain, receive and demand of its members, by any lawful means, funds for any or all of the purposes for which this Corporation is formed, and to pay for the same by any lawful means.

(f) To encourage, obligate and require its members to obey the letter and spirit of all fish and game laws, and encourage by personal conduct, influence and otherwise, general regard by its members as well as the public generally for all fish and game laws.

(g) To encourage, obligate and require its members to obey the letter and spirit of all rules, regulations, orders and laws for the protection, preservation and propagation of fish, game and other wild life,

(h) To foster and increase the fish, game and wild life supply in any lawful manner.

(i) From time to time to do any one or more of the acts and things hereinbefore set forth for pleasure, amusement and enjoyment and as a non-profitable enterprise or business, and to carry on any other business which may seem to the Corporation to be calculated directly or indirectly to effectuate the aforesaid purposes or objects, or either or any of them, to facilitate it in the transaction of any other business that may be calculated, directly or indirectly to enhance the value of its property or rights, provided that in the transaction of its business, the Corporation shall be subject to the laws of the jurisdiction in which the same is transacted or its property may be located.

(j) This Corporation is formed on and subject to the articles, conditions and provisions herein expressed and to the provisions and limitations relating to corporations which are contained in the Public General Laws of the State of Maryland, and said Corporation shall have full power to do any and all of the acts, matters and things hereinbefore set forth and shall also have all the power insofar as the same may be applicable to it as enumerated and more particularly set out in Article 23 of the Code of Public General Laws of Maryland relating to Corporations, and all amendments and supplements thereto, and to do every act or thing not inconsistent with law which may be appropriate to promote and attain the objects and purposes for which or for any of which this corporation is formed.

FOURTH: The principal office of said Corporation will be located at Hancock, Maryland and Post Office Box No. 63 will be the post office address of the place at which the principal office of said Corporation in this State will be located.

FIFTH: The said Corporation's resident agent in the State of Maryland will be Paul B. Heironimus, whose Post Office address is R.F.D. # 2, Hagerstown, Maryland, being of full legal age and a citizen and actual resident of

Washington County, State of Maryland.

SIXTH: The Corporation shall have no capital stock.

SEVENTH: The said Corporation shall have three (3) directors which number may be increased pursuant to the By-Laws of the Corporation but shall never be less than three (3); and names of the directors who shall act as directors until the first meeting or until their successors are duly chosen and qualified are: Darl Vann, James Moore and Paul B. Heironimus.

EIGHTH: This Corporation shall regulate all the terms, rights and conditions of membership by its By-Laws. The Corporation reserves the right to alter, change and amend the said By-Laws from time to time.

NINTH: Presence in person of members entitled to cast a vote shall be ten (10).bona fide paid up members which shall be sufficient to constitute a quorum at any regular or special meeting of the members of the Corporation and the majority of votes cast shall be sufficient to pass any measure except any action (including the adoption of any amendment of the Charter) required by law to be taken or authorized to be taken by a friendly vote of the majority or other designated majority.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 21 day of June, A.D., 1962.

Darl Vann (SEAL)
Darl Vann

Witness:
M. C. Landis

James Moore (SEAL)
James Moore

Paul B. Heironimus (SEAL)
Paul B. Heironimus

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 21 day of June, A.D., 1962, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Darl Vann, James Moore and Paul B. Heironimus, all of whom being personally known to me to be the persons whose names are subscribed to the aforegoing Articles of Incorporation, and did each acknowledge the aforegoing Articles of Incorporation to be their respective act and deed.

Witness my hand and Official Notarial Seal.

Maurice C. Landis
Notary Public

My Commission Expires:
May 6, 1963.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 4720
AUG 15 12 09 PM '62
LINDA E. MOORE - CASHIER
LAND RECORDS
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION

OF

ROUND TOP HUNTING CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 28, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 16354

4

Recorded in Liber F310, folio 140, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded August 15, 1962 at 12:09 P.M. Liber 92, Receipt No. 197678

VULCANA CORPORATION

STOCK ISSUANCE STATEMENT

Vulcana Corporation, A Maryland Corporation, having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessment and Taxation, of Maryland, that:

FIRST: The Corporation has authorized the issuance of FIVE THOUSAND THREE HUNDRED (5,300) fully paid and non-assessable shares of the par value of One Dollar ($1.00) per share of the Common Stock of the Corporation for the following consideration, namely;

All of the outstanding shares of A. J. Thieblot & Associates, Inc., the actual value of which, as determined by the Board of Directors, is not less than FIVE THOUSAND THREE HUNDRED DOLLARS ($5,300.00).

SECOND: The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on March 21st, 1962; the issuance of said shares of stock as so authorized by the Board of Directors was submitted for approval at a special meeting of the stockholders of the Corporation held on April 13th, 1962; notice stating that a purpose of the meeting would be to take action upon the proposed issue of said shares of stock was given as required by law, to all stockholders of the Corporation entitled to vote thereon; and the proposed issuance of said shares of stock was approved by the stockholders of the Corporation at said meeting.

In witness whereof, the Vulcana Corporation has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed by its Secretary.

Witness: Robert J. Thieblot
Robert J. Thieblot,
Secretary

THE VULCANA CORPORATION
By: Armand J. Thieblot
Armand J. Thieblot, President

STATE OF MARYLAND)
Baltimore) ss:
COUNTY OF ~~WASHINGTON~~)

I hereby certify that on 21 May, 1962, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Baltimore ~~Washington~~, personally appeared Armand J. Thieblot, President of Vulcana Corporation, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time personally appeared Robert J. Thieblot and made oath in due form of law that he was secretary of the meeting of the stockholders of said corporation at which the issuance of the stock therein mentioned was finally approved, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

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

Edward C. Mackie
Notary Public

EDWARD C. MACKIE NOTARY PUBLIC BALTIMORE

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECORD NO. 14274
JUN 15 12 09 PM 1962
TOM
LAND & TAX ENGINEER
& MARYLAN ANNOTT
CLERK

STOCK ISSUANCE STATEMENT

OF

VULCANA CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland June 4, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 15961

3

Recorded in Liber J306, folio 299, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

.....

Recorded August 15, 1962 at 12:09 A.M. Liber 22, Receipt No. 197678

ARTICLES OF MERGER

TO THE DEPARTMENT OF STATE:

COMMONWEALTH OF PENNSYLVANIA.

In compliance with the requirements of Article IX of the Act of the General Assembly of the Commonwealth of Pennsylvania known as the "Business Corporation Law" approved May 5, 1933, as amended, providing for the merger and consolidation of corporations, Wayne Gas & Oil Co., and Solliday Oil Company, Inc., each hereby certifies under its corporate seal:

1. That the name of the surviving corporation is Wayne Gas & Oil Co., and that its registered office is located at 69 Greene Street, Waynesboro, Franklin County, Pennsylvania.

2. That the joint plan of merger was authorized, adopted and approved by Solliday Oil Company, Inc., a Maryland corporation, authorized to do business in Pennsylvania, in accordance with the laws of the State of Maryland, the jurisdiction in which it was formed.

3. (a) That at a meeting of the Board of Directors of Wayne Gas & Oil Co., held April 30, 1962, a resolution was adopted approving a joint plan of merger of the said corporation with Solliday Oil Company, Inc., and directing that said joint plan be submitted to a vote of the shareholders entitled to vote thereon at a meeting to be held on May 14, 1962. The meeting of the shareholders of Wayne Gas & Oil Co. to take action upon the joint plan was held on May 14, 1962, at the registered office of the corporation, 69 Greene Street, Waynesboro, Franklin County, Pennsylvania, pursuant to written notice given to the shareholders of Wayne Gas & Oil Co., on May 1, 1962, service of which was accepted in writing by all shareholders of Wayne Gas & Oil Co., on May 1, 1962.

(b) That at the time of the meeting of the shareholders of Wayne Gas & Oil Co., held on the 14th day of May 1962, the authorized number of shares of capital stock of the corporation was 500, of which 394 shares were then issued and outstanding and 394 shares were entitled to vote on the joint plan of merger.

(c) That at the meeting of the shareholders of Wayne Gas & Oil Co., held on the 14th day of May 1962, 394 shares were voted in favor of the resolution approving the joint plan of merger, and 0 shares were voted against the said resolution.

4. The Articles of Incorporation of Wayne Gas & Oil Co., the surviving corporation, shall be amended to enlarge the corporate purposes, so as to include corporate purposes heretofore enjoyed by Solliday Oil Company, Inc., as follows:

The purposes of Wayne Gas & Oil Co., the surviving corporation, are:

(a) To buy, sell, and distribute petroleum products, motor vehicle tires, tubes and accessories; to buy, sell and lease, as lessee or lessor, real estate and distribution equipment for petroleum products; to install and maintain distribution equipment for petroleum products;

(b) To purchase, lease or otherwise acquire real estate, machinery, manufacturing equipment, tools, and other personal property and to own, hold, lease, sell and convey, exchange, incumber by mortgage, deed of trust, and otherwise dwell in, utilize or dispose of such property, real and personal, as well as any rights, interests, leases, equities, mortgages and options in, upon or affecting any such property, and also to acquire, improve, construct, build, own, operate and maintain, lease, sell buildings, business blocks, retail establishments and other structures and improvements;

(c) To do any other lawful acts or things and to carry on all other business which may seem to the corporation to be calculated to effectuate the aforesaid objects or any of them or to facilitate in the transaction of the aforesaid business of any part thereof.

5. The names and addresses of the first Directors of the surviving corporation, who shall serve until the next annual meeting of the shareholders or until their successors are elected, are:

Name	Residence
R. C. Witherspoon	1332 The Terrace, Hagerstown, Md.
Lucille R. Witherspoon	1332 The Terrace, Hagerstown, Md.
Reese Fogarty	815 Fairview Avenue, Waynesboro, Pa.

6. The joint plan of merger is attached hereto and incorporated herein by reference.

IN TESTIMONY WHEREOF, Wayne Gas & Oil Co., has caused these Articles of Merger to be signed by its President, and its corporate seal duly attested by its Secretary, to be hereunto affixed, and Solliday Oil Company, Inc., has caused these Articles of Merger to be signed by its President, and its corporate seal duly attested by its Secretary, to be hereunto affixed this 13th day of June, 1962.

WAYNE GAS & OIL CO.

(Corporate Seal)

By Robert C. Witherspoon
Robert C. Witherspoon
President

Attest:

Lucille R. Witherspoon
Lucille R. Witherspoon
Secretary

SOLLIDAY OIL COMPANY, INC.

(Corporate Seal)

By Robert C. Witherspoon
Robert C. Witherspoon
President

Attest:

Reese Fogarty
Reese Fogarty
Secretary

These Articles of Merger and the Joint Plan of Merger were duly advised by the Board of Directors of Solliday Oil Company, Inc., a Maryland corporation, and approved by the stockholders of said corporation in the manner and by the affirmative vote of all the votes entitled to be cast by the holders of outstanding stock, as required by Article 23 of the Code of Public General Laws of Maryland.

The merger to be effected in accordance with these Articles and the Joint Plan of Merger was duly advised, authorized, adopted and approved in the nammer and by the vote of the Directors and stockholders of Wayne Gas & Oil Co., a Pennsylvania corporation, as required by the laws of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, these Articles of Merger are hereby signed in the name and on behalf of each of said corporations by their respective Presidents and by their respective Secretaries under their respective corporate seals of said corporations this 13th day of June 1962.

WAYNE GAS & OIL CO.

(Corporate Seal)

By Robert C. Witherspoon
Robert C. Witherspoon, President

By Lucille R. Witherspoon
Lucille R. Witherspoon, Secretary

Attest:
Lucille R. Witherspoon
Lucille R. Witherspoon, Secretary

SOLLIDAY OIL COMPANY, INC.

(Corporate Seal)

By Robert C. Witherspoon
Robert C. Witherspoon, President

By Reese Fogarty
Reese Fogarty, Secretary

Attest:
Reese Fogarty
Reese Fogarty, Secretary

STATE OF PENNSYLVANIA :
: ss
COUNTY OF FRANKLIN :

I hereby certify that on the 13th day of June, 1962, before me the subscriber, a notary public of the State of Pennsylvania, in and for the County aforesaid, personally appeared Robert C. Witherspoon, President of Solliday Oil Company, Inc., and acknowledged the foregoing Articles of Merger and Joint Plan of Merger to be the act and deed of said corporation; and that at the same time also personally appeared Reese Fogarty and made oath in due form of law that he was the Secretary of the meeting of the stockholders of Solliday Oil Company, Inc., at which the merger set forth in said articles was approved and that the matters and facts set forth in said articles and joint plan of merger with respect to authorization and approval, are true to the best of his knowledge, information and belief.

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

Hilda I. Gordon
Notary Public

Notary Public, Waynesboro, Franklin Co.
My Commission Expires February 17, 1963

STATE OF PENNSYLVANIA :
: ss
COUNTY OF FRANKLIN :

I hereby certify that on this 13th day of June, 1962, before me the subscriber, a notary public of the State of Pennsylvania in and for the County aforesaid, personally appeared Robert C. Witherspoon, President of Wayne Gas & Oil Co., and acknowledged the foregoing Articles of Merger and Joint Plan of Merger to be the act and deed of said corporation; and that at the same time also personally appeared Lucille R. Witherspoon and made oath in due form of law that she is the Secretary of Wayne Gas & Oil Co., and that the matters and facts set forth in said articles and joint plan of merger with respect to authorization and approval, are true to the best of her knowledge, information and belief.

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

Hilda I. Gordon
Notary Public

Notary Public, Waynesboro, Franklin Co.
My Commission Expires February 17, 1963

Joint Plan of Merger of
Wayne Gas & Oil Co., a Pennsylvania Corporation,
and Solliday Oil Company, Inc., a Maryland Corporation
Registered to do Business in Pennsylvania

This joint plan of merger entered into this 30th day of April, 1962, by and between Wayne Gas & Oil Co., a corporation organized and existing by virtue of the laws of the Commonwealth of Pennsylvania, by its Directors, namely, Robert C. Witherspoon, Lucille R. Witherspoon and Reese Fogarty, being all of the Directors of said corporation, sometimes hereinafter called Wayne, and, Solliday Oil Company, Inc., a corporation organized and existing by virtue of the laws of the State of Maryland and registered to do business in Pennsylvania, by its Directors, namely, Robert C. Witherspoon, W. M. Todd and Reese Fogarty, being all of the Directors of said corporation, sometimes hereinafter called Solliday.

WHEREAS, Wayne is a corporation duly organized and incorporated December 30, 1950, under the provisions of the Business Corporation Law of Pennsylvania, the Act of May 5, 1933, as amended, for the following purposes: "To buy, sell, and distribute petroleum products, motor vehicle tires, tubes and accessories; to buy, sell and lease, as lessee or lessor, real estate and distribution equipment for petroleum products; to install and maintain distribution equipment for petroleum products," and

WHEREAS, Solliday is a corporation duly organized and incorporated June 10, 1952, under the General Laws of the State of Maryland with its principal office in Hagerstown, Washington County, Maryland, for the following purposes:

"(a) To procure, purchase, own, sell, manufacture, blend, mix and otherwise work and deal in all kinds of gasoline for automobiles and engines, and motor oils and greases and kerosene and all other by-products of the same or any part thereof, both wholesale and retail, and to generally conduct a general wholesale and retail business in buying and selling gasoline, kerosene, motor oils and greases, and operating, maintaining and managing automobile service and gasoline stations; to procure, purchase, own, sell, repair, vulcanize and otherwise work and deal in all kinds of automobile and truck tires,

tubes and accessories; to procure, purchase, own, sell, repair and otherwise deal in all kinds of automobiles, trucks and motor vehicles, and all parts, equipment, accessories and appliances of every kind for the same, both wholesale and retail, and all other materials used in, on or about an automobile, motor truck or motor vehicle or any kind, as well as all other articles of personal property which may be desirable to handle, own, sell or deal in around a general automobile garage, service and repair station.

(b) To purchase, lease or otherwise acquire real estate, machinery, manufacturing equipment, tools, and other personal property and to own, hold, lease, sell and convey, exchange, incumber by mortgage, deed of trust, and otherwise dwell in, utilize or dispose of such property, real and personal, as well as any rights, interests, leases, equities, mortgages and options in, upon or affecting any such property, and also to acquire, improve, construct, build, own, operate and maintain, lease, sell buildings, business blocks, retail establishments and other structures and improvements.

(c) To purchase, acquire, hold, sell, assign, transfer, mortgage, and otherwise dispose of capital stock, bonds, debentures, or other evidences of indebtedness of any individual or any corporation, domestic or foreign, and to exercise all the rights and privileges of ownership including the right to vote thereon and to issue in exchange therefor its own stock, bonds and other obligations, and to aid in any manner any corporation whose stock, bonds, or other obligations are held by this corporation, and to do any other lawful acts or things and to carry all other business which may seem to the corporation to be calculated to effectuate the aforesaid objects or any of them or to facilitate in the transaction of the aforesaid business of any part thereof," and

WHEREAS, Wayne now has an authorized capital stock of $50,000.00 divided into 500 shares of the par value of $100.00 each, of which 394 shares are now issued and outstanding, and

WHEREAS, Solliday now has an authorized capital stock of $100,000.00 divided into 1,000 shares of the par value of $100.00 each, 70 shares of which are now issued and outstanding, and

WHEREAS, neither of said corporations has any bonded indebtedness, and

WHEREAS, each of said corporations is possessed of assets and securities of large value and is now actively engaged in transacting the business for which it was incorporated, and

WHEREAS, it is the desire of each of said corporations as expressed by the unanimous action of the Directors of each to merge and consolidate the rights, privileges, franchises and properties of said corporations.

NOW, THEREFORE, WITNESSETH, that the said Wayne Gas & Oil Co., and the said Solliday Oil Company, Inc., in consideration of the premises and of the mutual advantages which will enure to each of the parties, do hereby agree that upon the due approval of this agreement by a majority of the shareholders of each of the said corporations, to be obtained at a special meeting of the shareholders of such corporation duly called and held for that purpose, and the filing of articles of merger with the Department of State and the issuance by said department of a certificate of merger, the said corporations, parties hereto, shall be deemed and taken to be one corporation by the name and style hereinafter provided, and such corporation shall possess all the rights, privileges, franchises and properties theretofore vested in and belonging to each of the corporations, parties hereto, or to which they are entitled by reason of any matter, cause or thing whatsoever.

AND the parties hereto do further agree to and with each other as follows:

FIRST. The name of the surviving corporation shall be Wayne Gas & Oil Co.

SECOND. The corporate purposes of the surviving corporation shall be:

(a) To buy, sell, and distribute petroleum products, motor vehicle tires, tubes and accessories; to buy, sell and lease, as lessee or lessor, real estate and distribution equipment for petroleum products; to install and maintain distribution equipment for petroleum products;

(b) To purchase, lease or otherwise acquire real estate, machinery, manufacturing equipment, tools, and other personal property and to own, hold, lease, sell and convey, exchange, incumber by mortgage, deed of trust, and otherwise dwell in, utilize or dispose of such property, real and personal,

as well as any rights, interests, leases, equities, mortgages and options in, upon or affecting any such property, and also to acquire, improve, construct, build, own, operate and maintain, lease, sell buildings, business blocks, retail establishments and other structures and improvements;

(c) To do any other lawful acts or things and to carry on all other business which may seem to the corporation to be calculated to effectuate the aforesaid objects or any of them or to facilitate in the transaction of the aforesaid business of any part thereof.

THIRD. The number of Directors of the surviving corporation shall, until some change in the By-Laws thereof be hereafter made, be three (3), and the names and residences of those to serve until the next annual meeting or until their successors are elected are:

Name	Residence
R. C. Witherspoon	1332 The Terrace, Hagerstown, Md.
Lucille R. Witherspoon	1332 The Terrace, Hagerstown, Md.
Reese Fogarty	815 Fairview Avenue, Waynesboro, Pa.

The offices of said corporation shall be a President, Vice President, Secretary and Treasurer, and the names and residences of such officers to serve until the next annual meeting or until their successors are elected are:

Office	Name	Residence
President	R. C. Witherspoon	1332 The Terrace, Hagerstown, Md.
Vice President	Reese Fogarty	815 Fairview Avenue, Waynesboro, Pa.
Secretary	Lucille R. Witherspoon	1332 The Terrace, Hagerstown, Md.
Treasurer	R. C. Witherspoon	1332 The Terrace, Hagerstown, Md.

The members of the Board of Directors of said corporation shall be elected by a majority of the shareholders of the corporation at the annual meeting of the corporation for such purpose to be held on the 3rd Monday of January in each and every year at the principal office of the corporation, which shall be at 69 Greene Street, Waynesboro, Franklin County, Pennsylvania, or at such other time and place as the shareholders of the corporation shall determine.

The officers of the corporation shall be elected by a majority vote of the Directors of the corporation at such time and place as may be provided

by the By-Laws of the corporation.

FOURTH. The capital stock of the surviving corporation shall be $50,000.00 divided into 500 shares of the par value of $100.00 each. All issued and outstanding shares of Solliday, to-wit, 70 shares thereof, are owned by Wayne Gas & Oil Co., and the value thereof will become a part of capital surplus in the surviving corporation and no shares of the surviving corporation shall be issued therefor. The 394 shares now issued and outstanding from Wayne Gas & Oil Co. shall constitute all of the issued and outstanding shares of the surviving corporation.

FIFTH. The remaining 106 shares of the surviving corporation of the par value of $100.00 shall be sold at such times as the Board of Directors of the surviving corporation shall deem fit at a price of not less than the par value thereof.

SIXTH. All the recitals hereinbefore contained are to be taken as part of the terms, stipulations and conditions of said merger.

SEVENTH. Solliday Oil Company, Inc., will, under its corporate seal, duly attested, make, execute and deliver to the surviving corporation indentures to grant, bargain, sell, convey, release, confirm, assign, transfer, set over and deliver unto such grantee, its successors and assigns, all, every and singular, the franchises, corporate property, rights and credits possessed, owned, held or exercised by Solliday Oil Company, Inc.

EIGHTH. Each indenture of Solliday Oil Company, Inc., shall recite that the same is made under and subject to the payment and discharge by Wayne Gas & Oil Co., its successors and assigns, of all, every and singular, the debts, liabilities, duties and obligations of Solliday Oil Company, Inc., and shall be executed under the corporate seal, duly attested, of Wayne Gas & Oil Co., as evidence in said indenture of the assumption by Wayne Gas & Oil Co. of the payment and discharge of said obligations.

NINTH. This agreement shall be submitted for approval or disapproval to the shareholders of each of said corporations at separate special meetings, of the time, place and object of which written notice shall be given not less

than 10 days before said special meeting to each shareholder of record of each corporation, and if said agreement shall be approved by a majority of the shareholders of each corporation present at such meetings, then that fact shall be certified by the Secretary of each corporation under its corporate seal, and a copy of this agreement shall be filed in the office of the Secretary of the Commonwealth.

TENTH. This agreement is made and executed under the provisions of the Business Corporation Law approved May 5, 1933, as amended which Act is hereby incorporated into and made a part of this joint plan.

ELEVENTH. The surviving corporation shall be subject to and regulated by the corporate rights, privileges, franchises, duties and obligations existing under and by virtue of the Articles of Merger to be filed with, and the Certificate of Merger to be issued by, the Pennsylvania Department of State to the surviving corporation.

TWELFTH. Wayne Gas & Oil Co. and Solliday Oil Company, Inc., do each hereby constitute and appoint Robert C. Witherspoon to be its attorney for it and in its name and for its corporate act and deed to acknowledge this joint plan of merger before any person having authority by the laws of the Commonwealth of Pennsylvania to take such acknowledgments, to the intent that the same may be duly recorded.

THIRTEENTH. Upon the consummation of this joint plan of merger in the manner provided by law, all and singular the rights, privileges and franchises of each of the said corporations, parties hereto, and all the property, real, personal and mixed, and all accounts and bills receivable and all other rights and choses in action belonging to each of said corporations, parties hereto, shall be taken, deemed and considered to be sold, transferred, assigned and conveyed to and vested in the said surviving corporation without further act or deed to the intent that the said surviving corporation shall become the owner of and have vested in it all the said rights, privileges, franchises, properties, choses and rights in action now belonging to and owned by the said corporations, parties hereto, or to which said corporations are or may

be entitled. PROVIDED HOWEVER, that all the rights of creditors and all liens upon the property of each of the said corporations, parties hereto, shall continue unimpaired and the respective constituent corporations, parties hereto, shall be deemed to be in existence to preserve the same, and all debts, duties and liabilities of each of the said constituent corporations, parties hereto, shall henceforth attach to the said surviving corporation and may be enforced against it to the same extent and by the same process as if said debts, duties, and liabilities had been contracted by the said surviving corporation.

FOURTEENTH. Wayne Gas & Oil Co. hereby agrees that it may be served with process in the State of Maryland in any proceeding for enforcement of any obligation of Solliday Oil Company, Inc., as well as for enforcement of any obligation of Wayne Gas & Oil Co., arising from the merger, and irrevocably appoints Robert C. Witherspoon, 1332 The Terrace, Hagerstown, Washington County, Maryland, as its agent to accept service of process in any suit or other proceeding, which appointment shall continue until the appointment of a substitute resident agent is duly certified to the State Tax Commission of the State of Maryland. The location of the principal office of Wayne Gas & Oil Co., a Pennsylvania corporation, and the surviving corporation, is 69 Greene Street, Waynesboro, Franklin County, Pennsylvania.

FIFTEENTH. Wayne Gas & Oil Co. has not been registered or qualified to do business in the State of Maryland and has no office or place of business in the State of Maryland and does not own any property in the State of Maryland.

The principal office of Solliday Oil Company, Inc., a Maryland corporation, is located in Hagerstown, Washington County, Maryland, and this corporation owns no real property in the State of Maryland.

IN WITNESS WHEREOF, the President, Secretary and all of the Directors of the said Wayne Gas & Oil Co., acting in pursuance of a resolution of its Board of Directors; and the President, Secretary and all of the Directors of Solliday Oil Company, Inc., acting in pursuance of a resolution of its Board of Directors, have hereunto set their hands and seals and caused the common

or corporate seal of their respective corporations to be hereunto affixed the day and year first above written.

WAYNE GAS & OIL CO.

(Corporate Seal)

By Robert C. Witherspoon
Robert C. Witherspoon, President

Attest:

Lucille R. Witherspoon
Lucille R. Witherspoon, Secretary

Robert C. Witherspoon
Robert C. Witherspoon

Lucille R. Witherspoon
Lucille R. Witherspoon

Reese Fogarty
Reese Fogarty

Directors of Wayne Gas & Oil Co.

SOLLIDAY OIL COMPANY, INC.

(Corporate Seal)

By Robert C. Witherspoon
Robert C. Witherspoon, President

Attest:

Reese Fogarty
Reese Fogarty, Secretary

Robert C. Witherspoon
Robert C. Witherspoon

W. M. Todd
W. M. Todd

Reese Fogarty
Reese Fogarty

Directors of Solliday Oil Company, Inc.

COMMONWEALTH OF PENNSYLVANIA :
: ss
COUNTY OF FRANKLIN :

On this 30th day of April, 1962, before me the subscriber, a notary public, in and for said Commonwealth of Pennsylvania, personally appeared the above named Robert C. Witherspoon, the attorney named in the foregoing joint plan of merger, and by virtue and in pursuance of the authority therein conferred upon him, acknowledged the foregoing joint plan of merger to be the act and deed of Wayne Gas & Oil Co., and of Solliday Oil Company, Inc., to the intent that the same might be recorded as such;and personally appeared the above named Robert C. Witherspoon, Lucille R. Witherspoon and Reese Fogarty, Directors of Wayne Gas & Oil Co., and Robert C. Witherspoon, W. M. Todd and Reese Fogarty, Directors of Solliday Oil Company, Inc., and in due form of law each acknowledged the above and foregoing joint plan of merger to be their act and deed as Directors of said companies, respectively, and desired that the same be recorded as such.

Witness my hand and notarial seal the day and year aforesaid.

Hilda J. Gador
Notary Public

Notary Public, Waynesboro, Franklin Co.
My Commission Expires February 17, 1963

ARTICLES OF MERGER

OF

SOLLIDAY OIL COMPANY, INC. - a Md. corp.

merging into

WAYNE GAS & OIL CO., - a Penn. corp. the surviving corp.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 20, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 16206

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Recorded in Liber F 3 0 8, folio 362 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....26.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Boston

Recorded August 15, 1962 at 12:09 P.M. Liber 11, Receipt No. 197678

ARTICLES OF INCORPORATION

OF

ROBERT F. ZEIGLER, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Robert F. Zeigler, whose post office address is 2220 Hickory Hill Road, Hagerstown, R. F. D., Maryland, Marianne H. Zeigler, whose post office address is 2220 Hickory Hill Road, Hagerstown, R.F.D., Maryland, and John M. Colton, whose post office address is 138 West Washington Street, Hagerstown, Maryland, all being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of Corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

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

ROBERT F. ZEIGLER, INC.

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

1. To establish, maintain, conduct and operate, either wholesale or retail, a general business dealing with the manufacturing, buying, selling, storing, exchanging, and installing of appliances of all kinds, including heating, refrigerating and air conditioning equipment of all types and the servicing thereof, in the City of Hagerstown, State of Maryland, and at such other place or places that may be determined upon by the Board of Directors of this Corporation, and to do and transact such other business, subject to the laws of this or any other State or Country.

2. To establish, maintain, conduct and operate one or more stores, either at wholesale or retail, for the sale of, and dealing with, all kinds of goods, wares, merchandise, materials, and machinery, in connection with the general heating, refrigerating and air conditioning business, and 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.

3. 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.

4. 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.

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

6. To purchase, lease or otherwise acquire, all or any part of the property, rights, business, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other business that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and

pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

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

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

9. 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.

10. To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of thepurposes 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 business.

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

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

The 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 mentioning 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 to all particulars to the limitations relative to corporations which are contained in the general laws of this state.

FOURTH: The post office address of the principal office of the Corporation in this state is 589 Northern Avenue, Hagerstown, Maryland; the resident agent of the Corporation is Robert F. Zeigler, whose post office address is 2220 Hickory Hill Road, Hagerstown, R.F.D., Maryland, 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 the par value of $10.00 each, all of which shares are of one class, and are designated common stock. The aggregate par value of all shares having par value is $100,000.00.

SIXTH: The corporation shall have three directors, and Robert F. Zeigler, Marianne H. Zeigler and Philip J. Hirshman shall act as such until the first annual meeting, or until their successors are duly chosen and qualify. The number of Directors may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three.

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 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.

2. No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this

corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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; to determine whether any, and, if any, what part, of the surplus of the Corporation, or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidence 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 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 classifications, re-classifications or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such changes of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

6. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be case thereon, except as otherwise provided in this charter.

7. 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 stocks, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of such shares.

8. The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 31st day of May, A.D., 1962.

Witness:

Ethel P. Stephey
Ethel P. Stephey

Robert F. Zeigler (SEAL)
Robert F. Zeigler

Marianne H. Zeigler (SEAL)
Marianne H. Zeigler

John M. Colton (SEAL)
John M. Colton

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 31st day of May, A.D., 1962, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Robert F. Zeigler, Marianne H. Zeigler, and John M. Colton, and severally acknowledged the foregoing Articles of Incorporation to be their respective acts.

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

Ethel P. Stephey
Ethel P. Stephey, Notary Public

My commission expires:
May 6, 1963

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ARTICLES OF INCORPORATION

OF

ROBERT F. ZEIGLER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 25, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 16276

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Recorded in Liber F309, folio 114, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 18.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Barton