

Received for record September 24, 1968 at 12:35 P.M. Liber 18,
Receipt No. 62465

ARTICLES OF INCORPORATION
SMITTY'S MOBILE HOME PARK, INC.

THIS IS TO CERTIFY:

First: That we, the subscribers, Edgar Smith, whose Post Office address is Route 1, Greencastle, Franklin County, Pennsylvania, and Anne M. Smith, whose Post Office address is Route 1, Greencastle, Franklin County, Pennsylvania, and Debra L. Smith, whose Post Office address is Route 1, Greencastle, Franklin County, Pennsylvania, 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:

SMITTY'S MOBILE HOME PARK, 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 engage in the general business of developing real estate as a park for mobile homes, to operate such park, and to install, maintain and repair all facilities deemed advisable in connection therewith and to rent and sell sites for mobile homes.

C. To develop real estate for a residential and other purposes and to buy, sell, exchange, mortgage real estate and to deal in real estate.

D. To purchase, acquire, lease, sell and mortgage 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, 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.

F. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas, 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.

Fourth: The Post Office address of the principal office of the corporation will be Route 2, Hagerstown, Washington County, Maryland. The resident agent of the corporation is Charles F. Wagaman whose Post Office address is Room 421 Maryland 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 amount 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); 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 Edgar Smith, Anne M. Smith and Debra L. Smith.

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 amendments shall be valid if authorized by the holders of a majority of all issued and outstanding shares of stock unless a greater percentage is required by the provisions of law.

C. Stockholders shall have no preemptive rights.
Tenth: The Charter of this corporation shall be perpetual.

Edgar Smith

Edgar Smith

Anne M. Smith

Anne M. Smith

Debra L. Smith

Debra L. Smith

STATE OF Maryland , Washington COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 3rd day of June ,
A. D., 1968, before me, the subscriber, a Notary Public in and for
the State and County aforesaid, personally appeared Edgar Smith,
Anne M. Smith and Debra L. Smith, personally known to me to be
the persons whose names are subscribed to the foregoing instrument
and who did each acknowledge that they executed the same for the
purposes therein contained.

In witness my hand and official Notarial Seal.



Genevieve McCormick

Notary Public

My Commission Expires:
July 1, 1969

ARTICLES OF INCORPORATION

OF

SMITTY'S MOBILE HOME PARK, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 62263
SEP 24 12 35 PM '68
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland June 6, 1968 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 3958

Recorded in Liber 7666, folio 218⁵ one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 F. Banters



Received for record September 24, 1968 at 12:35 P.M. Liber 18, Receipt No. 62465

HAGERSTOWN GAS COMPANY

ARTICLES OF DISSOLUTION

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, 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 Professional Arts Building, Public Square, Hagerstown, Maryland 21740.

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 hereafter until the affairs of the Corporation are wound up, are:

Arthur J. Allen
Professional Arts Building
Public Square
Hagerstown, Maryland 21740

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

<u>NAME</u>	<u>ADDRESS</u>
A. J. Allen	170 South Prospect Street Hagerstown, Maryland 21740
John M. Baer	348 West Franklin Street Hagerstown, Maryland 21740
E. C. Burton	120 East Main Street Salisbury, Maryland 21801
Edward W. Cooley	74 West Washington Street Hagerstown, Maryland 21740
David K. Cushwa, Jr.	131 East Potomac Street Williamsport, Maryland 21795
Charles C. Harrison, 3rd	123 South Broad Street Philadelphia, Pennsylvania 19109

<u>NAME</u>	<u>ADDRESS</u>
Charles C. Harrison, IV	123 South Broad Street Philadelphia, Pennsylvania 19109
Thurman C. Lindsey	110 West Washington Street Hagerstown, Maryland 21740
John N. Schaeffer, Jr.	123 South Broad Street Philadelphia, Pennsylvania 19109

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

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
E. C. Burton	President	120 East Main Street Salisbury, Maryland 21801
A. J. Allen	Vice President and Secretary	170 South Prospect Street Hagerstown, Maryland 21740
Charles C. Harrison, IV	Treasurer	123 South Broad Street Philadelphia, Pennsylvania 19109
Margaret J. Devine	Assistant Secretary and Assistant Treasurer	123 South Broad Street Philadelphia, Pennsylvania 19109

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 September 19, 1967, 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 October 19, 1967.

SEVENTH: Notice stating that a purpose of the meeting of the stockholders would be to take action upon the proposed dissolution of the Corporation was given, as required by law, to all stockholders entitled to vote thereon.

EIGHTH: The dissolution of the Corporation so proposed was authorized 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.

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.

TENTH: Notice that dissolution of the Corporation had been duly authorized pursuant to Article 23 of the Annotated Code of Maryland was mailed on November 15, 1967, to all known creditors of the Corporation.

ELEVENTH: 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, or provided for in a manner satisfactory to the Comptroller of the Treasury and such authorities, respectively, 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:

Tax Collector of Allegany County
 Director of Finance of the City of Baltimore
 Director of Finance of Baltimore County
 Clerk of the Town of Boonsboro
 Clerk and Treasurer of the City of Cambridge
 Tax Collector of Clear Spring
 Cashier of the City of Cumberland
 Treasurer of Dorchester County
 Chief Accountant of the City of Frederick
 Treasurer for Frederick County
 Tax Collector of the Town of Funkstown
 Acting Tax Collector and Treasurer of the
 City of Hagerstown
 Mayor and Council of the Town of Hancock
 Director of Finance of Montgomery County
 Treasurer for Prince George's County
 Director of Finance of the City of Salisbury
 Treasurer of Talbot County
 Treasurer of Washington County
 Director of Finance of Wicomico County
 Tax Collector of the Town of Williamsport

IN WITNESS WHEREOF, HAGERSTOWN GAS 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 *May 27*, 1968.

ATTEST:

Secretary

[Signature]

HAGERSTOWN GAS COMPANY

by: *E. C. Burton*
 E. C. Burton, President

STATE OF MARYLAND)
COUNTY OF WICOMICO } TO WIT:

I HEREBY CERTIFY that on this *27th* day of *May*, 1968, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Wicomico, personally appeared E. C. Burton, President of Hagerstown Gas Company, 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 said E. C. Burton made oath in due form of law that he is President of Hagerstown Gas Company and that the matters and facts set forth in said Articles of Dissolution with respect to the authorization of dissolution of said corporation are true to the best of his knowledge, information and belief.

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



Jane R. Holloway
Notary Public

My Commission Expires *July 1, 1969*

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION hereby gives notice that ARTICLES OF DISSOLUTION of the Hagerstown Gas Company

were received for record on, June 20, 19 68, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

ALBERT W. WARD
Director

COLUMBIA GAS OF MARYLAND, INC.

800 UNION TRUST BUILDING



PITTSBURGH 10, PENNSYLVANIA

H. R. WEITZEL
SENIOR VICE PRESIDENT

June 14, 1968

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

Attention: Mr. Albert W. Ward, Director

Gentlemen:

Columbia Gas of Maryland, Inc., on March 29, 1968, acquired all the property, franchises, business and assets of Hagerstown Gas Company, a public service company serving the public with gas in Hagerstown and vicinity, in Washington County, Maryland, and is carrying on the business formerly operated by Hagerstown Gas Company.

This is to advise you that Columbia Gas of Maryland, Inc., will pay all share taxes lawfully levied for the taxable year beginning July 1, 1968, on assessments lawfully made by the State Department of Assessments and Taxation and billed by and payable to the collecting authorities listed on Page 3 of the Articles of Dissolution of Hagerstown Gas Company, dated May 27, 1968.

Nothing hereinabove shall be deemed to affect the right of Hagerstown Gas Company, its trustees in dissolution or Columbia Gas of Maryland, Inc. to protest or object to any such assessments and levies or the amounts thereof.

Very truly yours,

COLUMBIA GAS OF MARYLAND, INC.

By


Senior Vice President



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 488 — PHONE COLONIAL 8-3371
ANNAPOLIS, MARYLAND 21404

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

HAGERSTOWN GAS COMPANY

have been paid.

WITNESS my hand and official seal this
twenty-seventh day of May A.D. 1968.



Mary Ellen Hopkins
Deputy Comptroller

ALLEGANY COUNTY CENTRAL TAX OFFICE

POST OFFICE BOX 209
COURT HOUSE
CUMBERLAND, MARYLAND
21502

FRANCIS G. PHILPOT - COLLECTOR
I. J. SMITH - DEPUTY COLLECTOR
GRACE F. WILSON - CHIEF CLERK
H. LOAR - BOOKKEEPER

April 16, 1968

To Whom It May Concern:

This is to certify that, according to our records, all State and County Personal Property Taxes assessed in the name of Hagerstown Gas Company have been paid through June 30, 1968.

Yours very truly,

ALLEGANY COUNTY TAX OFFICE

Francis G. Philpot
Francis G. Philpot,
Tax Collector

gfw

CHARLES L. BENTON
DIRECTOR OF FINANCE



WILLIAM M. KINNERBLEY, JR.
CITY COLLECTOR

HERMAN J. WARNS
ASST. SUPT. OF RECEIPTS

DEPARTMENT OF FINANCE
BUREAU OF COLLECTIONS
MUNICIPAL BUILDING
BALTIMORE, MARYLAND 21202

April 11, 1968

TO WHOM IT MAY CONCERN:

THIS IS TO CERTIFY - that Maryland
Corporation tax bills in the name of Hagerstown
Gas Company are paid to and including the year 1967/68.

Very truly yours,


Evelyn Y. Margolis
Asst. Billing Supervisor

EYM:bg

Baltimore County, Maryland

OFFICE OF FINANCE
Division of Collection and ReceiptsCOURT HOUSE
TOWSON, MARYLAND 21204NORMAN W. WOOD
DIRECTOR OF FINANCE
WALTER R. RICHARDSON
DEPUTY DIRECTOR OF FINANCE

April 23, 1968

TELEPHONE
823-3000
THOMAS E. QUINN
DIVISION SUPERVISORMr. John T. Joseph
c/o Smith, Summerville & Case
One Charles Center
Baltimore, Maryland 21201

Dear Mr. Joseph:

THIS IS TO CERTIFY THAT, the books of the Division of Collection and Receipts of Baltimore County show that all property taxes and charges due the State of Maryland and Baltimore County payable through this office, have been paid up to and including the 1968 Fiscal year which ends June 30, 1968, by

HAGERSTOWN GAS COMPANY, Professional Arts Building,
Hagerstown, Maryland.

Very truly yours,


Thomas E. Quinn
Revenue Supervisor

TEQ/es

CLATER W. SMITH
 WM. B. SOMERVILLE
 RICHARD W. CASE
 PHILLIPS L. GOLOSBOROUGH III
 ALFRED M. FORTH
 M. KING HILL, JR.
 JOHN H. BOLDIANO
 HERBERT F. MURRAY
 JEFFREY B. SMITH
 EDWARD O. CLARKE, JR.
 JAMES H. GABLER
 ROGER D. REDDEN
 GLENN C. PARKER
 JOSEPH M. ROULHAC
 JOHN E. SANDOWER III
 ROBERT E. ROWELL
 ROBERT E. CADIGAN

JOHN T. JOSEPH
 GEORGE BEALL
 BARBARA ANN SPICER
 THEODORE S. CORNBLATT
 DOUGLAS G. WORRALL
 JOHN O. PRENDERGAST, JR.
 P. DENNIS BELMAN
 THOMAS F. IRETON

SMITH, SOMERVILLE & CASE
 ATTORNEYS AT LAW
 17TH FLOOR
 ONE CHARLES CENTER
 BALTIMORE, MARYLAND 21201

TELEPHONE
 727-1164
 AREA CODE 301

TOWSON OFFICE
 22 W. PENNSYLVANIA AVE.
 TOWSON, MD. 21204

TELEPHONE
 625-6617

CABLE ADDRESS "CLARKLAW"

May 1, 1968

Treasurer of Boonsboro
 Boonsboro, Maryland 21713

Dear Sir:

Recently, I wrote you requesting that you send me a certificate, stating, in effect, that all taxes levied on assessments made by the State Department of Assessments and Taxation and billed by and payable to you by Hagerstown Gas Company have been paid. This would include taxes levied for the 1967-1968 fiscal year. A copy of that letter is enclosed herewith.

Since Hagerstown Gas Company cannot be dissolved until I receive a certificate from you and since it is necessary to dissolve Hagerstown Gas Company as promptly as possible, would you please write me at your earliest convenience. Thank you for your assistance.

Very truly yours,

John T. Joseph

JTJ/slw
 Enclosure

1st Ind.
 May 23, 1968

In accordance with your above request, we enclose a copy of the tax ledger covering the charges, all of which have been paid, to the Hagerstown Gas Co., Professional Arts Bldg., Hagerstown, Md., all of which is self-explanatory.

Trusting this data will convey the information desired, we remain,

Sincerely,
 Mayor and Council of Boonsboro, Md.
 JOHN L. MERR, MAYOR

By:
 G. M. Angle, Town Clerk



Property Assessed to **Hagerstown Gas Co.,**
 Address **Professional Arts Building**
 (Send Bill to) **Hagerstown, Md.**

Town of Boonsboro, Maryland
ASSESSMENT AND TAX COLLECTION RECORD

PROPERTY TRANSFERRED	19			
To				
From				
Date	Description of Property	Debits	Credits	Balance
				5000
7/1	4/50 Domestic Share			3250
1960	"			11560

Year	Rate per \$100	Assessment	Am't Due	Interest	Discount	TOTAL	Date Paid
1946							
1947							
1948							
1949	60	5000	3000		120	2880	Dec
1950	60	5000	3000		120	2880	"
1951	60	3250	1950		78	1872	Mar
1952	60	4550	2730			2730	"
1953	60	4550	2730			2730	Sept
1954	60	11,550	6930			6930	OCT 1954
1955	60	9,900	5940		238	5702	DEC 1955
1956	60	12,030	7218		299	6927	SEP 1956
1957	60	10,200	6120		245	5875	1957
1958	60	12,400	7440		278	7142	NOV 1958
1959	60	13,230	7938		318	7620	1959
1960	60	11,560	6659			6659	MAR 4 1961
1961	60	9,120	5412			5412	1-4-62
1962	60	9,020	5412		216	5196	MAR 5 1963
1963	60	8,460	5076		203	4873	3-14-64
1964	60	8,830	5298		212	5086	1-6-65
1965	60	8,880	5328		107	5221	12-17-65
1966	60	10,400	6240		125	6115	July 29, 1966
1967-68	60	11,420	6852		137	6715	July 11, 1967
1968							
1969							
1970							

REMARKS:



EXECUTIVE DEPARTMENT

City of Cambridge
Cambridge, Maryland 21613

April 10, 1968

AREA CODE 301
TELEPHONE 228-4030

C E R T I F I C A T E

This is to certify that all taxes levied on assessments made by the State Department of Assessments and Taxation and billed by The City of Cambridge to Hagerstown Gas Company to and including June 30, 1968 have been paid in full and that there is now no bills outstanding against said corporation.



James R. Hughes
Clerk and Treasurer

CLATER W. SMITH
 WM. B. SOMERVILLE
 RICHARD W. CASE
 PHILLIPS L. GOLDSBOROUGH III
 ALFRED H. PORTH
 M. KING HILL, JR.
 JOHN H. BOLDIANO
 HERBERT F. MURRAY
 JEFFREY B. SMITH
 EDWARD D. CLARKE, JR.
 JAMES M. GABLER
 ROGER D. REDDEN
 GLENN C. PARKER
 JOSEPH M. ROULHAC
 JOHN E. SANDBOWER III
 ROBERT E. POWELL
 ROBERT E. CADIGAN

JOHN T. JOSEPH
 GEORGE BEALL
 BARBARA ANN SPICER
 THEODORE B. CORNBLATT
 DOUGLAS G. WORNALL
 JOHN G. PRENDERGAST, JR.
 P. DENNIS BELMAN
 THOMAS F. IRETON

SMITH, SOMERVILLE & CASE
 ATTORNEYS AT LAW
 17TH FLOOR
 ONE CHARLES CENTER
 BALTIMORE, MARYLAND 21201

TELEPHONE
 727-1164
 AREA CODE 301

TOWSON OFFICE
 22 W. PENNSYLVANIA AVE.
 TOWSON, MD. 21204

TELEPHONE
 625-6617

CABLE ADDRESS "CLARKLAW"

May 1, 1968

Treasurer of Clear Spring
 Clear Spring, Maryland 21722

Dear Sir:

Recently, I wrote you requesting that you send me a certificate, stating, in effect, that all taxes levied on assessments made by the State Department of Assessments and Taxation and billed by and payable to you by Hagerstown Gas Company have been paid. This would include taxes levied for the 1967-1968 fiscal year. A copy of that letter is enclosed herewith.

Since Hagerstown Gas Company cannot be dissolved until I receive a certificate from you and since it is necessary to dissolve Hagerstown Gas Company as promptly as possible, would you please write me at your earliest convenience. Thank you for your assistance.

Very truly yours,

John T. Joseph

JTJ/slw
 Enclosure

I hereby certify that all taxes are paid in full by the Hagerstown Gas Co. as of date. May 6, 1968
Betty L. Shanks
Tax Collector



City of Cumberland

MARYLAND
21501

JAMES E. MULLIS
CASHIER

April 15, 1968

Smith, Somerville & Case
Attorneys at Law
One Charles Center
Baltimore, Maryland

Attention: Mr. John T. Josphe

Gentlemen:

This is to certify that all taxes levied on assessments made by the State Department of Assessments and Taxation to Hagerstown Gas Company have been paid.

Very truly yours,

James E. Mullis
JAMES E. MULLIS

TREASURER'S OFFICE

DORCHESTER COUNTY

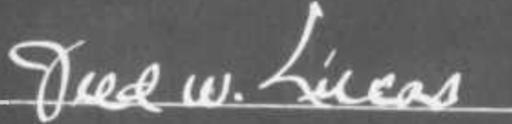
228-4343

CAMBRIDGE, MD.

April 10, 1968

To Whom It May Concern:

This is to certify that all state and county taxes
are paid to July 1, 1968 on personal property assessed
to Hagerstown Gas Company.



FRED W. LUCAS, TREASURER
Dorchester County

ALWAYS GIVE NUMBER OR NAME OF THE DISTRICT IN WHICH THE PROPERTY IS LOCATED
WHEN MAKING INQUIRIES REGARDING YOUR ASSESSMENT.

City of Frederick

CITY HALL

Frederick, Maryland 21701 April 23, 1968

21

Mr. John T. Joseph
Smith, Somerville & Case
Attorneys at Law
one Charles Center
Baltimore, Maryland 21201

Dear Mr. Joseph:

Received your letter today and wish to
Apologize for putting you to so much trouble.

Upon examining our records further, we
found that we had billed the Hagerstown Gas Company
July 17, 1967 for the 1967-1968 certification taxes and
that they paid the bill in full July 19, 1967.

The Hagerstown Gas Company, therefore, has
paid all taxes levied on them, to date, by The City of
Frederick.

We appreciate your patience.

Sincerely,

Ethel L. Pemsel
(Mrs.) Ethel L. Pemsel
Chief Accountant

P/e

OFFICE OF

TREASURER FOR FREDERICK COUNTY, MARYLAND
COURT HOUSE, FREDERICK, MARYLAND

CHARLOTTE W. YARROLL
TREASURER

MARTHA ANN NYTKO
CHIEF CLERK

April 10, 1968

TO WHOM IT MAY CONCERN:

I hereby certify that according to my records, all
County and State personal property taxes, assessed in the name
of Hagerstown Gas Company, Professional Arts Building, Hagers-
town, Maryland, are paid through June 30, 1968.

Charlotte W. Yarroll
TREASURER OF FREDERICK COUNTY

Martha Ann Nytko
CHIEF CLERK

April 17, 1968

Mr. John T. Joseph
Smith, Somerville & Case
One Charles Center
Baltimore, Maryland 21201

Dear Mr. Joseph:

This is to certify that all taxes payable to us by
the Hagerstown Gas Company have been paid including those
levied for the 1967-1968 fiscal year.

Very truly yours,

TOWN OF FUNKSTOWN MARYLAND

Harold W. James
Harold W. James
Tax Collector



CITY OF HAGERSTOWN
MARYLAND

DEPARTMENT OF REVENUE & FINANCE
CITY HALL

IRVIN K. BLOOM
ACTING TAX COLL'R. & TREAS.

April 10, 1968

TO WHOM IT MAY CONCERN:

I, Irvin K. Bloom, Acting 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, HAGERSTOWN GAS COMPANY, Hagerstown, Maryland, as of this date.


Irvin K. Bloom
Acting Tax Collector
and Treasurer

IKB:b

The Town of Hancock

MAYOR AND COUNCIL

HANCOCK, MARYLAND 21780

116 WEST HIGH STREET

PHONE 678-6820

MAY 7, 1968

SMITH, SOMERVILLE & CASE
ATTORNEYS AT LAW
17TH FLOOR
ONE CHARLES CENTER
BALTIMORE, MARYLAND

GENTLEMEN:

THE TAXES ON HAGERSTOWN GAS COMPANY FOR THE YEARS
1967-68 HAVE BEEN PAID THRU JUNE 30, 1968.

TAXES PAID AMOUNTED TO \$2.66 ON JULY 17, 1967.

VERY TRULY YOURS,

B R Fleming
MAYOR & COUNCIL

Montgomery County Maryland



Office of the Director
Department of Finance

County Office Building
Rockville, Maryland 20850

Area Code 301
279-1406

May 29, 1968

Mr. John T. Joseph
Smith, Somerville and Case
Seventeenth Floor
One Charles Center
Baltimore, Maryland 21201

Dear Mr. Joseph:

Pursuant to Article 23, Section 77(c) Annotated Code of Maryland 1957 as amended, I hereby certify all Corporation taxes owing to Montgomery County, Maryland, by Hagerstown Gas Company, have been paid through the 1967 levy year.

Our collection records indicate that 1967 levy year taxes in the amount of \$39.66 were paid on September 15, 1967. The Columbia Gas of Maryland, Inc. has agreed to pay all taxes lawfully billed by Montgomery County, Maryland, due and payable by the Hagerstown Gas Company to said County, subsequent to the date of this certification.

Very truly yours,

D A Dayhoff

D. A. Dayhoff
Director of Finance

OFFICE OF
THE TREASURER FOR PRINCE GEORGE'S COUNTY

CHARLES E. CALLOW, TREASURER

UPPER MARLBORO, MARYLAND

April 11, 1968

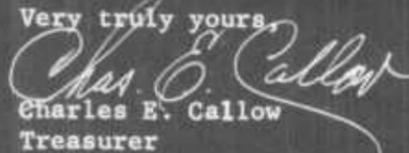
Smith, Somerville & Case
Attorneys at Law
ATTN: John T. Joseph, Esquire
17th Floor
One Charles Center
Baltimore, Maryland 21201

Dear Mr. Joseph:

Re: Hagerstown Gas Company

This is to certify that the Prince George's County
levy books indicate the status of personal property taxes
levied against Hagerstown Gas Company, as being paid thru
June 30, 1968.

Very truly yours,


Charles E. Callow
Treasurer

CEC/EH/r

City of Salisbury



MARYLAND

W. HAMPTON BRITTINGHAM
DIRECTOR OF FINANCE

May 2, 1968

To Whom It May Concern:

Re: Hagerstown Gas Company
Professional Arts Bldg.
Hagerstown, Maryland

I hereby certify that there are no unpaid taxes due
The City of Salisbury in the above name as of this date.

W. Hampton Brittingham
Director of Finance

WHB:msp

STATE OF MARYLAND
TALBOT COUNTY



OFFICE OF COUNTY TREASURER
THOMAS J. FAULKNER, TREASURER

EASTON, MD.

April 10, 1968

CERTIFICATE OF PAYMENT OF TAXES

THIS IS TO CERTIFY that all taxes levied on assessments made by the State Department of Assessments and Taxation of Maryland, billed by and payable to the Treasurer of Talbot County by Hagerstown Gas Company, Incorporated, a Maryland corporation, have been paid, except taxes barred by Section 212 of Article 81, or otherwise, but including taxes billed for the year 1967-68.

Treasurer of Talbot County

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

April 10, 1968

RE: Dissolution - Hagerstown Gas Company

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 State Department of Assessments and Taxation and billed by and payable to the County Treasurer for Washington County by

The Hagerstown Gas Company

have been paid to and including the fiscal year July 1, 1967 to June 30, 1968.

Witness the hand and seal of Hugh K. Troxell, County Treasurer for Washington County, this 10th day of April, A.D., 1968.



Hugh K. Troxell
Treasurer for Washington County, Md. SEAL

Wicomico County

THOMAS A. CRAIG — DIRECTOR OF FINANCE

GLADYS F. CARTER
DEPUTY DIRECTORCLERKS
JULIA TODD BAILEY
ARNETTA W. BYRD
S. ELIZABETH WINFREE
ELBIE R. RIGGIN

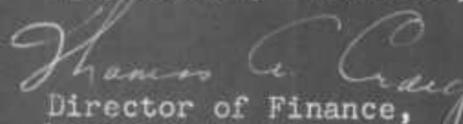
SALISBURY, MARYLAND 21801

April 10, 1968

TO WHOM IT MAY CONCERN:

The undersigned, Collector of Taxes for Wicomico County, State of Maryland, pursuant to Article 23, Section 77, Paragraph 8(C) of the annotated code of Public General Laws of Md., does hereby certify that all taxes levied on assessments made by the State Department of Assessments and Taxation of Md. and billed by and payable to the undersigned Director of Finance, Wicomico County, Md. by Hagerstown Gas Co. a Maryland Corporation, have been paid to this date.

Respectfully submitted,


Director of Finance,
Wicomico County, Md. *w*



The Town of Williamsport

MAYOR AND COUNCIL

WILLIAMSPORT · MARYLAND 21795

May 2, 1968

Smith, Somerville & Case
Attorneys At Law
17th Floor
One Charles Center
Baltimore, Maryland 21201

Attention: Mr. John T. Joseph

Dear Sir:

This is to certify that the Taxes for the Hagerstown Gas Company, certification from the State Tax Commission on July 5, 1967 for the Tax Year 1967-1968 in the amount of \$229.19 were paid on July 20, 1967 Less the discount allowed of \$11.46 making a net payment of \$217.73.

Assesment \$35,260 Town Tax Rate .65

Very truly yours,
Warren M. Seymour Jr.
The Town of Williamsport, Md.
Warren M. Seymour Jr., Tax Collector

RECORDED
INDEXED
SEP 24 12 25 PM '68
LIBER _____ FOLIO _____
LAND _____
WASHINGTON & ELLIOTT STS BALTIMORE

ARTICLES OF DISSOLUTION
OF
HAGERSTOWN GAS COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 20, 1968 at 2:00 o'clock P. M. as in conformity
with law and ordered recorded.

A 4237

Recorded in Liber 7669, folio 101²⁹, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

SPECIAL FEE
~~By 1/15/17/19/10~~ \$ 15.00 Recording fee paid \$ 59.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Hartgering



Received for record September 24, 1968 at 12:35 P.M. Liber 18,
Receipt No. 62465

ARTICLES OF INCORPORATION

OF

THE MILLER TABERNACLE - PENTECOSTAL FULL GOSPEL CHURCH.

At a meeting of the members of "Miller's Tabernacle Church", a Religious Association, of Hagerstown, Washington County, Maryland, located on North Mont Valla Avenue, held on April 17, 1968, said members being above the age of twenty-one years, and said members having been duly notified of said meeting in advance, it was unanimously moved and carried by said members so assembled to avail themselves of the advantage of incorporating as provided by the Laws of the State of Maryland, and to that end the following Articles of Incorporation were unanimously adopted, and at this same meeting duly called it was also unanimously moved and carried by all said members so assembled that the present Trustees of "Miller's Tabernacle Church", a Religious Association, transfer by Deed, the title to the present church property, land and buildings, now held in their names as Trustees for the Church, located on the West side of North Mont Valla Avenue in Hagerstown, Washington County, Maryland, to the newly formed religious corporation known as "The Miller Tabernacle-Pentecostal Full Gospel Church."

THIS IS TO CERTIFY:

FIRST

That we, the subscribers, Reverend Gerald W. Gross, 220 Summer Street, Hagerstown, Maryland, Messrs. J. Guy Harne, Route #1, Clear Spring, Maryland, Jesse E. Lewis, 1786 Salem Avenue, Hagerstown, Maryland, Evered H. Kauffman, Route #2, Hagerstown, Maryland, and Lewis P. Wiles, Route #1, Clear Spring, Maryland, all being above the age of twenty-one years, elected by the members of the congregation of "Miller's Tabernacle Church," a Religious Association, to act as Trustees in the name and on behalf of said congregation to manage the estate, property, interest, and inheritance of the same, 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 shall be "The Miller Tabernacle-Pentecostal Full Gospel Church."

THIRD

The corporation shall have no capital stock as it is a religious corporation.

FOURTH

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

(a) To spread the Gospel of Jesus Christ and the furtherance of His Kingdom on earth.

(b) To develop activity in the community in all that relates to spiritual betterment.

(c) To buy, sell, lease, hold or improve real estate, and the fixtures, hereditaments and personal property incident thereto or connected therewith, and with that purpose in view, to acquire by purchase, lease, or otherwise, lands, tenements, hereditaments or any interest therein, and to improve the same, and generally to hold, manage and improve the property of the corporation and to sell, mortgage, pledge, lease or otherwise dispose of the lands, tenements or hereditaments or other property of the corporation.

(d) The corporation shall have the general powers conferred by the Acts of the General Assembly of Maryland, as codified in the Annotated Code of Maryland, Vol. 2, 1967 Supplement, Sections 256-270 inclusive, and the enumeration of specific powers in this Certificate of Incorporation are in furtherance of and not in limitation of the general powers conferred by law.

FIFTH

The post office address of the place where the principal office of the Corporation in this State will be located is "The Miller Tabernacle-Pentecostal Full Gospel Church," North Mont Valla Avenue, Hagerstown, Maryland. The resident agent of the corporation is Mr. Jesse E. Lewis, whose post office address is - 1786 Salem Avenue, Hagerstown, Washington County, Maryland.

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

SIXTH

There shall be five Trustees, and the names of the Trustees who shall serve until their successors are elected and qualified are:- Reverend Gerald W. Gross, Minister, and Messrs. J. Guy Harne, Jesse E. Lewis, Evered H. Kauffman and Lewis P. Wiles, all being above the age of twenty-one years, members of said association, and residents of Washington County, Maryland. The number of Trustees may be increased by the vote of the congregation to ten or decreased to four, but never less than four.

SEVENTH

The management of the temporal and fiscal affairs of the corporation shall be invested in the Board of Trustees. The election for the next Church Secretary, Treasurer, and Board of Trustees of this Church or corporation shall be held on the third Tuesday in January, 1969, and every year thereafter on the third Tuesday in January and at least one week's previous notice shall be given from the pulpit at a regular Sunday Church Service of the election of the Church Secretary, Treasurer and Board of Trustees, and a majority of the lawful ballots cast by members of the congregation over twenty-one years of age present at said stated meeting shall determine the choices, at which meeting all the members of the said church above the age of twenty-one years shall have the right to vote. No person shall be eligible for election to these offices unless he has been a member of said church for the period of at least one year and is over the age of twenty-one years. The said meeting shall also determine the number of Trustees to serve on said Board of Trustees for the ensuing year. In the event of the resignation, death, or vacancy for any other reason of any of the Trustees on said Board, Church Secretary, or Treasurer, such vacancy shall be filled by the vote of the

congregation at an election to be held after due notice is given as set forth in Article Five, except the Minister of the church who shall always be, by virtue of his position as Minister, one of the members of the Board of Trustees. The Board of Trustees shall hold a meeting at least once every three months or more often if they desire, and shall elect from said Board of Trustees a Chairman of the Board, a Vice Chairman, a Secretary, and such other officers as they may desire for said Board, for the period only that the said Board holds office.

EIGHTH

The Board of Trustees are authorized and directed to keep and maintain a Roster of the members of said Church and delete therefrom those dying or resigning therefrom. The said Board of Trustees shall manage and have full charge and authority over all the real and personal property of said Church.

NINTH

All the members of said Church whose names appear on the Roster prepared and kept by the Board of Trustees over the age of twenty-one years, shall be entitled to vote at any Church meeting duly called as provided in Article Seventh, and the majority of all said members present at said meeting duly called shall determine all matters which are submitted to a vote at said meeting, except where the meeting is for the purpose of calling or employing or discharging the Minister of said Church or the purpose of said meeting is for the sale or purchase or Mortgage of any real or personal property belonging to the Corporation or being purchased by the Corporation which shall be determined by a vote of two-thirds of all the members present at said meeting and entitled to vote therein.

TENTH

All funds belonging to the Church shall be deposited in the name of the said Church in such bank or banks as the Board of

Trustees shall so determine, and shall be subject to withdrawal only by checks duly signed by both the Minister of the Church and the Treasurer of said Church.

ELEVENTH

The Corporation can be dissolved pursuant to the Corporation Laws of the State of Maryland, at which time all of the assets of said Corporation shall be sold at either public or private sale and converted into cash, after a resolution shall be passed by a majority of the members of the Church on the Roster of the Church and who are over twenty-one years of age at a meeting of the Church especially called for that purpose, and the money received from the sale or sales, after the payment of all the debts and expenses of the Church, shall be distributed to all members who are above the age of twenty-one years of the Church and who are on the Roster of the Church which is kept by the Board of Trustees.

WITNESS our hands and seals this 5 day of June, A. D. 1968, to the Certificate of Incorporation.

Rev. Gerald W. Gross (SEAL)
Reverend Gerald W. Gross

J. Guy Harne (SEAL)
J. Guy Harne

Jesse E. Lewis (SEAL)
Jesse E. Lewis

TEST:

Evered H. Kauffman (SEAL)
Evered H. Kauffman

Walter R. Baker Lewis P. Wiles (SEAL)
Lewis P. Wiles

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:
I HEREBY CERTIFY, That on this 5th day of June, A.D. 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Reverend Gerald W. Gross, Messrs. J. Guy Harne, Jesse E. Lewis, Evered H. Kauffman, and Lewis P. Wiles, known to me to be the persons whose names are subscribed to the foregoing Certificate of Incorporation, and severally acknowledged the foregoing Certificate of Incorporation to be their act and deed; and who did also acknowledge that the hereinbefore named meeting of the religious association took place as stated, and that a resolution was passed authorizing and directing the Trustees of said religious association to transfer by Deed the title of the real estate to the newly formed religious corporation.

WITNESS my hand and seal.

Laurie E. Baker
Notary Public

My Comm. Expires:
July 1, 1969.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 2445
SEP 24 12 35 PM '68
LIBER FOLIO
LAND
AUGUST J. BAKER ACT. CLERK

ARTICLES OF INCORPORATION
OF
TABERNACLE-PENTECOSTAL FULL GOSPEL CHURCH

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 14, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4095

Recorded in Liber 2667, folio 478⁶ 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 indorsements 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 W. Bartgis



Received for Record September 24, 1968 at 12:35 P.M. Liber 18,
Receipt No. 62465

ARTICLES OF INCORPORATION

OF

BADGER AUTOMOTIVE, INC.

For the purpose of forming a stock corporation for one or more lawful purposes under the provisions of ARTICLE 23 of the Annotated Code of Maryland (hereinafter sometimes referred to as the "General Corporation Law"), the natural person hereinafter named as the person acting as the incorporator of the said corporation does hereby adopt and sign the following Articles of Incorporation of the corporation and does hereby acknowledge that his adoption and signing thereof are his act:

FIRST: (1) The name, including the full given name and the surname, of the incorporator is Robert G. Dickerson.

(2) The said incorporator's post office address, including the street and number, if any, including the city or county, and including the state or country, is 229 South State Street, Dover, Delaware.

(3) The said incorporator is at least twenty-one years of age.

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

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

BADGER AUTOMOTIVE, INC.

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

To refuel, lubricate, service, repair, overhaul, renovate, recondition, refinish, clean, launder, paint, polish, maintain and generally keep in operating condition, buy, sell, display, import, export, lease as lessor or lessee, act as insurance brokers or agents in connection with, and generally deal in and with in any capacity, any and all kinds of motor vehicles and, in con-

nection therewith and independent thereof, to own, operate, buy, sell, mortgage, maintain, manage, lease, as lessor or lessee, license the use of, as licensor or licensee, obtain, receive, distribute and grant franchises, options, royalties and rights of all kinds in respect of, and generally deal in and with, whether as principal, agent, broker, or otherwise, any and all kinds of improved and unimproved real and personal property, fuels, lubricants, equipment, supplies, accessories, gasoline, fueling, lubricating, and repair stations, parking areas, garages, sites, mobile, portable, and stationary establishments for selling, supplying and rendering services on motor vehicles, and for selling and dealing in goods, wares, and merchandise capable of use in or about motor vehicles, refreshment and other stands and facilities and to do everything necessary, useful, and convenient in furtherance of the objects of the corporation, including the furnishing of services of skilled and unskilled personnel.

To purchase, receive, take by grant, gift, devise, bequest or otherwise, lease, or otherwise acquire; own, hold, improve, employ, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated, and to sell, convey, lease, exchange, transfer or otherwise dispose of, or mortgage or pledge, all or any of its property and assets, or any interest therein, wherever situated.

To engage generally in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage, operate, deal in and dispose of real estate, real property, lands, multiple-dwelling structures, houses, buildings and other works and any interest or right therein; to take, lease, purchase or otherwise acquire, and to own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity,

such personal property, chattels, chattels real, rights, easements, privileges, choses in action, notes, bonds, mortgages, deeds of trust, and securities as may lawfully be acquired, held, or disposed of; and to acquire, purchase, sell, assign, transfer, dispose of, and generally deal in and with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal, and mixed properties; to carry on a general construction, contracting, building, and realty management business as principal, agent, representative, contractor, subcontractor, and in any other lawful capacity.

To carry on a general mercantile, industrial, investing, and trading business in all its branches; to devise, invent, manufacture, fabricate, assemble, install, service, maintain, alter, buy, sell, import, export, license as licensor or licensee, lease as lessor or lessee, distribute, job, enter into, negotiate, execute, acquire, and assign contracts in respect of, acquire, receive, grant, and assign licensing arrangements, options, franchises, and other rights in respect of, and generally deal in and with, at wholesale and retail, as principal, and as sales, business, special, or general agent, representative, broker, factor, merchant, distributor, jobber, advisor, and in any other lawful capacity, goods, wares, merchandise, commodities, and unimproved, improved, finished, processed, and other real, personal, and mixed property of any and all kinds, together with the components, resultants, and by-products thereof.

To apply for, register, obtain, purchase, lease, take licenses in respect of or otherwise acquire, and to hold, own, use, operate, develop, enjoy, turn to account, grant licenses and immunities in respect of, manufacture under and to introduce, sell, assign, mortgage, pledge or otherwise dispose of, and, in any manner deal with and contract with reference to:

- (a) inventions, devices, formulae, processes and any improvements and modifications thereof;

(b) letters patent, patent rights, patented processes, copyrights, designs, and similar rights, trade-marks, trade names, trade symbols and other indications of origin and ownership granted by or recognized under the laws of the United States of America, the District of Columbia, any state or subdivision thereof, and any commonwealth, territory, possession, dependency, colony, possession, agency or instrumentality of the United States of America and of any foreign country, and all rights connected therewith or appertaining thereunto;

(c) franchises, licenses, grants and concessions.

To guarantee, purchase, take, receive, subscribe for, and otherwise acquire, own, hold, vote, use, and otherwise employ, sell, lease, exchange, transfer, and otherwise dispose of, mortgage, lend, pledge, and otherwise use and deal in and with, securities (which term, for the purpose of this Article THIRD, includes, without limitation of the generality thereof, any shares of stock, bonds, debentures, notes, mortgages, deeds of trust, other obligations, and any certificates, receipts or other instruments representing rights to receive, purchase or subscribe for the same, or representing any other rights or interests therein or in any property or assets) of any individuals, proprietorships, domestic and foreign firms, associations, partnerships, and corporations, and by any government or agency or instrumentality thereof; to make payment therefor in any lawful manner; and, while owner of any such securities, to exercise any and all rights, powers and privileges in respect thereof, including the right to vote.

To make, enter into, perform and carry out contracts of every kind and description, as permitted by the General Corporation Law, with any person, firm, association, corporation or government or agency or instrumentality thereof.

To acquire by purchase, exchange or otherwise, all, or any part of, or any interest in, the properties, assets, business and good will of any one or more persons, firms, associations or corporations heretofore or hereafter engaged in any business for which a corporation may now or hereafter be organized under the General Corporation Law; to pay for the same in cash, property or its own or other securities; to hold, operate, reorganize, liquidate, sell or in any manner dispose of the whole or any part thereof; and in connection therewith, to assume or guarantee performance of any liabilities, obligations or contracts of such persons, firms, associations or corporations, and to conduct the whole or any part of any business thus acquired.

To lend money in furtherance of its corporate purposes and its operations and to invest and reinvest its surplus funds from time to time to such extent, to such persons, firms, associations, corporations, governments or agencies or instrumentalities thereof, and on such terms and on such security, if any, as the Board of Directors of the corporation may determine.

To make contracts and guarantees of all kinds and to endorse or guarantee the payment of principal, interest or dividends upon, and to guarantee the performance of sinking fund or other obligations of, any securities, and to guarantee in any way under the General Corporation Law the performance of any of the contracts or other undertakings in which the corporation may otherwise be or become interested, of any persons, firm, association, corporation, government or agency or instrumentality thereof, or of any other combination, organization or entity whatsoever.

To borrow money without limit as to amount and at such rates of interest as it may determine; from time to time to issue and sell its own securities, including its shares of stock, notes, bonds, debentures, and other obligations, in such amounts, on such terms and conditions, for such purposes and for such prices, now or hereafter permitted by the Gen-

eral Corporation Law and by these Articles of Incorporation, as the Board of Directors of the corporation may determine; and to secure any of its obligations by mortgage, deed of trust, pledge or other encumbrance of all or any of its property, franchises and income.

To acquire, use, and dispose of shares and interests in, and to participate with others in, any corporation, partnership, limited partnership, joint venture, or other association of any kind, as permitted corporations organized under the General Corporation Law.

To draw, make, accept, endorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtedness whether secured by mortgage or otherwise, as well as to secure the same by mortgage, deed of trust, or otherwise, so far as may be permitted by the General Corporation Law.

To purchase, receive, take, reacquire or otherwise acquire, own and hold, sell, lend, exchange, reissue, transfer or otherwise dispose of, pledge, use, cancel, and otherwise deal in and with its own shares, bonds, notes, obligations, and other securities from time to time to such an extent and in such manner and upon such terms as the Board of Directors of the corporation shall determine and to the extent permitted by the General Corporation Law.

To transact its business, promote its purposes, carry on its operations, and exercise its powers, in any and all of its branches, both within the State of Maryland and within any and all States of the United States of America, in the District of Columbia, and in any or all commonwealths, territories, dependencies, colonies, possessions, agencies, or instrumentalities of the United States of America and of foreign governments.

To promote and exercise all or any part of the foregoing purposes and powers in any and all parts

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

SIXTH: (1) The number of directors of the corporation, until such number shall be increased or decreased pursuant to the by-laws of the corporation, is three. The number of directors shall never be less than the number prescribed by the General Corporation Law.

(2) The names of the persons who shall act as directors of the corporation until the first annual meeting or until their successors are duly chosen and qualify are as follows:

Stephen Bakic
Marguerite Bakic
Judith G. Weyenberg

(3) The initial by-laws of the corporation shall be adopted by the Board of Directors at their organization meeting or their informal written action, as the case may be. Thereafter, the power to make, alter, and repeal the by-laws of the corporation shall be vested in the Board of Directors of the corporation.

(4) The corporation shall indemnify any person who is serving or has served as a director or officer of the corporation or, at its request, as a director or officer of another corporation in which the corporation owns shares of capital stock or of which the corporation is a creditor, against expenses actually and reasonably incurred by him in connection with the defense of any action, suit or proceeding, civil, criminal or administrative in which he is made a party by reason of being or having been

a director or officer of the corporation, or of such other corporation, except in relation to matters as to which such person is adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty to the corporation. The corporation may make other indemnification of such person, but only if authorized by an amendment to these Articles of Incorporation or a by-law provision adopted prior to the issuance or subscription for any stock of the corporation, or by resolution, by-law provision or agreement which has been approved by the stockholders after notice.

SEVENTH: No contract or other transaction between the corporation and any other corporation and no other act of the corporation shall, in the absence of fraud, in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director of the corporation individually or any firm or association 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 the corporation, provided that the fact that he individually or such firm or association is so interested shall be disclosed or shall have been known to the Board of Directors or a majority of such members thereof as shall be present at any meeting of the Board of Directors at which action upon any such contract or transaction shall be taken. Any director of the corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors 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. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or affiliated corporation without regard to the fact that he is also a director of such subsidiary or affiliated corporation. Any contract, transaction or act of the corporation or of the directors, which shall be ratified by a majority of the votes cast, a quorum of the stockholders being present, at any annual meeting, or at any special meeting called for such purpose, shall in so far as permitted by law or by the Articles of Incorporation of the corporation, be as valid and as binding as though ratified by every stockholder of the corporation entitled to cast a vote; provided, however, that any failure of the stockholders to approve or ratify any such contract, transaction or act, when and if submitted, shall not be deemed in any way to invalidate the same or deprive the corporation, its directors, officers, or employees, of its or their right to proceed with such contract, transaction or act.

of the world, and to conduct its business in all or any of its branches as principal, agent, broker, factor, contractor, and in any other lawful capacity, either alone or through or in conjunction with any corporations, associations, partnerships, firms, trustees, syndicates, individuals, organizations, and other entities in any part of the world, and, in conducting its business and promoting any of its purposes, to maintain offices, branches and agencies in any part of the world, to make and perform any contracts and to do any acts and things, and to carry on any business, and to exercise any powers and privileges suitable, convenient, or proper for the conduct, promotion, and attainment of any of the business and purposes herein specified or which at any time may be incidental thereto or may appear conducive to or expedient for the accomplishment of any of such business and purposes and which might be engaged in or carried on by a corporation formed under the General Corporation Law, and to have and exercise all of the powers conferred by the laws of the State of Maryland, upon corporations formed under the General Corporation Law.

The foregoing provisions of this Article THIRD shall be construed both as purposes and powers and each as an independent purpose and power. The foregoing enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the purposes and powers of the corporation, and the purposes and powers herein specified shall, except when otherwise provided in this Article THIRD, be in no wise limited or restricted by reference to, or inference from, the terms of any provision of this or any other Article of these Articles of Incorporation; provided, that the corporation shall not conduct any business, promote any purpose, or exercise any power or privilege within or without the State of Maryland which, under the laws thereof, the corporation may not lawfully conduct, promote, or exercise.

FOURTH: The post office address, including street and number, if any, and the city or county, of the principal office of the corporation within the State of Maryland is 1019 West Washington Street, Hagerstown, Washington County, Maryland. The words "principal office" as used herein shall have the meaning ascribed to them by the General Corporation Law.

The name and the post office address, including street and number, if any, and the city or county, of the resident agent of the corporation within the State of Maryland, are Stephen Bakic, 1019 West Washington Street, Hagerstown, Washington County, Maryland. The words "resident agent" as used herein shall have the meaning ascribed to them by the General Corporation Law. The said resident agent is a citizen of the State of Maryland actually residing within the State of Maryland.

FIFTH: (1) The total number of shares of stock which the corporation has authority to issue is Twenty-Five (25), all of which are without par value and are designated as Common Stock.

(2) The Board of Directors of the corporation is authorized, from time to time, to fix the price or the minimum price or the consideration or minimum consideration for, and to issue the shares of stock of the corporation.

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

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

(5) Notwithstanding any provision of the General Corporation Law requiring a greater proportion than a majority of the votes entitled to be cast in order to take or authorize any action, any such action may be taken or authorized upon the concurrence of at least a majority of the aggregate number of votes entitled to be cast thereon.

(6) Each share of stock of the corporation shall entitle the holder thereof to a preemptive right, for a period of thirty days, to subscribe for, purchase, or otherwise acquire any shares of stock of the same class of the corporation or any equity and/or voting shares of stock of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of stock of the same class of the corporation or of equity and/or voting shares of any class of stock of the corporation or for the purchase of any shares of stock, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase, or otherwise acquire shares of stock of the same class of the corporation

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

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

Dated: June 7, 1968


Robert G. Dickerson



ARTICLES OF INCORPORATION
OF
BADGER AUTOMOTIVE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 21, 1968 at 11:45 o'clock A. M. as in conformity
with law and ordered recorded.

A 4270

Recorded in Liber 7669, folio 349¹², one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 27.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 McPartland



Received for record September 24, 1968 at 12:35 P.M. Liber 18,
Receipt No. 62465

WAYNE FINANCE COMPANY OF SOUTH HAGERSTOWN, INC.

ARTICLES OF AMENDMENT

Wayne Finance Company of South Hagerstown, 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 board of directors of the Corporation, at a meeting duly convened and held June 5, 1968, adopted a resolution in which was set forth the hereinafter amendments to the charter, declaring that the said amendments of the charter were advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on June 5, 1968.

SECOND: Notice setting forth said amendments of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was waived by all stockholders entitled to vote thereon.

THIRD: The hereinafter amendments were approved by the stockholders of the corporation at said meeting by the affirmative vote of all stockholders entitled to vote thereon.

FOURTH: The charter of the Corporation is hereby amended by striking out article Second of the Articles of Incorporation and inserting in lieu thereof the following:

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

"WAYNE LOAN PLAN OF MARYLAND, INC."

FIFTH: The charter of the Corporation is hereby amended by striking out the following article:

"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: One thousand (1,000) shares of the par value of Thirty (\$30.00) 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 Thirty Thousand Dollars (\$30,000.00)"

and substituting therefor the following:

"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: 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). The capital stock of the Corporation is not divided into classes."

IN WITNESS WHEREOF, the Wayne Finance Company of South Hagerstown, 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 June 7th 1968.

WAYNE FINANCE COMPANY OF SOUTH HAGERSTOWN INC.

By Herbert J. Essich, Jr.
Herbert J. Essich, Jr., President

ATTEST:
Lincoln E. Shank
Lincoln E. Shank, Secretary

COMMONWEALTH OF PENNSYLVANIA :
COUNTY OF FRANKLIN :

I hereby certify that on this 7th day of June, 1968, before me, the subscriber, a notary public of the State of Pennsylvania, in and for the County of Franklin, personally appeared Herbert J. Essich, Jr., President of Wayne Finance Company of South Hagerstown, 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 Lincoln E. Shank, 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.

Glenn L. Kuhn
Notary Public My com. expires
GLENN L. KUHN, Notary Public
Waynesboro, Franklin Co., Pa.
My Commission Expires September 19, 1970

ARTICLES OF AMENDMENT

OF

WAYNE FINANCE COMPANY OF SOUTH HAGERSTOWN, INC.

changing name to
WAYNE FINANCE COMPANY OF MARYLAND, INC.

SAITROP MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUN 10 12 35 PM '68
LIBER 7666 FOLIO 592
LAND O
WASHINGTON J. BAKER, CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland June 10, 1968 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 4023

Recorded in Liber 7666, folio 592³, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bortz



Received for record September 24, 1968 at 12:35 P.M. Liber 18,
Receipt No. 62465

DUPLICRAFTERS, INC.
ARTICLES OF DISSOLUTION

THIS IS TO CERTIFY:

1. The name of the corporation is:

DUPLICRAFTERS, INC.

and the post office address of its principal office in the State of Maryland, is 25 North Avenue, Hagerstown, Maryland, 21740,

2. Merle S. Elliott, whose post office address is 25 North Avenue, Hagerstown, Maryland, 21740, is the resident agent of said corporation, in the State of Maryland, 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, and the said Merle S. Elliott is a resident of the State of Maryland, and actually resides therein.

3. The names and post office addresses of the directors of the corporation are as follows:

Paul A. Benner, 4147 North Nidito Place, Tucson, Arizona, 85705.

Mary M. Benner, 4147 North Nidito Place, Tucson, Arizona, 85705.

Merle S. Elliott, 25 North Avenue, Hagerstown, Maryland, 21740.

4. The name, title and post office address of each of the officers of the corporation is as follows:

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
hereby gives notice that ARTICLES OF DISSOLUTION of the
Duplicrafters, Inc.

were received for record on, June 10, 19 68,
in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

ALBERT W. WARD

Director

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Paul A. Benner, President, 4147 Nidito Place, Tucson, Arizona, 85705.

Mary M. Benner, Vice-President, 4147 Nidito Place, Tucson, Arizona, 85705.

John M. Colton, Vice-President, 138 West Washington Street, Hagerstown, Maryland, 21740.

Merle S. Elliott, Treasurer, 25 North Avenue, Hagerstown, Maryland, 21740.

Merle S. Elliott, Secretary, 25 North Avenue, Hagerstown, Maryland, 21740.

5. That the dissolution of the corporation was duly authorized by unanimous vote of the entire Board of Directors on May 15, 1967, and that the dissolution of the corporation was duly advised by the Board of Directors and authorized unani- mously by the Stockholders of the Corporation at a Special Meeting of Stockholders on May 15, 1967, in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

6. That there are only two known creditors of the corporation, namely, Merle S. Elliott and John M. Colton, and that notice that dissolution of the corporation had been authorized pursuant to Article 23 of the Annotated Code of Maryland, was mailed on May 15, 1967, to the aforesaid two parties.

7. That the corporation is hereby dissolved.

8. That these Articles of Dissolution are accompan- ied by certificates of the Comptroller of the Treasury of the State of Maryland, and of the Collector of Taxes for the City of Hagerstown, and of the Collector of Taxes for Washington County, (being all collectors of taxes upon whose rolls this corporation's property is listed as taxable), stating in effect

that all taxes levied on assessments made by the Maryland State Department of Assessments and Taxation and billed by and payable to such collecting authorities by the corporation have been paid, except taxes barred by Section 212 of Article 81 of the Annotated Code of Maryland, or otherwise.

IN WITNESS WHEREOF, DUPLICRAFTERS, INC., has caused its name to be hereunto subscribed by John M. Colton, its Vice-President, and its corporate seal to be hereto affixed and duly attested by Merle S. Elliott, its Secretary, this 15th day of May, A.D., 1968.

DUPLICRAFTERS, INC.

By John M. Colton
John M. Colton, Vice-President

Attest as to Corporate Seal:

Merle S. Elliott
Merle S. Elliott, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 15th day of May,
A.D., 1968, before me, the subscriber, a Notary Public in and for
the State and County aforesaid, personally appeared John M.
Colton, the Vice-President of Duplicrafters, Inc., and acknow-
ledged the foregoing Articles of Dissolution to be the act of
said corporation, and at the same time also personally appeared
Merle S. Elliott, Secretary of Duplicrafters, Inc., and Secretary
of the Special Meeting of the Board of Directors at which the
dissolution of the corporation was duly authorized, and also
Secretary of the Special Meeting of Stockholders at which the
dissolution of said corporation was authorized and approved, and
made oath in due form of law that the matters and facts set forth
in the foregoing Articles of Dissolution with respect to authori-
zation and approval are true to the best of his knowledge.

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



James J. Culp
Notary Public

My commission expires:
July 1, 1969



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 — PHONE COLDNIAL 8-3371
ANNAPOLIS, MARYLAND 21404

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 certifi-
cation 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

DUPLICRAFTERS, INC.

have been paid.

WITNESS my hand and official seal this
first day of May A.D. 1968.



Mary Ellen Hopkins
Deputy Comptroller

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

February 26, 1968

RE: Dissolution - Duplicrafters 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 State Department of Assessments and Taxation and billed by and payable to the County Treasurer for Washington County by

Duplicrafters Inc.

have been paid to and including the fiscal year July 1, 1967 to June 30, 1968.

Witness the hand and seal of Hugh K. Troxell, County Treasurer for Washington County, this 26th day of February A.D., 1968.

 SEAL
Hugh K. Troxell
Treasurer for Washington County, Md.



CITY OF HAGERSTOWN
MARYLAND

DEPARTMENT OF REVENUE & FINANCE
CITY HALL

IRVIN K. BLOOM
ACTING TAX COLL'R. & TREAS.

February 26, 1968

TO WHOM IT MAY CONCERN:

I, Irvin K. Bloom, Acting 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, DUPLICRAFTERS, INC., P.O. Box 582, Hagerstown, Maryland, as of this date.


Irvin K. Bloom
Acting Tax Collector
and Treasurer

IKB:b

ARTICLES OF DISSOLUTION
OF
DUPLICRAFTERS, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 62465
SEP 24 12 35 PM '68
LIBER _____ FOLIO _____
LAND
MARSH J. SAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 10, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4011

Recorded in Liber 7666, folio 532, One of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

SPECIAL FEE
~~15.00~~ Recording fee paid \$ 19.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Portner



Del. to Terry Mose 9/22/76

Received for record September 24, 1968 at 12:35 P.M. Liber 18, Receipt No. 62465

ARTICLES OF INCORPORATION
OF

HAGERSTOWN HALL OF FAME ATHLETIC ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John W. Keller, whose post office address is 837 Maryland Avenue, Hagerstown, Maryland, Marshall E. Rowland, whose post office address is 39 East Franklin Street, Hagerstown, Maryland, and Terry L. Mose, whose post office address is 229 Woodpoint Avenue, Hagerstown, Maryland, all being 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

HAGERSTOWN HALL OF FAME ATHLETIC ASSOCIATION, INC.

THIRD: The purposes 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 encourage all kinds of field and athletic sports; to promote and encourage the sport, pleasure, exercise, and recreation of its members, to promote sociability and friendship among its members, to manage and conduct entertainments, excursions, and social meetings of its members.

(b) To maintain and operate buildings, playing fields or other structures incidental to the above purposes and to sell, lease, mortgage or otherwise dispose of the same.

FOURTH: The post office address and the principal office of the Corporation in this State is 229 Woodpoint Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Terry L. Mose, whose post office address is 229 Woodpoint 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: John W. Keller, Marshall E. Rowland, and Terry L. Mose. 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: John W. Keller, Marshall E. Rowland, and Terry L. Mose.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 17th day of June, A.D., 1968.

WITNESS:

Carolyn J. Chapp

Storn Tyler

Richard A. Mose

John W. Keller (SEAL)
John W. Keller

Marshall E. Rowland (SEAL)
Marshall E. Rowland

Terry L. Mose (SEAL)
Terry L. Mose

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

I HEREBY CERTIFY, That on this 17th day of June, 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John W. Keller, Marshall E. Rowland, and Terry L. Mose and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal the date last above written.

Richard A. Mose
Notary Public



LMS
62

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 225
SEP 24 12 35 PM '68
LIBER _____ FOLIO _____
LAND _____
VIRGINIA L. BAKER ACT. CLERK

ARTICLES OF INCORPORATION
OF
HARDEN TOWN HALL OF FAME ATHLETIC ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 19, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4192

Recorded in Liber 7668 folio 446³, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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



Received for record September 24, 1968 at 12:35 P.M., Liber 18,
Receipt No. 62465

ARTICLES OF INCORPORATION

OF

ROYAL CROWN BOTTLING COMPANY OF HAGERSTOWN, INC.

We, the undersigned, William E. Bridgeforth, Sr. of 103 South Washington Street, Winchester, Virginia, and William E. Bridgeforth, Jr. of Fairway Estates, Winchester, Virginia, and Gilbert W. Hovermale of 123 West Washington Street, Hagerstown, Maryland, being at least twenty-one (21) years of age, do hereby associate to form a stock corporation under the provisions of the Code of Maryland and to that end set forth as follows:

FIRST: The name of the corporation is to be: ROYAL CROWN BOTTLING COMPANY OF HAGERSTOWN, INC.

SECOND: The purposes for which the corporation is organized are as follows:

(a) To advertise, manufacture, bottle, sell, hold, broker, purchase or otherwise trade in non-alcoholic beverages including the products necessary for their manufacture, machinery and equipment necessary to their production, the rights, franchises and patents necessary to manufacture for distribution.

(b) To purchase, advertise, sell, lease, contract, hold, broker, obtain or otherwise deal in vending machines associated with the retail distribution of beverages manufactured or brokered by this corporation.

(c) To do all things lawful, necessary, or incident to the accomplishment of the purposes set forth above; to exercise all lawful powers now possessed by Maryland corporations of similar character; and to engage in any business in which a corporation organized under the laws of Maryland may engage except any business that is required to be specifically set forth in the Articles of Incorporation.

(d) The objects, powers, and purposes specified in any clause or paragraph hereinabove contained shall be construed as objects and powers in furtherance and not in limitation of the general powers conferred by the laws of the State of Maryland; and it is hereby expressly provided that the foregoing enumeration of specific powers shall in no-wise limit or restrict any other power, object or purpose of this corporation, or in any manner affect any of the general powers or authority of the corporation.

THIRD: The initial registered office of this corporation in the State of Maryland is to be located at 790 Frederick Street, Hagerstown, Maryland. The initial registered agent for this corporation shall be Gilbert W. Hovermale, who is a resident of Maryland, and who is an attorney - at - law, and whose business office is located at 123 West Washington Street, Hagerstown, Maryland.

FOURTH: The maximum amount of capital stock of this corporation shall be One Hundred Thousand Dollars (\$100,000) consisting of One Thousand (1,000) shares of One Hundred Dollars (\$100) par value each.

FIFTH: There shall exist no pre-emptive rights on the part of the holders of issued and outstanding shares of this corporation to acquire unissued shares thereof, but such unissued shares may be sold upon the approval of a majority of the shares then issued out and outstanding, for a price which is approved, or set, by such majority of the shares issued and outstanding.

SIXTH: The shares of this corporation shall further be restricted in that any sale contemplated of the shares must be according to the following terms and conditions:

(a) The shares must first be offered to the corporation for the anticipated sale price and the corporation shall have thirty (30) days within which to accept or reject the offer of sale.

(b) If the shares to be sold are not then acquired by the corporation then the shares must be offered in writing to the other shareholders of record on the date of offer at the price offered for sale. Such shareholders of record shall likewise have thirty (30) days within which to accept or reject such offer of sale.

(c) If neither the corporation nor the shareholders exercises his right hereinabove specified to purchase these shares, then these shares may be sold at the price offered or for any greater price without further notification to either the corporation or other shareholders for a period of one year.

SEVENTH: At all elections of Directors of the corporation, each holder of common stock shall be entitled to as many votes as may equal the number of his shares multiplied by the number of Directors to be elected, and each said stockholder may cast all his votes, as computed herein, for a single Director, or he may distribute his said votes among the number of Directors to be elected, or any two or more of them, as he may see fit.

EIGHTH: The Board of Directors shall consist of three (3) in number and the names and addresses of the initial Directors who are to hold office until the first election of Directors are as follows:

W. E. Bridgeforth, Sr.	103 South Washington St. Winchester, Virginia
W. E. Bridgeforth, Jr.	Fairway Estates Winchester, Virginia
Margaret W. Bridgeforth	103 South Washington St. Winchester, Virginia

NINTH: The period of existence of the corporation shall be unlimited.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 30th day of May, 1968.

William E. Bridgeforth (SEAL)
WILLIAM E. BRIDGEFORTH, SR.

William E. Bridgeforth Jr (SEAL)
WILLIAM E. BRIDGEFORTH, JR.

Gilbert W. Hovermale (SEAL)
GILBERT W. HOVERMALE

STATE OF VIRGINIA:

City of Winchester, to-wit:

I, Eliza L. Foreman, a Notary Public in and for the City and State aforesaid, do certify that WILLIAM E. BRIDGEFORTH, SR. and WILLIAM E. BRIDGEFORTH, JR., whose names are signed to the foregoing Articles of Incorporation bearing the 30th day of May, 1968, have this day personally appeared before me and acknowledged the same.

Given under my hand this 30th day of May, 1968.

My Commission expires February 20, 1971

Eliza L. Foreman
Notary Public

STATE OF MARYLAND:

County of Washington, to-wit:

I, Christine B. Lewis, a Notary Public in and for the County and State aforesaid, do hereby certify that GILBERT W. HOVERMALE, whose name is signed to the foregoing Articles of Incorporation bearing the 30th day of May, 1968, has this day personally appeared before me and acknowledged the same.

Given under my hand this 30th day of May, 1968.

My Commission expires July 1, 1969

Christine B. Lewis
Notary Public

ARTICLES OF INCORPORATION

OF

ROYAL CROWN BOTTLING COMPANY OF HAGERSTOWN, INC.

SEP 24 12 25 PM '68
LIBER FOLIO
RECORDED

approved and received for record by the State Department of Assessments and Taxation of Maryland June 3, 1968 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 3871

Recorded in Liber 7665, 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 \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Portjes



Received for record September 24, 1968 at 12:35 P.M. Liber 18,
Receipt No. 62465

ARTICLES OF INCORPORATION

OF

TET INC.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Edwin H. Miller, whose post office address is 206 Maryland National Bank Bldg., 82 West Washington Street, Hagerstown, Maryland, 21740, being twenty-one years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

(a) To buy, sell, export, import, lease, exchange and generally deal in machinery and equipment of all kinds and descriptions, at retail or wholesale.

(b) To acquire by purchase, lease, or otherwise, to equip, maintain and operate a general machine shop; to do repairing, welding, brazing, soldering, polishing, molding, casting, pattern making, metal stamping and cutting, electrical repairs.

(c) To lease, purchase, sell and otherwise deal in all kinds of machines, tools, implements, apparatus, equipment, accessories and appliances of every kind used in connection with the manufacturing, repairing, or replacement of any kind of machinery or other industrial uses, and to deal in at wholesale or retail, with any materials whatsoever or necessary or convenient or incident thereto.

(d) To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or cor-

porations, and while the owner thereof to exercise all of the incidents of ownership.

(e) To purchase or otherwise acquire letters patent, concessions, licenses, inventions, rights and privileges, or any interest therein and to grant any rights so acquired either in the United States or in the World.

(f) To buy, sell, deal in and improve, real estate wheresoever situate and fixtures and personal property incident thereto and connected therewith; to acquire by purchase, lease, hire, or otherwise, lands, tenements, hereditaments, or any interest therein and to improve the same; to sell, lease, mortgage, pledge or otherwise dispose of the lands or other property of the Corporation absolutely or upon condition.

(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. 206 Maryland National Bank Bldg., 82 West Washington St., Hagerstown, Maryland, 21740. The name and post office address of the Resident Agent of the Corporation in this state is: Claude T. Wilson, 670 Northern Ave., Hagerstown, Maryland, 21740. 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 per share, 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 at least three (3), which number may be increased or decreased pursuant to the by-laws of the corporation; and the names of the directors who shall act until the first annual meeting, or until their successors are duly elected and qualify, are: Edwin H. Miller, Richard J. Chaney and Robert E. Kuczynski.

SEVENTH: The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors, who shall dictate its general business policy and, subject to any provisions of Statute or to the vote of its stockholders, determine all matters and questions pertaining to its business and affairs.

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

2. The Board of Directors shall have the power to fix the salaries of officers and employees, and although the directors may be also employees or officers of the company their vote shall be counted and the action just as binding on the Corporation as if they were not directors or stockholders.

3. 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.

4. The Board of Directors shall from time to time determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books

of the Corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

5. The above granted powers of 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, I have signed these Articles of Incorporation this 27th day of May, 1968.

WITNESS:

Olive R. Shupp

Edwin H. Miller (SEAL)
Edwin H. Miller

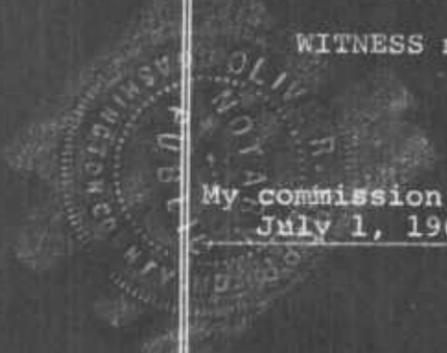
STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 27th day of May, 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Edwin H. Miller, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Notarial Seal.

Olive R. Shupp
Notary Public

My commission expires:
July 1, 1969



72

STATE
WASHINGTON
RECEIVED
MAY 29 1968
LIBER
FOLIO
62465

ARTICLES OF INCORPORATION
OF
TET. INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 28, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 3786

Recorded in Liber 7664, folio 715⁵, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Portgus



Received for record September 24, 1968 at 12:36 P .M. Liber 18,
Receipt No. 62465

ARTICLES OF INCORPORATION
OF
WASHINGTON COUNTY ARTS COUNCIL, INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, H. PAUL KOTUN, WHOSE POST OFFICE ADDRESS IS 428 NORTH POTOMAC STREET, HAGERSTOWN, MARYLAND, JACOB B. BERKSON, WHOSE POST OFFICE ADDRESS IS 74 WEST WASHINGTON STREET, HAGERSTOWN, MARYLAND, AND LUCILLE E. MOWEN, WHOSE POST OFFICE ADDRESS IS 128 SOUTH PROSPECT 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:

WASHINGTON COUNTY ARTS COUNCIL INC.

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

TO ORGANIZE AND OPERATE AN ASSOCIATION EXCLUSIVELY FOR EDUCATIONAL, CHARITABLE, RECREATIONAL AND OTHER NON-PROFITABLE 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 AN INTEREST IN ALL PHASES OF MUSIC, ART, CULTURE, RECREATION AND ENTERTAINMENT IN WASHINGTON COUNTY, MARYLAND.

B. IT SHALL BE THE PURPOSE OF THIS COUNCIL TO AID, ENCOURAGE, ADVISE AND CORRELATE ALL ACTIVITIES DEDICATED TO THE PROMOTION OF CULTURAL ARTS IN HAGERSTOWN, WASHINGTON COUNTY, MARYLAND AND NEIGHBORING COMMUNITIES, AS MAY BE FOUND FEASIBLE; TO INTEGRATE SUCH ACTIVITIES INTO THE TOTAL LIFE OF THE COMMUNITIES SERVED BY THE COUNCIL.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS P.O. Box 1294, HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS EDWARD B. HALL, DIRECTOR, WHOSE POST OFFICE ADDRESS IS WASHINGTON COUNTY FREE LIBRARY, 100 SOUTH POTOMAC STREET, HAGERSTOWN, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE CORPORATION SHALL HAVE SIX DIRECTORS WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE, AND H. PAUL KOTUN, MRS. ELDON G. HOACHLANDER, EDWARD B. HALL, CLYDE H. ROBERTS, MARY ELLA CROSSLEY AND JOHN L. PETTY SHALL ACT AS SUCH UNTIL THE FIRST ANNUAL MEETING, OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY.

SIXTH: THE CORPORATION IS NOT AUTHORIZED TO ISSUE ANY CAPITAL STOCK. THE FOLLOWING SHALL BE THE FIRST MEMBERS OF THE CORPORATION: MR. AND MRS. ALFRED C. ALCORN, 927 HAMILTON BOULEVARD, HAGERSTOWN, MARYLAND; MR. AND MRS. JACOB B. BERKSON, 1012 OAK HILL AVENUE, HAGERSTOWN, MARYLAND; MISS MATILDA BIKLE, 405 REYNOLDS AVENUE, HAGERSTOWN, MARYLAND; MRS. WILLIAM M. BRISH, 28 E. MAGNOLIA AVENUE, HAGERSTOWN, MARYLAND; MRS. FRANK E. BRUMBACK, 960 NORTHERN AVENUE, HAGERSTOWN, MARYLAND; MR. AND MRS. JOHN BURREY, FOUNTAINHEAD ROAD, HAGERSTOWN, MARYLAND; MR. M. J. COFFEY, 1822 WOODBURN DRIVE, HAGERSTOWN, MARYLAND; MR. JOHN FIGNAR, 338 CHERRY TREE CIRCLE, HAGERSTOWN, MARYLAND; MR. A. LESLEY GARDNER, 760 FOUNTAINHEAD ROAD, HAGERSTOWN, MARYLAND; MRS. WILLIAM T. HAMILTON, 175 SOUTH PROSPECT STREET, HAGERSTOWN, MARYLAND; MRS. DOWNS E. HEWITT, 102 MARBERN ROAD, HAGERSTOWN, MARYLAND; DR. AND MRS. ELDON G. HOACHLANDER, 2250 FAIRFAX ROAD, HAGERSTOWN, MARYLAND; MISS MIRIAM HOFFMAN, TOWNE MANOR APARTMENTS, HAGERSTOWN, MARYLAND; MR. H. WAYNE HOVERMALE, HOLIDAY ACRES, SMITHSBURG, MARYLAND; MISS KATHRYN GUINEY, HAGERSTOWN JUNIOR COLLEGE, ROBINWOOD DRIVE, HAGERSTOWN, MARYLAND; MRS. CLIFTON BACHTTELL, 901 OAK HILL AVENUE, HAGERSTOWN, MARYLAND; MRS. ROBERT S. IRVINE, 200 BRYAN PLACE, HAGERSTOWN, MARYLAND; MRS. ROBERT E. KINSLEY, 1825 PRESTON ROAD, HAGERSTOWN, MARYLAND; MR. AND MRS. HENRY P. KOTUN, 428 NORTH POTOMAC STREET, HAGERSTOWN, MARYLAND; MR. THOMAS MAGRUDER, III, 1203 RAVENWOOD HEIGHTS, HAGERSTOWN, MARYLAND; MISS MARGARET MOORE, 5 WEST MAGNOLIA AVENUE, HAGERSTOWN, MARYLAND; MR. CARLO PACITTI, MANAGER, FOUNTAINHEAD COUNTRY CLUB, HAGERSTOWN, MARYLAND; MR. JOHN L. PETTY, DIRECTOR, WASHINGTON COUNTY MUSEUM OF FINE ARTS, HAGERSTOWN, MARYLAND; MR. CLAUDE M. POTTERFIELD, 208 SOUTH PROSPECT STREET, HAGERSTOWN; MR. CLYDE H. ROBERTS, 219 NORTH COLONIAL DRIVE, HAGERSTOWN, MARYLAND; MR. CHARLES J. SCHARF, 18 N. COLONIAL DRIVE, HAGERSTOWN, MARYLAND; MRS. C. G. SPENCE, JR., 1896 JEFFERSON BOULEVARD, HAGERSTOWN, MARYLAND; MR. AND MRS. J. LEONARD STARKEY, 39 E. WATER STREET, SMITHSBURG, MARYLAND; MR. AND MRS. ARTHUR P. STEIN, 1070 VIEW STREET, HAGERSTOWN, MARYLAND; MR. JOHN M. WALTERSDORF, 947 THE TERRACE, HAGERSTOWN, MARYLAND; AND MRS. SHIRLEY FOUT MILLER, 2407 PARADISE DRIVE, HAGERSTOWN, MARYLAND.

SEVENTH: 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.

EIGHTH: THE DURATION OF THIS CORPORATION SHALL BE PERPETUAL.

NINTH: THESE ARTICLES OF INCORPORATION MAY BE AMENDED BY A MAJORITY VOTE AT A REGULARLY CALLED MEETING OF THE CORPORATION, PROVIDED THAT A COPY OF THE PROPOSED AMENDMENT OR AMENDMENTS ACCOMPANIES THE CALL FOR THE CORPORATION MEETING AND IS MAILED FIFTEEN (15) DAYS PRIOR TO THE DATE OF THE MEETING, AND PROVIDED FURTHER THAT SUCH PROPOSED AMENDMENT OR AMENDMENTS SHALL HAVE HAD PRIOR THERETO THE CONSIDERATION OF THE BOARD OF DIRECTORS OF THE CORPORATION AT A DULY CALLED MEETING.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION THIS 20th DAY OF June 1968.

WITNESS:

Paul L. Gehr
Paul L. Gehr
Paul L. Gehr

H. Paul Kotun
H. PAUL KOTUN
Jacob B. Berkson
JACOB B. BERKSON
Lucille E. Mowen
LUCILLE E. MOWEN

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 20th DAY OF June 1968, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED H. PAUL KOTUN, JACOB B. BERKSON AND LUCILLE E. MOWEN WHO EACH ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.



Paul L. Gehr
NOTARY PUBLIC

ARTICLES OF INCORPORATION
OF
WASHINGTON COUNTY ARTS COUNCIL INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. *2445*
SEP 24 12 35 PM '68
LIBER FOLIO
LAND
WATSON L. GREEN ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 21, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4254

Recorded in Liber *7669*, folio *234*^{*4*}, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartow



Received for record September 24, 1968 at 12:35 P.M. Liber 18,
Receipt No. 62465

SOUTHERN CROSS SPORT PARACHUTE CLUB, INC.

Articles of Incorporation

THIS IS TO CERTIFY:

That we, the subscribers, ROBERT EUGENE DAWSON, 34 N. Vermont, Williamsport, Maryland 21795; CLARENCE HEMP MILLER, JR., Route #3, Hagerstown, Maryland 21740; and HERMAN MARSHALL BARTLES, 107 Roessner Avenue, Hagerstown, Maryland 21740; and each being twenty-one years of age, do hereby associate ourselves with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

1. The name of the corporation (hereinafter called the "Corporation") is

SOUTHERN CROSS SPORT PARACHUTE CLUB, INC.

2. The objects and purposes for which and for any of them, this Corporation is formed, and the business to be carried on by it are to do any and all of the following things:

(a) To purchase, sell, lease or otherwise acquire, hold, develop, improve, mortgage, exchange, let or in any manner encumber or dispose of real property, fee simple and leasehold, where situate; to buy, store, sell, handle, deal in and otherwise dispose of goods, wares, merchandise and services of all kinds and descriptions; to conduct a general brokerage agency and commission business for others in the purchase, storage, sale and handling and otherwise disposing of merchandise, materials of all kinds and negotiations of loans thereon; to establish, lease, own, carry on stores and/or warehouses for the sale and/or storage of merchandise and equipment; to have one or more offices; and generally, to do all the things which may be necessary and proper in connection with any business conducted by it and which might not be contrary to law, including the operation of a non-profit Sport Parachute Club for educational and recreational purposes.

(b) To borrow money and to pledge as collateral therefore any and all of the assets of the corporation.

(c) To maintain margin accounts and make short sales of all kinds and descriptions.

(d) To engage in any other business or businesses of whatsoever kind and description within the State of Maryland and elsewhere that may be directly

or indirectly calculated to effectuate the objects and purposes of the Corporation or any of them.

(e) To acquire good will, trade name, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm or association or corporation engaged in a similar business and to pay for same in cash and stock of this Corporation or otherwise.

(f) To acquire by subscription, purchase, exchange, or to otherwise acquire and hold for investment or otherwise to use, sell, dispose, pledge, mortgage, or hypothecate any bonds, stocks or other obligations of any Corporation while the owner thereof, to exercise all of the rights and powers privileges of ownership thereof, to borrow money and issue notes and bonds as authorized by the laws of this State and to execute mortgages, deeds of trust, or other forms of contracts as securities for same and guaranteeing the payment thereof.

(g) To consolidate with other corporations engaged in any business similar or analogous to those of this Corporation or to any of the objects of this Corporation.

(f) To acquire by subscription, purchase, exchange, or to otherwise acquire and hold for investment or otherwise to use, sell, dispose, pledge, mortgage, or hypothecate any bonds, stocks or other obligations of any Corporation while the owner thereof, to exercise all of the rights and powers privileges of ownership thereof, to borrow money and issue notes and bonds as authorized by the laws of this State and to execute mortgages, deeds of trust, or other forms of contracts as securities for same and guaranteeing the payment thereof.

(g). To consolidate with other corporations engaged in any business similar or analogous to those of this Corporation or to any of the objects of this Corporation.

(h) In general, to carry on any lawful business and to have and to exercise all powers conferred by the general laws of the State of Maryland upon corporations, formed thereunder and to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon corporations of this character by said general laws, now or hereafter in force; and the enumeration of certain powers as herein specified not being intended to exclude any other powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said

Corporation is formed under the articles, conditions and provisions herein expressed and subject to all particulars to the limitations pertaining to corporations which are contained in the General Laws of this State.

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

4. The post office address of the place at which the principal office of the Corporation shall be located in the State of Maryland is 34 N. Vermont, Williamsport, Maryland, 21795. The Resident Agent of the Corporation is Robert Eugene Dawson, whose post office address is 34 N. Vermont, Williamsport, Maryland, 21795, and said Resident Agent is a citizen of the State of Maryland and actually resides therein.

5. The total amount of authorized capital stock shall be one hundred thousand (100,000) shares of one class of stock at a par value of One (\$1.00) Dollar per share.

6. The Board of Directors may issue from time to time shares of its stock with or without the par value of any class and securities convertible into shares of its stock with or without the par value of any class for such consideration as the said Board of Directors may deem advisable. The Board of Directors shall, by resolution, state its opinion of the actual value of any consideration other than money for which it authorizes shares of stock without par value or securities convertible into shares of stock without par value to be issued.

7. No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation shall in any way, be affected 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, provided that the fact that he, or such firm, so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any directors of this Corporation, who is also a director or officer of such 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 so interested and not such a director or officer of such corporation.

8. The Corporation shall have three (3) directors or more and the following named persons shall act as such until the first annual meeting or until their successors are duly chosen and qualified:

Robert Eugene Dawson, 34 N. Vermont, Williamsport, Maryland 21795
Clarence Hemp Miller, Jr., Route No. 3, Hagerstown, Maryland 21740
Herman Marshall Bartles, 107 Roessner Avenue, Hagerstown, Maryland 21740

The Corporation may determine by its By-Laws the classifications and number of its directors, which may from time to time, be fixed at a number greater than that named in this charter, but shall never be less than three (3).

IN WITNESS WHEREOF, we have hereunto set our hands and affixed our seals; this 6th day of June, 1968.

WITNESSETH:

Deane Kittell

Robert Eugene Dawson (SEAL)
ROBERT EUGENE DAWSON

Deane Kittell

Clarence Hemp Miller (SEAL)
CLARENCE HEMP MILLER

Deane Kittell

Herman Marshall Bartles (SEAL)
HERMAN MARSHALL BARTLES

STATE OF MARYLAND)
County Washington) TO WIT:
~~CITY OF BALTIMORE~~)

I HEREBY CERTIFY that on this 6th day of June, 1968, before me, the subscriber, a Notary Public of the State and County ~~City~~ aforesaid personally appeared ROBERT EUGENE DAWSON, CLARENCE HEMP MILLER, and HERMAN MARSHALL BARTLES known to me to be the persons whose names are subscribed to the within instrument; and they acknowledged that they executed the same for the purposes therein contained.

AS WITNESS my hand and Notarial Seal.

Deane Kittell
NOTARY PUBLIC



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 245
SEP 24 12 35 PM '68
LIBER _____ FOLIO _____
LAND _____
MAUGHN J. BAKER ACT. CLERK

ARTICLES OF INCORPORATION
OF
SOUTHERN CROSS SPORT PARACHUTE CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 24, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4296

Recorded in Liber 7669, folio 522, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Hartman



Received for record September 24, 1968 at 12:35 P.M. Liber 18,
Receipt No. 62465

ARTICLES OF INCORPORATION OF
STRALEY'S TILE SERVICE, INC.

THIS IS TO CERTIFY:

FIRST, We the undersigned, Earl R. Straley, whose Post Office address is R. F. D. #4, Hagerstown, Maryland, Miriam C. Straley, whose Post Office address is R. F. D. #4, Hagerstown, Maryland and Maxwell T. Kline, whose Post Office address is R. F. D. #2, Clear Spring, Maryland, each being at least 21 years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND, The name of the corporation (which is hereinafter called the corporation) is STRALEY'S TILE SERVICE, INC.

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

(a) To buy, sell, trade, distribute, install and display all forms of ceiling, floor and wall tile, including but not limited to ceramic, asphalt, acoustical, linoleum and formica.

(b) To generally engage in and conduct a home improvement business.

(c) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, lease, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements, appliances, 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 situate.

(e) 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 any other corporation or association organized under the laws of the State of Maryland or of any other State; and upon a distribution of the assets or division of the profits of this corporation, to distribute any such shares of stock among the stockholders of this corporation.

(f) 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.

(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 directly or indirectly effectuate or facilitate the transaction of the aforesaid objects or businesses or any of them or to enhance the value of its property, business or rights.

(h) To carry on all or any part of the aforesaid purposes and to conduct its business in any or all of the States of the United States and to maintain offices or places of business in any of the States of the United States of America.

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

FOURTH, The Post Office address of the principal office of the corporation in this State is R. F. D. #4, Hagerstown, Maryland. The name and address of the resident agent of the

resident agent of the corporation is Earl R. Straley, R. F. D. #4, Hagerstown, Maryland, 21740. Said resident agent is a citizen of this State and actually resides herein.

FIFTH, The total number of shares of stock which the corporation has authority to issue is Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars a share, 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 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: Earl R. Straley, Miriam C. Straley and Maxwell T. Kline.

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

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

(b) 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 businesses 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.

(d) The corporation reserves the right from time to time to make any amendments of its Charter which may now or hereafter be authorized by law, including any amendment changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of all of such stock at the time outstanding, 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 shall 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) The Board of Directors of the corporation is hereby empowered to authorize the issuance of Ten Thousand (10,000) full paid and non-assessable shares of the par value of Ten (\$10.00) Dollars a share.

(g) Any stockholder desiring to sell, transfer or assign his or her shares of the corporation shall first offer them to the stockholders of record at the time before procuring a purchaser of said shares otherwise.

EIGHTH, The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 20th day of JUNE, A. D., 1968.

Witness:

Lynn Meyers
Earl R. Straley
Earl R. Straley
Miriam C. Straley
Miriam C. Straley
Maxwell T. Kline
Maxwell T. Kline

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

I HEREBY CERTIFY, That on this 20th day of June, A. D., 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Earl R. Straley, Miriam C. Straley and Maxwell T. Kline, and severally acknowledged the foregoing Articles of Incorporation to be their act.

Witness my hand and official Notarial Seal.

My Commission Expires: July 1, 1969

Estelita P. Dippelberger
NOTARY PUBLIC



ARTICLES OF INCORPORATION
OF
STRALEY'S TILE SERVICE, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 62465
SEP 24 12 35 PM '68
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 24, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4310

Recorded in Liber 2669, folio 593⁶ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartger



PARAMOUNT NURSERY, INC.

ARTICLES OF INCORPORATION
(Under Section 4)

Received for record September 24, 1968 at 12:35 P.M. Liber 18,
Receipt No. 62465

FIRST: We, the undersigned, William A. Twombly, whose post office address is 5 East Longmeadow Road, Hagerstown, Maryland, Lawrence T. Bernstein, whose post office address is 1204 Wayne Avenue, Hagerstown, Maryland and W. Warren Stultz, whose address is the Grice Building, Hagerstown, Maryland, each being at least twenty-one year old 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 PARAMOUNT NURSERY, 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 raise, propagate, develop, buy, sell, export and import, and generally deal in trees, shrubbery, plants, flowers, vines and all other things raised and produced in a nursery; to acquire the necessary real estate, farms or plants properly to carry out the above objects, and incidentally to engage in general farming to provide for the proper rotation of crops and the maintenance of the ground in a fertile condition.

(2) To acquire farm properties and other real estate, by purchase, lease or otherwise, to improve and develop the same, and thereon to plant, sow, cultivate and harvest grains, hay, forage, vegetables, fruit, flowers and all kinds of farm produce and products of the soil. To breed, raise, buy, pasture, prepare for market, exhibit, sell, and deal in live stock of all kinds. To engage in dairying and the poultry, pigeon, pet stock, and market gardening business. To operate greenhouses, hot beds and cold frames for the raising of plants, shrubs and flowers. To acquire and maintain shops, stores, stalls, market stands, peddling and delivery vehicles, routes, and all other conveniences and equipment suitable for the vending of its products. In general, to conduct

in all their several departments and branches, the business of farmers, fruit growers, dairymen, stock raisers, gardeners, nurserymen, and florists, and to do everything incidental or conducive to the full accomplishment of the foregoing objects.

(3) To engage in the business of propagating, growing, harvesting, buying, selling, and dealing in, at wholesale and retail, flowers, ferns, palms, shrubs, plants, and vegetable growths of all kinds. To make and perform contracts for designing, arranging, and furnishing floral pieces and floral decorations of all kinds. To acquire, by purchase, lease or otherwise, hold, improve, develop, let, sell and generally deal in real properties of all kinds and rights and interests therein. To build, maintain and operate greenhouses, hot beds, cold frames, cellars, storage plants, equipment for transporting its products and supplies, stores, stands, and other places for the marketing of its goods, wares and products.

(4) To acquire by purchase, lease, or otherwise, and to improve, and develop real property. To erect dwellings, apartment houses, and other buildings, private or public, of all kinds, and to sell or rent the same. To lay out, grade, pave, and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks, and playgrounds. To buy, sell, mortgage, exchange, lease, let hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

(5) To pay, sell, rent, lease, or otherwise acquire, to hold, own, use, improve, mortgage, sell, exchange, lease, or otherwise dispose of real property, improved or unimproved.

(6) To borrow money from any person, firm or corporation; to make and issue notes, bills, bonds, debentures, and other evidences of indebtedness of all kinds, and to secure the same by pledge, mortgage, or otherwise, without limit as to amount, and to provide for payment of the same by deposited cash, sinking funds, or otherwise.

(7) To hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or pledge, or otherwise dispose of shares of the capital stock and securities created by any other corporation or corporations and while the holder thereof to exercise all the privileges of the owner, including the right to vote thereon, with power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.

(8) The corporation may utilize and apply its surplus earnings or profits authorized by law to be so reserved, to the purchase or acquisition of its own capital stock, from time to time, and in such manner as may be legal and equitable as to other stockholders, and upon such terms as its Board of Directors shall determine.

(9) In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, privileges granted or conferred upon corporations of this character by said General Laws now or hereafter in force, the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

(10) To conduct and carry on any other similar business which may be capable of being profitably carried on with the corporation's business or to carry on any similar business that is directly or indirectly adapted to add to the value of the corporation's property and profits of its authorized business.

(11) To do any or all of the things in this certificate set forth as objects, purposes, powers or otherwise to the same extent and as fully as natural persons might or could do, as principals, agents, trustees, or otherwise.

FOURTH: The post office address of the principal office of the corporation in this state is 24 West Longmeadow Road, Hagerstown, Maryland. The name and address of the resident agent of this corporation in this state is: William A. Twombly, 5 East Longmeadow

Road, Hagerstown, Maryland, who is a citizen of Maryland and actually resides therein.

FIFTH: 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.

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 A. Twombly, Lawrence T. Bernstein, and W. Warren Stultz.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on *June 26th*, 1968.

1. *William A. Twombly*
William A. Twombly

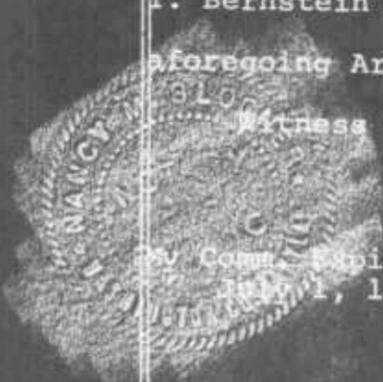
2. *Lawrence T. Bernstein*
Lawrence T. Bernstein

3. *W. Warren Stultz*
W. Warren Stultz

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby certify, that on this *26th* day of *June*, A.D., 1968, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared William A. Twombly, Lawrence T. Bernstein and W. Warren Stultz and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

Witness my hand and official Notarial Seal.



My Comm. Expires: *July 1, 1969*

Nancy M. Blocher
Notary Public

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 62465
SEP 24 12 35 PM '68
LIBER _____ FOLIO _____
LAND _____
VAUGHN I. BAKER ACT. CLERK

ARTICLES OF INCORPORATION
OF
PARAMOUNT NURSERY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 27, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4404

Recorded in Liber 7670, folio 592 of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 B. Bartges



Received for record October 2, 1968 at 11:00 A.M. Liber 18, Receipt No. 62665

ARTICLES OF INCORPORATION
OF
RUTH'S ANTIQUE SHOP, INCORPORATED

FIRST: WE, THE UNDERSIGNED, ROGER C. BECKLEY, WHOSE POST OFFICE ADDRESS IS 41 EAST BALTIMORE STREET, FUNKSTOWN, MARYLAND; MILDRED RUTH BECKLEY, WHOSE POST OFFICE ADDRESS IS 41 EAST BALTIMORE STREET, FUNKSTOWN, MARYLAND; ROBERT E. SHOBE, WHOSE POST OFFICE ADDRESS IS 6 SOUTH HIGH STREET, FUNKSTOWN, MARYLAND; AND CAROL LYNN SHOBE, WHOSE POST OFFICE ADDRESS IS 6 SOUTH HIGH STREET, FUNKSTOWN, 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 HEREBY CALLED THE CORPORATION) IS RUTH'S ANTIQUE SHOP, INCORPORATED.

THIRD: THE PURPOSES FOR WHICH THE CORPORATION IS FORMED ARE AS FOLLOWS:
TO ENGAGE GENERALLY IN THE ANTIQUE BUSINESS IN ANY OR ALL OF ITS RAMIFICATIONS, TO WHOLESALE, RETAIL, IMPORT, ACT AS AGENT, BROKER OR IN ANY OTHER LAWFUL CAPACITY AND GENERALLY TO TAKE, LEASE, PURCHASE, OR OTHERWISE ACQUIRE, AND TO OWN, USE, HOLD, SELL, CONVEY, EXCHANGE, LEASE, MORTGAGE, WORK, CLEAN, IMPROVE, REPAIR, DEVELOP, DIVIDE, AND OTHERWISE HANDLE, MANAGE, OPERATE, DEAL IN AND DISPOSE OF ANTIQUES, REAL PROPERTY, PERSONAL PROPERTY, LANDS, HOUSES, BUILDINGS OR OTHER WORKS AND ANY INTEREST OR RIGHT THEREIN; AND TAKE LEASE, PURCHASE OR OTHERWISE ACQUIRE, AND TO OWN, USE, HOLD, SELL, CONVEY, EXCHANGE, HIRE, LEASE, PLEDGE, MORTGAGE, AND OTHERWISE HANDLE, AND DEAL IN AND DISPOSE OF SUCH PERSONAL PROPERTY, CHATTELS, CHATTELS REAL, RIGHTS, EASEMENTS, PRIVILEGES, CHOSES IN ACTION, NOTES, BONDS, MORTGAGES, AND SECURITIES AS MAY LAWFULLY BE ACQUIRED, HELD, OR DISPOSED OF.

TO ERECT, CONSTRUCT, MAINTAIN, IMPROVE, REBUILD, ENLARGE, ALTER, MANAGE, AND CONTROL, DIRECTLY OR THROUGH OWNERSHIP OF STOCK IN ANY CORPORATION, ANY AND ALL KINDS OF BUILDINGS, HOUSES, STORES, OFFICES, SHOPS, WAREHOUSES, FACTORIES, MILLS, MACHINERY, AND PLANTS, AND ANY AND ALL OTHER STRUCTURES AND ERECTIONS WHICH MAY IN THE JUDGMENT OF THE BOARD OF DIRECTORS, AT ANY TIME BE NECESSARY, USEFUL, OR ADVANTAGEOUS, FOR THE PURPOSES OF THE CORPORATION, AND WHICH CAN LAWFULLY BE DONE.

TO MAKE, ENTER INTO, PERFORM AND CARRY OUT CONTRACTS FOR CONSTRUCTION OR CONSTRUCTING, BUILDING, ALTERING, IMPROVING, REPAIRING, DECORATING, MAINTAINING, FURNISHING, AND FITTING UP BUILDINGS, TENEMENTS, AND STRUCTURES OF EVERY DESCRIPTION, AND TO ADVANCE MONEY TO AND ENTER INTO AGREEMENTS OF ALL KINDS WITH BUILDERS, CONTRACTORS, PROPERTY OWNERS, AND OTHERS, FOR SAID PURPOSE.

RUTH'S ANTIQUE SHOP, INCORPORATED

TO ACQUIRE BY PURCHASE, LEASE, GIFT, DEVISE, OR OTHERWISE, AND TO OWN, USE, HOLD, SELL, CONVEY, EXCHANGE, LEASE, MORTGAGE, WORK, IMPROVE, DEVELOP, DIVIDE AND OTHERWISE HANDLE, DEAL IN AND DISPOSE OF REAL ESTATE, REAL PROPERTY AND ANY INTEREST OR RIGHT THEREIN, WHETHER AS PRINCIPAL, AGENT, BROKER, OR OTHERWISE.

TO MANAGE, OPERATE, SERVICE, EQUIP, FURNISH, ALTER, AND KEEP IN REPAIR DWELLINGS, APARTMENT HOUSES, HOTELS, OFFICE BUILDINGS AND REAL AND PERSONAL PROPERTY OF EVERY KIND, NATURE AND DESCRIPTION, WHETHER AS PRINCIPAL, AGENT, BROKER OR OTHERWISE, AND GENERALLY TO DO ANYTHING AND EVERYTHING NECESSARY AND PROPER AND TO THE EXTENT PERMITTED BY LAW IN CONNECTION WITH THE BUSINESS OF MANAGING AND OPERATING REAL AND PERSONAL PROPERTY OF ANY AND ALL KINDS.

TO LEND MONEY OR MAKE ADVANCES FROM TIME TO TIME TO SUCH EXTENT, TO SUCH BORROWERS, ON SUCH TERMS, AND ON SUCH SECURITY, IF ANY, AS THE BOARD OF DIRECTORS OF THE CORPORATION MAY DETERMINE, BUT ONLY TO THE EXTENT PERMITTED BY THE STATE CORPORATION LAW.

TO PURCHASE, EXCHANGE, HIRE, OR OTHERWISE ACQUIRE SUCH PERSONAL PROPERTY, CHATTELS, RIGHTS, EASEMENTS, PERMITS, PRIVILEGES, AND FRANCHISES AS MAY LAWFULLY BE PURCHASED, HIRED, OR ACQUIRED UNDER THE STATE CORPORATION LAW.

TO BORROW MONEY FOR ITS CORPORATE PURPOSES, AND TO MAKE, ACCEPT, ENDORSE, EXECUTE AND ISSUE PROMISSORY NOTES, BILLS OF EXCHANGE, BONDS, COBENTURES OR OTHER OBLIGATIONS FROM TIME TO TIME, FOR THE PURPOSE OF PROPERTY, OR FOR ANY PURPOSE IN OR ABOUT THE BUSINESS OF THE CORPORATION, AND, IF DEEMED PROPER, TO SECURE THE PAYMENTS OF ANY SUCH OBLIGATIONS BY MORTGAGE, PLEDGE, DEED, OR DEED OF TRUST OR OTHERWISE.

TO UNDERWRITE, PURCHASE, ACQUIRE, HOLD, PLEDGE, HYPOTHEGATE, EXCHANGE, SELL, DEAL IN AND DISPOSE OF, ALONE OR IN SYNDICATES OR OTHERWISE IN CONJUNCTION WITH OTHERS, STOCKS, BONDS AND OTHER EVIDENCES OF INDEBTEDNESS AND OBLIGATIONS OF ANY CORPORATION, ASSOCIATION, PARTNERSHIP, SYNDICATE, ENTITY, PERSON OR GOVERNMENTAL, MUNICIPAL OR PUBLIC AUTHORITY, DOMESTIC OR FOREIGN, AND EVIDENCES OF ANY INTEREST, IN RESPECT OF ANY SUCH STOCKS, BONDS, AND OTHER EVIDENCES OF INDEBTEDNESS AND OBLIGATIONS; TO ISSUE IN EXCHANGE THEREFOR ITS OWN STOCKS, BONDS, OR OTHER OBLIGATIONS; AND, WHILE THE OWNER OR HOLDER OF ANY SUCH, TO EXERCISE ALL THE RIGHTS, POWERS AND PRIVILEGES OF OWNERSHIP IN RESPECT THEREOF; AND, TO THE EXTENT NOW OR HEREAFTER PERMITTED BY LAW, TO AID BY LOAN, SUBSIDY, GUARANTY OR OTHERWISE THOSE ISSUING, CREATING OR RESPONSIBLE FOR ANY SUCH STOCKS, BONDS, OR OTHER EVIDENCES OF INDEBTEDNESS OR OBLIGATIONS OR EVIDENCES OF ANY INTEREST IN RESPECT THEREOF.

TO PURCHASE, HOLD, SELL, TRANSFER, REISSUE OR CANCEL THE SHARES OF ITS OWN CAPITAL STOCK OR ANY SECURITIES OR OTHER OBLIGATIONS OF THE CORPORATION IN THE MANNER AND TO THE EXTENT NOW OR HEREAFTER PERMITTED TO CORPORATIONS ORGANIZED UNDER THE LAWS OF THE STATE OF MARYLAND; PROVIDED, THAT THE CORPORATION SHALL

RUTH'S ANTIQUE SHOP, INCORPORATED

NOT USE ITS FUNDS OR OTHER ASSETS FOR THE PURCHASE OF ITS OWN SHARES OF STOCK WHEN SUCH USE WOULD CAUSE ANY IMPAIRMENT OF THE CAPITAL OF THE CORPORATION, EXCEPT AS OTHERWISE PERMITTED BY LAW, AND PROVIDED FURTHER, THAT SHARES OF ITS OWN CAPITAL STOCK BELONGING TO THE CORPORATION SHALL NOT BE VOTED UPON DIRECTLY OR INDIRECTLY.

TO APPLY FOR, PURCHASE, REGISTER, OR IN ANY MANNER TO ACQUIRE, AND TO HOLD, OWN, USE, OPERATE AND INTRODUCE, AND TO SELL, LEASE, ASSIGN, PLEDGE, OR IN ANY MANNER DISPOSE OF, AND IN ANY MANNER DEAL WITH PATENTS, PATENT RIGHTS, LICENSES, COPYRIGHTS, TRADE-MARKS, TRADE NAMES, AND TO ACQUIRE, OWN, USE OR IN ANY MANNER DISPOSE OF ANY AND ALL INVENTIONS, IMPROVEMENTS AND PROCESSES, LABELS, DESIGNS, BRANDS, OR OTHER RIGHTS, AND TO WORK, OPERATE, OR DEVELOP THE SAME, AND TO CARRY ON ANY SIMILAR BUSINESS, MANUFACTURING OR OTHERWISE, WHICH MAY, DIRECTLY OR INDIRECTLY, EFFECTUATE THESE OBJECTS OR ANY OF THEM.

TO ACQUIRE AND TO TAKE OVER AS A GOING CONCERN AND THEREAFTER TO CARRY ON THE BUSINESS OF ANY PERSON, FIRM OR CORPORATION ENGAGED IN ANY BUSINESS WHICH THIS CORPORATION IS AUTHORIZED TO CARRY ON, AND IN CONNECTION THEREWITH, TO ACQUIRE THE GOOD WILL AND ALL OR ANY OF THE ASSETS AND TO ASSUME OR OTHERWISE PROVIDE FOR ALL OR ANY OF THE LIABILITIES OF SUCH BUSINESS.

TO CARRY ON BUSINESS AT ANY PLACE OR PLACES WITHIN THE JURISDICTION OF THE UNITED STATES, AND IN ANY AND ALL FOREIGN COUNTRIES, AND TO PURCHASE, HOLD, MORTGAGE, CONVEY, LEASE OR OTHERWISE DISPOSE OF AND DEAL WITH REAL AND PERSONAL PROPERTY AT ANY SUCH PLACE OR PLACES.

TO UNDERTAKE, CONTRACT FOR OR CARRY ON ANY BUSINESS INCIDENTAL TO OR IN AID OF, OR ADVANTAGEOUS IN PURSUANCE OF, ANY OF THE OBJECTS OR PURPOSES OF THE CORPORATION.

TO DO ANY OF THE THINGS HEREINBEFORE ENUMERATED FOR ITSELF OR FOR ANY ACCOUNT OF OTHERS AND TO MAKE AND PERFORM CONTRACTS OR DOING ANY PART THEREOF.

THE FOREGOING OBJECTS AND PURPOSES SHALL, EXCEPT WHEN OTHERWISE EXPRESSED, BE IN NO WAY LIMITED OR RESTRICTED BY REFERENCE TO OR INFERENCE FROM THE TERMS OR ANY OTHER CLAUSE OF THIS OR ANY OTHER ARTICLE OF THESE ARTICLES OF INCORPORATION OR OF ANY AMENDMENT THERETO, AND SHALL BE REGARDED AS INDEPENDENT, AND CONSTRUED AS POWERS AS WELL AS OBJECTS AND PURPOSES.

THE CORPORATION SHALL BE AUTHORIZED TO EXERCISE AND ENJOY ALL OF THE POWERS, RIGHTS AND PRIVILEGES GRANTED TO, OR CONFERRED UPON, CORPORATIONS OF A SIMILAR CHARACTER BY THE GENERAL LAWS OF THE STATE OF MARYLAND NOW OR HEREAFTER IN FORCE, AND THE ENUMERATION OF THE FOREGOING POWERS SHALL NOT BE DEEMED TO EXCLUDE ANY POWERS, RIGHTS OR PRIVILEGES SO GRANTED OR CONFERRED.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 41 EAST BALTIMORE STREET, FUNKSTOWN, MARYLAND. THE NAME AND POST OFFICE ADDRESS OF THE RESIDENT AGENT OF THE CORPORATION IN THIS STATE IS ROGER C. BECKLEY, 41 EAST BALTIMORE STREET, FUNKSTOWN, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THIS STATE AND ACTUALLY RESIDES HEREIN.

RUTH'S ANTIQUE SHOP, INCORPORATED

FIFTH: THE TOTAL NUMBER OF SHARES THAT MAY BE ISSUED BY THE CORPORATION IS TEN THOUSAND (10,000) SHARES HAVING AN AGGREGATE PAR VALUE OF ONE HUNDRED THOUSAND (\$100,000) DOLLARS. ALL OF THE STOCK IS OF THE SAME CLASS AND ARE TO BE COMMON STOCK. EACH SHARE IS TO HAVE A PAR VALUE OF TEN (\$10) DOLLARS PER SHARE.

SIXTH: THE NUMBER OF THE DIRECTORS OF THE CORPORATION SHALL BE FOUR (4), WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION AND 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 ONLY CHOSEN AND QUALIFY ARE:

ROGER G. BECKLEY
MILDRED RUTH BECKLEY
ROBERT E. SHOBE
CAROL LYNN SHOBE

SEVENTH: THE FOLLOWING PROVISIONS ARE HEREBY ADOPTED FOR THE PURPOSE OF DEFINING, LIMITING AND REGULATING THE POWERS OF THE CORPORATION AND OF THE DIRECTORS AND STOCKHOLDERS:

THE BOARD OF DIRECTORS OF THE CORPORATION IS HEREBY EMPOWERED TO AUTHORIZE THE ISSUANCE FROM TIME TO TIME OF SHARES OF ITS STOCK OF ANY CLASS, WHETHER NOW OR HEREAFTER AUTHORIZED, OR SECURITIES CONVERTABLE INTO SHARES OF ITS STOCK OF ANY CLASS OR CLASSES, WHETHER NOW OR HEREAFTER AUTHORIZED.

NOTWITHSTANDING ANY PROVISION OF LAW REQUIRING A GREATER PROPORTION THAN A MAJORITY OF THE VOTES OF ALL CLASSES OR OF ANY CLASS OF STOCK ENTITLED TO BE CAST, TO TAKE OR AUTHORIZE ANY ACTION, THE CORPORATION MAY TAKE OR AUTHORIZE SUCH ACTION UPON THE CONCURRENCE OF A MAJORITY OF THE AGGREGATE NUMBER OF THE VOTES ENTITLED TO BE CAST THEREON.

THE CORPORATION RESERVES THE RIGHT FROM TIME TO TIME TO MAKE ANY AMENDMENT OF ITS CHARTER, NOW OR HEREAFTER AUTHORIZED BY LAW, INCLUDING ANY AMENDMENT WHICH ALTERS THE CONTRACT RIGHTS, AS EXPRESSLY SET FORTH IN ITS CHARTER OF ANY OUTSTANDING STOCK.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THIS

24 DAY July 1968.

Roger G. Beckley
ROGER G. BECKLEY

Mildred Ruth Beckley
MILDRED RUTH BECKLEY

Robert E. Shobe
ROBERT E. SHOBE

Carol Lynn Shobe
CAROL LYNN SHOBE

RUTH'S ANTIQUE SHOP, INCORPORATED

STATE OF MARYLAND---

I HEREBY CERTIFY THAT ON July 24 1968, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, PERSONALLY APPEARED ROGER G. BECKLEY, MILDRED RUTH BECKLEY, ROBERT E. SHOBE, AND CAROL LYNN SHOBE, AND SEVERALLY ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

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

Raymond Z. Hixson
NOTARY PUBLIC - MARYLAND



STATE DEPARTMENT OF TREASURY

AND TAXATION

RECEIVED

JUL 24 1968

20	TOTAL CHECK	100.00
10	ADDITIONAL GOSSES	0.00
10	TAX ON 10.00 GOSSES	0.00
10	RECORDING FEE	0.00
10	OTHER FEE	0.00

Handwritten notes and signatures in the bottom right corner, including names like 'Raymond Z. Hixson' and 'Carol Lynn Shobe'.

ARTICLES OF INCORPORATION

OF

VAUGHN J. BAKER ACT. CLERK
□ DANWORTH'S ANTIQUE SHOP, INCORPORATED

LIBER FOLIO

OCT 2 10 59 AM '68

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 02665

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 24, 1968 at 2:25 o'clock P. M. as in conformity
with law and ordered recorded.

A 4876

Recorded in Liber 6 F-675, folio 590, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 W. Bartgis



Received for record October 2, 1968 at 11:00 A. M. Liber 18 Receipt No. 62365
ARTICLES OF INCORPORATION

OF

THE WOMEN'S AUXILIARY OF THE WASHINGTON
COUNTY HOSPITAL ASSOCIATION, INCORPORATED

WHEREAS, The present Women's Auxiliary of The Washington County Hospital Association has since 1952 served the hospital and the community of Washington County as a volunteer, unincorporated association; and

WHEREAS, The members of the said auxiliary now desire to form a corporation under the general laws of the State of Maryland to perpetuate the auxiliary and to better serve the hospital and the community.

NOW THEREFORE THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Adele H. Gerber, whose post office address is 23 West High Street, Hancock, Maryland, and Elaine W. Shank, whose post office address is 750 Dual Highway, Hagerstown, Maryland and Claudia B. Strite, whose post office address is 1148 Hamilton Blvd., 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:

THE WOMEN'S AUXILIARY OF THE WASHINGTON
COUNTY HOSPITAL ASSOCIATION, INCORPORATED

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

To cooperate with and assist in the work of
THE WASHINGTON COUNTY HOSPITAL ASSOCIATION hereinafter referred to as Hospital and to interpret

the Hospital to the community.

To supplement medical staff, nursing staff, administrative staff and other hospital personnel in making the Hospital patient's stay in the Hospital more comfortable and pleasant.

To assist directly and indirectly by contributions and otherwise the Hospital, its Nursing school and the personnel thereof.

FOURTH: The post office address of the principal office of the Corporation in this State is The Washington County Hospital Association, King Street, Hagerstown, Maryland. The Resident Agent of the Corporation is Claudia B. Strite, whose post office address is The Washington County Hospital Association, Auxiliary Office, King Street, Hagerstown, Maryland. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have thirty-four (34) Directors which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than twenty (20) and

Mrs. L. L. Gerber
 Mrs. Owen R. Jones
 Mrs. Marlin Thurmond
 Mrs. Harry Kerstein
 Mrs. Robert L. Saum
 Mrs. Lewis Wingert
 Mrs. Robert Schenkel
 Mrs. John R. Bell
 Mrs. Richard Munson
 Mrs. Samuel C. Strite
 Mrs. J. O. Brown
 Mrs. Kenneth L. Muse
 Miss Mildred H. Perham
 Mrs. John Gale
 Mrs. R.D. Corderman
 Mrs. C. Paul Jones
 Mrs. J. H. Hornbaker
 Mrs. Archie R. Cohen
 Mrs. Daniel M. Foltz
 Mrs. Frank L. Minnich
 Mrs. A. L. Gruber
 Mrs. E.A. Wareham, Jr.
 Mrs. J. V. Haider
 Mrs. Robert W. Startzman

Mrs. Ronald J. Phillips
 Mrs. Edward Coles
 Mrs. J. Arthur Speicher
 Mrs. J. Franklin Shank
 Mrs. Patrick J. Duffy
 Mrs. Robert W. Kendall
 Mrs. Charles R. Mask
 Mrs. Lester E. Snyder
 Mrs. Albert Buehler
 Mrs. C. Allan Cogan

shall act as such Directors until the first annual meeting or until their successors are duly chosen and qualified.

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

SEVENTH: The members of the Corporation shall consist of the present members of the Auxiliary in good standing upon the effective date of these Articles of Incorporation. Members may be removed, vacancies in membership may be filled and additional persons elected to membership all as provided in the By-Laws of the Corporation which may prescribe different classes of members.

EIGHTH: The Corporation may in accordance with its By-Laws raise funds by dues or assessments or by activities for the stated purposes of the Corporation but no part of its earnings shall enure to the benefit of any officer, director or member.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 16th day of July, A.D., 1968.

WITNESS:

Doris V. Wooden

as to

Adele H. Gerber
 Adele H. Gerber

Doris V. Wooden

as to

Elaine W. Shank
 Elaine W. Shank

Doris V. Wooden

as to

Claudia B. Strite
 Claudia B. Strite

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 16th day of July, A.D., 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Adele H. Gerber, Elaine W. Shank and Claudia B. Strie, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Doris V. Wooden

Notary Public.

Commission Expires 7-1-69



VAUGHN J. BAKER AGT. CLERK
LAND OFFICE

ARTICLES OF INCORPORATION

LIBER FOLIO

OF

THE WOMEN'S AUXILIARY OF THE WASHINGTON COUNTY HOSPITAL ASSOCIATION, INCORPORATED

RECEIVED FOR RECORD
WASHINGTON COUNTY
STATE OF MD.
RECEIPT NO. 62665

approved and received for record by the State Department of Assessments and Taxation

of Maryland July 22, 1968

at 8:30 o'clock

A.M. as in conformity

with law and ordered recorded.

A 4828

Recorded in Liber *F-625*, folio *284*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

27

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 F. Bortger



Received for record October 2, 1968 at 11:00 A. M. Liber 18 Receipt No. 62665

THE GIANT SHOE MART INCORPORATED OF MARYLAND

ARTICLES OF INCORPORATION

The undersigned, Irving E. Miller, Henry W. Pohl, and Emil J. Klein, whose post office addresses are 275 No. Portage Path, Akron, Ohio; 145 E. Firestone Blvd., Akron, Ohio; and 1521 Dale Street, Akron, Ohio, respectively, each being at least twenty-one years of age, do hereby form a corporation under the general laws of the State of Maryland.

The name of the corporation is THE GIANT SHOE MART INCORPORATED OF MARYLAND.

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

To engage in the buying, selling and dealing in men's, women's, and children's footwear, purses, hosiery, findings, and other merchandise usually found in and sold through a general and/or discount shoe store, and for the purpose of operating a chain of stores and dealing in boots, shoes, footwear, and such other merchandise at wholesale and retail, also for the purpose of acquiring by purchase or lease, such property, both real and personal, as may be deemed necessary, convenient or incident to the main purpose of this corporation.

The post office address of the principal office of the Corporation in Maryland is Hagerstown Shopping Center, 1047-1049 Maryland Avenue, Hagerstown, Washington County, Maryland. The name and post office address of the resident agent of the Corporation in Maryland are Robert L. Swarner, 252 Daycotah Avenue, Hagerstown, Washington County, Maryland. Said agent is a citizen of Maryland and actually resides therein.

The total number of shares of stock which the Corporation has the authority to issue is One Hundred (100) shares without par value, all of one class.

The following is a description of each class of stock of the Corporation with the preferences, conversion and other rights, voting powers, restrictions, limitations, as to dividends and qualifications:

<u>CLASS AND SERIES</u>	<u>NUMBER OF SHARES</u>	<u>PAR VALUE PER SHARE OR NO PAR VALUE</u>
Common	100	None

The number of directors of the Corporation shall be six (6), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three (3); and the names of the directors, who shall act until the first annual meeting or until the first annual meeting, or until their successors are duly chosen and qualified are:

Albert M. Ostrov	President
Kenneth G. Humer	
Irving E. Miller	Executive Vice President
Henry W. Pohl	Vice President
Emil J. Klein	Secretary
Ralph Winer	

The duration of the Corporation shall be perpetual.

IN WITNESS/WHEREOF, We have signed these Articles of Incorporation on this 28th day of June, 1968.

Witness:

Catherine M. Alois
Catherine M. Alois

Theda S. Bunton
Theda S. Bunton

Helen Krause
Helen Krause

Irving E. Miller
Irving E. Miller

Henry W. Pohl
Henry W. Pohl

Emil J. Klein
Emil J. Klein

STATE OF OHIO
SS:
COUNTY OF SUMMIT

I HEREBY CERTIFY that on the 28th day of June, 1968, before me, the subscriber, a notary public of the State of Ohio, in and for the County of Summit, personally appeared Irving E. Miller, Henry W. Pohl, and Emil J. Klein, and 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. Alois
Notary Public



WASHINGTON T. BAKER ACT. CLERK
LAND OFFICE

OF

THE GIANT SHOE MART INCORPORATED OF MARYLAND

OCT 2 11 00 AM '68

RECEIVED
WASHINGTON COUNTY
STATE OF MARYLAND

approved and recorded for record by the State Department of Assessments and Taxation

of Maryland July 8, 1968

at 8:30 o'clock A. M. as in conformity

with law and ordered recorded.

A 4608

Recorded in Liber 7673-34³, folio 34, one of the Charter Records of the State

Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bantjes



Received for record October 2, 1968 at 11:00 A.M. Liber 18, Receipt No. 62665
CONOCOCHIEAGUE LITTLE LEAGUE, INC.

ARTICLES OF REVIVAL

(Under Section 85)

CONOCOCHIEAGUE LITTLE LEAGUE, 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 charter of the Corporation was forfeited on January 17, 1968, 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 CONOCOCHIEAGUE LITTLE LEAGUE, INC.

THIRD: The name by which the Corporation will hereafter be known is CONOCOCHIEAGUE LITTLE LEAGUE, INC.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 16 E. Frederick Street, Williamsport, 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 is Donald Ebersole whose post office address is 16 E. Frederick St., Williamsport, 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

B/108
6-17

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.

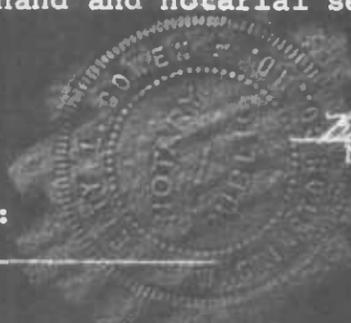
IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President ~~XXXXXXXXXXXX~~ and Secretary of the Corporation, have signed these Articles of Revival on the 10th day of June, 1968.

Witness <u>Betty R. Hovew</u>	<u>Rolland E. Gladhill</u> Rolland E. Gladhill Last Acting President
Witness <u>Betty R. Hovew</u>	<u>Myron Draper</u> Myron Draper Last Acting Secretary

STATE OF MARYLAND,
COUNTY OF WASHINGTON, ss:

I HEREBY CERTIFY, that on the 10th day of June, 1968, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Washington, personally appeared Rolland E. Gladhill, the last acting President and Myron Draper, the last acting Secretary of CONOCO CHEAGUE LITTLE LEAGUE, INC., a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

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



Betty R. Hovew
Notary Public

My commission expires:
July 1, 1969

VAUGHN J. BAKER ACT. CLERK
LAND OF

FOLIO _____ NUMBER _____ COCHEAGUE LITTLE LEAGUE, INC.

OCT 2 11 00 AM '68

RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
WASHINGTON COUNTY
APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

of Maryland July 11, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4681

Recorded in Liber 7674, folio 3, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

SPECIAL FEE
Months tak/paid \$ 5.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Hartgering



Received for record October 2, 1968 at 11:00 A.M. Liber 18, Receipt #62665

MEMORIAL RECREATION CENTER, INC.

ARTICLES OF AMENDMENT

MEMORIAL RECREATION CENTER, 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 of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended by striking out PARAGRAPH THIRD of the Articles of Incorporation and inserting in lieu thereof the following:

THIRD: The purposes for which the Corporation is organized and shall be operated are exclusively charitable and educational. For the general purposes aforesaid, and limited to those purposes, the Corporation shall have the following powers and purposes:

1. To provide for the relief of the poor and distressed or of the underprivileged; to provide for the advancement of education; to lessen neighborhood tensions; to eliminate prejudice and discrimination, and combat juvenile delinquency.
2. To provide opportunities, not otherwise available, for the physical, mental and social development of area residents, in the lower socio-economic sectors, irrespective of race, creed, color or sex.
3. To develop programs and projects for the health, welfare and recreation of the underprivileged in and around Hagerstown, Maryland.
4. To operate, manage, lease, or acquire recreational and educational facilities for the benefit of individuals in the lower socio-economic sectors of Hagerstown, Maryland, and surrounding areas.

SECOND: The Charter of the Corporation is hereby further amended by striking out subparagraphs five and six of PARAGRAPH FOURTH and inserting in lieu thereof the following:

5. To acquire, own, hold, sell, lease, pledge, mortgage or otherwise dispose of property, real or personal, necessary to the operation of the organization, provided there is no conflict with the provisions of section 501 (c)(3) of the Internal Revenue Code of 1954 as it now exists or

as it may hereafter be amended.

6. No part of the net income of the Corporation shall inure to the benefit of any member or officer of the Corporation or any private individual (except reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member or officer of the Corporation or any private individual shall be entitled to share in the distribution of any assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activity not permitted to be conducted or carried on by any organization exempt under section 501 (c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under section 170 (c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

THIRD: The Board of Directors of the Corporation, at a meeting duly convened and held on July 8, 1968, adopted a resolution in which was set forth the foregoing amendments to the Charter, declaring that the said amendments of the Charter were advisable and directing that it be submitted for action thereon at a special meeting of the members of the Corporation to be held on July 8, 1968 .

FOURTH: Notice setting forth the said amendment of Charter and stating a purpose of the meeting of the members would be to take action thereon, was given as required by law, to all members entitled to vote thereon.

FIFTH: The amendments of the Charter of the Corporation as hereinabove set forth were approved by the members of the Corporation at said meeting by the affirmative vote of two-thirds of members.

SIXTH: The amendments of the Charter of the Corporation as hereinabove set forth have been duly advised by the Boards of Directors and approved

by the members of the Corporation.

IN WITNESS WHEREOF, MEMORIAL RECREATION CENTER, 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 July, 1968.

MEMORIAL RECREATION CENTER, INC.

By Melvin L. Davis
Melvin L. Davis, President

Attest:

R. Lucille Lane
R. Lucille Lane, Secretary



STATE OF MARYLAND)
)SS
WASHINGTON COUNTY)

I HEREBY CERTIFY, that on the 12 day of July, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared MELVIN L. DAVIS, President of MEMORIAL RECREATION CENTER, 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 R. LUCILLE LANE and made oath in due form of law that she was Secretary of said Corporation at which the amendments 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.

My Commission Expires:

July 1, 1969

Wilbur J. Jesson
Notary Public

VAUGHN J. BAKER ACT. CLERK
LAND
LIBER FOLIO

OF

MEMORIAL RECREATION CENTER, INC.

OCT 2 11 00 AM '68

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 62665

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 17, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4766

Recorded in Liber 7674, folio 538, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Martyn



Received for record October 2, 1968 at 11:00 A.M. Liber 18 Receipt No.
62665

ARTICLES OF INCORPORATION
OF
PENN POTOMAC CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Albert L. Fauss, whose post office address is 102 Resley Street, Hancock, Maryland; John E. Martin, whose post office address is Route #2, Hancock, Maryland; and Norman I. Broadwater, whose post office address is 138 West Washington 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 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:

PENN POTOMAC CORPORATION

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

1. 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 generally, in the County of Washington, State of Maryland and at such other place or places that may be determined 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 at either wholesale or retail for the sale of and dealing with all kinds of medical products, goods, wares and

merchandise and materials in connection with pharmacy 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 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.

5. To purchase, lease or otherwise acquire, all or any part of the property, rights, business, contracts, goodwill, franchises and assets of every kind, or 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 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, goodwill franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

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 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.

8. To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, and other 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.

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 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.

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.

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

The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation, of the powers conferred upon the corporation by law, and is not intended, by the 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 102 Resley Street, Hancock, Maryland,; the resident agent of the corporation is

Albert L. Fauss, whose post office address is 102 Resley 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 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 (3) directors, and Albert L. Fauss, John E. Martin and Norman I. Broadwater 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 (3).

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 par value, of any class, and securities convertible into shares of its stock, with 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 pecunarily 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 pecunarily

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, 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 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 cast 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 re-classify 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 12th day of July, 1968.

Albert L. Fauss (SEAL)
Albert L. Fauss

WITNESS:

John E. Martin (SEAL)
John E. Martin

Margaret J. Greene

Norman I. Broadwater (SEAL)
Norman I. Broadwater

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

I HEREBY CERTIFY, that on this 12th day of July, 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Albert L. Fauss, John E. Martin, and Norman I. Broadwater, 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.

Margaret J. Greene
Notary Public

My Commission Expires:

7/1/69



ARTICLES OF INCORPORATION

OF

PENN POTOMAC CORPORATION

VAUGHN T. BAKER ACT. CLERK

LAND LIBER

FOLIO

89. HV 00 11 7 100

approved and received for record by the State Department of Assessments and Taxation

WASHINGTON COUNTY of Maryland July 16, 1968

at 8:30 o'clock A. M. as in conformity

with law and ordered recorded.

A 4735

Recorded in Liber 2674, folio 355, one of the Charter Records of the State

Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 21.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bontemps



Received for record October 2, 1968 at 11:00 A.M. Liber 18, Receipt No. 62665

ARTICLES OF INCORPORATION

of

INGENUICS, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber hereto, DWIN R. CRAIG, whose post office address is 9447 Emory Grove Road, Gaithersburg, Maryland, being at least twenty-one years of age, does under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, intend to form a corporation by the execution and filing of these articles.

SECOND: The name of the corporation (hereinafter called the "Corporation") is INGENUICS, INC.

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

(a) To develop, manufacture and market products incorporating optics, electronics and mechanics and perform or have performed all activities related thereto;

(b) To provide research, engineering and fabrication services necessary to the development of new developments and products;

(c) To purchase, own and hold the stock of other corporations engaged in any kind of the foregoing activities, and to do every act and thing covered generally by the denomination "holding corporation", and especially to direct the operations of other corporations engaged in any kind of the foregoing activities through the ownership of stock therein;

(d) 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, develop, exercise, grant licenses in respect of, sell and otherwise turn to account, the same;

(e) To borrow or raise monies for any of the purposes of the Corporation from time to time and without limit as to amount; from time to time to issue and sell its securities in such amounts on such terms and conditions, for such purposes and for such prices now or hereafter permitted by the laws of the State of Maryland and by the Articles of Incorporation, as the Board of Directors of the Corporation may determine;

and to secure any such securities, or any monies so borrowed, by mortgage or mortgages, or deed or deeds of trust, or pledge or other lien upon any or all of the property, rights, privileges or franchises of the Corporation, wheresoever situated, acquired or to be acquired;

(f) To acquire by purchase, exchange, devise or otherwise, and to underwrite, hold, mortgage, pledge, sell, exchange or otherwise dispose of, and generally to deal in, full or part-paid securities (which term "securities" shall for the purpose of this Article, without limitation of the generality thereof, be deemed to include any stocks, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments representing rights to receive, purchase, or subscribe for the same, or representing any other rights or interests therein or in any property or assets) created or issued by any corporations, associations, partnerships, firms, syndicates, individuals, governments, states, municipalities or other political or governmental divisions or subdivisions; to such extent as a corporation organized under the laws of the State of Maryland relating to Business Corporations may now or hereafter lawfully do, to issue in exchange therefor or in payment thereof its own securities, or to make payment therefor by any other lawful means whatsoever; and to exercise, as owner or holder of any securities, all rights, powers and privileges in respect thereof;

(g) To engage or participate in any mercantile, manufacturing or trading business of any kind or character whatsoever, within or without the State of Maryland, and to do all things incidental to any such business;

(h) To purchase, hold, cancel, reissue, sell, exchange, transfer or otherwise deal in its own securities (including shares of its capital stock, except to the extent expressly prohibited by the laws of the State of Maryland) from time to time to such an extent and in such manner and upon such terms as the Board of Directors shall determine;

(i) To carry out all or any part of the foregoing objects and purposes as principal, agent, contractor, or otherwise, either alone or in conjunction with any person, firm, corporation or other association, 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 or purposes, to make and perform such contracts of any kind and description, to do such acts and things, and to exercise any and all such powers, as a natural person could lawfully make, perform, do or exercise, provided that the same be not inconsistent with the laws of the State of Maryland;

(j) To have one or more offices within and outside the State of Maryland; and to purchase, take on lease or otherwise acquire, own, hold, develop, operate, lease, mortgage or pledge, sell, assign, transfer, exchange, or otherwise dispose of or turn to account, and convey any and all

kinds of real and personal property or any interest therein either within or outside the State of Maryland; and

(k) To do any and all things necessary, suitable, convenient or proper for, or in connection with, or incidental to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of the Corporation, or to enhance the value of any of its properties; and in general to do any and all things and exercise any and all powers which it may now or hereafter be lawful for the Corporation to do or to exercise under the laws of the State of Maryland that may now or hereafter be applicable to the Corporation.

The purposes and powers specified in the clauses contained in this article THIRD shall, except when otherwise expressed in this Article THIRD, be in no wise limited or restricted by reference to, or inference from, the terms of any other clause of this or of any other article of this Certificate; but the purposes and powers specified in each of the clauses of this Article THIRD shall be regarded as independent purposes and powers, and the specifications herein contained of particular powers of the Corporation is intended to be, and is not, in limitation of, but is in furtherance of, the powers granted to corporations under the laws of the State of Maryland under and in pursuance of the provisions of which the Corporation is formed; but nothing herein contained shall be construed as authorizing the Corporation to carry on any business or to exercise any power or to do any act which a corporation organized under such laws may not at the time lawfully carry on, exercise, or do.

FOURTH: The post office address of the principal office of the Corporation in this State will be located at 9447 Emory Grove Road, Gaithersburg, Maryland. The resident agent of the Corporation is DONALD E. MILLER, a citizen of the State of Maryland, actually residing therein, whose post office address is 2323 Appletree Drive, Hagerstown, Maryland.

FIFTH: The total amount of the authorized capital stock of the Corporation is 100,000 shares of the par value of \$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 \$100,000.00.

SIXTH: The number of directors shall be three (3) and the names of those in office at formation are as follows:

DWIN R. CRAIG, whose post office address is
9447 Emory Grove Road, Gaithersburg, Maryland;

DONALD E. MILLER, whose post office address is
2323 Appletree Drive, Hagerstown, Maryland

JOHN SYTCH, whose post office address is
1610 W. Washington Street, Extended,
Hagerstown, Maryland

The directors above named 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 in such lawful manner as herein provided or as the By-laws may from time to time provide.

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

(a) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares, or 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 of the capital stock of the Corporation outstanding and entitled to vote thereon.

(b) The Board of Directors is hereby empowered to authorize the issuance from time to time of shares of its capital stock of any class whether now or hereafter authorized and of securities convertible into shares of its capital stock of any class whether now or hereafter authorized for such considerations as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporations and the laws of the State of Maryland.

(c) The By-laws of the Corporation may authorize the Board of Directors, by the vote of a majority of the entire Board of Directors, to increase the number of directors fixed by these Articles of Incorporation or by the By-laws within a limit specified in the By-laws, provided that in no case shall the number of directors be less than three, and to fill the vacancies created by any such increase in the number of directors.

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

(e) The Board of Directors shall, subject to the laws of Maryland, have power to determine from time to time whether and to what extent and at what times and places and under what conditions and regulations any accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by the laws of Maryland, unless and until authorized so to do by resolution of the Board of Directors, or of the stockholders.

(f) Any director, or any officer elected or appointed by the Board of Directors or by any committee of said Board or by the stockholders or otherwise, may be removed at any time, with or without cause, in such lawful manner as may be provided in the By-laws of the Corporation.

(g) If the By-laws so provide, the Board of Directors of the Corporation shall have power to hold their meetings, to have an office or offices and, subject to the provisions of the laws of Maryland, to keep the books of the Corporation, outside of said State at such places as may from time to time be designated by them.

(h) The Board of Directors shall have power to borrow or raise money, from time to time and without limit, and upon any terms, for any corporate purposes; and, subject to the laws of Maryland, to authorize the creation, issue, assumption or guaranty of bonds, notes or other evidences of indebtedness of monies so borrowed, to include therein such provisions as to redeemability, convertibility, or otherwise, as the Board of Directors, in its sole discretion, may determine and to secure the payment of principal, interest or sinking fund in respect thereof by mortgage upon, or the pledge of, or the conveyance or assignment in trust of, the whole or any part of the properties, assets and good will of the Corporation then owned or thereafter acquired.

(i) In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the Board of Directors may exercise all such powers and do all such acts and things as may be exercised or done by the Corporation, subject, nevertheless, to the express provisions of the laws of Maryland, of these Articles of Incorporation, and of the By-laws of the Corporation.

(j) Any director individually, or any firm of which any director may be a member, or any corporation of which any director may be an officer, director, or holder of any amount of its capital stock, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed or shall have been known to the Board of Directors.

(k) Any contract, transaction or act of the Corporation or of the directors which shall be ratified by a majority in interest of the stockholders present and entitled to vote at any annual meeting or at any special meeting called for such purpose, a quorum being present, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the Corporation.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 25th day of June 1968.

Barbara A. DuBois
BARBARA A. DUBOIS, WITNESS

Dwin R. Craig
DWIN R. CRAIG, INCORPORATOR

STATE OF MARYLAND)
)
) SS:
COUNTY OF MONTGOMERY)

I hereby certify that on the 25th day of June, 1968, before me the subscriber, a Notary Public of the State of Maryland in and for the said County, personally came DWIN R. CRAIG, who acknowledged the foregoing Articles of Incorporation to be his act.

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

Jane H. Sundermann
Jane H. Sundermann

My commission expires July 1, 1969

(NOTARIAL SEAL)



VAUGHN J. BAKER ACT. CLERK

LAND LIBER

FOLIO

OCT 2 11 00 AM '68

RECEIVED FOR RECORD
WASHINGTON COUNTY
STATE OF MD.
RECEIPT NO. 2765

ARTICLES OF INCORPORATION

OF

INGENUICS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 1, 1968 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 4505

Recorded in Liber 7671, folio 575 of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 19.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 W. Porteus



Received for record October 2, 1968 at 11:00 A.M. Liber 18, Receipt No.
62665

ARTICLES OF INCORPORATION
OF
MANPOWER OF HAGERSTOWN, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Frank Joseph Hamilton, whose postoffice address is 1802 Woodburn Drive, Hagerstown, Maryland; Joan F. Hamilton, whose postoffice address is 1802 Woodburn Drive, Hagerstown, Maryland and Fred C. Wright, Jr., whose postoffice address is 49 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 of Incorporation.

SECOND: That the name of the Corporation (which is hereinafter called the "Corporation") is MANPOWER OF HAGERSTOWN, INC.

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

(a) To train and provide qualified temporary personnel for business and industry.

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

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

(d) To purchase 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 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 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.

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict 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 is 100 W. Antietam Street, Hagerstown, Maryland. The resident agent of the Corporation is Joan F. Hamilton, whose postoffice address is 1802 Woodburn 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 ten thousand shares (10,000) 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 Frank Joseph Hamilton, Joan F. Hamilton and Fred C. Wright, Jr. 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, 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) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of theholders 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, whether or not payable in stock of one class to holders 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 this 26th day of June, 1968.

Witness:

Joan C. McNamee

Frank Joseph Hamilton (SEAL)
Frank Joseph Hamilton

Joan C. McNamee

Joan F. Hamilton (SEAL)
Joan F. Hamilton

Fred C. Wright, Jr.

Fred C. Wright, Jr. (SEAL)
Fred C. Wright, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 26th day of June, 1968, before, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Frank Joseph Hamilton, Joan F. Hamilton and Fred C. Wright, Jr., and acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Katherine L. Meyer
Notary Public

My commission expires: 7-1-69

7/1/69



ARTICLES OF INCORPORATION

OF

MANPOWER OF HAGERSTOWN, INC.

VAUGHN J. BAKER ACT. CLERK
LAND
LIBER FOLIO
OCT 2 11 00 AM '68

RECEIVED FOR RECORD
RECEIPT NO. 62665
approved and recorded for record by the State Department of Assessments and Taxation
STATE OF MD.

of Maryland July 24, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 4861

Recorded in Liber F-675, folio 491, 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 indorsements 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. Hartman



Received for record October 2, 1968 at 11:00 A.M. Liber 18, Receipt No.
ARTICLES OF INCORPORATION 62665

OF
MC ENTERPRISES INCORPORATED

THIS IS TO CERTIFY:-

FIRST: That we, the subscribers, Robert Lindy E. McNamee, whose post office address is Route #2, Box 379, Williamsport, Maryland; Gerald Lester Ebersole, whose post office address is Route #1, Clearspring, Maryland; and Elmer Owen Lewis, whose post office address is 1100 Corbett 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 of Incorporation.

SECOND: That the name of the Corporation (which is hereinafter called the "Corporation") is MC ENTERPRISES INCORPORATED.

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

(a) To clean, store, and repair automobiles and motor vehicles and to make and sell parts, supplies, and accessories useful with and in connection with the use of motor vehicles, and to do all other things incidental to the business of conducting a garage and repair shop.

(b) To erect, lease, or otherwise acquire, and to maintain and operate, a garage or garages for the cleaning, storing, caring for, and repairing of automobiles and motor vehicles of every kind, nature, and description.

(c) To buy, sell, lease, alter, repair, store, use, operate, manufacture, and deal in and with tools, motors, engines, machines, appliances, and apparatus relating to or useful in connection with motor machinery or motor vehicles.

(d) To acquire by purchase or lease, or otherwise, lands and interests in lands, with or without improvements thereon, and to own, hold, improve, develop and to 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, and to rebuild, enlarge, alter or improve any buildings or other structures now or hereafter erected on any lands so owned, held or occupied, and to mortgage, sell, lease or otherwise dispose of any lands or interests in lands and in buildings or other structures at any time owned or held by the Corporation.

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

(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 the stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities of 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 holders of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote on any shares of stock so held, or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of the 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 any 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 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 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 securities of the Corporation for its corporate purposes.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purposes, 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 Edgewood Drive, Hagerstown, Maryland. The resident agent of the Corporation is Robert Lindy E. McNamee, whose post office address is Route # 2, Box 379, Williamsport, 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 Four Thousand (4000) shares of the par value of Twenty-five (\$25.00) 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 five (5) directors and Robert Lindy E. McNamee, Gerald Lester Ebersole, Elmer Owen Lewis, Marvin Zaccaria and Patricia A. Michael, 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 firms 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 the power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part of, 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) 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 the power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders 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 this 1st day of July, 1968.

WITNESS:

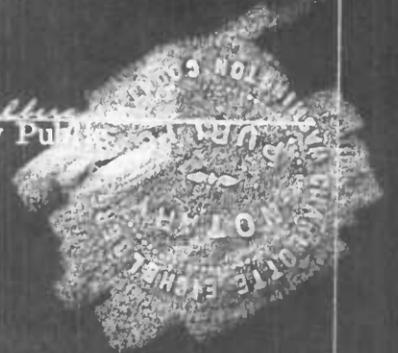
<u>Charlotte Eickelberger</u>	as to	<u>Robert Lindy E. McNamee</u> (SEAL) Robert Lindy E. McNamee
<u>Charlotte Eickelberger</u>	as to	<u>Gerald Lester Ebersole</u> (SEAL) Gerald Lester Ebersole
<u>Charlotte Eickelberger</u>	as to	<u>Elmer Owen Lewis</u> (SEAL) Elmer Owen Lewis

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 1st day of July, A. D. 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Robert Lindy E. McNamee, Gerald Lester Ebersole, and Elmer Owen Lewis, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

Charlotte Eickelberger
Notary Public



My Comm. Ex: July 1, 1969.

ARTICLES OF INCORPORATION

OF

MC ENTERPRISES INCORPORATED

VAUGHN T. BAKER ACT. CLERK
LAND LIBER
FOLIO 01702
OCT 2 11 00 AM '68

RECEIVED FOR RECORD
WASHINGTON COUNTY
RECEIPT NO. 62665

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 2, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4523

Recorded in Liber 2672, folio 817, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Burtges



Received for record October 2, 1968 at 11:00 A.M. Liber 18, Receipt No. 62665

ARTICLES OF INCORPORATION

OF

EASTERN FINANCE CORPORATION OF HANCOCK

THIS IS TO CERTIFY:

That, I, the Subscriber, SAMUEL S. FIELD, III, whose post-office address is 203 East Melrose Avenue, Baltimore, Maryland 21212, being over twenty-one (21) years of age, by these presents do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

FIRST: The name of the corporation (which is hereinafter called "the Corporation") is EASTERN FINANCE CORPORATION OF HANCOCK.

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

1. (a) To engage in and carry on the business of lending money at interest to persons, firms and corporation.

(b) To carry on the "small loan" business under such license or franchise as is required by State Authorities and to purchase licenses for such purpose.

(c) To purchase conditional sales contracts, accounts receivables or other evidence of indebtedness and to discount or purchase notes receivable or other negotiable or non negotiable securities.

(d) To buy, sell, exchange, hold, own and transfer open accounts, bills of lading, warehouse receipts, bonds, securities, stocks, contracts, leases, conditional contracts of sale, chattle mortgages and/or any other chose in action of every kind and description.

(e) To acquire and pay for in cash, stocks or bonds of this Corporation or otherwise, the good will, trademark, copyrights, rights, franchises, assets and property, in whole or in part, of any person or corporation, as a going concern or otherwise, and/or to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation, insofar as may be permitted by said laws of the State of Maryland; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner, the whole or any part of any business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(f) To act as agent or representative of corporations, firms and individuals, and as such to develop and extend the business

interest of corporations, firms and individuals.

(g) To acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of or any bonds, securities or evidences of indebtedness created by any other corporation or corporations, domestic or foreign, associations, firms, trustees, syndicates, individuals, governments, states, municipalities, or other political divisions, or issued or created by others; to exercise all of the rights, powers and privileges of ownership and act in regard thereto to the same extent as natural persons might or could do, to aid by loan, subsidy, grant or in any other manner whatsoever, to the extent that the same may be permitted to corporations organized under said laws of the State of Maryland, any corporations whose stock, bonds other evidences of indebtedness or other securities are in any manner held or guaranteed by it, and to do any and all other acts or things deemed advisable for the preservation, protection, improvement or enhancement in value of any such stocks, bonds, or other evidences of indebtedness or securities; and to do any and all acts or things designed to accomplish any such purpose.

(h) To purchase, own, hold, obtain, lease, convey, mortgage, pledge, transfer and otherwise acquire or dispose of mills, factories, warehouses, buildings and other structures, and all other property, both real and personal of any class or description, or any interest therein which may be useful, necessary, desirable or appropriate for the carrying on of any of its business.

(i) To draw, make, accept, endorse, execute and issue without limit as to amount, promissory notes, drafts, bills of exchange, warrants, bonds, debentures or other negotiable or transferable instruments and evidences of indebtedness, whether secured by mortgage or otherwise, so far as may be permitted to corporations organized under the said laws of the State of Maryland.

(j) The Board of Directors is hereby empowered and authorized without the consent or vote of the Stockholders, to mortgage, pledge and/or hypothecate all or any part of the Corporation's property, real, personal or mixed, and its rents, revenue and income, whether now owned or hereafter acquired, and to authorize the execution, delivery, filing and recording of mortgages, deeds of trust or other indentures, in such form and containing such provisions as shall be determined by the Board of Directors, to secure the payment of all or any of the bonds, notes, debentures or other obligations of the Corporation, the principal and interest thereof, the premium, if any, thereon, and any and all other amounts or sums payable in respect thereof or in connection therewith, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation, and/or of the Laws of the State of Maryland.

(k) In general, to carry on any business of the same general character as the foregoing, to do any or all of the things

herein set forth, and to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, of the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, in any part of the world and to the same extent as natural persons might or could as principals, agents, contractors, factors, brokers or otherwise and to do every other act or acts, thing or things, incidental or pertaining to, or growing out of, or connected with the aforesaid business or parts thereof, provided the same be not inconsistent with the laws under which this Corporation is organized.

(1) The foregoing clauses shall be construed both as objects and powers and except as herein otherwise expressly provided, all the objects and purposes herein set forth shall be deemed to be cumulative and the enumeration of specific powers and making of specific provisions (whether as hereinabove or hereinafter set forth) shall not be held to limit or restrict in any manner, the powers of this Corporation and are in furtherance of and in addition to and not in limitation of the general powers conferred by the laws of the State of Maryland, but shall be possessed and exercised only insofar as permitted by the Laws of the said State of Maryland.

(m) All of the objects and purposes set forth may be exercised only by the Corporation, not only in the State of Maryland, but also in any and every state, territory and possession of the United States, and in any and every foreign country or possession thereof.

THIRD: The Board of Directors of the Corporation is hereby empowered to authorize the issuance of shares of its stock of any class from time to time, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions as may be set forth in the By-Laws of the Corporation.

FOURTH: No contract or other transaction between this Corporation and any other corporation, whether or not a majority of the capital stock of either corporation shall be owned by the other, shall be affected or invalidated by reason of the fact that any one or more of the Board of Directors of this Corporation is or are interested or is a Director or Officer or are Directors or Officers of such other corporation, and any Director or Directors, individually or jointly may be party or parties to or may be interested in any contract or transaction of this Corporation, or in which this Corporation is interested, and no contract, act or transaction of the Corporation with any person or persons, firm or corporation shall be affected or invalidated by the fact that any Director or Directors of this Corporation is or are parties to or interested in such contract, act or transaction, or in any such way, connected with such person or persons, firms or corporations, and each and every person who may become a Director of this Corporation is hereby relieved

from any liability that might otherwise exist, from such contracting with any corporation, for the benefit of himself or any firm association or corporation, in which he may be in anywise interested, and any Director of the Corporation who is also a Director or Officer of such other corporation or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract, act or action, with like force and effect, as if he were not such Officer or Director of such other corporation, or not so interested.

FIFTH: The following provisions are in furtherance and not in limitation of the powers conferred by the laws of the State of Maryland:

(a) Whenever any consideration as shall have been deemed advisable by the Board of Directors, in manner as provided for herein, or in the By-Laws, has been fully paid and delivered for shares of the Corporation's 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, said stock and securities convertible into shares of stock, shall be considered as fully paid stock and not liable to further assessment thereon.

Except as herein, or in the By-Laws provided, the Board of Directors shall have full power and discretion to prescribe and regulate from time to time, the procedure to be followed, and/or dealings concerning the sale of the Corporation's stock, and the acquisition of said stock by purchase or otherwise by the Corporation.

(b) The Directors may from time to time determine whether and to what extent, and at what times and places and under what conditions and regulations, the books and accounts of the Corporation, or any of them, shall be open to the inspection of the Stockholders; and no Stockholder shall have any right to inspect any account or book or document of the Corporation except as conferred by law or by the By-Laws, or authorized by resolution of the Directors or of the Stockholders.

(c) The Stockholders and Directors shall have power to hold their meetings and keep the books, documents and papers of the Corporation outside the State of Maryland at such place or places, office or offices as may be from time to time designated by the By-Laws or by resolution of the Stockholders, or Directors, except as otherwise required by the laws of the State of Maryland.

(d) 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 stock, whether now or hereafter authorized by fixing or altering in any one or more specified respects, from time to time before the issuance of such stocks, the preferences, voting powers, restrictions and qualifications of, the fixed annual dividends on, and the times and prices of redemption of, such stock.

(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 such outstanding shares shall be valid unless such change of terms shall have been authorized by vote at a meeting or in writing with or without a meeting; by unanimous consent of all Stockholders.

(f) The Board of Directors shall have power, from time to time, 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 entitled, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of any such surplus or net profit. The Board of Directors may in its discretion, use and apply any such surplus or net profit in purchasing or acquiring any of the shares of the stock of the Corporation, of whatever class, or any of the other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Two Hundred(200), each of which shares shall have a par value of One Hundred Dollars (\$100.00), and all of which shares are of one class designated as common stock, the aggregate par value of such shares being Twenty Thousand Dollars(\$20,000.00). 149

Stock may be subject to such restrictions and conditions as are from time to time determined by unanimous consent of the holders of all of the outstanding stock of the Corporation.

SEVENTH: The post-office address of the place to be the principal office of the Corporation in this state will be 28 West Main Street, Hancock, Maryland 21750; and the Resident Agent shall be S. J. Cascio, whose post-office address is 3603 Eastern Avenue, Baltimore, Maryland 21224, and who is a citizen of the State of Maryland actually residing therein at 1928 Rockwell Avenue, Catonsville, Maryland 21228. Field Co

EIGHTH: The Corporation shall have four (4) Directors and F. WALLACE BOWLER, E. R. BOWLER, SR., D. L. KELLER, and B. E. BARNETT shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this eighth day of July, 1968.


SAMUEL S. FIELD, III

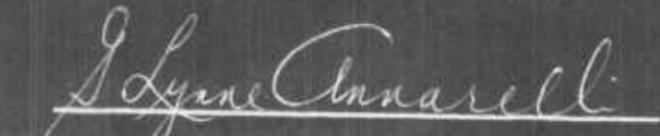
-6-

STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY, that on this 8th day of July, 1968, before me, the Subscriber, a Notary Public in and for the City and State aforesaid, personally appeared SAMUEL S. FIELD, III, and he acknowledged the foregoing Articles of Incorporation to be his act. 149

AS WITNESS, my hand and Notarial Seal.




NOTARY PUBLIC

*Consent letter to use above name
filed 7-9-68*

VAUGHN T. BAKER ACT. CLERK
LAND LIBER

FOLIO

OCT 2 11 00 AM '68

RECEIVED FOR RECORD
WASHINGTON COUNTY
RECEIPT NO. 6265

ARTICLES OF INCORPORATION

OF

EASTERN FINANCE CORPORATION OF HANCOCK

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 9, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4577

Recorded in Liber 2672-419 folio 419 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartles



RECEIVED FOR RECORD October 31, 1968 at 9:14 A.M. Receipt No.
LIBER 18 63781

ARTICLES OF INCORPORATION

OF

REDCO, INC.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Edwin H. Miller, whose post office address is 206 Maryland National Bank Bldg., 82 West Washington Street, Hagerstown, Maryland, 21740, being twenty-one years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

(a) To buy, sell, export, import, lease, exchange and generally deal in machinery and equipment of all kinds and descriptions, at retail or wholesale.

(b) To process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials of all kinds, including lumber, roofing, insulating materials, plaster, wall, tile, ornamental and other boards, brick, concrete, structural steel, re-enforcing steel, glass, stone, pottery, tile, lighting fixtures, hardware, bathroom fixtures, plumbing supplies, electrical supplies, cements and plasters, stucco, stone and gravel, resinous waxes, textiles, incinerators, cesspools and septic tanks, fencing, wire and staples, waterproofing materials, rubber, linoleums, carpets, builders' tools and machinery, and any and every other material, appertenance, or process useful in, necessary for, or convenient in building, construction, engineering, and maintenance.

(c) To purchase, acquire, through the issuance of its capital stock or otherwise, own, hold, lease, either as lessor or lessee, sell, exchange, subdivide, mortgage, deed in trust, plant, improve, cultivate, develop, construct, maintain, equip, operate, and

generally deal in any and all lands, improved and unimproved, dwelling houses, apartment houses, hotels, boardinghouses, business blocks, office buildings, manufacturing works and plants, and other buildings of any kind, and the products and avails thereof, and any and all other property of any and every kind or description, real, personal, and mixed wheresoever situated.

(d) To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

(e) To purchase or otherwise acquire letters patent, concessions, licenses, inventions, rights and privileges, or any interest therein and to grant any rights so acquired either in the United States or in the World.

(f) 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. 206 Maryland National

Bank Building, 82 West Washington St., Hagerstown, Maryland, 21740,
The name and post office address of the Resident Agent of the Corporation in this state is: Edwin H. Miller, No. 206 Maryland National Bank Bldg., 82 West Washington St., Hagerstown, Maryland, 21740. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock with the Corporation has authority to issue is Two Thousand Five Hundred (2,500) shares of the par value of Ten (\$10.00) Dollars per 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 at least three (3), which number may be increased or decreased pursuant to the by-laws of the corporation; and the names of the directors who shall act until the first annual meeting, or until their successors are duly elected and qualify, are: Edwin H. Miller, Robert E. Kuczynski and Allen M. Baumgardner.

SEVENTH: The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors, who shall dictate its general business policy and, subject to any provisions of Statute or to the vote of its stockholders, determine all matters and question pertaining to its business and affairs.

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

2. The Board of Directors shall have the power to fix the salaries of officers and employees, and although the directors may be also employees or officers of the company their vote shall be counted and the action just as binding on the Corporation as if they were not directors or stockholders.

3. 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.

4. The Board of Directors shall from time to time determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

5. The above granted powers of 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, I have signed these Articles of Incorporation this 20th day of August, 1968

WITNESS:

Olive R. Shupp

Edwin H. Miller (SEAL)
Edwin H. Miller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 20 day of August, 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Edwin H. Miller, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Notarial Seal.

Olive R. Shupp
Notary Public



My commission expires:

July 1, 1969

ARTICLES OF INCORPORATION

OF

REDCO, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 21, 1968 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 5324

Recorded in Liber 7680⁵383, folio 383, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD RECEIPT NO. 65781

OCT 31 9 14 AM '68

LIBER FOLIO

LAND Carl VAUGHN J. BAKER ACT. CLERK

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Prutz



RECEIVED FOR RECORD October 31, 1968 at 9:14 A.M. Receipt No.
LIBER 18

ARTICLES OF INCORPORATION

63781

OF

GATEWAY SEAFOOD HOUSE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers Allen R. Stouffer whose postoffice address is 1617 Sherman Avenue, Hagerstown, Maryland, Wayne H. Stouffer, whose postoffice address is 4735 North First Street, Arlington, Virginia, and Virgil L. Moser, whose postoffice address is 1808 Heisterboro 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:

GATEWAY SEAFOOD HOUSE, INC.

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

(a) To own and operate a restaurant and to deal in all kinds of food, alcoholic beverages and related products and to deal generally in restaurant equipment and supplies of all kinds and to manage, own, operate and deal generally in and with all kinds of facilities and appurtenances convenient, desirable or necessary in the conduct and operation of the foregoing.

(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 everykind.

(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 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.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 1617 Sherman Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Allen R. Stouffer, whose postoffice address is 1617 Sherman 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 (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three directors and Allen R. Stouffer and Wayne H. Stouffer and Virgil L. Moser 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) 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.

(c) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all 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, 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.

(f) 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 franchise, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these ARTicles of Incorporation on August 19, 1968.

WITNESS:

<u>Joanne Snyder</u> Joanne Snyder	as to	<u>Allen R. Stouffer</u> Allen R. Stouffer
<u>Kenneth J. Mackley</u> Kenneth J. Mackley	as to	<u>Wayne H. Stouffer</u> Wayne H. Stouffer
<u>Paul Ottinger</u> Paul Ottinger	as to	<u>Virgil L. Moser</u> Virgil L. Moser

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

THIS IS TO CERTIFY that on August 19, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Allen R. Stouffer and Wayne H. Stouffer and Virgil L. Moser 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 Joanne Snyder

My Commission Expires: July 1, 1969



ARTICLES OF INCORPORATION
OF
GATEWAY SEAFOOD HOUSE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 20, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 5353

Recorded in Liber 7680, folio 551, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 65781

OCT 31 9 14 AM '68

LIBER FOLIO

LAND CLERK
VAUGHN J. BAKER ACT. CLERK

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bostgen



RECEIVED FOR RECORD October 31, 1968 at 9:14 A.M. Receipt No.
LIBER 18 63781

ARTICLES OF INCORPORATION

HAGERSTOWN ANTIQUE ENGINE COMPANY

This is to certify:

That we, the subscribers:

Vincent R. Groh, Post office address,	21 Summit Avenue Hagerstown, Maryland
Benjamin Levin, Post office address,	1413 Oak Hill Avenue Hagerstown, Maryland
Howard E. Mendelsohn, Post office address,	961 View Street Hagerstown, Maryland

all being of full legal age of 21 years, do, under and by virtue of the Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation pursuant to the following:

ARTICLE I : The name of the Corporation is

HAGERSTOWN ANTIQUE ENGINE COMPANY

ARTICLE II : The purposes for which the corporation is formed and the business and objects to be carried out by it are as follows:

a. To exercise all or any of the General powers conferred upon Maryland Corporations by Article 23 section 9 of the Annotated Code of Maryland, 1957 Edition.

b. Directly, or through ownership of stock in any corporation, to purchase, lease, exchange, or otherwise acquire real or personal property and any interest therein and especially to own antique motor vehicles for use in exhibitions, club activities, parades and similar uses, and not for use primarily in transportation of passengers or goods.

c. Directly or through ownership of stock in any corporation to purchase or otherwise acquire, hold, manufacture, sell, exchange, mortgage, pledge, hypothecate, deal in and dispose of commodities, building materials and other personal property of every kind, or stocks, bonds, notes, debentures, mortgages or other evidences of indebtedness and obligations and securities of any corporation, company, entity or person.

d. To borrow funds to finance the purposes of the Corporation and to execute notes, mortgages and other instruments to secure the repayment thereof, and to do everything necessary, proper and advisable or convenient for the accomplishment of any of the purposes and objects of the Corporation.

ARTICLE III: The Post Office address of the principal office of the Corporation in Maryland shall be:

21 Summit Avenue, Hagerstown, Maryland

The name and address of the resident agent shall be:

Vincent R. Groh, 21 Summit Avenue, Hagerstown, Maryland

Said resident agent is a citizen of this state and actually resides herein.

ARTICLE IV: The total number of shares of stock the Corporation has authorized to issue is two thousand (2,000) shares, all of which shall be common

stock, having a par value of Five Dollars (\$5.00) per share, the aggregate par value of all said shares being Ten Thousand Dollars (\$10,000.00).

ARTICLE V: The shares of such stock shall be non-assessable and each share thereof shall be entitled to one vote in all meetings of the stockholders of the Corporation. Dividends may be declared by the Board of Directors of the Corporation at such times and in such amounts as the Board of Directors may determine, and to be paid from profits or surplus of the Corporation. In the event of Liquidation, dissolution or winding up of the Affairs of the Corporation, whether the same be voluntary or involuntary, the assets shall be distributed ratably among the holders of said stock without priority or preference of any kind. Shares shall be transferrable only on the books of the Corporation upon surrender of the certificates thereof properly endorsed.

ARTICLE VI: The Corporation Directors shall be not less than three in number and Vincent R. Groh, Benjamin Levin and Howard Mendelsohn shall act as directors until the first annual meeting or until their successors are duly chosen and qualified.

ARTICLE VII: The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

ARTICLE VIII: All stockholders shall have preemptive rights to acquire additional shares of stock of the Corporation and such rights shall apply even though the shares were issued to obtain the capital required to initiate the corporate enterprise or were issued in exchange for services or property other than money, at not less than the fair value thereof.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 20th day of July, 1968.

Witness:
Franklin L Myers
Franklin L Myers
Franklin L Myers

Vincent R Groh
Vincent R. Groh
Benjamin Levin
Benjamin Levin
Howard E. Mendelsohn
Howard E. Mendelsohn

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:

I HEREBY CERTIFY, That on this 20th day of July, 1968, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Vincent R. Groh, Benjamin Levin and Howard E. Mendelsohn and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Franklin L Myers
Notary Public

My Commission Expires 1 July 1969



ARTICLES OF INCORPORATION
OF
HAGERSTOWN ANTIQUE ENGINE COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 1, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 5001

Recorded in Liber 2677, folio 145³, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 63781
OCT 31 9 14 AM '68
LIBER FOLIO
LAND 63781
VAUGHN J. BERTAG: CLERK

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Prouty



RECEIVED FOR RECORD October 31, 1968 at 9:14 A.M. Receipt No.
LIBER 18 63781

ARTICLES OF INCORPORATION
OF
HAGERSTOWN FENCE MANUFACTURING COMPANY, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Daniel W. Moylan, whose post office address is 300 Meadowbrook Drive, Hagerstown, Maryland, Shelby J. Crawford, whose post office address is Route 1, Fairplay, Maryland, and Geraldine M. Lum, whose post office address is 2307 Gay 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:

"HAGERSTOWN FENCE MANUFACTURING COMPANY, INCORPORATED"

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

(a) To engage in the business of manufacturing and selling, at wholesale and retail, wood, metal and chain link fences and gates, including their component parts and materials, of every nature and description.

(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, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation

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

(d) 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.

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to 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 1, Hagerstown, Maryland. The resident agent of the Corporation is Daniel W. Moylan, 100 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 twenty thousand (20,000) shares of capital stock of the par value of Five Dollars (\$5.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000).

SIXTH: The Corporation shall have three (3) directors and James J. Duffy, Calvin A. Merson and Daniel W. Moylan 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) 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.

(c) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no 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) 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 of convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(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, 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.

(g) 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 or 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 15th day of August, 1968.

WITNESS:

Betty Baker

Betty Baker

Betty Baker

Daniel W. Moylan
Daniel W. Moylan

Shelby J. Crawford
Shelby J. Crawford

Geraldine M. Lum
Geraldine M. Lum

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on the *15th* day of August, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Daniel W. Moylan, Shelby J. Crawford and Geraldine M. Lum 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.

Commission Expires
July 1, 1969



Betty Baker

Notary Public

ARTICLES OF INCORPORATION
OF
HAGERSTOWN FENCE MANUFACTURING COMPANY, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 21, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 5316

Recorded in Liber 7680-338, folio 7, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

STATE OF MD
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 63781
Oct 31 9 14 AM '68
LIBER FOLIO
LAND 9
VAUGHN J. BAKER AGT. SLEPK

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. [Signature]



RECEIVED FOR RECORD October 31, 1968 at 9:15 A.M. Receipt No.
LIBER 18 63781

ARTICLES OF INCORPORATION
OF
PLEASANT VIEW INN, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Charles W. Miller, whose post office address is 2307 Royal Road, Hagerstown, Maryland; Charles R. Miller, whose post office address is 10 Chapelwood Lane, Hagerstown, Maryland; and Ronald L. Miller, whose post office address is 180 Manse 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: The name of the Corporation (which is hereinafter called the "Corporation") is:

PLEASANT VIEW INN, INC.

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

1. To establish, maintain and conduct a restaurant, tavern and club.
2. To own, lease, purchase or construct, equip, operate, rent, maintain, manage and conduct taverns, inns, restaurants, houses or buildings and to provide, therein for the reception, accommodation, lodging, refreshment and victualing of guests and to purchase, sell and otherwise deal in all kinds of stock, wares and merchandise pertaining thereto in Washington County, 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 State or Country that may be calculated to promote the interests of the Corporation.

3. To purchase, own, hold, convey, sell, mortgage, lease or otherwise dispose of, or encumber, and to improve or deal in real estate wheresoever situate and to likewise deal in all other property, equipment and appliances, both real and personal, of every class and description or any interest therein necessary, incident to, or desirable for any of the business of the Corporation.

4. To purchase, lease or otherwise acquire, all or any part of the property, rights, business, contracts, goodwill, franchises and assets of every kind, or any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other 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, goodwill, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

5. 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.

6. 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 county; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges or 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.

7. 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.

8. 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 business.

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

10. The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the 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 2373 Pennsylvania Avenue, Hagerstown, Maryland; the resident agent of the Corporation is Charles W. Miller, whose post office address is 2307 Royal 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 (3) directors, and Charles W. Miller, Charles R. Miller and Ronald L. Miller 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 (3).

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 par value, of any class, and securities convertible into shares of its stock, with 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 or may be a member, may be 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 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 cast 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 18th day of July, 1968.

WITNESS:

<u>Joni J. Culp</u>	<u>Charles W. Miller</u> (SEAL) Charles W. Miller
<u>Joni J. Culp</u>	<u>Charles R. Miller</u> (SEAL) Charles R. Miller
<u>Joni J. Culp</u>	<u>Ronald L. Miller</u> (SEAL) Ronald L. Miller

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

I HEREBY CERTIFY, that on this 18th day of July, 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles W. Miller, Charles R. Miller and Ronald L. Miller, 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.

Joni J. Culp
Notary Public

My commission expires:
July 1, 1969



ARTICLES OF INCORPORATION
OF
PLEASANT VIEW INN, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 26, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4910

Recorded in Liber 7676, folio 186⁹ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 21.00

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 3781
OCT 31 9 15 AM '68
LIBER F0116
LAND CLERK
VAUGHN E. LAMBERT, CLERK

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartles



RECEIVED FOR RECORD October 31, 1968 at 9:15 A.M. Receipt No.
LIBER 18 63781

EICHELBERGER'S TELEVISION, INCORPORATED

ARTICLES OF REVIVAL

(Under Section 85)

Eichelberger's 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 charter of the Corporation was forfeited on October 31, 1962, for the non-payment of taxes or for failure to file an annual report with 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 Eichelberger's Television, Incorporated.

THIRD: The name by which the Corporation will hereafter be known is Eichelberger's Television, Incorporated.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 222, Frederick 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 Richard K. Eichelberger, No. 222, Frederick Street, Hagerstown, Washington County, Maryland. Said resident agent is a citizen actually residing in this State (or a corporation of 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 (or Vice-President) and Secretary (or Treasurer) of the Corporation, have signed these Articles of Revival on June 26, 1968.

Richard K. Eichelberger
Richard K. Eichelberger, President

Reuben Seegel
Reuben Seegel, Secretary

STATE OF MARYLAND,
County of Washington

I HEREBY CERTIFY that on 1st August 1969, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Washington, personally appeared Richard K. Eichelberger, the last acting President and Reuben Seegel, the last acting Secretary of Eichelberger's Television, Incorporated, a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

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



Mary Rose McLaughlin
Mary Rose McLaughlin
Notary Public

My commission expires July 1, 1969

ARTICLES OF REVIVAL
OF
EICHELBERGER'S TELEVISION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 7, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 5107

Recorded in Liber 7678-3 folio 215 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

SPECIAL FEE
Bond tax paid \$ 25.00 Recording fee paid \$ 15.00

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 6278
OCT 31 9 15 AM '68
LIBER FOLIO
LAND Corp
VAUGHN J. BAKER ACT. CLERK

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartgis



Max Max Fleisher 6 Dunn Irvin Dr.

11/1/68

RECEIVED FOR RECORD October 31, 1968 at 9:15 A.M. Receipt No. LIBER 18

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

63781

RESOLVED, by the Board of Directors of The Donkey Corp., a corporation, that Max Fleisher of 6 Dunn Irvin Drive, Hagerstown, Maryland, be and he hereby is appointed resident agent of this corporation in this State in the place and stead of Martin V. B. Bostetter and that the principal office of the corporation is changed to 6 Dunn Irvin Drive, Hagerstown, Maryland, and that the President and Secretary execute, in behalf of this corporation and under its corporate seal, the request and proper Certificate of Appointment and cause the same to be filed with the Department.

BE IT FURTHER RESOLVED, that the appointment of the present resident agent of this corporation, Martin V. B. Bostetter, is hereby revoked as of this date.

We, the officers, have duly executed this Resolution this *9th* day of August, A. D. 1968.



TEST:

Jean Goldman
Secretary
Jean Goldman

Max Fleisher
President
Max Fleisher

I, MAX FLEISHER, do hereby certify that I have accepted appointment as resident agent of The Donkey Corp., a corporation, and have agreed to act as such agent to comply with the existing law.

Max Fleisher
Resident Agent
Max Fleisher

TEST:

[Handwritten signature]

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

FOR

THE DONKEY CORP.

received for record August 19, 1968

, at 9:24 A M.

and recorded in Liber F No. 680

Folio No. 144 one of

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

To the Clerk of the Circuit Court of Washington County

AA N^o 5537

SPECIAL FEE PAID	\$3.00
Recording Fee Paid	2.00
	<u>\$5.00</u>

Mr. Clerk - please mail to Mr. Max Fleisher
6 Dunn Irvin Drive
Hagerstown, Maryland 21740

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 3181

OCT 31 9 15 AM '68

LIBER FOLIO

LAND CLERK
VAUGHN J. PARKER ACT. CLERK

Received for record December 9, 1968 at 11:10 A.M. Liber 18,
Receipt No. 65095

MILBREN, INC.

ARTICLES OF DISSOLUTION

+ + + +

MILBREN, 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 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 2-4 North Potomac Street, Hagerstown, Maryland.

THIRD: The name 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 Harry Adams. The post office address of the resident agent is 2-4 North Potomac Street, Hagerstown, Maryland.

FOURTH: The name and post office address of each

of the directors of the Corporation are as follows:

NAME	POST OFFICE ADDRESS
Jeanette M. Brenner	2906 Parkside Lane, Harrisburg, Pa.
Bessie B. Miller	Towne House Apts., Harrisburg, Pa.
Betty B. Miller	2931 Green Street, Harrisburg, Pa.
Marie E. Allen	7-9 North Market Square, Harrisburg, Pa.
Harry Sauerteig	7-9 North Market Square, Harrisburg, Pa.
Lenard A. Brenner	7-9 North Market Square, Harrisburg, Pa.

FIFTH: The name, title and post office address

of each of the officers of the Corporation are as follows:

NAME	TITLE	POST OFFICE ADDRESS
Jeanette M. Brenner Joseph M. Brenner (Deceased)	President	2906 Parkside Lane Harrisburg, Penna.
Harry Sauerteig	Vice President	7-9 North Market Square Harrisburg, Pa.
Lenard A. Brenner	Vice President	7-9 North Market Square Harrisburg, Pa.
Marie E. Allen	Secretary	7-9 North Market Square Harrisburg, Pa.
Harry Sauerteig	Treasurer	7-9 North Market Square Harrisburg, Pa.

SIXTH: There are no shares of stock entitled to vote on the dissolution of the Corporation either outstanding or subscribed for; and a majority of the entire board of directors, at a meeting of the board of directors of the Corporation duly convened and held on June 18, 1968, adopted a resolution authorizing the dissolution of the Corporation.

SEVENTH: The dissolution of the Corporation has been duly authorized by a majority of the entire board of directors.

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 or provided for in a manner satisfactory to the Comptroller of the Treasury and such authorities, respectively, except taxes barred by The Statute of Limitations or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

NONE

IN WITNESS WHEREOF, these Articles of Dissolution are signed in the name and on behalf of MILBREN, INC. by the undersigned majority of the entire board of directors,

thereof on June 27, 1968.

MILBREN, INC.

By

Harry Sauerteig
Harry Sauerteig

Jeanette M. Brenner
Jeanette M. Brenner

Marie E. Allen
Marie E. Allen

Betty B. Miller
Betty B. Miller

As a majority of the
entire board of directors

STATE OF PENNSYLVANIA)
) SS:
COUNTY OF DAUPHIN)

I HEREBY CERTIFY that on June 27, 1968, before me, the subscriber, a notary public of the State of Pennsylvania in and for the County of Dauphin, personally appeared Harry Sauerteig, Jeanette M. Brenner, Marie E. Allen and Betty B. Miller, being a majority of the entire board of directors of MILBREN, 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 Jeanette M. Brenner and made oath in due form of law that she was the chairman 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 her knowledge, information and belief.

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

[Handwritten Signature]
Notary Public

My Commission Expires:

NOTARY PUBLIC
My Commission Expires February 1, 1969
Harrisburg, Pa. Dauphin County





STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 - PHONE COLONIAL 8-3371
ANNAPOLIS, MARYLAND 21404

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

MILBREN, INC.

have been paid.

WITNESS my hand and official seal this
ninth day of September A.D. 1968.



Mary Ellen Hopkins
Deputy Comptroller

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
hereby gives notice that ARTICLES OF DISSOLUTION of the
MILBREN, INC.

were received for record on, September 11, 19 68,
in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

ALBERT W. WARD

Director

188

OF

MILBREN, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 11, 1968 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 5727

Recorded in Liber 2684 403, folio 403, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

SPECIAL FEE
Bonus tax/paid/\$ 15.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bortner



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 2684

DEC 9 11 10 AM '68

LIBER FOLIO

LAND VAUGHN J. BAKER ACT. CLERK

SPORTS LANES, INC.
ARTICLES OF REVIVAL

The Sports Lanes, Inc., a Maryland corporation having its principal office in Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The charter of the Corporation was forfeited on November 27, 1963, for the non-payment of taxes or for failure to file an annual report with the State Tax Commission 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 Sports Lanes, Inc.

THIRD: The name by which the Corporation will hereafter be known is Sports Lanes, Inc.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 1416 Potomac Avenue, 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 Raymond T. White, No. 1416 Potomac Avenue, 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 Secretary of the Corporation, have signed these Articles of Revival on the 24th day of July, 1968.

Witness:

Raymond T. White
Raymond T. White
Last Acting President

Evelyn C. Miller

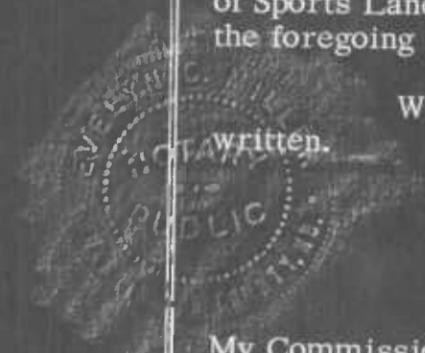
Brenda Ray White
Brenda Ray White
Last Acting Secretary

Evelyn C. Miller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 24th day of July 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Raymond T. White, the last acting President, and Brenda Ray White, the last acting Secretary of Sports Lanes, Inc., a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

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



Evelyn C. Miller
Notary Public

My Commission Expires:
July 1, 1969

ARTICLES OF REVIVAL
OF
SPORTS LANES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 13, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 5737

Recorded in Liber 2684³, folio 479, 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 \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Hartman



STATE OF MD.
WASHINGTON COUNTY
RECORDED FOR RECORD
LIBERTY NO. 65242
9 11 10 AM '68
LIBER FOLIO
LAND T
CLERK

Received for record December 9, 1968 at 11:10 A.M. Liber 18,
Receipt No. 65095

ARTICLES OF INCORPORATION
OF
TERRACE LIQUOR STORE, INC.

THIS IS TO CERTIFY:

FIRST. That we, the subscribers, Fred Kramer, whose postoffice address is 1102 Oak Hill Avenue, Hagerstown, Maryland, Renee Kramer, whose postoffice address is 1102 Oak Hill Avenue, Hagerstown, Maryland and Merle S. Elliott, whose postoffice address is 25 North 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 of Incorporation.

SECOND. That the name of the corporation (which is hereinafter called the Corporation) is TERRACE LIQUOR STORE, INC.

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

(a) To own, conduct, operate, maintain and carry on a package liquor business in the City of Hagerstown, Maryland.

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

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

(d) To purchase 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 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 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.

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

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

and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict 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 is 708 Pennsylvania Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Fred Kramer, whose postoffice address is 1102 Oak Hill 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 shares (1,000) 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 Fred Kramer, Renee Kramer and Merle S. Elliott 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, 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) 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, whether or not payable in stock of one class to holders 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 of 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 this 3rd day of August, 1968.

Witness:

Fred Kramer (SEAL)
Fred Kramer

Renee Kramer (SEAL)
Renee Kramer

Bonnie M. Johnson

Merle S. Elliott (SEAL)
Merle S. Elliott

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 3rd day of August, 1968, before, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Fred Kramer, Renee Kramer and Merle S. Elliott and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

KAYLOR AND SPENCE
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

My commission expires:
July 1, 1969

Shirley D. [Signature]
Notary Public



ARTICLES OF INCORPORATION
OF
TERRACE LIQUOR STORE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 27, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 5422

Recorded in Liber 7681, folio 350⁸, 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 indorsements 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. Bortner



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 2589
DEC 9 11 10 AM '68
LIBER FOLIO
LAND
VAUGHN J. BAKER ACT. CLERK

Received for record December 9, 1968 at 11:10 A.M. Liber 18,
Receipt No. 65095

ARTICLES OF INCORPORATION
OF
CHATKIN'S CONVALESCENT AIDS CORP.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, WILLIAM C. CHATKIN, 901 ROLLING ROAD, HAGERSTOWN, WASHINGTON COUNTY, MARYLAND, DOROTHEA M. CHATKIN, WHOSE POST OFFICE ADDRESS IS 901 ROLLING ROAD, HAGERSTOWN, WASHINGTON COUNTY, MARYLAND, AND MERLE S. ELLIOTT, WHOSE POST OFFICE ADDRESS IS 1425 THE TERRACE, HAGERSTOWN, WASHINGTON COUNTY, 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:

CHATKIN'S CONVALESCENT AIDS CORP.

THIRD: THE PURPOSE OR PURPOSES FOR WHICH THE CORPORATION IS FORMED AND THE BUSINESS OR OBJECTS TO BE CARRIED ON OR PROMOTED BY IT ARE AS FOLLOWS:

(A) TO ENGAGE IN THE BUSINESS OF SALE, BOTH WHOLESALE AND RETAIL, AND RENTAL OF ALL TYPES AND KIND OF CONVALESCENT AIDS, HOSPITAL AND SICKROOM SUPPLIES AND MEDICAL AND PHARMACY SUPPLIES; AND GENERALLY TO DO AND PERFORM EVERYTHING NECESSARY FOR CARRYING OUT THE AFORESAID PURPOSES.

(B) TO ENGAGE IN THE BUSINESS OF MANUFACTURING ALL TYPES AND KIND OF CONVALESCENT AIDS AND SURGICAL APPLIANCES AND SUPPORTS AND IN A SALE OF SUCH OTHER COMMODITIES AS SUCH MAY BE ADVANTAGEOUS TO THE CORPORATION.

(C) To BUY, SELL, EXCHANGE AND GENERALLY DEAL IN REAL ESTATE, IMPROVED, AND UNIMPROVED, AND BUILDINGS OF EVERY CLASS AND DESCRIPTION; TO PURCHASE, LEASE, BUILD, CONSTRUCT, ERECT, OCCUPY, AND MANAGE BUILDINGS OF EVERY KIND AND CHARACTER WHATSOEVER; TO IMPROVE, MANAGE, OPERATE, SELL, BUY, MORTGAGE, LEASE OR OTHERWISE ACQUIRE OR DISPOSE OF ANY PROPERTY, REAL OR PERSONAL, AND TAKE MORTGAGES AND ASSIGNMENT OF MORTGAGES UPON THE SAME; TO MAKE AND OBTAIN LOANS UPON REAL ESTATE, IMPROVED OR UNIMPROVED, AND UPON PERSONAL PROPERTY, GIVING OR TAKING EVIDENCES OF INDEBTEDNESS AND SECURING THE PAYMENT THEREOF BY MORTGAGE, TRUST DEED, PLEDGE OR OTHERWISE; TO ENTER INTO CONTRACTS, TO BUY OR SELL ANY PROPERTY, REAL OR PERSONAL; TO BUY AND SELL MORTGAGES, TRUST DEEDS, CONTRACTS, AND EVIDENCES OF INDEBTEDNESS; TO PURCHASE OR OTHERWISE ACQUIRE FOR THE PURPOSE OF HOLDING OR DISPOSING OF THE SAME, REAL OR PERSONAL PROPERTY OF EVERY KIND AND DESCRIPTION, INCLUDING THE GOOD WILL, STOCK, RIGHTS AND PROPERTY OF ANY PERSON, FIRM, ASSOCIATION OR CORPORATION, PAYING FOR THE SAME IN CASH, STOCK, OR BONDS OF THIS CORPORATION; TO DRAW, MAKE, ACCEPT, INDORSE, DISCOUNT, EXECUTE, AND ISSUE PROMISSORY NOTES, BILLS OF EXCHANGE, WARRANTS, BONDS, DEBENTURES, AND OTHER NEGOTIABLE OR TRANSFERRABLE INSTRUMENTS, OR OBLIGATIONS OF THE CORPORATION, FROM TIME TO TIME, FOR ANY OF THE OBJECTS OR PURPOSES OF THE CORPORATION; TO CARRY ON ALL OR ANY OF ITS OPERATIONS WITHOUT RESTRICTION OR LIMIT AS TO AMOUNT; TO PURCHASE, ACQUIRE, HOLD, OWN, MORTGAGE, SELL, CONVEY OR OTHERWISE DISPOSE OF REAL AND PERSONAL PROPERTY OF EVERY CLASS AND DESCRIPTION IN ANY STATE, DISTRICT, TERRITORY, COLONY, OR FOREIGN COUNTRY SUBJECT TO THE LAWS OF SUCH STATE, TERRITORY OR FOREIGN COUNTRY.

(D) 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 AND 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.

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 ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE PRINCIPAL OFFICE OF SAID CORPORATION SHALL BE 580 NORTHERN AVENUE, HAGERSTOWN, MARYLAND; THE RESIDENT AGENT OF THE CORPORATION IS WILLIAM C. CHATKIN, WHOSE POST OFFICE ADDRESS IS 901 ROLLING ROAD, HAGERSTOWN,

WASHINGTON COUNTY, MARYLAND, SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE TOTAL AMOUNT OF THE AUTHORIZED CAPITAL STOCK OF THE CORPORATION IS TEN THOUSAND (10,000) SHARES OF THE PER VALUE OF TEN (\$10.00) DOLLARS PER SHARE, ALL OF WHICH SHARES ARE COMMON STOCK 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; 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 C. CHATKIN, DOROTHEA M. CHATKIN AND MERLE S. ELLIOTT.

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 CONTRACTS 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 SUCH TERMS THAT AT THE TIME WERE, FAIR, AND PROVIDED THAT THE FACT THAT SUCH DIRECTOR OR DIRECTORS ARE SO INTERESTED SHALL HAVE BEEN DISCLOSED BY THE BOARD OF DIRECTORS OR SHALL HAVE BEEN KNOWN TO A MAJORITY OF THE BOARD OF DIRECTORS.

TENTH: THE AFFIRMATIVE VOTE OF THE STOCKHOLDERS A MAJORITY 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 12th DAY OF August A.D., 1968.

WITNESS:

Jan J. [Signature]

William C. Chatkin (SEAL)
WILLIAM C. CHATKIN

Jan J. [Signature]

Dorothea M. Chatkin (SEAL)
DOROTHEA M. CHATKIN

Merle S. Elliott (SEAL)
MERLE S. ELLIOTT

Charles A. Wallinck

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 12th DAY OF August, 1968, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED WILLIAM C. CHATKIN, DOROTHEA M. CHATKIN AND MERLE S. ELLIOTT, AND SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

Mary Bishop
NOTARY PUBLIC



ARTICLES OF INCORPORATION
OF
CHATKIN'S CONVALESCENT AIDS, CORP.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 30, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 5520

Recorded in Liber 1682 folio 346, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.
F-689 423

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

85

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 Stanton



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
REIPT NO. 2505
: 9 11 10 AM '68
FOLIO
H. J. BAKER, M.T. CLERK

Received for record December 9, 1968 at 11:10 A.M. Liber 18,
Receipt No. 65095

ARTICLES OF INCORPORATION

OF

CARLYLE & MARTIN, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Fred C. Wright, III, whose post office address is 74 West Washington Street, Hagerstown, Maryland, 21740, 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, intend to form a corporation by the execution and filing of these articles.

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

CARLYLE & MARTIN, INC.

THIRD: The purposes for which this corporation is organized are as follows:

(a) To engage in the business of buying, selling, distributing, leasing, servicing, repairing, and otherwise dealing in agricultural implements, vehicles, materials, machinery, and equipment, and in implements, vehicles, materials, machinery, and equipment of allied lines.

(b) To buy, sell, receive, store, forward, and handle agricultural farm products, seeds, feed, fertilizer, implements, machinery, binder twine, lumber and building material of all descriptions.

(c) To own, lease, operate and manage shops, and buildings of all characters for the purpose of buying, selling, renting, storing, servicing, and repairing farm equipment of all kinds, their parts, appurtenances, accessories, supplies, tools, equipment, and other personal property of every kind and description.

(d) To engage in the purchase and sale, at wholesale and retail, and shipment and transportation of all fuel and lubrication products, of every kind and description, more particularly petroleum products, and the acquisition, leasing, construction and operation of yards, warehouses and all other facilities and equipment incidental thereto.

(e) To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance

of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

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

(g) To 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.

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is Maugansville, Maryland, 21767. The resident agent of the Corporation is Fred C. Wright, III, whose post office address is 74 West Washington Street, Hagerstown, Maryland, 21740. 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 the 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 (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 Howard F. Carlyle, Harvey H. Kercheval and Charles E. Martin.

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

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

(b) The Board of Directors 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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 19th day of September, A.D., 1968.

Fred C. Wright, III
Fred C. Wright, III

WITNESS: Pearl L. Gehr
Pearl L. Gehr

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 19th day of September, A.D., 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Fred C. Wright, III, and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Official Notarial Seal.

Pearl L. Gehr
Pearl L. Gehr,
Notary Public.



211

ARTICLES OF INCORPORATION
OF
CARLYLE & MARTIN, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 20, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 5876

Recorded in Liber 7686-123 ⁶ folio 123, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

112

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Prutzger



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 6583
SEP 20 11 10 AM '68
CLERK: FOLIO
SHIRLEY J. BAKER, ACT. CLERK

Received for record December 9, 1968 at 11:10 A.M. Liber 18,
Receipt No. 65095

HAGERSTOWN RACEWAY, INCORPORATED.
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Wayne Harlan Stouffer, whose Post Office address is 4735 North 1st Street, Arlington, Virginia, Howard Lewis Whittington, whose Post Office address is 1442 Somerset Place, N. W., Washington, D. C., and Adrian O'dell Durham, whose Post Office address is 3753 Benton Street, N. W., Washington, D. C., all being of full legal age, do under and by virtue of the General Laws of the State of Maryland, authorizing the foundation of Corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is Hagerstown Raceway, Incorporated.

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

a. To procure, purchase, own, lease, layout, build, equip, furnish, maintain and operate a race track or speedway and to conduct and hold races and furnish racing entertainment by automobile, motorcycle and motor vehicles and all racing contests by any means whatsoever; to procure, own, purchase, sell, repair and otherwise deal in all racing cars, automobiles or motor vehicles, of any kind whatsoever and description, and all parts, equipment, accessories and appliances of every kind for the same, both wholesale and retail, including oils, greases, gasoline and all other materials used in or about automobiles, motor trucks or motor vehicles of any kind, and to conduct a general wholesale and retail business in all of the above as well as any other articles of personal property which may be desirable to

handle, own, sell or deal in, around, about and in connection with the maintenance and operation of a race track, speeding and to advertise, sell tickets, prepare programs, and to conduct the necessary steps in order to put on any racing meet, contest, etc., to procure manufacture, purchase, sell any tools, appliances, machinery or equipment used in the furtherance or carrying on the aforesaid objects or purposes; to carry on the business of restaurant, refreshment stand, cafe, snackbar.

b. To operate, lease, purchase, acquire, hold, enjoy and dispose of by sale, lease or otherwise, restaurants, eating houses, places of entertainment and refreshments, and to make and execute any and all agreements for the rental of such restaurants, inns, eating houses, taverns or places of entertainment or refreshment.

c. 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.

d. 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.

e. 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 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 place at which the principal office of the Corporation in this state will be located is 82 West Washington Street, Hagerstown, Maryland. The resident agent of the Corporation is John S. Hollyday, whose Post Office address is 82 West Washington Street, Washington County, Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three directors and Wayne Harlan Stouffer, Howard Lewis Whittington and Adrian O'dell Durham shall act as such until the first annual meeting or until their successors are chosen and duly 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 (10,000) shares of the par value of Ten (\$10.00) Dollars 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, 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 shall from time to time determine whether and to what extent, and at what time and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholders shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

C. 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.

D. 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 *6th* day of *March*, A. D., 1963.

Witness:

Harry Theakos Wayne Harlan Stouffer
Wayne Harlan Stouffer

Harry Theakos Howard Lewis Whittington
Howard Lewis Whittington

Harry Theakos Adrian O'dell Durham
Adrian O'dell Durham

STATE OF Dist of Columbia COUNTY, To-wit:

I HEREBY CERTIFY, That on this 6 day of Mar, A. D., 1963, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Wayne Harlan Stouffer, Howard Lewis Whittington and Adrian O'dell Durham and did each acknowledge that they executed the foregoing Articles of Incorporation for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.



Frank M. Gray
Notary Public
NOTARY PUBLIC, D. C.
My Commission Expires March 31, 1966

ARTICLES OF INCORPORATION
OF
HAGERSTOWN RACEWAY, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 17, 1968 at 10:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 5809

Recorded in Liber 7685-32⁶ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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



RECEIVED FOR RECORD
WASHINGTON COUNTY
IPT NO. 65245
9 11 10 AM '68
FOLIO
J. BAKER ACT. CLERK

McKINLEY'S FOOD MARKET, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Merle S. Elliott, whose Post Office address is 25 North Avenue, Hagerstown, Maryland 21740, being over the age of twenty-one (21) years, do hereby form a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter referred to as the Corporation) is: "McKINLEY'S FOOD MARKET, INC."

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

1. To buy, sell, trade, and deal in, at wholesale and retail, groceries, provisions, food supplies, wares, vegetables, produce, and all other articles and things incidental to a general grocery, vegetable, food supply, poultry, fish, game, produce, meat, and provision mercantile business.
2. To manufacture, buy and sell groceries, merchandise and articles for personal, domestic and household use.
3. To buy, sell, trade, manufacture, deal in, and deal with goods, wares, and merchandise of every kind and nature, and to carry on such business as wholesalers, retailers, importers, and exporters; to acquire all such merchandise, supplies, materials, and other articles as shall be necessary or incidental to such business.
4. 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 trade marks relating to or useful in connection with any business carried on by the Corporation.
5. To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private corporation, government or municipality, and

have the express powers to hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

6. To buy, sell, deal in and improve, real estate wheresoever situate and fixtures, personal property incident thereto and connected therewith; to acquire by purchase, lease, hire, or otherwise, lands, tenements, hereditaments, or any interest therein and to improve the same; to sell, lease, mortgage, pledge or otherwise dispose of the lands or other property of the Corporation absolutely or upon condition.

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

8. 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, 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 of the powers and the 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 57 W. Main Street, Hancock, Maryland 21750. The name and Post Office address of the resident agent of the Corporation in this state is Harry C. McKinley, Sr., 10 W. Main Street, Hancock Maryland 21750. Said resident agent is an individual actually residing in this state at the address herein set forth.

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 per share, 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 at least Three (3), which number may be increased, or decreased, pursuant to the by-laws of the Corporation. The names of the Directors who shall act until the first annual meeting, or until their successors are duly elected and qualify, are: Harry C. McKinley, Sr., Patricia B. McKinley, and Merle S. Elliott.

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, 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 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.

3. 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 any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or the 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 authorizes 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.

4. 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 a Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 13th day of September, 1968.

WITNESS:

Edna J. Smith

Merle S. Elliott
Merle S. Elliott

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

I HEREBY CERTIFY, that on this 13th day of September, 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Merle S. Elliott, and he acknowledged the foregoing Articles of Incorporation to be his act.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal the day and year last written.

My commission expires:

July 1, 1969

Shirley D. Gilbert
Notary Public



ARTICLES OF INCORPORATION
OF
McKINLEY'S FOOD MARKET, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 16, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 5772

Recorded in Liber 7685-82⁵, folio 82, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Paula W. Bontje



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
IPT NO. 6585
9 11 10 AM '68
FOLIO 1
CLERK ACT. CLERK

Received for record December 9, 1968 at 11:10 A.M. Liber 18,
Receipt No. 65095

LORI-LAND CORPORATION

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, WILLIAM P. PHILLIPS, whose post office address is 100 West Main Street, Sharpsburg, Maryland, and SHIRLEY V. PHILLIPS, whose post office address is 100 West Main Street, Sharpsburg, Maryland, and JOHN R. FOLEY, whose post office address is 9730 Byeford Road, Kensington, 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 LORI-LAND CORPORATION.

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

To transact a general real estate agency and brokerage business, buying, selling and dealing in real estate and real property and any interest therein, on commission, or otherwise, and renting and managing real estate; and to act as agent, nominee, or attorney in fact for any persons or corporations in buying, selling, holding, and dealing in real estate and any interest therein and choses in action secured thereby and other personal property collateral thereto and in supervising, managing, and protecting such property and any interest therein and claims affecting same; and to carry on a general contracting and construction business for the erection of all types of buildings; and in all branches and in all allied and interdependent lines of business and to make perform and discharge contracts therefor or relating thereto.

To buy, sell, exchange, lease and otherwise acquire, hold, own, maintain, control, work, develop, improve, alter, operate, mortgage, rent, convey, deal in and otherwise turn to account, real estate, chattels and personal property of every class and description.

To borrow or raise moneys for any of the purposes of the Corporation, and to issue bonds, debentures or other obligations of the Corporation, and at the option of the Corporation, to secure the same by mortgage, pledge, deed of trust or otherwise.

FOURTH: The post office address of the principal office of the Corporation is 100 West Main Street, Sharpsburg, Washington County, Maryland, ²¹⁷⁴⁰ the name and post office address of the resident agent of the Corporation in this State are William P. Phillips, 100 West Main Street, Sharpsburg, Washington County, Maryland. Said resident agent is a citizen of this State and of Washington County and actually resides herein.

FIFTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; 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 P. Phillips, Shirley V. Phillips and John R. Foley.

SIXTH: The total amount of the authorized capital stock of the Corporation is one thousand (1,000) shares, having a par value of One (\$1.00) Dollar per share.

SEVENTH: The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, 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 this 22nd day of August, 1968.

Witness:

Page Theodore Otto

W P Phillips
William P. Phillips

Page Theodore Otto

Shirley V. Phillips
Shirley V. Phillips

Thelma E. Arnold

John R. Foley
John R. Foley

DISTRICT OF COLUMBIA, ss:

I HEREBY CERITFY, that on the 22nd day of August, 1968, before me, the subscriber, a Notary Public of the District of Columbia, personally appeared John R. Foley, and he acknowledged the foregoing Articles of Incorporation to be his act.

Witness my hand and Notarial seal, the day and year last above written.

Thelma E. Arnold

Thelma E. Arnold Notary Public, D. C.
My commission expires September 14, 1969

STATE OF MARYLAND)
WASHINGTON COUNTY) ss:

I HEREBY CERTIFY, that on this 26th day of August, 1968, before me, the subscriber, a Notary Public of the State of Maryland in and for Washington County, personally appeared William P. Phillips and Shirley V. Phillips 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.

Page Theodore Otto

Notary Public, Md.
my Commission EXPIRES
1 July 1969



ARTICLES OF INCORPORATION
OF
LORI-LAND CORPORATION

227

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 4, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 5592

Recorded in Liber 7683 folio 182, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

91

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 P. Bontemps



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 63745
C 9 11 10 AM '68
ER FOLIO
D O
M. J. BAKER ACT. CLERK

Received for record December 9, 1968 at 11:10 A.M. Liber 18, 1968
at 11:10 A.M. Receipt No. 65095

ARTICLES OF INCORPORATION

OF

THE BETHEL CORPORATION - EBENEZER A.M.E. CHURCH, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Leonard W. Curlin, whose post office address is 47 West Bethel Street, Hagerstown, Maryland, 21740, James H. Robinson, whose post office address is 40 West Bethel Street, Hagerstown, Maryland, 21740, and James T. Williams, whose post office address is 420 North Jonathan Street, Hagerstown, Maryland, 21740, 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, intend to form a non-profit corporation by the execution and filing of these Articles.

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

THE BETHEL CORPORATION - EBENEZER A.M.E. CHURCH, INC.

THIRD: That the corporation is formed to receive and administer funds exclusively for educational and charitable purposes without pecuniary gain or profit, either direct or indirect, to its members. Its purpose shall be to assist in the development of projects, undertakings, studies and other activities in cooperation and in coordination with the Ebenezer African Methodist Episcopal Church and other religious bodies, local governments and civic organizations for the elimination of slums, blight and blighting influences, by providing decent, safe and sanitary homes for families and persons of low and moderate income, and to aid, assist and foster the planning, replanning, development, renewal, redevelopment and improvement of the City of Hagerstown, Washington County, Maryland, all for the primary purpose of combating community deterioration and securing adequate housing, community facilities and other related facilities, services and conditions, economic and otherwise, conducive to the progress and general welfare of the community, and to that end:

(a) To take, accept, hold and acquire by bequest, devise, gift, purchase, loan or lease any property, real, personal, or mixed, whether tangible or intangible, without limitation as to kind, amount or value;

(b) To sell, convey, lease, or make loans, grants or pledges of any such property, or any interest therein or proceeds therefrom, and to invest and reinvest the principal thereof and receipts therefrom, if any;

(c) To borrow money upon and pledge or mortgage any such property for any purpose for which it is organized, and to issue notes, bonds or other forms of indebtedness to secure any of its obligations;

(d) To aid and assist in clearing, rebuilding and rehabilitating blighted or deteriorated areas or structures;

(e) To encourage and assist in the preparation of plans, surveys, studies and recommendations;

(f) To guarantee undertakings, contracts or performances of others;

(g) To encourage citizen participation in housing and community improvements and improvement programs and to disseminate information to the general public concerning the objectives and purposes of the corporation;

(h) To hold, improve by construction or other wise, develop, clear, prepare and dispose of real property;

(i) To aid and assist in the construction, acquisition or rehabilitation of structures or housing units adequate for the relocation of persons displaced by governmental action, and matters incidental thereto;

(j) To apply for and obtain or cause to be obtained from the Federal Housing Commissioner hereinafter called the "Commissioner", a contract or contracts or mortgage insurance pursuant to the provisions of Section 221 (d) (3) of the National Housing Act, as amended, as it applies to housing for families displaced from urban renewal areas or as a result of governmental action and families of low or moderate income as determined by the Commissioner where no adequate housing exists for such groups.

(k) To carry on any of the aforesaid activities or purposes either directly, or as agent for or with other persons, associations or corporations;

(l) To carry on any activity and to deal with and expend any such property or income therefrom for any of the aforesaid purposes without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the corporation, or any other limitations as are prescribed by law, provided that no such activity shall be such as is not permitted by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 or any corresponding future provision of said Code, and that the corporation shall not attempt to influence legislation by propaganda or otherwise, nor shall it intervene in, or participate in, any political campaign on behalf of any candidate for public office, and provided further that no part of the net earnings of this corporation shall inure to the benefit of any member or private individual and no member, director or officer of the corporation shall receive any pecuniary benefit from the corporation, except such reasonable compensation as may be allowed for services actually rendered to the corporation.

FOURTH: Notwithstanding any other provision contained herein the corporation formed hereby is authorized to enter into a contract (Regulatory Agreement) with the Federal Housing Commissioner and shall be bound by the terms thereof to enable the Commissioner to carry out the provisions of the National Housing Act, as amended. Upon execution, the contract (Regulatory Agreement) shall be binding upon the corporation, its successors and assigns, so long as any mortgage is outstanding, unpaid and insured or held by the Federal Housing Commissioner.

FIFTH: The corporation shall exist perpetually.

SIXTH: The corporation shall have no capital stock but membership therein shall be on a certificate of membership basis. Such memberships shall be non-redeemable, non-transferable and non-dividend bearing.

SEVENTH: The corporation shall have nine directors and James H. Robinson, Leonard W. Curlin, James T. Williams, Grace M. Snively, Minnie E. Barnes, Lucy Jones, Charles A. Doleman, Pauletta Tryman and John T. Hall, all of Hagerstown, Maryland, shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The terms of each director and the number of directors shall be determined as provided in the By-laws, provided that the number shall never be less than five nor more than fifteen. Unless some particular power may be reserved by the membership as a whole, the Directors shall be empowered to carry on all regular business authorized to the corporation, including the power to make, alter and amend By-Laws and to authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.

EIGHTH: Upon the dissolution or other termination of the corporation, no part of the property of the corporation or any of the proceeds shall be distributed to or inure to the benefit of any of the members of the corporation, but all such property and proceeds, subject to the discharge of valid obligations of the corporation, and to the applicable provisions of the laws of the State of Maryland, shall be distributed as directed by the members of the corporation among one or more corporations, trusts, community chests, funds or foundations organized and operated exclusively for religious, charitable, scientific, literary or educational purposes, no part of the net earnings of which inure to the benefit of any private shareholder, member or individual, and no substantial part of whose activities consist of carrying on propaganda or otherwise attempting to influence legislation or which does not participate or intervene in any political campaign on behalf of any candidate or public office; or to other entities of the type which qualify for Federal Income Tax exemption under Section 501 (c) (3) of the Internal Revenue Code of 1954.

NINTH: The post office address of the place at which the principal office of this corporation is located in this State is 26 West Bethel Street, Hagerstown, Maryland, 21740. The resident agent of the corporation is James T. Williams, whose post office address is 420 North Jonathan Street, Hagerstown, Maryland 21740, and said resident agent is a citizen of the State of Maryland and actually resides therein.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 26th day of August 1968.

WITNESS:

Fred C. Wright, III
Fred C. Wright, III

as to

Leonard W. Curlin
Leonard W. Curlin

Fred C. Wright, III
Fred C. Wright, III

as to

James H. Robinson
James H. Robinson

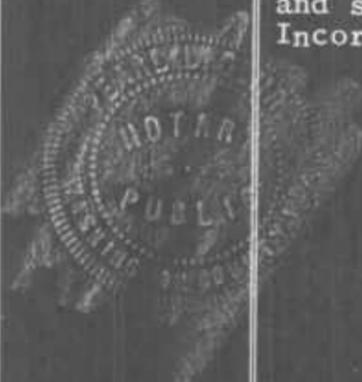
Fred C. Wright, III
Fred C. Wright, III

as to

James T. Williams
James T. Williams

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 26th day of August,
A.D., 1968, before me, the subscriber, a Notary Public in and
for the State and County aforesaid, personally appeared
Leonard W. Curlin, James H. Robinson and James T. Williams
and severally acknowledged the foregoing Articles of
Incorporation to be their act.



WITNESS my hand and Official Notarial Seal.

Pearl L. Gehr
Pearl L. Gehr
Notary Public



ARTICLES OF INCORPORATION

OF

THE BETHEL CORPORATION - EBENEZER A.M.E. CHURCH, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 28, 1968 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 5490

Recorded in Liber 7682, folio 179⁵ one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

83

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 Montgomerie



STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD CEIPT NO. 15490
39 11 10 AM '68
SER 00 FOLIO
WM J. BAKER ACT. CLERK

Mailed Julian L Oliver, 34 W. Franklin St. City

12/11/68

233

Received for record December 9, 1968 at 11:10 A.M. Liber 18, Receipt No. 65095

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

RESOLVED, by the Board of Directors of Freestate Land Corp., a corporation, that Julian L. Oliver of 34 West Franklin Street, Hagerstown, Maryland, be and he hereby is appointed resident agent of this corporation in this State in the place and stead of Richard B. Latham and that the principal office of the corporation is changed to 34 West Franklin Street, Hagerstown, Maryland, ²¹⁷⁴⁰ and that the President and Secretary execute, in behalf of this corporation and under its corporate seal, the request and proper Certificate of Appointment and cause the same to be filed with the Department.

BE IT FURTHER RESOLVED, that the appointment of the present resident agent of this corporation, Richard B. Latham, is hereby revoked as of this date.

We, the officers, have duly executed this Resolution this 5th day of August, A. D. 1968.

TEST:

Julian L. Oliver
President

James R. Burris
Secretary

I, JULIAN L. OLIVER, do hereby certify that I have accepted appointment as resident agent of Freestate Land Corp., a corporation, and have agreed to act as such agent to comply with the existing law.

TEST:

Julian L. Oliver
Resident Agent

Nathan D. Payne

September 4, 1968 at 9.13 AM.

NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND CHANGE OF RESIDENT AGENT

OF

FREESTATE LAND CORP.

received for record September 4, 1968

, at 9:13 A. M.

and recorded in Liber F No. 682

Folio No. 363 one of

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

To the Clerk of the Circuit Court of Washington County.

AA N^o 5557

SPECIAL FEE PAID \$3.00
Recording Fee Paid 2.00
\$5.00

Mr. Clerk - please mail to Mr. Julian L. Oliver, President
Freestate Land Corp.
34 West Franklin Street
Hagerstown, Md. 21740

86

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 6545

DEC 9 11 10 AM '68

LIBER FOLIO

VAUGHN J. BAKER ACT. CLERK

Received for record January 14, 1969 at 9:45 A.M. Liber 18, Receipt No. 66268

ARTICLES OF INCORPORATION
OF
GOURMET PASTRIES, INC.

This Is To Certify:

FIRST: That we, the subscribers, Charles D. Fisher, whose post office address is 2540 Pennsylvania Avenue, Hagerstown, Maryland; Kaye Frances Fisher, whose post office address is 2540 Pennsylvania Avenue, Hagerstown, Maryland; and Lester R. Line, Route No. 5, whose post office address is ~~XXXXXX~~ 604 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 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:

GOURMET PASTRIES, INC.

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

(a) To operate, maintain, conduct and manage a bakery and pastry business, both wholesale and retail, to buy, sell, lease, or otherwise dispose of and to operate, conduct, furnish and manage stores for the preparation and sale of all types of bakery products. To engage in such other business in connection therewith, and in the sale of such other commodities as may be advantageous to the Corporation.

(b) To buy, sell, exchange and generally deal in real estate, improved and unimproved, and buildings of every class and description; to purchase, lease, build, construct, erect, occupy, and manage buildings of every kind and character whatsoever; to improve, manage, operate,

sell, buy, mortgage, lease or otherwise acquire or dispose of any property, real or personal, and take mortgages and assignment of mortgages upon the same; to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge, or otherwise; to enter into contracts, to buy or sell any property, real or personal.

(c) This Corporation is formed on and subject to the articles and 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 and 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 may be formed.

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 purposes, 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

Corporation which are contained in the General Laws of this State.

FOURTH: The principal office of said Corporation shall be located at 20 North Potomac Street, Hagerstown, Washington County, Maryland; the resident agent of the Corporation is Charles D. Fisher, whose post office address is 2540 Pennsylvania Avenue, Hagerstown, Washington County, Maryland, and said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand (100,000) shares of the par value of One (\$1.00) Dollar per share, all of which shares are common stock 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; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Charles D. Fisher, Kaye Frances Fisher and Lester R. ~~Robert~~ ~~XXXXXX~~
Line. ~~XXXXXX~~
~~XXXXXX~~

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 authorized to issue from time to time 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 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.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: 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 26th day of September, 1968.

WITNESS:

<u>Mary E Bishop</u>	<u>Charles D. Fisher</u> (SEAL) Charles D. Fisher
<u>Mary E Bishop</u>	<u>Kaye Frances Fisher</u> (SEAL) Kaye Frances Fisher
<u>Mary E Bishop</u>	<u>Lester R. Line</u> (SEAL) XXXXXXXXXXXXXXXXXXXX Lester R. Line

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 26th day of September, 1968, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Charles D. Fisher, Kaye Frances Fisher, and Lester R. Line, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.



My Commission Expires:
July 1, 1969.

Mary Bishop
Notary Public



ARTICLES OF INCORPORATION
OF
GOURMET PASTRIES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 3, 1968 at 8:30 o'clock in conformity
with law and ordered recorded.

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD RECEIPT NO. JAN 14 9 45 AM '69 LIBER FOLIO LAND VAUGHN J. BAKER, CLERK

A 6096

Recorded in Liber ⁵ 7688-244, folio 244, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bourque



Received for record January 14, 1969 at 9:45 A.M. Liber 18,
Receipt No. 66268

ARTICLES OF INCORPORATION

OF

A.W.G. AUTOMOTIVE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John DeWalt Ankeney, whose post office address is R.D. No. 2, Clear Spring, Maryland 21722, James H. Williams, whose post office address is 342 Vista Street, Hagerstown, Maryland 21740, and Christopher K. Grimshaw, whose post office address is 219 Courtland Road, Indiana, Pennsylvania 15701, 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:

A.W.G. AUTOMOTIVE, INC.

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

(a) To repair, fix, overhaul and care for automobiles and other motor vehicles of all kinds; to buy, store, rent and sell the same; to buy, store, use, sell and deal in automobile and motor vehicle parts and in all goods, wares, merchandise, fixtures, and equipment necessary or incidental to the operation, care, repair and replacing of motor vehicle transmissions and other parts.

(b) To purchase, improve, develop, lease, exchange, mortgage, 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 Corporation, or any other person, firm or corporation.

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

(d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises, licenses, 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 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.

(f) 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.

(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.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict 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 R.D. No. 2, Clear Spring, Washington County, Maryland 21722. The resident agent of the Corporation is John DeWalt Ankeney, whose post office address is R.D. No. 2, Clear Spring, Maryland 21722. 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 Dollars (\$10.00) 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, 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 John DeWalt Ankeney, James H. Williams, and Christopher K. Grimshaw.

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 5th day of October, A.D. 1968.

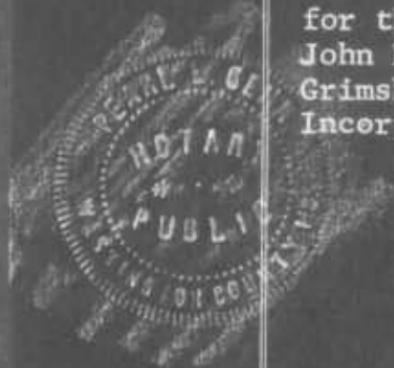
WITNESS:

<u>Pearl L. Gehr</u> Pearl L. Gehr	AS TO	<u>John DeWalt Ankeney</u> John DeWalt Ankeney
<u>Pearl L. Gehr</u> Pearl L. Gehr	AS TO	<u>James H. Williams</u> James H. Williams
<u>Pearl L. Gehr</u> Pearl L. Gehr	AS TO	<u>Christopher K. Grimshaw</u> Christopher K. Grimshaw.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 5th day of October, A.D. 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John DeWalt Ankeney, James H. Williams, and Christopher K. Grimshaw and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.



Pearl L. Gehr
Notary Public,
Pearl L. Gehr.

ARTICLES OF INCORPORATION
OF
A.W.G. AUTOMOTIVE, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.

JAN 14 9 45 AM '69

LIBER FOLIO

LAND VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 8, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 6155

Recorded in Liber 7688, folio 582⁶, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartow



Received for record January 14, 1969 at 9:45 A.M. Liber 18,
Receipt No. 66268

TWIGG CYCLES, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, H. WILLIAM TWIGG, whose post office address is 35 Brightwood Drive, Hagerstown, Maryland; DONALD O. TWIGG, whose post office address is 1852 Burnside Avenue, Hagerstown, Maryland; and ROBERT L. TWIGG, whose post office address is 70 Cheryl Drive, 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: The name of the corporation (which is hereinafter called "the Corporation") is

TWIGG CYCLES, INC.

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

A. To engage in and carry on a general motorcycle, bicycld, tires, tubes and accessory business;

B. To engage in and carry on a general merchandise business;

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

D. To expressly possess all purposes as set forth in the General Incorporation Laws of the State of Maryland;

E. To engage in and promote any legal activity, subject to the limitations relative to corporations which are contained in the General Laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is 34 North Cannon Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Donald O. Twigg, whose post office address is 1852 Burnside Avenue, Hagerstown, Maryland. Said resident agent is a citizen of this State and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is ten thousand (10,000) shares, consisting of ten thousand (10,000) fully paid and non-assessable shares of common stock of the par value of TEN DOLLARS (\$10.00) each.

SIXTH: Subject to the General Laws of the State of Maryland, the voting power is vested exclusively in the holders of the common stock.

SEVENTH: The number of the 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 qualified, are H. WILLIAM TWIGG, DONALD O. TWIGG, and ROBERT L. TWIGG.

EIGHTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this *16th* day of October, A.D. 1968.

TEST:

Amant E. Johnson

H. William Twigg
H. William Twigg

Donald O. Twigg
Donald O. Twigg

Robert L. Twigg
Robert L. Twigg

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 16th day of October, A.D. 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared H. William Twigg, Donald O. Twigg, and Robert L. Twigg, known to me to be the persons whose names are subscribed to the afore-going Articles of Incorporation, and did each acknowledge the same to be their respective act.

WITNESS my hand and Official Notarial Seal.

Vincent E. Skypurth

Notary Public



My Commission Expires:
July 1, 1969

RECEIVED

ARTICLES OF INCORPORATION

OF

TWIGG CYCLES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. _____

JAN 14 9 45 AM '69

LIBER _____ FOLIO _____

LAND VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 17, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 6323

Recorded in Liber 7690, folio 360⁴, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartges



Received for record January 13, 1969 at 9:45 A.M. Liber 18,
Receipt No. 66268

ARTICLES OF INCORPORATION
OF
GEORGE HORN, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, George F. Horn, Jr., whose post office address is Route #2, Downsville Pike, Hagerstown, Maryland, 21741, Robert D. Horn, whose post office address is 1414 Church Street, Hagerstown, Maryland, and Herbert L. Rollins, whose post office address is 3 West Church Street, Frederick, Maryland 21701, 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: GEORGE HORN, INCORPORATED.

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

FOURTH: The Post Office address of the principal office of the Corporation in this State is: Route #2, Downsville Pike, Hagerstown, Maryland, 21741. The resident agent of the Corporation is: George F. Horn, Jr., whose

Post Office address is Route #2, Downsville Pike, Hagerstown, Maryland, 21741. 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 of the par value of \$100.00 each, all of which shares are of one class and are designated as Common Stock. The aggregate par value of the shares is \$100,000.00.

SIXTH: The Corporation shall have three directors: George F. Horn, Jr., Robert D. Horn and Herbert L. Rollins shall act as such until the first annual meeting or until the successors are duly chosen.

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 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 the 9th day of October 1968.

Witness:

Duress A. Barkman

Duress A. Barkman

George F. Horn, Jr.
George F. Horn, Jr.

Robert D. Horn
Robert D. Horn

Herbert L. Rollins
Herbert L. Rollins

STATE OF MARYLAND
COUNTY OF WASHINGTON, TO-WIT:

I hereby certify that on this 9th day of October, 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared George F. Horn, Jr. and Robert D. Horn, and did each acknowledge the foregoing Articles of Incorporation to be their respective act and deed.
WITNESS my hand and Notarial Seal.

ROLLINS AND WENNER
ATTORNEYS AT LAW
LAW BUILDING
FREDERICK, MD. 21701

Duress A. Barkman
Notary Public
My Commission Expires 7/1/69
P.E.C. WASHINGTON

STATE OF MARYLAND
COUNTY OF FREDERICK, TO-WIT:

I hereby certify that on this 9th day of October 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Herbert L. Rollins, who acknowledged the foregoing Articles of Incorporation to be his act and deed.

Witness my hand and Notarial Seal.

Mary E. Thompson

Mary E. Thompson
Notary Public



ARTICLES OF INCORPORATION
OF
GEORGE HORN, INCORPORATED

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. _____
JAN 14 9 45 AM '69
LIBER _____ FOLIO _____
LAND VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 11, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 6229

Recorded in Liber 7689-40⁸, folio 410, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 19.00

141

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartow



Received for record January 14, 1969 at 9:45 A.M. Liber 18,
Receipt No. 66268

H. L. COFFMAN LUMBER CORPORATION

ARTICLES OF AMENDMENT

This is to certify:

FIRST: That the Charter of H. L. Coffman Lumber Corporation, a Maryland Corporation, having its principal office in the City of Hagerstown, in Washington County, State of Maryland, (hereinafter called 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 amount of authorized capital stock of the Corporation is Ten Thousand (10,000) shares of the par value of Five (\$5.00) Dollars per share.

"The Board of Directors is authorized in its discretion to determine, fix, and approve the consideration other than money for shares which may be issued, and to determine the fair value to the corporation of such consideration.

"Each of the Five Hundred (500) Common Shares (both issued and unissued) of the par value of One Hundred (\$100.00) Dollars which the corporation had authority to issue immediately prior to the taking effect of this Amendment is hereby changed into Twenty (20) Common Shares with a par value of Five (\$5.00) Dollars per share.

"The aggregate stated capital of the Common Shares issued and outstanding upon the taking effect of this Amendment shall be the same as the aggregate stated capital of the Common Shares issued and outstanding immediately prior to the taking effect of this Amendment."

SECOND: That the Board of Directors of the Corporation

at a meeting duly convened on September 12, 1968, duly advised the Amendment of the Charter of the Corporation hereinabove set forth by preparing a resolution declaring that said Amendment is advisable and calling a meeting of the stockholders to take action thereon.

THIRD: That the meeting of the stockholders of the Corporation called by the Board of Directors of this Corporation as aforesaid, was held at the home of R. Landis Coffman, President of the Corporation, at 229 Potomac Heights, Hagerstown, Maryland, on September 12, 1968, pursuant to a Waiver of Notice duly executed and filed with the records of the meeting, and at said meeting the stockholders by the affirmative vote of the holders of more than two-thirds of the shares of stock outstanding and entitled to vote duly adopted the Amendment or the Charter of the Corporation hereinabove set forth.

IN WITNESS WHEREOF, the said H. L. Coffman Lumber Corporation has caused these presents to be signed in its name and on its behalf by its President, R. Landis Coffman, and its corporate seal to be hereto affixed and duly attested by its Secretary, Catherine M. Coffman, this 18th day of September, A.D., 1968.

Attest to Corporate Seal:


Catherine M. Coffman, Secretary

H. L. COFFMAN LUMBER CORPORATION

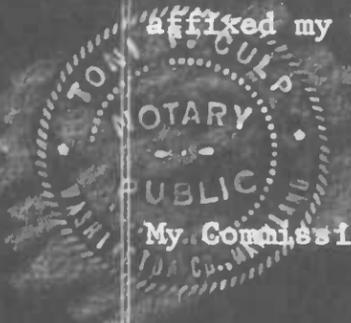
By 
R. Landis Coffman, President

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

I HEREBY CERTIFY, that on this 18th day of September, 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared R. Landis Coffman, President of H. L. Coffman Lumber 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 Catherine M. Coffman, and made oath in due form of law that she was the Secretary of the meeting of the stockholders of the Corporation at which the Amendment of the Charter of the Corporation set forth in the foregoing Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

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



James J. Culp
Notary Public

My Commission Expires: July 1, 1968

ARTICLES OF AMENDMENT
OF
H. L. COFFMAN LUMBER CORPORATION

STATE OF M.D. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. _____
JAN 14 9 45 AM '69
LIBER _____ FOLIO _____
LAND VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 2, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 6054

Recorded in Liber 7687, folio 603 ⁴ of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartges



Received for record January 14, 1969 at 9:45 A.M. Liber 18,
Receipt No: 66268

POTOMAC DEALERS SUPPLY, INC.

ARTICLES OF AMENDMENT

This is to certify:

FIRST: That the Charter of Potomac Dealers Supply, Inc. (originally Modern Materials, Incorporated), a Maryland Corporation, having its principal office in the City of Hagerstown, in Washington County, State of Maryland, (hereinafter called 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 amount of authorized capital stock of the corporation is Five Thousand (5,000) shares of the par value of Ten (\$10.00) Dollars per share.

"The Board of Directors is authorized in its discretion to determine, fix, and approve the consideration other than money for shares which may be issued, and to determine the fair value to the corporation of such consideration.

"Each of the Five Hundred (500) Common Shares (both issued and unissued) of no par value which the corporation had authority to issue immediately prior to the taking effect of this Amendment is hereby changed into 10 Common Shares with a par value of Ten (\$10.00) Dollars per share.

"The aggregate stated capital of the Common Shares issued and outstanding upon the taking effect of this Amendment shall be the same as the aggregate stated capital of the Common Shares issued and outstanding immediately prior to the taking effect of this Amendment."

SECOND: That the Board of Directors of the Corporation at a meeting duly convened on September 11, 1968, duly advised the

Amendment of the Charter of the Corporation hereinabove set forth by preparing a resolution declaring that said Amendment is advisable and calling a meeting of the stockholders to take action thereon.

THIRD: That the meeting of the stockholders of the Corporation called by the Board of Directors of this Corporation as aforesaid, was held at the home of R. Landis Coffman, President of the Corporation, at 229 Potomac Heights, Hagerstown, Maryland, on September 11, 1968, pursuant to a Waiver of Notice duly executed and filed with the records of the meeting, and at said meeting the stockholders by the affirmative vote of the holders of more than two-thirds of the shares of stock outstanding and entitled to vote duly adopted the Amendment of the Charter of the Corporation hereinabove set forth.

IN WITNESS WHEREOF, the said Potomac Dealers Supply, Inc., has caused these presents to be signed in its name and on its behalf by its President, R. Landis Coffman, and its corporate seal to be hereto affixed and duly attested by its Secretary, J. J. Carpenter, this 18th day of September, A.D., 1968.

Attest as to Corporate Seal:


J. J. Carpenter
 J. J. Carpenter, Secretary

POTOMAC DEALERS SUPPLY, INC.

By *R. Landis Coffman*
 R. Landis Coffman, President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 18th day of September, 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared R. Landis Coffman, President of Potomac Dealers Supply, Inc., 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. J. Carpenter, and made oath in due form of law that he was the Secretary of the meeting of the stockholders of the Corporation at which the Amendment of the Charter of the Corporation set forth in the foregoing 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.

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



James J. Culp
Notary Public

My Commission Expires: July 1, 1969

ARTICLES OF AMENDMENT
OF
POTOMAC DEALERS SUPPLY, INC.

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. _____
JAN 14 9 45 AM '69
LIBER _____ FOLIO _____
LAND VAUGHN J. BAKER, ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 2, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 6055

Recorded in Liber 2687-607⁴, folio 607, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartges



ARTICLES OF INCORPORATIONOFBAR-BIT UTILITIES, INC.

THIS IS TO CERTIFY:

That we, the subscribers, Warren H. Bitner, Peggy J. Bitner, Jack E. Barr, and Evelyn C. Barr, all of whom reside on Route 1, Hagerstown, Maryland 21740, being of full legal age, do, under and by virtue of the general laws of the State of Maryland, herein declare the intention of forming a corporation.

FIRST: The name of the corporation (which is hereinafter called "Corporation") is Bar-Bit Utilities, Inc.

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

(a) To conduct a general contracting and excavating business, including, but not limited to, commercial, industrial, public and home work, as well as to conduct a repair business in said fields.

(b) To lease, purchase, sell and otherwise deal in all machinery, tools, implements, apparatus, equipment and appliances of every kind and nature whatsoever.

(c) To buy, lease, hold and exercise all privileges of ownership over such real or personal property as may be necessary or convenient for the conduct and operation of the business of the Corporation, or incidental thereto.

(d) To transact and carry on all kinds of agency business and, in particular, to act as factor and sales agency in the field of contracting and repair business, and to negotiate loans or issue negotiable paper upon the same.

(e) To borrow money without limitation, give a lien on any of its property as security therefor in any manner permitted by law.

(f) To purchase or otherwise acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock, bonds or debentures of any corporation or association.

(g) To draw, make, accept, endorse, guarantee, execute and issue promissory notes, bills of exchange, drafts, warrants, certificates and all kinds of obligations and negotiable or transferable instruments for any purpose that is deemed to further the objects for which the Corporation is formed, and to give a lien on any of its property as security therefor.

(h) To acquire, own and develop any interest in patents, trade marks and copyrights connected with or incidental to the business of the Corporation.

(i) To sue and be sued, complain and defend.

(j) To do each and everything necessary, suitable or profitable for the accomplishment of any one of the purposes or the attainment of any one or more of the objects herein enumerated and to contract accordingly; as well as to exercise and possess all powers, rights and privileges necessary or incidental to the purpose for which the Corporation is organized or to the activity in which it is engaged; and, in addition, any other rights, powers and privileges, granted by the laws of this State to ordinary corporations except such that are inconsistent with the express provisions of the aforesaid general laws, and to do any such thing anywhere.

THIRD: The principal office is located on Route 1, Hagerstown, in the County of Washington, State of Maryland. The resident agent of the Corporation is Warren H. Bitner, whose post office address is Route 1, Hagerstown, Maryland 21740. Said resident is a citizen of the State of Maryland and actually resides therein.

FOURTH: The Corporation shall have five (5) Directors, and Warren H. Bitner, Peggy J. Bitner, Jack E. Barr, Evelyn C. Barr, and Raymond A. Willard shall act as Directors until the first annual meeting or until their successors are duly chosen and qualify. The number of Directors may be changed in such lawful manner as the Bylaws may from time to time provide.

FIFTH: The total amount of the authorized capital stock of the Corporation is ONE HUNDRED THOUSAND DOLLARS (\$100,000.00). The number of shares of which the capital stock of the Corporation shall consist is TEN THOUSAND (10,000) of the par value of TEN DOLLARS (\$10.00) each.

All of said capital stock shall be common stock and all voting powers shall therein be vested.

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

(a) This Corporation may purchase shares of its own stock consistent with law.

(b) The directors of the Corporation need not be stockholders.

(c) No transaction entered into by the Corporation shall be affected by the fact that the Directors of the Corporation were personally interested in it; and every Director is hereby relieved from any disability that might otherwise prevent his contracting with the Corporation for the benefit of himself or any firm, association or corporation, in which he may be in anywise interested.

(d) The Board of Directors may make Bylaws and provide therein for the appointment of an executive committee from its own members, to exercise any or all powers of the Board which may lawfully be delegated when not in session. The Bylaws may be amended or repealed, at any time, by the stockholders.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 7th day of October, 1968.

Witness: Grace C. French Warren H. Bitner
Warren H. Bitner

Witness: Grace C. French Peggy J. Bitner
Peggy J. Bitner

Witness: Grace C. French Jack E. Barr
Jack E. Barr

Witness: Grace C. French Evelyn C. Barr
Evelyn C. Barr

IN WITNESS WHEREOF, We have signed these Articles of Incorporation and (severally) acknowledged the same to be our act on October 7, 1968.

Witness: Grace C. French Warren H. Bitner
Warren H. Bitner

Witness: Grace C. French Peggy J. Bitner
Peggy J. Bitner

Witness: Grace C. French Jack E. Barr
Jack E. Barr

Witness: Grace C. French Evelyn C. Barr
Evelyn C. Barr

ARTICLES OF INCORPORATION
OF
BAR-BIT UTILITIES, INC.

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. _____
JAN 14 9 45 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 17, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 6335

Recorded in Liber 7690, 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 \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartges



Received for record January 29, 1969 at 10:29 A.M. Liber 18,
Receipt No. 66614

ARTICLES OF SALE OF ALL OR SUBSTANTIALLY
ALL OF THE PROPERTY AND ASSETS OF MARTIN'S
TRADING CENTER, INC., A MARYLAND CORPORATION
TO CARLYLE & MARTIN, INC., A MARYLAND
CORPORATION

PURSUANT TO SECTION 70 OF ARTICLE 23 OF THE ANNOTATED
CODE OF MARYLAND (1957 EDITION):

FIRST: MARTIN'S TRADING CENTER, INC., HEREINAFTER
REFERRED TO AS "TRANSFEROR" AGREES TO SELL ALL OR SUB-
STANTIALLY ALL OF ITS PROPERTY AND ASSETS OTHER THAN ITS
CASH, ACCOUNTS RECEIVABLE AND CERTAIN USED EQUIPMENT,
THE TERMS AND CONDITIONS THEREOF AND THE MODE OF CARRYING
THE SAME INTO EFFECT ARE AS SET FORTH IN THESE ARTICLES OF
SALE.

SECOND: THE NAME OF THE PURCHASER OF SUCH PROPERTY
AND ASSETS IS CARLYLE & MARTIN, INC., HEREINAFTER REFERRED
TO AS "TRANSFeree", AND THE POST OFFICE ADDRESS OF THE
PRINCIPAL PLACE OF BUSINESS OF THE TRANSFeree IS ROUTE 6,
HAGERSTOWN, MARYLAND.

THIRD: THE PARTIES TO THESE ARTICLES OF SALE ARE
SAID MARTIN'S TRADING CENTER, INC., TRANSFEROR, AND SAID
CARLYLE & MARTIN, INC., TRANSFeree, BOTH BEING CORPORATIONS
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF
MARYLAND.

FOURTH: THE NATURE AND AMOUNT OF THE CONSIDERATION TO
BE PAID BY THE TRANSFeree CORPORATION TO THE TRANSFEROR
CORPORATION IS THE SUM OF TWENTY-SIX THOUSAND SEVEN HUNDRED
FIFTY-FIVE DOLLARS AND FORTY-EIGHT CENTS (\$26,755.48) IN
CASH.

FIFTH: THE PRINCIPAL OFFICE OF THE TRANSFEROR IS
LOCATED IN MAUGANSVILLE, WASHINGTON COUNTY, MARYLAND, AND
THE PRINCIPAL OFFICE OF THE TRANSFeree IS LOCATED IN
MAUGANSVILLE, WASHINGTON COUNTY, MARYLAND; THE TRANSFEROR
OWNS NO REAL ESTATE THE TITLE TO WHICH COULD BE EFFECTED
BY THE RECORDATION OF AN INSTRUMENT AMONG THE LAND RECORDS.

SIXTH: THE ASSETS FORMING THE SUBJECT MATTER OF THE
SALE HEREBY MADE CONSIST OF THE FOLLOWING:

(A) ALL OF THE TRANSFEROR'S JOHN DEERE
RETURNABLE PARTS LOCATED ON THE PREMISES OF MARTIN'S
TRADING CENTER, INC. IN MAUGANSVILLE, MARYLAND.

(B) ALL OF THE OFFICE EQUIPMENT, AUTOMOTIVE
VEHICLES, SHOP EQUIPMENT AND INVENTORY AS MORE PARTICULARLY
SET FORTH ON THE SCHEDULE ATTACHED HERETO.

SEVENTH: THESE ARTICLES OF SALE WERE (A) DULY ADVISED BY THE ADOPTION OF A RESOLUTION BY THE BOARD OF DIRECTORS OF THE TRANSFEROR ON THE 29th DAY OF October 1968 DECLARING SAID SALE THEREIN PROPOSED ADVISABLE; AND (B) DULY APPROVED BY THE STOCKHOLDERS OF THE TRANSFEROR IN THE MANNER AND BY THE VOTE REQUIRED BY THE LAWS OF THE STATE OF MARYLAND AT A MEETING OF SAID STOCKHOLDERS HELD ON THE 29th DAY OF October 1968 BY THE AFFIRMATIVE VOTE OF THE HOLDERS OF ALL OF THE OUTSTANDING STOCK OF SAID TRANSFEROR ALL OF WHICH WERE PRESENT AND REPRESENTED AT SAID MEETING.

EIGHTH: THE SALE TO BE EFFECTED BY THESE ARTICLES OF SALE WERE DULY ADVISED AND AUTHORIZED AND APPROVED BY THE BOARD OF DIRECTORS OF THE TRANSFEREE IN THE MANNER AND BY THE VOTE REQUIRED BY THE LAWS OF THE STATE OF MARYLAND.

IN WITNESS WHEREOF, MARTIN'S TRADING CENTER, INC., TRANSFEROR, AND CARLYLE & MARTIN, INC., TRANSFEREE, HAVE CAUSED THESE ARTICLES OF SALE TO BE SIGNED IN THEIR RESPECTIVE CORPORATE NAMES AND ON THEIR BEHALF BY THEIR RESPECTIVE PRESIDENTS AND THEIR CORPORATE SEALS TO BE HEREUNTO AFFIXED ATTESTED BY THEIR RESPECTIVE SECRETARIES ALL AS OF THIS 30th DAY OF OCTOBER, A.D., 1968.



MARTIN'S TRADING CENTER, INC.

BY Charles E. Martin

CHARLES E. MARTIN
PRESIDENT
TRANSFEROR

ATTEST AS TO CORPORATE SEAL

Sarah Jane Martin
SECRETARY

CARLYLE & MARTIN, INC.

BY Howard F. Carlyle

HOWARD F. CARLYLE
PRESIDENT
TRANSFEREE

ATTEST AS TO CORPORATE SEAL

Harvey H. Kercheval, Jr.
HARVEY H. KERCHEVAL, JR.
SECRETARY

SCHEDULE OF EQUIPMENT AND INVENTORY TO BE TRANSFERRED

OFFICE EQUIPMENT

1 - VICTOR ADDING MACHINE
 1 - SMITH-CORONA ELECTRIC
 TYPEWRITER
 1 - CHECK WRITER
 1 - INTERCOM
 1 - 60" FILING CABINET
 1 - 30" FILING CABINET
 1 - DESK
 6 - CHAIRS @ 4.50 EA.
 1 - SWIVEL CHAIR
 8 - INVENTORY CABINETS

AUTOMOTIVE

1959 CHEVROLET TRUCK
 1956 CHEVROLET TRUCK, PICKUP
 1952 CHEVROLET TRUCK, PANEL
 1967 FORD PICKUP TRUCK
 GROVE TRAILER
 SNOWCO TRAILER
 M.M. TRACTOR W/ CRANE

SHOP EQUIPMENT

1 - ELECTRIC GRINDER	MIKE SET
1 - STEEL WORK BENCH	VOLTAGE & AMP TESTER
1 - TIRE RACK	DIAL INDICATOR
JOHN DEERE TOOLS	FLAMING TOOL KIT
9 - WHEEL PULLERS	TAP & DIE SET
5 - SNAP RING PLYERS	HYDRAULIC GAGE KIT
1 - VALVE LIFTER TOOLS	2 - HACK SAWS
1 - RING GROVER	2 - SHOP CREEPERS
1 - CYLINDER HONE	3 - DROP CORDS
4 - RING SETTERS	25' AIR HOSE
COMPRESSION TESTER	SET SOCKET WRENCHES
SOLDERING TOOL	1 - FLOOR JACK

PAGE 2

VICE

ELECTRIC GRINDER

2 - BROOMS

2 - PIPE WRENCHES

3 - HAMMERS

3 - FUNNELS

PAINT SPRAYER

DRILL BITS

6 - SMALL STANDS

1 - BATTERYCHARGERS

1 - HYDRAULIC JACK

2 - DRILLS, ELECTRIC

AIR IMPACK WRENCH

2 - HANDY MAN JACKS

1 - AXE

2 - WATER CANS

2 - OIL CANS

DRILL PRESS

2 - BOLT CUTTERS

3 - OIL SPOUTS

2 - CROW BARS

0- RING KIT

ANTI - FREEZE TESTER

2 - BATTERY TESTERS

1 - GREASE GUN

LUG WRENCH

GAS WELDER

ELECTRIC WELDER

WELDING SUPPLIES

6 - TIRE IRONS

BIG AIR COMPRESSER

SMALL AIR COMPRESSER

AIR TANK

TIRE CHANGER

75' AIR HOSE

DYNAMOMETER

SPACE HEATER

STEAM CLEANER

PRESS W/JACK

ANVIL

PIPE VICE & TOOLS

AIR GREASE GUN

1 - KNIFE GRINDER

3 - SHOVELS

1 - PICK

1 - BAG WAGON

2 - ROLLER CHAIN

DETACHER

1 - TIME CLOCK

CALCIUM PUMP

1 - SLEDGE

3 - SHOP SCRAPERS

3 - OIL SQUIRT CANS

1 - VICE

2 - CHAIN DETACHERS

TORQUE WRENCH

TIRES

BATTERIES

MISC. PARTS

1 - STEEL CHAIN

ALL JOHN DEERE RETURNABLE
PARTS

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 30TH DAY OF OCTOBER, A.D., 1968, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, IN AND FOR WASHINGTON COUNTY, PERSONALLY APPEARED CHARLES E. MARTIN, PRESIDENT OF MARTIN'S TRADING CENTER, INC., A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF MARYLAND, AND IN THE NAME AND ON BEHALF OF SAID CORPORATION ACKNOWLEDGED THE AFOREGOING ARTICLES OF SALE TO BE THE CORPORATE ACT OF SAID CORPORATION, AND AT THE SAME TIME PERSONALLY APPEARED SARAH JANE MARTIN AND MADE OATH IN DUE FORM OF LAW THAT SHE WAS SECRETARY OF THE MEETING OF THE STOCKHOLDERS OF THE SAID CORPORATION ATTENDED BY THE HOLDERS OF ALL ITS CAPITAL STOCK OUTSTANDING AND ENTITLED TO VOTE AT WHICH MEETING SAID ARTICLES WERE APPROVED AND THAT SAID ARTICLES WERE DULY ADVISED BY THE BOARD OF DIRECTORS AND APPROVED BY THE STOCKHOLDERS OF SAID CORPORATION IN THE MANNER AND BY THE VOTE STATED IN SAID ARTICLES OF SALE.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

Lucille E. Mowen
 NOTARY PUBLIC
 LUCILLE E. MOWEN

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 30TH DAY OF OCTOBER, A.D., 1968, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, IN AND FOR WASHINGTON COUNTY, PERSONALLY APPEARED HOWARD F. CARLYLE, PRESIDENT OF CARLYLE & MARTIN, INC., 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 AFOREGOING ARTICLES OF SALE TO BE THE CORPORATE ACT OF SAID CORPORATION AND MADE OATH IN DUE FORM OF LAW THAT SAID ARTICLES OF SALE WERE DULY ADVISED, AUTHORIZED AND APPROVED BY THE BOARD OF DIRECTORS OF SAID CORPORATION.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

Lucille E. Mowen
 NOTARY PUBLIC
 LUCILLE E. MOWEN

ARTICLES OF SALE

OF

MARTIN'S TRADING CENTER, INC. (Transferor) - Md. Corp.

to

SMITH & MARTIN, INC. (Transferee) - Md. Corp.

approved and recorded for record by the State Department of Assessments and Taxation of Maryland on November 4, 1968 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 174
JAN 29 10 29 AM '69
LIBER 7693 FOLIO 339
LAND 6
VANISH J. BARNER AGENT

A 6612

Recorded in Liber 7693, folio 339, of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

174

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartow



Received for record January 29, 1969 at 10:29 A.M. Liber 18, Receipt No. 66614

277

CUSTER CHANNEL WING CORPORATION

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Charter of Custer Channel Wing Corporation, a Maryland Corporation, having its principal office in Washington County, Maryland, hereinafter called the Corporation, as heretofore amended, be and the same is hereby further amended by striking out ARTICLE SIXTH of the Certificate of Incorporation as amended and inserting in lieu thereof the following:

"SIXTH: The total amount of the authorized capital stock of the Corporation is One Million One Hundred Twenty-Five Thousand Five Hundred Dollars (\$1,125,500) consisting of three million four hundred thousand (3,400,000) shares of Class A common stock of the par value of Five Cents (\$.05) per share and nineteen million one hundred thousand (19,100,000) shares of Class B common stock of the par value of Five Cents (\$.05) per share and one million (1,000,000) shares of Class C common stock of the par value of One-Twentieth of a Cent (\$.0005) per share. The holders of Class A common stock, Class B common stock and Class C common stock will participate equally in the earnings of the common stock share for share according to the number of shares of common stock respectively held by them. Each holder of Class A common stock shall have one vote for each share of stock so held. Each holder of Class B common stock and each holder of Class C common stock at the time that the Corporation's Model CCW-5 aircraft is certified by the Federal Aviation Agency or at the time that any stock of the Corporation is registered with the Securities and Exchange Commission or on December 1, 1969, whichever of the aforesaid events occurs first, shall have one vote for each share of stock so held. Until one of the aforesaid events occurs, the Class A common stock shall be vested with exclusive voting power for the election of Directors and for all other purposes except as may be otherwise provided by law; provided, however, that this Article Sixth of the Certification of Incorporation of the Corporation cannot be amended without the approval of the holders of a majority of the Class A common stock and the approval of the holders of a majority of the Class C common stock."

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on May 28, 1968, duly

advised the amendment of the Charter of the Corporation as hereinabove set forth by passing a resolution declaring that said amendment is advisable and directing that a meeting of stockholders be called to take action therein.

THIRD: The meeting of the stockholders of the Corporation directed by the Board of Directors to be called and duly warned in the manner provided by law was held pursuant to notice in the Potomac Room, Alexander Motor Inn, Public Square, Hagerstown, Washington County, Maryland, on July 2, 1968, and at said meeting the stockholders of the Corporation by the affirmative vote of more than two-thirds of the shares of all stock outstanding and entitled to vote approved and adopted the amendment of the Charter of the Corporation as hereinabove set forth.

FOURTH: Prior to the amendment above set forth in Article First hereof the Class A common stock had the exclusive voting power for the election of Directors and for all other purposes except as may be otherwise provided by law. The amendment to Article Sixth of the Certificate of Incorporation provides that the Class B common stock and Class C common stock will have voting rights of one vote per share at the time that the Corporation's Model CCW-5 aircraft is certified by the Federal Aviation Agency or at the time that any stock of the Corporation is registered with the Securities and Exchange Commission or on December 1, 1969, whichever occurs first. Until one of the aforesaid events occurs, the Class A common stock will continue to have exclusive voting power except that Article Sixth of the Certificate of Incorporation cannot be amended without the approval of the holders of a majority of the Class C common stock in addition to the approval of the holders of a majority of the Class A common stock.

IN WITNESS WHEREOF, CUSTER CHANNEL WING CORPORATION
has caused these presents to be signed in its name on its
behalf by its Vice President and attested by its Secretary
and its corporation seal to be attached hereto on this 14th
day of October, 1968.

CUSTER CHANNEL WING CORPORATION

By Sam Stoner
Sam Stoner, Vice President



Earl P. Zepp
Earl P. Zepp, Secretary

COUNTY OF)
STATE OF OKLAHOMA) SS.

On this 14th day of October, 1968, personally
appeared before me, a notary public in and for the State
and County above stated, Sam Stoner, known to me as the
same person who subscribed the foregoing Articles of
Amendment, as the Vice President of Custer Channel Wing
Corporation, and acknowledged the same to be his act and
deed on behalf of said Corporation, and the said Sam
Stoner, being first duly sworn, stated that he served as
Chairman both of the meeting of the Directors and of the
stockholders at which the amendment set forth in the fore-
going Articles of Amendment was advised and approved, re-
spectively, and that all things stated in said Articles
with respect to actions by the Directors and stockholders
are true.



Kay Smith
Notary Public

My commission expires: Oct 23, 1971

ARTICLES OF AMENDMENT

OF

MASTER CHANNEL WING CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 6449
JAN 29 10 29 AM '68
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland November 1, 1968 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 6602

Recorded in Liber 7693-259 folio 5 of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

173

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 W. Bartgis



Received for record January 29, 1969 at 10:29 A.M. Liber 18,
Receipt No. 66614

ANTIETAM MANUFACTURING CORPORATION

ARTICLES OF INCORPORATION

First: We, the undersigned, William L. Scheeley, whose post office address is 2150 Rolling Road, Hagerstown, Maryland; Lucille G. Scheeley, whose post office address is 2150 Rolling Road, Hagerstown, Maryland; Leon R. Scheeley, whose post office address is Comanche Drive, Smithsburg, Maryland; and Sarah E. Scheeley, whose post office address is Comanche Drive, Smithsburg, 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:

ANTIETAM MANUFACTURING 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 carry on and conduct a manufacturing plant or plants to manufacture travel trailers, pick up covers, campers and related products, and to engage in all activities directly or indirectly helpful in effectively carrying on such operation.

2. To buy, sell, hold, trade or lease any and all types of travel trailers, campers, and pick up covers.

3. To have factory representatives, and establish Dealers to distribute said Manufactured products.

4. To borrow and lend money in furtherance of the business including and executing necessary documents to secure obligations of the Corporation.

Fourth: The post office address of the principal office of the corporation in this is Route 5, Leitersburg Pike, Hagerstown, Maryland. The post office address of the resident agent of the Corporation in this state is William L. Scheeley, 2150 Rolling Road, Hagerstown, Maryland. Said resident is a citizen of this State 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 One Thousand (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 number may be increased or decreased pursuant to the by-laws of the Corporation, but shall be never less than four; and the names of the directors who shall act until the first annual meeting or until there successors are duly chosen and qualified are William L. Scheeley, Lucille G. Scheeley, Leon R. Scheeley and Sarah E. Scheeley

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 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 this 28th Day of Oct., 1968.

WITNESS:

W. R. Dwyer William L. Scheeley (SEAL)
William L. Scheeley

W. R. Dwyer Lucille G. Scheeley (SEAL)
Lucille G. Scheeley

Michael Glen Hockett Leon R. Scheeley (SEAL)
Leon R. Scheeley

Michael Glen Hockett Sarah E. Scheeley (SEAL)
Sarah E. Scheeley

STATE OF MARYLAND, COUNTY OF WASHINGTON: ss:

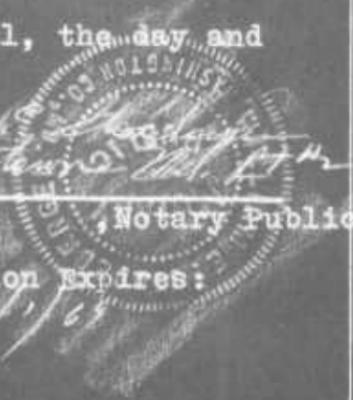
I HEREBY CERTIFY, that on this 28th day of October, 1968, before me, the subscriber a Notary Public of the State of Maryland, in and for the county of Washington, personally appeared William L. Scheeley, Lucille G. Scheeley, Leon R. Scheeley and Sarah E. Scheeley, and severally acknowledged the afore-going Articles of Incorporation to be their act.

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

William L. Scheeley
Notary Public

My commission Expires:

7/1/69



ARTICLES OF INCORPORATION
 OF
 VIETAM MANUFACTURING CORPORATION

STATE OF MARYLAND
 WASHINGTON COUNTY
 RECEIVED FOR RECORD
 RECEIPT NO. *6548*

OCT 29 10 29 AM '68

LIBER _____ FOLIO _____

LAND _____

VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
 of Maryland October 30, 1968 at 2:45 o'clock P.M. as in conformity
 with law and ordered recorded.

A 6548

Recorded in Liber *7692* folio *574*⁵, one of the Charter Records of the State
 Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartges



Received for record January 29, 1969 at 10:29 A.M. Liber 18,
Receipt No. 66614

ARTICLES OF INCORPORATION
OF
MORTAR & PESTLE ENTERPRISES, INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, BILL W. BYRD, WHOSE POST OFFICE ADDRESS IS 810 FOUNTAIN HEAD ROAD, HAGERSTOWN, MARYLAND, 21740, AND KENNETH R. MARTIN, WHOSE POST OFFICE ADDRESS IS R.D. # 1, THURMONT, MARYLAND, BOTH 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:

MORTAR & PESTLE ENTERPRISES, INC.

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

(1) TO MANUFACTURE, PURCHASE, OR OTHERWISE ACQUIRE, HOLD, MORTGAGE, PLEDGE, SELL, DISTRIBUTE, TRANSFER OR IN ANY MANNER MARKET AND DISPOSE OF VETERINARY AND RELATED FARM PRODUCTS, INSECTICIDES, DISINFECTANTS AND COMMERCIAL CLEANERS, DISTILLED WATERS, HEALTH-CARE AND PERSONAL PRODUCTS AND ARTICLES, ART AND ARTISTIC PRODUCTS AS WELL AS GOODS, WARES, MERCHANDISE, SUPPLIES, IMPLEMENTS, ACCESSORIES, ARTICLES, AND PRODUCTS OF EVERY KIND AND MATERIAL.

(2) TO PURCHASE, LEASE, OR OTHERWISE ACQUIRE, HOLD, DEVELOP, IMPROVE, MORTGAGE, SELL, EXCHANGE, LET OR IN ANY MANNER ENCUMBER OR DISPOSE OF REAL PROPERTY OF EVERY KIND WHEREVER SITUATED.

(3) TO CARRY ON AND TRANSACT FOR ITSELF OR FOR THE ACCOUNT OF OTHERS THE BUSINESS OF MANUFACTURING, AS WELL AS THE BUSINESS OF BUYING AND SELLING AT RETAIL OR WHOLESALE, IMPORTING, EXPORTING AND OTHERWISE DEALING IN NATURAL PRODUCTS, RAW MATERIALS, MANUFACTURED PRODUCTS, AND MARKETABLE GOODS, WARES AND MERCHANDISE OF EVERY DESCRIPTION.

(4) TO APPLY FOR, OBTAIN, REGISTER, PURCHASE, LEASE OR OTHERWISE TO ACQUIRE AND TO HOLD, OWN, USE, DEVELOP, OPERATE AND INTRODUCE,

AND TO SELL, ASSIGN, GRANT LICENSES OR TERRITORIAL RIGHTS IN RESPECT TO, OR OTHERWISE TO TURN TO ACCOUNT OR DISPOSE OF, ANY LICENSES, COPYRIGHTS, TRADEMARKS, TRADENAMES, BRANDS, LABELS, PATENT RIGHTS, LETTERS PATENT OF THE UNITED STATES OR OF ANY OTHER COUNTRY OR GOVERNMENT, INVENTIONS, IMPROVEMENTS, AND PROCESSES, WHETHER USED IN CONNECTION WITH OR SECURED UNDER LETTERS PATENT OR OTHERWISE.

(5) To PURCHASE, ACQUIRE, HOLD, SELL, ASSIGN, TRANSFER, MORTGAGE, PLEDGE AND OTHERWISE DISPOSE OF CAPITAL STOCK, BONDS, DEBENTURES, ACCOUNTS RECEIVABLE MORTGAGES, OR OTHER EVIDENCES OF INDEBTEDNESS OF ANY INDIVIDUAL OR ANY CORPORATION, DOMESTIC OR FOREIGN, AND WHILE THE HOLDER THEREOF 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 ON ANY OTHER BUSINESS WHICH MAY SEEM TO THE CORPORATION TO BE CALCULATED DIRECTLY OR INDIRECTLY TO EFFECTUATE THE AFORESAID OBJECTS OR ANY OF THEM OR TO FACILITATE IT IN THE TRANSACTION OF THE AFORESAID BUSINESS OR ANY PART THEREOF.

(6) IN GENERAL TO CARRY ON ANY LAWFUL BUSINESS AND TO HAVE AND EXERCISE ALL POWERS CONFERRED BY THE GENERAL LAWS OF THE STATE OF MARYLAND UPON CORPORATIONS FORMED THEREUNDER AND TO EXERCISE AND ENJOY ALL POWERS, RIGHTS AND PRIVILEGES GRANTED TO OR CONFERRED UPON CORPORATIONS OF THIS CHARACTER BY SAID GENERAL LAWS NOW OR HEREAFTER IN FORCE; THE ENUMERATION OF CERTAIN POWERS AS HEREIN SPECIFIED NOT BEING INTENDED TO EXCLUDE ANY SUCH OTHER POWERS, RIGHTS AND PRIVILEGES.

FOURTH: THE POST OFFICE ADDRESS OF THE PLACE AT WHICH THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE WILL BE LOCATED IS Post Office Box 2146, HAGERSTOWN, MARYLAND, 21740. THE RESIDENT AGENT OF THE CORPORATION IS BILL W. BYRD, WHOSE POST OFFICE ADDRESS IS 810 FOUNTAIN HEAD ROAD, HAGERSTOWN, MARYLAND, 21740. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE TOTAL NUMBER OF SHARES OF CAPITAL STOCK WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS ONE HUNDRED THOUSAND (100,000) SHARES OF THE PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE, ALL OF ONE CLASS AND HAVING AN AGGREGATE PAR VALUE OF ONE HUNDRED THOUSAND DOLLARS (\$100,000.00).

SIXTH: THAT NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE THREE (3), WHICH NUMBER MAY BE INCREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE; AND THE NAMES OF THE DIRECTORS WHO SHALL ACT UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY ARE KENNETH R. MARTIN, BILL W. BYRD AND FREDERICK C. WRIGHT, III.

SEVENTH: FOR THE PURPOSE OF DEFINING, LIMITING AND REGULATING THE POWERS OF THE CORPORATION AND OF ITS 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, FOR SUCH CONSIDERATIONS AS THE BOARD OF DIRECTORS MAY DEEM ADVISABLE, BUT SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THIS 29th DAY OF OCTOBER, A.D., 1968.

WITNESS

Fred C. Wright AS TO Bill W. Byrd
BILL W. BYRD

Fred C. Wright AS TO Kenneth R. Martin
KENNETH R. MARTIN

STATE OF MARYLAND, WASHINGTON COUNTY TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 29th DAY OF October A.D., 1968, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, IN AND FOR THE COUNTY OF WASHINGTON, PERSONALLY APPEARED BILL W. BYRD AND KENNETH R. MARTIN AND EACH ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

Pearl L. Gehr
NOTARY PUBLIC



ARTICLES OF INCORPORATION

OF

SPORTAR & PESTLE ENTERPRISES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. *6542*
OCT 29 10 29 AM '68
LIBER FOLIO
LAND
WAGNER J. BAKER ACT. REC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 31, 1968 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 6542

Recorded in Liber *7692*, folio *430*⁴, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 W. Bartges



Received for Record January 29, 1969 at 10:29 A.M. Liber 18,
Receipt No. 66614 ARTICLES OF INCORPORATION

OF
BUTTON MARKETING, INC.

THIS IS TO CERTIFY:

FIRST: We, the undersigned Robert L. Button, whose post office address is 5 Fairgreen Circle, Hagerstown, Maryland, Kenneth J. Mackley, whose post office address is 100 West Washington Street, Hagerstown, Maryland, and Howard W. Gilbert, Jr., whose post office address is 100 West Washington 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 BUTTON MARKETING, INC.

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

To market deciduous fruit and other agricultural products.

To draw, make, accept, endorse, execute and issue promissory notes, drafts, warrants, mortgages, bonds, debentures and other negotiable and non-negotiable instruments.

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

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

FOURTH: The post office address of the principal office of the Corporation in this state is c/o Baker & Harrell, Certified Public Accountants, 100 West Washington Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this state are Robert L. Button, 5 Fairgreen Circle, 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 Robert L. Button, Kenneth J. Mackley and Howard W. Gilbert, Jr.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, but not intended to restrict the powers of the Corporation as granted under Maryland law;

(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 authorized to enter into a partnership with Blue Goose Growers, Incorporated, a California corporation, to carry out the purposes for which the Corporation is formed.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF we have signed these ARTICLES of Incorporation October 30, 1968.

WITNESS:

Joanne Snyder
Joanne Snyder
Joanne Snyder
Joanne Snyder

Robert L. Button
Robert L. Button
Kenneth J. Mackley
Howard W. Gilbert, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on October 30, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Robert L. Button, Kenneth J. Mackley and Howard W. Gilbert, Jr. and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.



Joanne Snyder
Joanne Snyder, Notary Public

ARTICLES OF INCORPORATION

OF
BUTTON MARKETING, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. *44617*
JAN 29 10 29 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER AGT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 31, 1968 at 11:45 o'clock A. M. as in conformity
with law and ordered recorded.

A 6518

Recorded in Liber *7692-489³*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartgis



Received for record January 29, 1969 at 10:29 A.M. Liber 18,
Receipt No. 66614

CROSBY ESTATE HOMES CORPORATION

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, L. William Crosby, whose Post Office Address is 150 North Artizan Street, Williamsport, Maryland, Willis E. Gano^{Jr.} whose Post Office Address is Shepards-town, West Virginia and William J. Dwyer, whose Post Office address is 10 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:

CROSBY ESTATE HOMES CORPORATION

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

(a) To engage in the business of design, engineering, manufacturing, building and sale of buildings and other structures.

(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 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.

(d) to carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of, natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

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

(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.

FOURTH: The Post Office address of the principal office of the Corporation in this state is 150 North Artizan Street, Williamsport, Maryland. The name and Post Office address of the resident agent of the Corporation in this state is L. William Crosby, 150 North Artizan Street, Williamsport, 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 Five Thousand (5000) Shares of the par value of One Hundred (\$100.00) Dollars per share, all of one class, and having an aggregate par value of Five Hundred Thousand (\$500,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the bylaws of the corporation, but shall at all times consist of an odd number of directors and shall never be less than three.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: L. William Crosby, Willis E. Ganq^{Jr.} and William J. Dwyer.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto signed our names and affixed our seals to these Articles of Incorporation this 28th day of October, A.D., 1968.

<u>A. Foley</u>	as to	<u>L. William Crosby</u> (SEAL) L. William Crosby
<u>A. Foley</u>	as to	<u>Willis E. Ganq, Jr.</u> (SEAL) Willis E. Ganq, Jr.
<u>Margaret L. Shea</u>	as to	<u>William J. Dwyer</u> (SEAL) William J. Dwyer

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 28th day of October, A.D. 1968, before me, the subscriber, a Notary Public of the State of Maryland in and for Washington County, personally appeared L. William Crosby, Willis E. Ganq, Jr. and William J. Dwyer, who did each acknowledge that they executed the foregoing Articles of Incorporation of Crosby Estate Homes Corporation.

WITNESS my hand and official Notarial seal.



Margaret L. Shea
Notary Public

My Commission Expires:
July 1, 1969

ARTICLES OF INCORPORATION
OF
CROSBY ESTATE HOMES CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 6640
OCT 29 10 29 AM '69
FIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 7, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 6640

Recorded in Liber 7693, folio 516⁵, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 100.00 Recording fee paid \$ 15.00

176

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartger



Received for record January 29, 1969 at 10:29 A.M. Liber 18, Receipt No. 66614

ARTICLES OF INCORPORATION
OF
MARYLAND TOY CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John J. Porter, whose post office address is 530 Gordon Circle, Hagerstown, Maryland 21740, Richard H. Lehman, whose post office address is 1700 Gordon Road, Hagerstown, Maryland 21740, and Robert T. Young, whose post office address is 522 Gordon Circle, Hagerstown, Maryland 21740, 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:

MARYLAND TOY CORPORATION

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

- (a) To manufacture, design, construct, buy, obtain or otherwise acquire under license or otherwise and dispose of as manufacturer, distributor, wholesaler, jobber, dealer or retailer, in the United States and elsewhere, toys, toy parts and products and articles of an amusement or educational nature.
- (b) To purchase, improve, develop, lease, exchange, mortgage, 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 Corporation, or any other person, firm or corporation.
- (c) To purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind and description.

(d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises, licenses 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 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.

(f) 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.

(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.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict 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 522 Gordon Circle, Hagerstown, Washington County, Maryland 21740. The resident agent of the Corporation is John J. Porter, whose post office address is 530 Gordon Circle, Hagerstown, Maryland 21740. 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 Five Thousand (25,000) shares of the par value of Ten Dollars (\$10.00) a share, all of one class, and having an aggregate par value of Two Hundred Fifty Thousand Dollars (\$250,000.00).

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 John J. Porter, Richard H. Lehman and Robert T. Young.

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 8th day of November, A.D., 1968.

WITNESS:

Witness signatures: Pearl L. Gehr AS TO John J. Porter, Richard H. Lehman, Robert T. Young

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 8th day of November, A.D., 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John J. Porter, Richard H. Lehman and Robert T. Young and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

Notary signature: Pearl L. Gehr, Notary Public.

ARTICLES OF INCORPORATION
OF
MARYLAND TOY CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. *66112*
Jan 29 10 29 AM '69
LIBER FOLIO
LAND
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 12, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 6752

Recorded in Liber *7695* ⁵ / *102*, folio *102*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 50.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bantjes



Received for record January 29, 1969 at 10:29 A. M. Liber 18,
Receipt No. 66614

ARTICLES OF INCORPORATION
OF

"TUSING BROTHERS CONSTRUCTION COMPANY, INC."

THIS IS TO CERTIFY:

FIRST: That the subscribers, William A. Tusing, whose post office address is Route No. 1, Boonsboro, Maryland, Charles L. Tusing, whose post office address is Route No. 1, Boonsboro, Maryland, and John C. Armstrong, whose post office address is 212 South Mont Valla Avenue, Hagerstown, Maryland, all being of legal age and citizens of the United States and of the State of Maryland, do under and by virtue of the 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 (which is hereinafter called the "Corporation") is "Tusing Brothers Construction Company, Inc."

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

1. To conduct and carry on in the State of Maryland and elsewhere the business of constructing, altering, repairing, remodeling and demolishing of commercial and/or residential buildings and public works of all kinds; and improving, laying out and developing real estate projects, and leasing, selling and financing the same and conducting and carrying on any other kinds of business which may be conveniently carried on within any of the purposes and objects of the Corporation as above set forth, and to that end to employ engineers, architects, builders and craftsmen and laborers of all kinds, and contractors for the above purposes; and to manufacture, purchase, distribute and deal in any and all kinds of building materials, building supplies or products

of any kind and character needed for the aforesaid purposes and to do any and all things necessary and proper to effect said purposes; to purchase or otherwise acquire and undertake all or any part of the business, property, assets and liabilities of any person, partnership or corporation carrying on any kind of business which this Corporation is authorized to conduct and to enter into partnerships or into any agreement for the sharing of profits, union of interests, reciprocal concessions, or to cooperate with any persons, partnerships or corporations carrying on any business which this Corporation is authorized to conduct, or any business or transaction capable of being conducted so as, directly or indirectly, to benefit this Corporation.

2. To purchase, lease or otherwise acquire, hold, own, use, manage, improve, maintain, develop, sell, transfer, exchange, mortgage, convey or otherwise acquire and dispose of all kinds of property, whether real or personal in this State or in any other State, District or Territory of the United States, which shall be necessary or convenient in connection with or in carrying on the business of said Corporation or any part thereof.

3. To purchase or otherwise acquire all or any part of the property, stock, goodwill, rights, credits, accounts and/or any other assets of the business of any persons, partnerships, firms, associations or corporations heretofore or hereafter engaged in business similar to any business which this Corporation has the right to conduct, to hold, utilize, enjoy, or in any manner dispose of the whole or any part of the property, stock, rights, credits, accounts and any other assets of any business so acquired and to assume in connection with any such purchase all debts, contracts, obligations and liabilities of any such persons, partnerships, firms, associations or corporations.

4. To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations and securities of

any public or private corporation, government or municipality and to have the express power to hold, purchase, or otherwise acquire, sell, transfer, pledge, mortgage or otherwise dispose of, absolutely, or upon condition, shares of the capital stock, bonds, or other evidences of indebtedness created by any other corporation, and while the owner thereof to exercise all the incidents of ownership.

5. 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 services rendered the Corporation or for any other lawful consideration.

6. 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, to secure the repayment of money so borrowed or in payment of property purchased, or for any other lawful consideration and to secure the payment thereof and 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 by the Corporation 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.

7. To carry on any other business in connection with the business of the Corporation which may seem to be calculated, directly or indirectly, to effectuate the aforesaid purposes and objects or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transactions 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 of the powers and rights conveyed by Law upon corporations 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 upon corporations.

FOURTH: The post office address of the principal office of the Corporation in this State is Route No. 1, Boonsboro, Maryland, and the resident agent of the Corporation in this State is William A. Tusing, whose post office address is Route No. 1, Boonsboro, Maryland. Said resident agent is a citizen of the

State of Maryland and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is one thousand (1000) shares of the par value of One Hundred (\$100.00) DOLLARS per share, all of one class and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three directors and William A.Tusing, Charles L.Tusing and John C.Armstrong, all residents of Washington County, State of Maryland, and actually residing therein, shall act as said directors until the first annual meeting of said Corporation or until their successors are duly chosen and qualified. The number of directors may be changed as the by-laws of the Corporation may from time to time provide, subject to the provisions of the Code of the Public General Laws of the State of Maryland.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 15th day of November A.D.1968.

William A. Tusing (SEAL)
William A. Tusing
Charles L. Tusing (SEAL)
Charles L. Tusing
John C. Armstrong (SEAL)
John C. Armstrong

TEST:
Louise P. Spessard
Louise P. Spessard

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

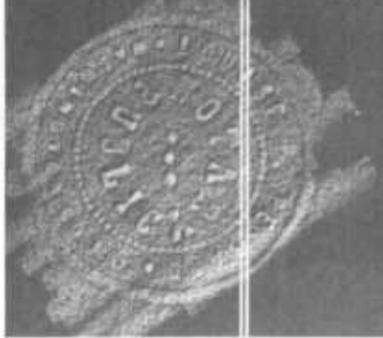
305

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 15th day of November, A.D.1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William A. Tusing, and Charles L. Tusing and John C. Armstrong, known to me to be the persons whose names are subscribed to the foregoing 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



LAND
VAUGHN J. BAKER ACT. CLERK

LIBER _____ FOLIO _____

JAN 29 10 29 AM '69

STATE OF M.D.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 16644

ARTICLES OF INCORPORATION
OF
BROTHERS CONSTRUCTION COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 18, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 6838

Recorded in Liber 7696, folio 150⁶, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

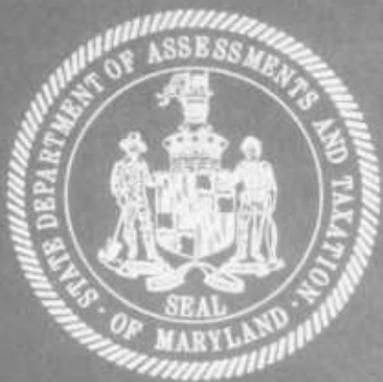
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 F. Brantley



Received for record February 13, 1969 at 9:31 A.M. Liber 18, Receipt No. 67462

Maryland State Department of Assessments & Taxation
301 West Preston Street
Baltimore, Maryland 21200

Pursuant to the provisions of Section VIII of Article 23 of Annotated Code of Maryland, the undersigned Maryland Corporation hereby notifies the Maryland State Department of Assessments and Taxations:

That under resolution adopted by the Board of Directors of the Corporation on November 25, 1968, a certified copy of which is filed herewith, the Resident Agent of the Corporation in the State of Maryland has been changed to Miss Helen E. Arnold, whose Post Office address is 212 East Antietam Street, Hagerstown, Maryland 21740. Said individual actually resides in the State of Maryland.

CUMBERLAND VALLEY ROSE SOCIETY, INC.

By: Ernestine M. Heyworth
President

November 25, 1968

Filing Fee \$ 3.00
Recording " 4.00

\$ 7.00

CUMBERLAND VALLEY ROSE SOCIETY, INC.

I, Irma K. Powles Secretary of the Cumberland Valley Rose Society, Inc., a Maryland Corporation, do hereby certify that the following is a full, true and correct copy of a resolution duly adopted by the Board of Directors of said Corporation at a meeting thereof, duly called and held on November 25, 1968, at which meeting a quorum was present and acting throughout, and that such resolution has been amended, modified or repealed as of this date:

RESOLVED: That Helen E. Arnold is a citizen of the State of Maryland, actually residing therein, whose Post Office address is 212 E. Antietam St., Hagerstown, Md. 21740, is hereby appointed as the Resident Agent of the Corporation in the State of Maryland. ✓

In witness hereof I have here unto affixed my signature and Corporate seal of said corporation this November 25th day of 1968

November 25, 1968
(Date)

(Mrs) Irma K. Powles
Secretary

SEAL:



NOTICE OF CHANGE OF RESIDENT AGENT

309

OF

CUMBERLAND VALLEY ROSE SOCIETY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 69412
FEB 13 9 31 AM '68
LIBER FOLIO
LAND
VAUGHN J. BAKER ACT. CLERK

received for record December 13, 1968

at 9:26 A. M.

and recorded in Liber No. 700

Folio No. 396 one of

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

To the Clerk of the Circuit Court of Washington County.

AA N° 5712

SPECIAL FEE PAID \$3.00

Recording Fee Paid 4.00

\$7.00

Mr. Clerk - please mail to Mrs. Evangeline M. Heyworth, President
Cumberland Valley Rose Society, Inc.
212 East Antistam Street
Hagerstown, Maryland 21740

229

Received for record February 13, 1969 at 9:31 A. M. Liber 18,
Receipt No. 67462

ARTICLES OF AMENDMENT

OF

THE FIRST CHURCH OF GOD OF HAGERSTOWN, MARYLAND

THIS IS TO CERTIFY:

1. That the Charter of The First Church of God of Hagerstown, Maryland, a Maryland corporation, having its principal office in Washington County, Maryland, is hereby revised and amended as follows:

Section 1. The name of this Corporation shall be HAGERSTOWN BIBLE CHURCH instead of The First Church of God of Hagerstown, Maryland.

Section 2. A new paragraph shall be added to the charter of said Church corporation to read as follows:

That in the event of termination, dissolution, or winding up of this corporation in any manner or for any reason whatsoever, its remaining assets, if any, shall be distributed to one or more organizations created and operated exclusively for religious purposes in the United States no part of the net earnings of which inures to the benefit of any private shareholder or individual and which organization or organizations as at that time qualify as an exempt organization of the Internal Revenue Code of the United States, as the Board of Trustees shall determine.

2. The Council of the Corporation at a meeting duly convened and held adopted a resolution in which was set forth the foregoing 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 8th day of September, 1968.

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 Floyd M. Clingan, Ellsworth L. Hose, William E. Grams, Frederick R. Carbaugh, William E. Lowry and Richard F. Renner, Trustees, to sign and acknowledge the Amendments on behalf of the Congregation.

WITNESS the name of The First Church of God of Hagerstown, Maryland, by its Trustees and its corporate seal affixed duly attested by its Secretary this 10th day of October, 1968.

ATTEST TO CORPORATE SEAL:



Robert
Secretary

THE FIRST CHURCH OF GOD OF HAGERSTOWN, MARYLAND

BY *Floyd M. Clingan*
Floyd M. Clingan

Ellsworth L. Hose
Ellsworth L. Hose

William E. Grams
William E. Grams

Frederick R. Carbaugh
Frederick R. Carbaugh

William E. Lowry
William E. Lowry

Richard F. Renner
Richard F. Renner

Trustees

Witness:

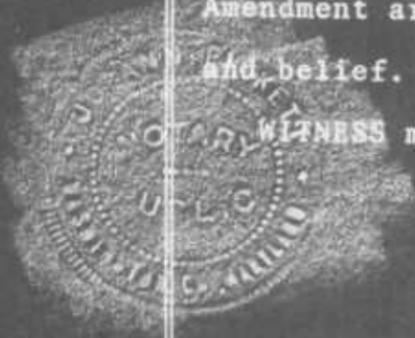
James Pickett

KAYLOR AND SPENCE
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 10th day of October, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Floyd M. Clingan, Ellsworth L. Hose, William E. Grams, Frederick R. Carbaugh, William E. Lowry and Richard F. Renner, Trustees of The First Church of God of Hagerstown, Maryland, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation at the same time also appeared Virginia Rohrer 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.



James Pickett
Notary Public

My commission expires:
July 1, 1969

ARTICLES OF AMENDMENT
OF

THE FIRST CHURCH OF GOD OF HAGERSTOWN, MARYLAND

changing its name to

HAGERSTOWN BIBLE CHURCH

approved and received for record by the State Department of Assessments and Taxation of Maryland on November 29, 1968 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 627423
FEB 13 9 31 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, ASST. CLERK

A 7012

Recorded in Liber 7697-602, folio 602, 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 indorsements 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 S. Banta



Received for record February 13, 1969 at 9:31 A.M. Liber 18,
Receipt No. 67462

ALLEGANY INDUSTRIES, INC.

Articles of Incorporation

THIS IS TO CERTIFY:

FIRST: That we, Clyde V. Erickson, whose address is Route #5, Hagerstown, Maryland; Mary E. Erickson, whose address is Route #5, Hagerstown, Maryland; Connie A. Scott whose address is Route #1, Greencastle, Pennsylvania, 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 together for the purpose of forming a corporation.

SECOND: That the name of the corporation is Allegany Industries, Inc.

THIRD: The purposes for which the corporation is formed and the business 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 design, model, assemble and manufacture tools, compounds and other components with relation to the Drywall trade; to be a distributor for other tools and equipment for the building trade.

C. To make, contract, incur liabilities and borrow money, to sell, mortgage, lease, pledge, exchange, convey, transfer and otherwise dispose of all or any part of its property and assets; to issue bonds, notes and other obligations and secure the same by mortgage or deed of trust of all or any part of its property and income; to discount, trade or sell accounts and notes receivables; to acquire by purchase, lease or in any other manner and to take, receive, own, hold, use, employ, improve and otherwise deal with any property, real or personal or any interest therein, to purchase, take, receive, subscribe for or otherwise acquire, own,

hold, vote, use, employ, sell, mortgage, loan, pledge or otherwise dispose of and otherwise use and deal in and with, shares or other interest in or obligations of, other corporations of this State, of foreign corporations, associations, partnerships and individuals.

FOURTH: The Post Office address of the place at which the principal office of the Corporation in this State will be located is at Route #5, Hagerstown, Maryland, 21740. The resident agent of the corporation is Clyde V. Erickson, whose address is Route #5, Hagerstown, Maryland, 21740. 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, 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 costs, expenses, taxes and debts 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 corporation shall have three (3) directors, and Clyde V. Erickson, Mary F. Erickson and Connie A. Scott shall act as such until the first 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 may from time to time provide, but in no case shall the number be less than three.

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 as 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 amendment 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 the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 19th day of November A.D.1968.

TEST:

Paul C. Smucker

Clyde V. Erickson
Clyde V. Erickson

Paul C. Smucker

Mary F. Erickson
Mary F. Erickson

Paul C. Smucker

Connie A. Scott
Connie A. Scott

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 19th day of November A.D.1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Clyde V. Erickson, Mary F. Erickson and Connie A. Scott and did severally acknowledge the aforegoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

11/19/68
Joseph W. [Signature]
501 Frederick St. Hagerstown Md
Notary Public
My Commission Expires:
7/1/69

GEORGE G. SNYDER
ATTORNEY-AT-LAW
901 MD. NATIONAL
BANK BLDG.
HAGERSTOWN, MARYLAND

OF

ALLEGANY INDUSTRIES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 2782
FEB 13 9 31 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland November 21, 1968 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 6879

Recorded in Liber 7696, 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 \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 W. Boster



Received for record February 13, 1969 at 9:31 A. M. Liber 18, Receipt No. 67462

ARTICLES OF INCORPORATION
OF
TRACTABLE MANAGEMENT CORPORATION

FIRST: WE, THE UNDERSIGNED, Dean A. Keagy, whose post office address is 38 W. Church Street, Hagerstown, Maryland; Gerald J. Ryan, whose post office address is 2031 Oak Ridge Apartments, Hagerstown, Maryland; and Varner L. Paddack, whose post office address is 929 Oak Hill 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 hereby called the corporation) is Tractable Management Corporation.

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

To engage generally in the real estate business, as agent, broker, or in any other lawful capacity and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage, operate, deal in and dispose of real estate, real property, lands, houses, buildings or other works and any interest or right therein; and take lease, purchase or otherwise acquire, and to own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of such personal property, chattels, chattels real, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of.

To erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, stores, offices, shops, warehouses, factories, mills, machinery, and plants, and any and all other structures and erections which may in the judgement of the board of directors, at any time be necessary, usefull, or advantageous, for the purposes of the corporation, and which can lawfully be done.

To make, enter into, perform and carry out contracts for construction or constructing, building, altering, improving, repairing, decorating, maintaining, furnishing, and fitting up buildings, tenements, and structures of every description, and to advance money to and enter into agreements of all kinds with builders, contractors, property owners, and others, for said purpose.

To acquire by purchase, lease, gift, devise, or otherwise, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, divide and otherwise handle, deal, and dispose of real estate, real property and any interest or right therein, whether

TRACTABLE MANAGEMENT CORPORATION

as principal, agent, broker, or otherwise.

To manage, operate, service, equip, furnish, alter, and keep in repair dwellings, apartment houses, hotels, motels, office buildings and real and personal property of every kind, nature and description, whether as principal, agent, broker, or otherwise, and generally to do anything and everything necessary and proper and to the extent permitted by law in connection with the business of managing and operating real and personal property of any and all kinds.

To lend money or make advances from time to time to such extent, to such borrowers, on such terms, and on such security, if any, as the board of directors of the corporation may determine, but only to the extent permitted corporations under the State corporation law.

To purchase, exchange, hire, or otherwise acquire such personal property, chattels, rights, easements, permits, privileges, and franchises as may lawfully be purchased, hired, or acquired under the State corporation law.

To borrow money for its corporate purposes, and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures or other obligation from time to time, for the purpose of property, or for any purpose in or about the business of the corporation, and, if deemed proper, to secure the payments of any such obligations by mortgage, pledge, deed, or deed of trust or otherwise.

To underwrite, purchase, acquire, hold, pledge, hypothecate, exchange, sell, deal in and dispose of, alone or in syndicates or otherwise in conjunction with others, stocks, bonds and other evidences of indebtedness and obligations of any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, and evidences of any interest, in respect of any such stocks, bonds, and other evidences of indebtedness and obligations; to issue in exchange therefor its own stocks, bonds or other obligations; and, while the owner or holder of any such, to exercise all the rights, powers and privileges of ownership in respect thereof; and, to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty or otherwise those issuing, creating or responsible for any such stocks, bonds, or other evidences of indebtedness or obligations or evidences of any interest in respect thereof.

To purchase, hold, sell, transfer, reissue or cancel the shares of its own capital stock or any securities or other obligations of the corporation in the manner and to the extent now or hereafter permitted to corporations organized under the laws of the State of Maryland; provided, that the corporation shall not use its funds or other assets for the purchase of its own shares of stock when such use would cause any impairment of the capital of the corporation, except as otherwise permitted by law, and provided further, that shares of its own capital stock belonging to the corporation shall not be voted upon directly or indirectly.

TRACTABLE MANAGEMENT CORPORATION

To apply for, purchase, register, or in any manner to acquire, and to hold, own, use, operate and introduce, and to sell, lease, assign, pledge, or in any manner dispose of, and in any manner deal with patents, patent rights, licenses, copyrights, trade-marks, trade names, and to acquire, own or in any manner dispose of any and all inventions, improvements and processes, labels, designs, brands, or other rights, and to work, operate, or develop the same, and to carry on any similar business, manufacturing or otherwise, which may, directly or indirectly, effectuate these objects or any of them.

To acquire and to take over as a going concern and thereafter to carry on the business of any person, firm or corporation engaged in any business which this corporation is authorized to carry on, and in connection therewith, to acquire the good will and all or any of the assets and to assume or otherwise provide for all or any of the liabilities of such business.

To carry on business at any place or places within the jurisdiction of the United States, and in any and all foreign countries, and to purchase, hold, mortgage, convey, lease or otherwise dispose of and deal with real and personal property at any such place or places.

To undertake, contract for or carry on any business incidental to or in aid of, or advantageous in pursuance of, any of the objects or purposes of the corporation.

To do any of the things hereinbefore enumerated for itself or for any account of others and to make and perform contracts or doing any part thereof.

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

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

FOURTH: The post office address of the principal office of the corporation in this State is 127 East Washington Street, Hagerstown, Maryland. The name and post office address of the resident agent of the corporation in this State is Dean A. Keagy, 38 West Church Street, Hagerstown, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares that may be issued by the corporation is ten thousand (10,000) shares having an aggregate par value of one hundred thousand (\$100,000) dollars. All of the stock is of the same class and are to be common stock. Each share is to have a par value of ten (\$10) per share.

SIXTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the corporation and 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:

Dean A. Keagy
Gerald J. Ryan
Varner L. Paddack

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

The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock 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.

Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitles to be cast, to take or authorize any action, the corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon.

The corporation reserves the right from time to time to make any amendment of its charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its charter of any outstanding stock.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these articles of incorporation on this 30th day of November 1968.

Dean A. Keagy
Dean A. Keagy

Gerald J. Ryan
Gerald J. Ryan

Varner L. Paddack
Varner L. Paddack

STATE OF MARYLAND---

I hereby certify that of the 30th day of November 1968, before me, the subscriber, a notary public on the State of Maryland, personally appeared Dean A. Keagy, Gerald J. Ryan and Varner L. Paddack and severally acknowledged the foregoing articles of incorporation to be their act.

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

Paul U. Lantz
Notary Public - Maryland

LAND LIBER FOLIO
VAUGHN J. BAKER ACT. CLERK

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 6276

ARTICLES OF INCORPORATION
OF
TRACTABLE MANAGEMENT CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 21, 1968 at 3:15 o'clock P.M. as in conformity
with law and ordered recorded.

A 6876

Recorded in Liber 7696, folio 390⁵, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 W. Bortgis



Received for record February 13, 1969 at 9:31 A. M. Liber 18,
Receipt No. 67462

ARTICLES OF INCORPORATION

OF

FAIRVIEW ACRES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, Claude L. Crawford, whose post-office address is 1712 Cathedral Avenue, Hagerstown, Maryland; Claude L. Crawford, Jr., whose postoffice address is 1712 Cathedral Avenue, Hagerstown, Maryland; and Elizabeth S. Crawford, whose postoffice address is 1712 Cathedral 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 is:

FAIRVIEW 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 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 buy or otherwise acquire real estate and to subdivide, plat and sell the same, improved or unimproved, and generally to buy, sell and deal in real and personal property of every kind and description in such manner and upon such terms as the Board of Directors may determine; to act as trustee in every kind of fiduciary capacity, and generally to do all things necessary or convenient which are incident to or connected with the general business above mentioned, which a natural person would or might do.

(c) To develop real estate for both residential, business, commercial and industrial purposes, to construct and build streets, curbing, sidewalks, water and sewer mains, and sewer and water facilities of every nature and description; to grant and convey and acquire real estate and to give and acquire mortgages, notes and other obligations 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 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.

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

FOURTH: The postoffice address of the principal office of the Corporation in this State will be located at 82 West Washington Street, Hagerstown, Maryland. The resident agent of the corporation is Claude L. Crawford, whose postoffice address is 1712 Cathedral Avenue, Hagerstown, Washington County, Maryland, said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The number of directors of the Corporation shall be not less than three (3) nor more than five (5); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: Claude L. Crawford, Claude L. Crawford, Jr., and Elizabeth S. Crawford.

SIXTH: 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 as common stock. The aggregate value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

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 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 the 29th day of November, 1968.

WITNESS:

Ruth H. Sampson

Claude L. Crawford
Claude L. Crawford

Claude L. Crawford Jr.
Claude L. Crawford, Jr.

Elizabeth S. Crawford
Elizabeth S. Crawford

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 29th day of November, A. D. 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Claude L. Crawford, Claude L. Crawford, Jr. and Elizabeth S. Crawford, and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

WITNESS my hand and Notarial Seal.

Ruth H. Sampson
Notary Public



My Comm. Ex: July 1, 1969.

ARTICLES OF INCORPORATION

OF

FAIRVIEW ACRES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 62443
FEB 13 9 31 AM '68
LIBER FOLIO
LAND
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland December 2, 1968 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 7035

Recorded in Liber 7698-130 folio 130, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartges



Received for record February 13, 1969 at 9:31 A.M. Liber 18,
Receipt No. 67462

ARTICLES OF INCORPORATION
OF
THE BEARS OF HAGERSTOWN, INC.

THIS IS TO CERTIFY:

FIRST: THAT, I, THE SUBSCRIBER, BURNELL J. HIPPI, WHOSE POST OFFICE ADDRESS IS 57 SOUTH POTOMAC STREET, HAGERSTOWN, MARYLAND, 21740, 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, INTEND TO FORM A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

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

THE BEARS OF HAGERSTOWN, INC.

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

(1) To MANAGE AND CONTROL A FOOTBALL CLUB AND OTHER CLUBS FOR PLAYING FIELD GAMES AND GIVING ENTERTAINMENTS AND TO DO SUCH OTHER BUSINESSES AS IT MAY ENGAGE IN UNDER THE LAWS OF MARYLAND.

(2) To PROMOTE THE GAME OF FOOTBALL AND OTHER ATHLETIC SPORTS AND PASTIMES.

(3) To HOLD OR ARRANGE FOOTBALL AND OTHER MATCHES AND COMPETITIONS, AND OFFER AND GRANT, OR CONTRIBUTE TOWARD THE PROVISION OF PRIZES, AWARDS AND DISTINCTIONS.

(4) To LEASE, OWN, CONTROL AND MANAGE ATHLETIC GROUNDS AT OR NEAR HAGERSTOWN, MARYLAND, FOR GIVING PUBLIC EXHIBITIONS OF FOOTBALL AND OTHER FIELD GAMES AND OUTDOOR ENTERTAINMENT OF ALL KINDS, TO LAY OUT AND PREPARE SUCH GROUNDS FOR ATHLETIC, SPORT AND OTHER PURPOSES OF THE CORPORATION, TO PROVIDE PAVILIONS, LAVATORIES, REFRESHMENT ROOMS AND OTHER CONVENIENCES IN CONNECTION THEREWITH, AND TO BUY, SELL AND DEAL IN ALL TYPES OF APPARATUS AND PROVISIONS, LIQUID AND SOLID, REQUIRED BY PERSONS FREQUENTING THE ATHLETIC CONTESTS OF THE CORPORATION.

(5) To PURCHASE, TAKE OR LEASE, OR OTHERWISE ACQUIRE ANY LANDS, BUILDINGS, EASEMENTS OR PROPERTY, REAL AND PERSONAL, WHICH MAY BE REQUISITE FOR THE PURPOSE OF OR CAPABLE OF BEING CONVENIENTLY USED IN CONNECTION WITH

ANY OF THE OBJECTS OF THE CORPORATION.

(6) TO RAISE MONEY BY SUBSCRIPTIONS OR OTHERWISE AND TO GRANT ANY RIGHTS AND PRIVILEGES TO SUBSCRIBERS.

(7) IN GENERAL TO CARRY ON ANY LAWFUL BUSINESS AND TO HAVE AND EXERCISE ALL POWERS CONFERRED BY THE GENERAL LAWS OF THE STATE OF MARYLAND UPON CORPORATIONS FORMED THEREUNDER AND TO EXERCISE AND ENJOY ALL POWERS, RIGHTS AND PRIVILEGES GRANTED TO OR CONFERRED UPON CORPORATIONS OF THIS CHARACTER BY SAID GENERAL LAWS NOW OR HEREAFTER IN FORCE; THE ENUMERATION OF CERTAIN POWERS AS HEREIN SPECIFIED NOT BEING INTENDED TO EXCLUDE ANY SUCH OTHER POWERS, RIGHTS AND PRIVILEGES.

FOURTH: THE POST OFFICE ADDRESS OF THE PLACE AT WHICH THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE WILL BE LOCATED IS 57 SOUTH POTOMAC STREET, HAGERSTOWN, MARYLAND, 21740. THE RESIDENT AGENT OF THE CORPORATION IS BURNELL J. HIPPI, WHOSE POST OFFICE ADDRESS IS 57 SOUTH POTOMAC STREET, HAGERSTOWN, MARYLAND, 21740 AND SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE TOTAL NUMBER OF SHARES OF CAPITAL STOCK WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS TEN THOUSAND (10,000) SHARES OF THE PAR VALUE OF TEN DOLLARS (\$10.00) PER SHARE, ALL OF ONE CLASS AND HAVING AN AGGREGATE PAR VALUE OF ONE HUNDRED THOUSAND DOLLARS (\$100,000.00).

SIXTH: THAT THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE THREE (3), WHICH NUMBER MAY BE INCREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE; AND THE NAMES OF THE DIRECTORS WHO SHALL ACT UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY ARE BURNELL J. HIPPI, RICHARD LYONS AND FREDRIC H. MARTIN.

SEVENTH: FOR THE PURPOSE OF DEFINING, LIMITING, AND REGULATING THE POWERS OF THE CORPORATION AND OF ITS 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, FOR SUCH CONSIDERATIONS AS THE BOARD OF DIRECTORS MAY DEEM ADVISABLE, BUT SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, I HAVE SIGNED THESE ARTICLES OF

INCORPORATION ON THIS 4th DAY OF DECEMBER, A.D., 1968.

WITNESS:

Frank C. Wright

Burnell J. Hipp
BURNELL J. HIP

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 4th DAY OF DECEMBER, A.D., 1968, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, IN AND FOR THE COUNTY OF WASHINGTON, PERSONALLY APPEARED BURNELL J. HIP AND ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION TO BE HIS ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.



Lucille E. Mowen
NOTARY PUBLIC
COMM. EXPIRES: 7/1/69

332

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 6242
FEB 13 9 31 AM '69
LIBER FOLIO
LAND
VAUGHN J. BAKER ACT. CLERK

ARTICLES OF INCORPORATION
OF
THE BEARS OF HAGERSTOWN, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 6, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 7104

Recorded in Liber 7698-544⁴ folio , one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Crutcher



ARTICLES OF INCORPORATION
OF
ST. JAMES FUEL COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Myron L. Bloom, whose post office address is St. James, Maryland 21781, Goldie P. Bloom, whose post office address is St. James, Maryland 21781, and Betty J. Bloom, whose post office address is St. James, Maryland 21781, 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:

ST. JAMES FUEL COMPANY, INC.

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

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

(b) To purchase, improve, develop, lease, exchange, mortgage, 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 Corporation, or any other person, firm or corporation.

(c) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises, licenses, 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.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict 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 St. James, Washington County, Maryland 21781. The resident agent of the Corporation is Myron L. Bloom, whose post office address is St. James, Maryland 21781. 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 (1000) 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, 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 Myron L. Bloom, Henry Lee Brown and Elizabeth H. Brown.

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 31st day of October, A.D., 1968.

WITNESS:

Pearl L. Gehr AS TO Myron L. Bloom
Pearl L. Gehr Myron L. Bloom

Pearl L. Gehr AS TO Goldie P. Bloom
Pearl L. Gehr Goldie P. Bloom

Pearl L. Gehr AS TO Betty J. Bloom
Pearl L. Gehr Betty J. Bloom

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 31st day of October, A.D., 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Myron L. Bloom, Goldie P. Bloom and Betty J. Bloom and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

Pearl L. Gehr
Pearl L. Gehr
Notary Public.

ARTICLES OF INCORPORATION

OF

JAMES FUEL COMPANY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 2282
FEB 13 9 31 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland December 16, 1968 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 7293

Recorded in Liber 7700, folio 587⁵, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

233

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 W. Bartger



ARTICLES OF INCORPORATION
OF

THE CHURCH OF THE NAZARENE OF HAGERSTOWN, MARYLAND.

At a meeting of the members of "Church of the Nazarene", a religious association, of Hagerstown, Washington County, Maryland, located at the corner of East Antietam and South Locust Streets, in Hagerstown, Maryland, held on October 13, 1968, said members having been duly notified of said meeting in advance and all being above the age of twenty-one years, it was unanimously moved and carried by said members so assembled to avail themselves of the advantage of incorporating as provided by the Laws of the State of Maryland, and at another meeting of the members of said "Church of Nazarene" held on November 3, 1968 at said Church, said members having been duly notified of said meeting in advance and all being above the age of twenty-one years, the following Articles of Incorporation were unanimously adopted by all of the members present.

FIRST

That we, the subscribers, Reverend David C. Erickson, of 805 Hamilton Boulevard, Hagerstown, Maryland, Daniel Newton Litton, Sr., of 50 Summit Avenue, Hagerstown, Maryland, Mildred F. Litton, of 50 Summit Avenue, Hagerstown, Maryland, Gerald W. Spear, of 311 Cherry Tree Circle, Hagerstown, Maryland, and Marilyn Kay Spear, of 311 Cherry Tree Circle, Hagerstown, Maryland, elected by the members of the congregation of "Church of the Nazarene", a religious association, to act as incorporators in the name of and on behalf of said congregation, 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 shall be "The Church of The Nazarene Of Hagerstown, Maryland".

THIRD

The corporation shall have no capital stock as it is a religious corporation.

FOURTH

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

- (a) To spread the Gospel of Jesus Christ, promote holiness

and the worship of God among its members and attendants, and practice the Christian virtues, inculcated in the Holy Scriptures. 339

(b) To acquire, manage, own, purchase, improve, and also to acquire by lease, gift, legacy, bequest, devise or otherwise, both real and personal property of every kind and nature, and to sell and dispose of same in any and every lawful way, and use the proceeds thereof for the purposes hereinbefore stated, or reinvest in other property, or to use the same as the Church Board may so determine, and to borrow money if need be, and hypothecate its securities, issue bonds, execute promissory notes, mortgages, and all manner of conveyances, and the property of this Corporation shall at all times be held, managed, arranged and disposed of in accordance with the Church Manual of the Church of the Nazarene, 1964 Edition.

(c) To employ and discharge ordained ministers of the Gospel and others, to conduct and carry on divine services at the place of worship of the members of the Corporation, and elsewhere, and to collect and disburse any and all necessary funds for the maintenance of said Corporation and the aforesaid ecclesiastical body known as "Church of the Nazarene", and the accomplishment of its purposes, and further to comply with and conform to the principles and usages set forth in the Church Manual of the Church of the Nazarene, 1964 Edition.

(d) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any one or more of the purposes herein enumerated, or which shall at anytime appear conducive or expedient for the promotion of its welfare, and the accomplishment of the purposes herein enumerated.

(e) To conduct, accomplish and carry on its objectives, functions and purposes, or any part thereof, within or without the State of Maryland.

(f) The Corporation shall have the general powers conferred by the Acts of the General Assembly of Maryland, as codified in the Annotated Code of Maryland, Vol. 2, 1967 Supplement, Section 256-270 inclusive, and the enumeration of specific powers in this Certificate of Incorporation are in furtherance of and not in limitation of the general powers conferred by law.

FIFTH

The post office address of the place where the principal office of the corporation in this State will be located is at the home of Reverend David C. Erickson, 805 Hamilton Boulevard, Hagerstown, Maryland. The resident agent of the Corporation is Mrs. Marilyn Kay Spear, 311 Cherry Tree Circle, Hagerstown, Maryland. Said resident agent is a resident of the State of Maryland and actually resides therein.

SIXTH

The Church Board, also known as the Board of Directors or Trustees, shall consist of not less than four members of the Corporation duly elected by the members of the Corporation, and shall constitute the said Church Board in accordance with the Church Manual of the Church of the Nazarene, 1964 Edition.

SEVENTH

The officers of the Church Board and of the Corporation shall consist of the Pastor of "The Church of The Nazarene Of Hagerstown, Maryland", who shall be ex-officio Chairman of the Church Board, a Secretary and a Treasurer, both of whom shall be elected by the Church Board as provided for in the Church Manual of the Church of the Nazarene, 1964 Edition.

EIGHTH

All funds belonging to the Church shall be deposited in the name of "The Church Of The Nazarene Of Hagerstown, Maryland", in such bank or banks in Hagerstown, Maryland, as the said Church Board shall so determine, and shall be subject to withdrawal only by checks duly signed by both the Pastor and the Treasurer of "The Church Of The Nazarene Of Hagerstown, Maryland."

NINTH

The present Church Board of the Corporation, which said Board shall manage all the temporal and fiscal affairs of the Corporation until their successors are elected and qualified, as provided for in the Church Manual of the Church of the Nazarene 1964 Edition, shall consist of: Reverend David C. Erickson, Daniel Newton Litton, Sr., Mildred F. Litton, Gerald W. Spear, and Marilyn Kay Spear. The number on the Church Board may be increased by the vote of the congregation to eight or decreased to four, but never less than four.

The By-Laws for the guidance and control of this Corporation shall be the Church Manual of the ecclesiastical body of the Church of the Nazarene, and said Church Manual is hereby adopted by the incorporation hereof as the By-Laws of this Corporation.

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WITNESS our hands and seals this 2nd day of December, A.D. 1968 to the Certificate of Incorporation.

David C. Erickson (SEAL)
Reverend David C. Erickson

Daniel Newton Litton Sr. (SEAL)
Daniel Newton Litton, Sr.

Mildred F. Litton (SEAL)
Mildred F. Litton

TEST:

Gerald W. Spear (SEAL)
Gerald W. Spear

Loretta W. Burkett

Marilyn Kay Spear (SEAL)
Marilyn Kay Spear

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 2nd day of December, A.D. 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Reverend David C. Erickson, Daniel Newton Litton, Sr., Mildred F. Litton, Gerald W. Spear and Marilyn Kay Spear, known to me to be the persons whose names are subscribed to the foregoing Certificate of Incorporation, and severally acknowledged the foregoing Certificate of Incorporation to be their act and deed; and who did also acknowledge that the hereinbefore named meetings of the religious association took place as stated, and that resolutions were passed and adopted as hereinbefore stated in this Articles of Incorporation.

WITNESS my hand and seal.

Loretta W. Burkett
Notary Public

My Commission Expires:
July 1, 1969.



STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 2222
FEB 13 9 31 AM '68
LIBER FOLIO
L.V. B. []
VALUATION TAKEN AS: 61.61

ARTICLES OF INCORPORATION
OF
CHURCH OF THE NAZARENE OF HAGERSTOWN, MARYLAND

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 10, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 7171

Recorded in Liber 2699-412⁶, folio 412, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

219

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bantjes



Received for record April 17, 1969 at 9:11 AM. Liber 18, Receipt No. 70018

ARTICLES OF INCORPORATION
POTOMAC SYMPHONY ORCHESTRA, INC.

FIRST: We, the undersigned, Ivon D. Rohrer, Sr., whose Post Office address is 2059 Greenfield Road, Hagerstown, Maryland, and William H. Slasman, Jr., whose Post Office address is 15 Fairgreen Circle, Hagerstown, Maryland, and Lynn F. Meyers, whose Post Office address is 745 Mount Vernon Drive, 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: The name of the Corporation (which is hereinafter called the Corporation) is Potomac Symphony Orchestra, Inc.

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

a. Operating without profit, and so that no part of its net earnings or assets shall ever be distributed as a dividend or inure to the benefit of any private share holder or individual, to foster, promote and increase the musical knowledge and appreciation of the public, exclusively by educational activities, by organizing and presenting, primarily but not exclusively in the City of Hagerstown, Maryland, performances of music and programs chosen primarily from the literature of symphonic music, and incidentally chamber-music, opera, solo recital, vocal chorus or the dance, which are deemed by responsible and informed persons to be suitable at the time and place for such exclusively educational purposes.

b. To provide the opportunity for musicians to participate in a program of rehearsal and production of the above type programs to enhance the aesthetic, educational and social values accruing therefrom to said participants and the community;

c. To engage from time to time, or to establish, maintain and operate, a group or groups of performers, primarily of musical instruments of the variety constituting recognized symphonic instrumentation, whether described as a symphony orchestra or otherwise capable of performing music for the exclusively educational purposes herein stated, and to present such performances, primarily but not exclusively without stage presentations, in a manner compatible with the purposes of a symphonic organization.

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 situate or to maintain a place or places suitable for such performances and to do all things necessary and proper to accomplish the educational purposes stated herein.

e. To effect all arrangements desirable and necessary for obtaining works for performance, either old or new, and for disseminating the knowledge and product of such performances to the public in concerts, and in homes, schools and other places, by all means known to art and science.

f. To solicit, accept, hold and administer contributions received by deed, gift, will, ordinance, statute or otherwise, as well as the proceeds of admission charges, either in trust or otherwise, to own, hold, operate and administer real and personal property, and generally to do all things necessary and proper to accomplish the educational purpose herein stated and permitted to like non-profit corporations by law.

g. Provided further, however:

(1) Assets or property held in trust for the corporation or by the corporation for its corporate purposes as herein stated shall be segregated and identified as being so held,

and shall not be held without disclosure of the fiduciary capacity in which they are held.

(2) No substantial part of the activities of the corporation shall be devoted to carrying on propaganda, or otherwise attempting, to influence legislation, and it shall not participate or intervene (including the publishing or distributing of statements) in any political campaign in behalf of any candidate for public office.

(3) The corporation shall not engage in any transaction prohibited by Section 503(c) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.

(4) The Corporation shall not apply accumulation of income in any manner which may subject it to denial of exemption as provided in Section 504 of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.

(5) If, at any time, the corporation shall cease to carry out the purposes as herein stated, all assets and property held by it, whether in trust or otherwise, shall, after the payment of its liabilities, be paid over to an organization which itself has similar purposes and has established an appropriate tax-exempt status under Section 501(c) (3) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended, and they shall be applied exclusively for the education of the public in the art of music by the performance of artistic works of music or otherwise appropriate to the said tax-exempt status.

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

powers of the corporation, except as otherwise hereinabove provided. The corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of the State of Maryland.

FOURTH: The Post Office address of the principal office of the corporation in this state is 421 Maryland National Bank Building, Hagerstown, Maryland. The name and post office address of the resident agent of the corporation in this state is Lynn F. Meyers, 421 Maryland National Bank Building, Hagerstown, Maryland. Said resident agent is a citizen of this state and actually resides herein.

FIFTH: The corporation is not authorized to issue any capital stock and shall be a non-stock and non-profit corporation. No officer of the corporation shall draw nor receive any salary, nor shall any of the funds of the corporation inure to the personal or individual benefit of any of the officers or members hereof. Members shall be selected, removed or may resign; vacancies may be filled and additional members elected as provided in the By-Laws.

SIXTH: The number of Directors of the corporation shall be ten (10) 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 meeting or until their successors are duly chosen and qualified are: Ivon D. Rohrer, Sr., William H. Slasman, Jr., Lynn F. Meyers, John H. Bowie, John L. Petty, Jr., Dale Zimmerman, Thomas A. Magruder, Marjorie E. Hoachlander, Roland G. Hebb, Margaret Moore.

SEVENTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of
Incorporation this 13th day of November, A.D., 1968.

Witness:

Patricia O. Poffenberger
Patricia O. Poffenberger
William H. Slasman, Jr.
Lynn F. Meyers

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:

I HEREBY CERTIFY, That on this 13th day of NOVEMBER,
A.D., 1968, before me, the subscriber, a Notary Public in and for
the State and County aforesaid, personally appeared Ivon D.
Rohrer, Sr. , William H. Slasman, Jr.
and Lynn F. Meyers and severally acknow-
ledged the foregoing Articles of Incorporation to be their act.
Witness my hand and official Notarial Seal.



Patricia O. Poffenberger
Patricia O. Poffenberger
NOTARY PUBLIC

My Commission Expires:
July 1, 1969

348

343

ARTICLES OF INCORPORATION
OF
POTOMAC SYMPHONY ORCHESTRA, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 7111

APR 17 9 11 AM '69

LIBER 18 FOLIO 343

LAND
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 7, 1969 at 2:08 o'clock P. M. as in conformity
with law and ordered recorded.

A 7709

Recorded in Liber 2705, folio 200⁶, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

264

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bontgen



Received for record April 17, 1969 at 9:11 A.M. Liber 18. Receipt No. 70018

ARTICLES OF INCORPORATION OF
CUSTOM RAILROAD CAR SERVICE, INC.

(A CLOSE CORPORATION)

FIRST: We, the undersigned, Reuben U. Darby, III, whose post office address is Ayres Apartments, Hagerstown, Maryland, 21740, and Reuben U. Darby, II and Seba R. Darby, whose post office address is Big Pool, Maryland, 21711, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the intention of forming a close corporation, under and by virtue of the General Laws of the State of Maryland, particularly authorized by Article 23, Section 100 &c, of the Annotated Code of Maryland.

SECOND: The name of the corporation (hereinafter called the Corporation) is: CUSTOM RAILROAD CAR SERVICE, INC.

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

A. To do a general commission merchant's and selling agent's business; to buy, sell, and otherwise dispose of, hold, own, manufacture, produce, export and import, and deal in, either as principal or agent, and upon commission or otherwise, all kinds of personal property whatsoever, without limit as to amount; to make and enter into all manner and kinds of contracts, agreements, and obligations by or with any person or persons, corporation or corporations, for the purchasing, acquiring, manufacturing, repairing, selling, and dealing in any article of personal property of any kind or nature whatsoever, and generally with full power to perform any and all acts connected with the same or arising therefrom or incidental thereto and all acts proper or necessary for the purpose of the business or conducive to its best interests.

B. To manufacture appliances usable in the construction, maintenance, and operation of railroads; to manufacture, refurbish, renovate, repair and build houses, structures, engines, cars, and other equipment for railroads; to organize, manage and maintain a bureau for making expert inspections and investigations as to the use, application, and results of any and all kinds of applications and arts adapted for or usable in the construction, maintenance, and operation of railroads.

C. To manufacture, produce, construct, buy, sell, lease, sublease, exchange, import, export, deal, and trade in cars and railroad equipment of any and every kind, and all parts thereof.

D. To purchase, lease, exchange, hire or otherwise acquire lands or any interest therein, whatsoever and wheresoever situated; to erect, construct, rebuild, enlarge, alter, improve, maintain, manage, and operate houses, buildings, or other works of any description on any lands owned or leased by the corporation, or upon any other lands; to sell, lease, sublet, mortgage, exchange, or otherwise dispose of any of the lands or any interest therein, or any houses, buildings, or other works owned by the corporation; to engage generally in the real estate business, as principal, agent, broker or otherwise and generally to buy, sell, lease, mortgage, exchange, manage, operate, and deal in lands or interests in lands, houses, buildings, or other works; and to purchase, acquire, hold, exchange, pledge, hypothecate, sell, deal in, and dispose of liens on real estate.

E. To manufacture, buy, trade, exploit, sell, handle, and in all ways to turn to account, and deal in and with respect to, articles, goods, wares, merchandise, and commodities of all kinds and descriptions; to engage in and conduct, in all branches and details, the business of manufacturing and trading.

FOURTH: The post office address of the principal office of the Corporation

in this State is: ~~47~~ W. Antietam Street, Hagerstown, Maryland, 21740; the name and post office address of the resident agent of the Corporation in this State is: Reuben U. Darby, II, Big Pool, Maryland, 21711. 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 100 shares, all of one class, no par value.

SIXTH: The corporation elects to have no board of directors. This election shall become effective immediately at the conclusion of the organization meeting of the directors as required by Article 23 Section 55 of the Annotated Code of Maryland, and the issuance of some stock of the corporation has been completed; and at such time the directors shall cease to be directors, without further act. The directors for the purpose of the organization meeting shall be; Reuben U. Darby, II, Reuben U. Darby III and Seba R. Darby.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREFORE, we have signed these Articles of Incorporation, this 14 day of January, 1969.

WITNESS:

Reuben U. Darby, II
Reuben U. Darby, II

Anna M. Martin
ANNA M MARTIN

Reuben U. Darby, III
Reuben U. Darby, III

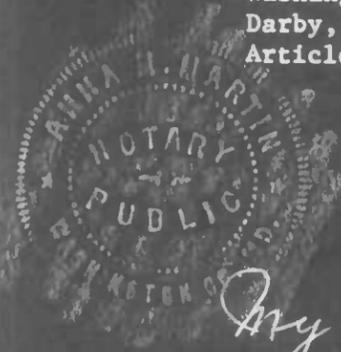
Seba R. Darby
Seba R. Darby

STATE OF MARYLAND, WASHINGTON COUNTY:

I hereby certify that on January 14, 1969, before me the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Reuben U. Darby, II, Reuben U. Darby, III, and Seba R. Darby, and severally acknowledged the foregoing Articles of Incorporation to be their act.

Anna M. Martin
ANNA M. MARTIN Notary Public

My commission expires July 1, 1969



OF
CUSTOM RAILROAD CAR SERVICE, INC

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 70018

APR 17 9 11 AM '69

LIBER 18 FOLIO 344

LAND
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 17, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 7932

Recorded in Liber 2707, folio 321³ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

281

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Porter



Received for record April 17, 1969 at 9:11 A.M. Liber 18, 1969
ARTICLES OF INCORPORATION Receipt No. 70018

OF

BUSHEY - BURREY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, George W. Bushey, whose post office address is 49 Summit Avenue, Hagerstown, Maryland, 21740, and John C. Burrey, whose post office address is 49 Summit Avenue, Hagerstown, Maryland, 21740, being twenty-one years of age, do hereby from 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: Bushey - Burrey, Inc.

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

(a) The general nature of the business to be transacted by the Corporation shall be and is to engage in every aspect of the general Practice of Architecture. The professional services involved in the Corporations practice of Architecture may be rendered only through its officers, agents and employees, who are licensed to practice Architecture in accordance with the Laws of the State of Maryland.

(b) To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

(c) To buy, sell, deal in and improve, real estate wheresoever situate and fixtures and personal property incident thereto and connected therewith; to acquire by purchase, lease, hire, or otherwise, lands, tenements, hereditaments, or any interest therein and to improve the same; to sell, lease, mortgage, pledge or

otherwise dispose of the lands or other property of the Corporation absolutely or upon condition.

(d) 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, 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 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 49 Summit Avenue, Hagerstown, Maryland, 21740. The name and post office address of the Resident Agent of the Corporation in this state is: George W. Bushey, 49 Summit Avenue, Hagerstown, Maryland, 21740. Said Resident Agent is an individual actually residing in the State of Maryland.

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 per share, 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 at least three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation; and the names of the Directors who shall act until the first annual meeting, or until their successors are duly elected and qualify, are: George W. Bushey, John C. Burrey and Edwin H. Miller.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Article of
Incorporation this *22nd* day of *October*, 1968.

George W. Bushey (SEAL)
George W. Bushey

WITNESS:

John C. Burrey (SEAL)
John C. Burrey

Olive R. Shupp
Olive R. Shupp

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this *22nd* day of *October*, 1968,
before me, the subscriber, a Notary Public in and for the State
and County aforesaid, personally appeared George W. Bushey and
John C. Burry, and they acknowledged the foregoing Articles of
Incorporation to be their act and deed.

WITNESS my hand and Notarial Seal.

Olive R. Shupp
Notary Public
Olive R. Shupp

My Commission Expires:

July 1, 1969



ARTICLES OF INCORPORATION
OF
BUSHEY - BURREY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 7465
APR 17 9 11 AM '69
LIBER 18 FOLIO 352
LAND
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 27, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 7465

Recorded in Liber 7102-481 Folio 481 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

245

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartgis



Received for record April 17, 1969 at 9:11 A.M. Liber 18,
Receipt No. 70018

ARTICLES OF INCORPORATION
OF
MORRISON OIL CO., INC.

THIS IS TO CERTIFY:

FIRST. That we, the subscribers, Ray H. Morrison, whose postoffice address is 1020 Oak Hill Avenue, Hagerstown, Maryland, R. Hamilton Morrison, whose postoffice address is 728 South Royal Street, Alexandria, Virginia, and Robert H. McCleaf, Sr., whose postoffice address is 932 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 of Incorporation.

SECOND. That the name of the corporation (which is hereinafter called the Corporation) is MORRISON OIL CO., INC.

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

(a) The purchase, storage, sale and distribution of petroleum and automobile accessories 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 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 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 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.

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

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

and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict 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 is the corner of Garlinger Avenue and Spruce Street, Hagerstown, Maryland. The resident agent of the Corporation is Ray H. Morrison, whose postoffice address is 1020 Oak Hill 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 ten thousand shares (10,000) 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 Ray H. Morrison, R. Hamilton Morrison and Robert H. McCleaf, Sr., 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, 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) 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, whether or not payable in stock of one class to holders 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.

INWITNESS WHEREOF, we have signed these Articles of Incorporation on this 14th day of January, 1969.

Witness:

Ray H. Morrison (SEAL)
Ray H. Morrison
R. Hamilton Morrison (SEAL)
R. Hamilton Morrison
Robert H. McCleaf, Sr. (SEAL)
Robert H. McCleaf, Sr.

James Pickett

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 14th day of January, 1969, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Ray H. Morrison, R. Hamilton Morrison and Robert H. McCleaf, Sr. and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

My commission expires: 7/1/69

James Pickett
Notary Public

KAYLOR AND SPENCE
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND



356

ARTICLES OF INCORPORATION
OF
MORRISON OIL CO., INC.

363

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 7018

APR 17 9 11 AM '69

LIBER 18 FOLIO 356

LAND
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 16, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 7866

Recorded in Liber 7706, 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 \$ 19.00

275

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Cartwright



GRACE EVANGELICAL UNITED BROTHERS CHURCH

ARTICLES OF AMENDMENT

Grace Evangelical United Brethren Church, 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 Grace Evangelical United Brethren Church and inserting in lieu thereof the following:

Grace United Methodist Church

SECOND: The board of directors of the Corporation, at a meeting duly convened and held on July 23, 1968, 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 congregational meeting of the members of the corporation to be held on December 1, 1968.

THIRD: Notice setting forth the said amendment of charter and stating that a purpose of the meeting of the members would be to take action thereon, was given as required by law, to all members of the Corporation entitled to vote thereon. The amendment of the charter of the Corporation as hereinabove set forth was approved by the members of the Corporation at said meeting by the affirmative vote of 280 to 4.

FOURTH: 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 members of the Corporation.

IN WITNESS WHEREOF, Grace Evangelical United Brethren Church has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and attested by its Secretary or one of its Assistant Secretaries, on Dec. 30, 1968.

Attest:

Grace Evangelical United Brethren Church

Betty Hamberger
(Mrs.) Betty Hamberger, Secretary

By: Martin L. Snook
Martin L. Snook, President

STATE OF Maryland

ss:

COUNTY OF Washington

I HEREBY CERTIFY that on December 30, 1968, before me the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Martin L. Snook, President of Grace Evangelical United Brethren Church, 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 further made oath in due form of law that the matters and facts set forth in said Articles of Amendment with respect to the approval thereof are true to the best of his knowledge, information and belief.

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

Shirley D. [Signature]
Notary Public



ARTICLES OF AMENDMENT
OF

GRACE EVANGELICAL UNITED BRETHERN CHURCH
changing its name to
GRACE UNITED METHODIST CHURCH

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 70218
APR 17 9 11 AM '69
LIBER 78 FOLIO 267
LAND VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 2, 1969 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 7676

Recorded in Liber 7705, folio 25³, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

261

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 W. Bartgis



Received for record April 17, 1969 at 9:11 A.M. Liber 18,
Receipt No. 70018

ANTIETAM CABLE T. V., INCORPORATED
ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Certificate of Incorporation of Antietam Cable T.V., Incorporated, a Maryland Corporation having its principal office at 100 West Washington Street, Hagerstown, Maryland, (hereinafter called the Corporation) is hereby amended by striking out Section SECOND of the said Certificate of Incorporation and inserting in lieu thereof the following:

"SECOND: The name of the Corporation shall be:
ELBAC, INC."

SECOND: That the Board of Directors of the Corporation at a meeting duly convened and held on October 9, 1968, duly advised the amendment to the Certificate of Incorporation hereinabove set forth, by passing a resolution declaring that said amendment is advisable and calling a special meeting of stockholders to take action thereon.

THIRD: That the special meeting of stockholders of the Corporation called by the Board of Directors of the Corporation as aforesaid and duly warned in the manner provided by law, was held at the offices of Bushong, Byron, Moylan & Urner, 100 West Washington Street, Hagerstown, Maryland, on December 23, 1968, and at said meeting the stockholders, by the affirmative vote of the holders of more than two-thirds of all of the shares of the common stock outstanding and entitled to vote, duly adopted the amendment to the Certificate of Incorporation hereinabove set forth.

IN WITNESS WHEREOF, Antietam Cable T.V., Incorporated has caused these presents to be signed in its name and on its



behalf by its President, and its corporate seal to be hereto
affixed and attested by its secretary on the 23rd day of
December, 1968.

ATTEST AS TO CORPORATE SEAL:

ANTIETAM CABLE T. V., INCORPORATED

David W. Byron
David W. Byron
Secretary

By *E. Leister Mobley, Jr.*
E. Leister Mobley, Jr.
President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 23rd day of December,
1968, before me, the subscriber, a Notary Public in and for the
State and County aforesaid, personally appeared E. Leister Mobley,
Jr., President of Antietam Cable T.V., 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 David W. Byron 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 Official Notarial Seal.



Betty Baker
Notary Public

Comm. Exp. July 1, 1969

366

ARTICLES OF AMENDMENT
 OF
 ANTIETAM CABLE T. V., INCORPORATED
 changing its name to
 ELBAC, INC.

STATE OF MD.
 WASHINGTON COUNTY
 RECEIVED FOR RECORD
 RECEIPT NO. 7018
 JUL 7 9 11 AM '69
 LIBER 18 FOLIO 366
 LAND
 VALUATION & RECORDS

approved and received for record by the State Department of Assessments and Taxation
 of Maryland December 26, 1968 at 8:30 o'clock A.M. as in conformity
 with law and ordered recorded.

A 7571

Recorded in Liber 7703, folio 496³, one of the Charter Records of the State
 Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00 253

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 B. Bantger



THE POTOMAC EDISON COMPANY

ARTICLES OF AMENDMENT

The Potomac Edison Company, a Maryland corporation having its principal office on Downsville Pike, Hagerstown, County of Washington, State of 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 VIII, as amended by Articles of Amendment received for record on February 13, 1968, of the Agreement of Consolidation received for record on December 31, 1923, and inserting in lieu thereof the following:

VIII.

The total amount of the authorized capital stock of the Corporation is 2,325,000 shares, of which 250,000 shares of the par value of \$100 each are Cumulative Preferred Stock (amounting in the aggregate to \$25,000,000 par value, issuable in one or more series as provided in Article X hereof) and 2,075,000 shares without nominal or par value are Common Stock.

Second: The board of directors of the Corporation, at a meeting duly convened and held on November 27, 1968, 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 to the stockholders of the Corporation.

Third: The amendment of the charter of the Corporation as hereinabove set forth was approved and adopted by the stockholders of the Corporation by a consent in writing signed by all the stockholders entitled to vote thereon, and no stockholder is entitled to notice of a meeting at which he is not entitled to vote.

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

Fifth: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized was 1,825,000 shares, of which 250,000 of the par value of \$100 each were Cumulative Preferred Stock (amounting in the aggregate to \$25,000,000 par value) and 1,575,000 shares without nominal or par value were Common Stock.

(b) The total number of shares of all classes of stock of the Corporation as increased is 2,325,000 shares, of which 250,000 shares of the par value of \$100 each are Cumulative Preferred Stock (amounting in the aggregate to \$25,000,000 par value) and 2,075,000 shares without nominal or par value are Common Stock.

(c) The preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, and qualifications, of each class of stock of the Corporation as increased are as set forth in the Articles of Amendment of the charter of the Corporation received for record on January 17, 1946 and November 27, 1967.

IN WITNESS WHEREOF, THE POTOMAC EDISON 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 January 15, 1969.

(SEAL)

Attest:

W. H. MacMullen

W. H. MacMULLEN
W. H. MacMullen, Secretary

THE POTOMAC EDISON COMPANY

Charles D. Lyon
CHARLES D. LYON
Charles D. Lyon, President

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STATE OF MARYLAND)
) ss:
County of Washington)

I HEREBY CERTIFY that on January 15, 1969, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Charles D. Lyon, President of The Potomac Edison 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 W. H. MacMullen and made oath in due form of law that he is Secretary of said corporation and that the amendment of the charter of the corporation therein set forth was approved and adopted by a consent in writing signed by all the stockholders entitled to vote on the subject matter thereof, that there are no stockholders entitled to a notice of meeting of stockholders who are not entitled to vote thereat, 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 date and year last above written.

(Notarial Seal)



Hilda W. Stoner

HILDA W. STONER
Notary Public

ARTICLES OF AMENDMENT
OF
THE POTOMAC EDISON COMPANY

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 7008

APR 17 9 11 AM '69

LIBER 18 FOLIO 369

LAND
VAUGHN J. BAKER ACT. CLERK

371

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 15, 1969 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 7905

Recorded in Liber 2707, folio 146, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 200.00 Recording fee paid \$ 15.00

280

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 P. Bontgen



Received for record April 17, 1969, Liber 18, 1969, Receipt No. 70018

ARTICLES OF AMENDMENT
SUPER SHOE STORES, INC.

Super Shoe Stores, Inc., a Maryland corporation having its principal office in Allegany County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Articles of Incorporation are hereby amended by striking out Paragraph SECOND of the Articles of Incorporation and inserting in lieu thereof the following:

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

SUPER SHOES STORES OF HAGERSTOWN, INC. "

SECOND: The aforementioned amendment to the Articles of Incorporation, as hereinbefore set forth, was approved by unanimous vote of the entire Board of Directors and stockholder at a meeting duly convened and held on January 14, 1969.

IN WITNESS WHEREOF, Super Shoe Stores, 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 this 14th day of January, 1969.

SUPER SHOE STORES, INC.

ATTEST:

Margaret Lester
Margaret Lester, Asst. Sec.

By *W. Donald Smith, Sr.*
W. Donald Smith, Sr., President



STATE OF MARYLAND,
ALLEGANY COUNTY, TO-WIT:

I HEREBY CERTIFY that on this 14th day of January, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared W. DONALD SMITH, SR., President of Super She Stores, 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 MARGARET LESTER and made oath in due form of law that she was secretary and stockholder of the meeting of the board of directors of said corporation at which the amendment of the Articles of Incorporation 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 date aforesaid.



M. Ellanor Damewood
Notary Public
M. Ellanor Damewood

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ARTICLES OF AMENDMENT
OF
SUPER SHOE STORES, INC.
changing its name to
SUPER SHOES STORES OF HAGERSTOWN,

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 70018
APR 17 9 11 AM '69
LIBER 18 FOLIO 372
LAND ED
VAUGHN J. BRIDGES, CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 15, 1969 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 7852

Recorded in Liber 7706 folio 421³ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

275

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bostgen



Received for record April 17, 1969 at 9:11 A.M. Liber 18,
Receipt No. 70018

ARTICLES OF SALE

ANTIETAM CABLE T. V., INCORPORATED

Transferor

AND

THE HERALD MAIL COMPANY

Transferee

THIS IS TO CERTIFY:

FIRST: That Antietam Cable T. V., Incorporated has sold all its property and assets unto The Herald-Mail Company.

SECOND: The post office address of the principal place of business of Antietam Cable T.V., Incorporated is 237 East Franklin Street, Hagerstown, Maryland.

THIRD: That the post office address of the principal place of business of The Herald-Mail Company is 25 Summit Avenue, Hagerstown, Maryland.

FOURTH: Both corporations party to these Articles were organized and created under the laws of the State of Maryland.

FIFTH: Antietam Cable T. V., Incorporated has sold to The Herald Mail Company all of the real property owned by Antietam Cable T. V., Incorporated and the building located on Hump Road, Washington County, Maryland, and all of the signal distribution system, antenna, tower and weather station, equipment, fixtures, furniture and property of every kind and description which belong to Antietam Cable T. V., Incorporated and used in the operation of community antenna cable television station in Hagerstown and in Washington County, Maryland.

The price is One Million One Hundred Forty Thousand (\$1,140,000) Dollars, all of which is to be paid in cash at the time the property referred to above is turned over to The Herald Mail Company, which date it is contemplated will be on or after

December 18, 1968.

SIXTH: That the principal office of Antietam Cable T.V., Incorporated is located in Washington County, Maryland.

That the principal office of The Herald Mail Company is located in Washington County, Maryland.

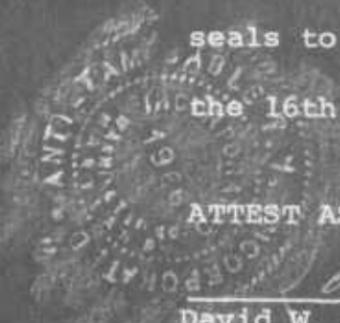
That all the property sold by Antietam Cable T. V., Incorporated to The Herald Mail Company, the title to which could be affected by the recording among the land records is located in Washington County, Maryland.

SEVENTH: That the Board of Directors of Antietam Cable T.V., Incorporated, at a meeting duly convened and held on the 9th day of October, 1968, duly advised the Articles hereinabove set forth and called a meeting of the stockholders of Antietam Cable T.V., Incorporated in the manner required by the charter of that corporation and the Laws of the State of Maryland to take action thereon.

EIGHTH: That a meeting of the stockholders of Antietam Cable T. V., Incorporated called by the Board of Directors as aforesaid, was held at the principal office of the corporation at 237 East Franklin Street, Hagerstown on the 6th day of November, 1968, pursuant to notice to all stockholders required by the charter of the corporation according to the laws of the State of Maryland and at said meeting the stockholders of common stock duly authorized and approved the Articles hereinabove set forth by a vote of more than two-thirds of the outstanding common stock of the corporation.

NINTH: The Articles of Sale aforesaid were approved by a majority vote of the Board of Directors of The Herald Mail Company at a meeting held on December 16 , 1968, no further action being required by the charter of The Herald Mail Company.

IN WITNESS WHEREOF, Antietam Cable T.V., Incorporated has caused these presents to be signed by its President, and The Herald Mail Company has caused these presents to be signed by its Vice President, and both corporations have caused their corporate seals to be hereto attached and attested by their secretaries on the 16th day of December 1968.



ATTEST AS TO CORPORATE SEAL:

David W. Byron
David W. Byron, Secretary

ANTIETAM CABLE T.V., INCORPORATED

By *E. Leister Mobley, Jr.*
E. Leister Mobley, Jr.
President



Warren G. Wheeler, Jr.
Warren G. Wheeler, Jr.
Secretary

THE HERALD MAIL COMPANY

By *Franklin D. Schurz, Jr.*
Franklin D. Schurz, Jr.
Vice President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 16th day of December, 1968, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared E. Leister Mobley, Jr., President of Antietam Cable T.V., Incorporated, who acknowledged the foregoing Articles of Sale in the name and on behalf of Antietam Cable T. V., Incorporated, to be the act of that corporation; and at the same time personally appeared David W. Byron, and made oath in due form of law that he was Secretary of the meeting of stockholders of Antietam Cable T.V., Inc. at which the foregoing Articles of Sale were approved, and that the matters and facts set forth in said Articles of Sale with respect to authorization and approval are true to the best of his knowledge information and belief; and at the same time personally appeared Franklin D. Schurz, Jr., Vice President of The Herald Mail Company who acknowledged the foregoing Articles of Sale in the name and on behalf of The Herald Mail Company to be the act of that corporation, and made oath in due form of law that the matters and facts set forth in said Articles of Sale with respect to authorization and approval are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

A circular notary seal for Betty Baker, Notary Public, Washington County, Maryland. The seal contains the text "BETTY BAKER", "NOTARY PUBLIC", and "WASHINGTON COUNTY, MARYLAND".
Betty Baker
Notary Public

Comm. Exp. *July 1, 1969*

ARTICLES OF SALE
OF
ANTIETAM CABLE T. V., INCORPORATED
and
THE HERALD-MAIL COMPANY (Md. Corp.) - Transferee

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO 70216
APR 19 11 AM '59
LIBER 18 FOLIO 325
LAND []
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 18, 1968 at 3:05 o'clock P. M. as in conformity
with law and ordered recorded.

A 7379

Recorded in Liber 7701-569 folio 5, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00
2.00 Cert. land record office-Washington County
\$ 17.00 TOTAL

241

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartgis



Received for record April 17, 1969 at 9:11 A.M. Liber 18,
Receipt No. 70018

ARTICLES OF INCORPORATION
ANTIETAM NATIONAL MUSEUM, INC.

THIS IS TO CERTIFY:

FIRST: That I, Edwin H. Miller, whose Post Office address is 82 West Washington Street, Hagerstown, Maryland, being more than 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, do hereby declare 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: "ANTIETAM NATIONAL MUSEUM, INC."

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

(a) To engage in the business of operating a Museum for the sale and display of artifacts, historical objects and personal property of every kind and description.

(b) To buy, sell, trade, manufacture, deal in, and deal with goods, wares, and merchandise of every kind and nature, and to carry on such business as wholesalers, retailers, importers, and other articles as shall be necessary or incidental to such business.

(c) To buy, sell, deal in, lease, hold or improve real estate, and the fixtures and personal property incidental thereto or connected therewith, and with that end in view to acquire, by purchase, lease, hire or otherwise, lands, tenements, hereditaments, or any interest therein, and to improve the same, and generally to hold, manage, deal with and improve the property of the company, and to sell, lease, mortgage, pledge, or otherwise dispose of the lands, tenements and hereditaments or other property of the Company.

(d) To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private corporation, government or municipality, and

have the express power to hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds, or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof, to exercise all of the incidents of ownership.

(e) 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 hereof 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.

(f) 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.

(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 either of the,, 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 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. 135 Main Street, Sharpsburg, Maryland. The name and Post Office address of the Corporate Agent in this State is: Dennis P. Kelly, 135 Main Street, Sharpsburg, Maryland. Said Corporate Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares of the par value of One (\$1.00) Dollar a share, all of one class, and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of this Corporation shall be three (3), which number may be increased pursuant to the by-laws of the Corporation, and the names of the directors who shall act until the first annual meeting or until their successors are chosen and qualified are: George E. Gorman, III, Dennis P. Kelly, and James M. Phillips, 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 of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized.

(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 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 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) 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 these Articles of Incorporation.

(e) The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation to the General Powers conferred by law upon the directors of a Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 30th day of December, 1968.

WITNESS:

Oliver R. Shupp

Edwin H. Miller
Edwin H. Miller, Incorporator

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

I HEREBY CERTIFY, That on this 30th day of December, 1968 before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Edwin H. Miller, and he acknowledged the foregoing Articles of Incorporation to be his act.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal the day and year last above written.

My Commission Expires: 7/1/69

Oliver R. Shupp
Notary Public



380

ARTICLES OF INCORPORATION
OF
ANTIETAM NATIONAL MUSEUM, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 72018

APR 17 9 11 AM '69

LIBER 18 FOLIO 380

LAND
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 2, 1969 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 7692

Recorded in Liber 7705, folio 107, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

263

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartgis



Received for record May 26, 1969 at 2:02 P.M. Liber 18, Receipt
No. 71503

MICHAEL ICE, INC.

ARTICLES OF REVIVAL

(Under Section 85)

Michael Ice, Inc., a Maryland corporation having its principal office at 711 N. Mulberry St., 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 was forfeited on December 2, 1964, 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 Michael Ice, Inc.

THIRD: The name by which the Corporation will hereafter be known is Michael Ice, Inc.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 76 West Lee Street, Box 207, 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 Thomas S. Michael, Jr., No. 1534 Dual Highway, Hagerstown, 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 this 6th day of Feb., 1969.


THOMAS S. MICHAEL, JR.
Last Acting President

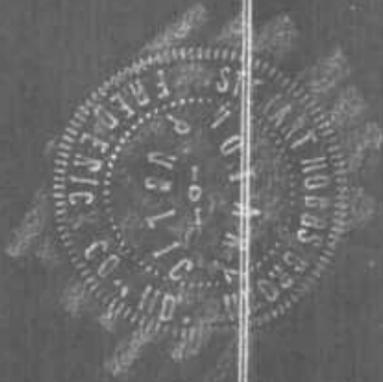

RUTH B. MICHAEL
Last Acting Secretary



STATE OF MARYLAND,
County of Frederick, ss:

I HEREBY CERTIFY that on the 3rd day of Feb. ,1969,
before me, the subscriber, a notary public of the State of Maryland
in and for the County of Frederick, personally appeared Thomas S.
Michael, Jr., the last acting President and Ruth B. Michael, the
last acting Secretary of Michael Ice, Inc., a Maryland corporation,
and severally acknowledged the foregoing Articles of Revival to be
their act.

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



Stewart Hobbs Brown

Stewart Hobbs Brown

Notary Public

My Commission Expires July 1, 1969

Stewart Hobbs Brown
Attorney at Law
Frederick,
Maryland

ARTICLES OF REVIVAL
OF
MICHAEL ICE, INC.

STATE OF MD. WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. _____
MAY 26 2 20 PM '69
LIBER _____ FOLIO _____
LAND VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 7, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8347

Recorded in Liber 2712, folio 269, 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 \$ 15.00

316

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartgen



Received for record May 26, 1969 at 2:02 P.M. Liber 18, Receipt No. 71503

HAGERSTOWN, MARYLAND, CONGREGATION
OF JEHOVAH'S WITNESSES, EAST UNIT.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Richard G. Myers, whose post office address is 217 Rock Willow Avenue, Hagerstown, Maryland, Roger L. Ridenour, whose post office address is 2345 Pennsylvania Avenue, Hagerstown, Maryland, Elvin M. Keller, whose post office address is 108 S. Mont Valla Avenue, Hagerstown, Maryland, Ralph O. Kifer, whose post office address is Route #1, Hagerstown, Maryland, LeRoy R. Sparks, whose post office address is 318 Radcliffe Avenue, Hagerstown, Maryland, Alan W. Robinson, whose post office address is 140 N. Potomac Street, Hagerstown, Maryland, and George E. Miller, whose post office address is 674 Pennsylvania 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: "HAGERSTOWN, MARYLAND, CONGREGATION OF JEHOVAH'S WITNESSES, EAST UNIT."

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

(a) To provide, on a non-profit basis, a proper place of worship and to maintain such place of public worship for the benefit of Jehovah's Witnesses among the population of Hagerstown, Boonsboro, Keedysville, Sharpsburg, Smithsburg, and in the general Washington County, Maryland, area, and those who desire to attend public worship conducted by Jehovah's Witnesses in such areas, to learn the truths of their faith and belief, based on the Bible, the written word of the Almighty God, Jehovah.

(b) To purchase, lease, hold, sell, convey, acquire, mortgage, manage, dispose of and deal in real estate and personal property in any manner that may seem proper and best for the welfare and good order of said congregation.

(c) 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: A meeting was called and duly held on January 17, 1969, at Kingdom Hall, 30 Nottingham Road, Hagerstown, Washington County, Maryland, At said meeting 33 duly qualified voters of the congregation were present and voted. Elected as Trustees were the following: Richard G. Myers, whose post office address is 217 Rock Willow Avenue, Hagerstown, Maryland, Roger L. Ridenour, whose post office address is 2345 Pennsylvania Avenue, Hagerstown, Maryland, Elvin M. Keller, whose post office address is 108 S. Mont Valla Avenue, Hagerstown, Maryland, Ralph O. Kifer, whose post office address is Route #1, Hagerstown, Maryland, LeRoy R. Sparks, whose post office address is 318 Radcliffe Avenue, Hagerstown, Maryland, Alan W. Robinson, whose post office address is 140 N. Potomac Street, Hagerstown, Maryland, and George E. Miller, whose post office address is 674 Pennsylvania Avenue, Hagerstown, Maryland; all being of twenty-one years of age and citizens of the United States, and residents of the State of Maryland. At said meeting Richard G. Myers, one of the subscribers, was presiding officer, and Richard G. Myers, Roger L. Ridenour, Elvin M. Keller, Ralph O. Kifer, LeRoy R. Sparks, Alan W. Robinson, George E. Miller, and others, were present, and all voted thereat.

FIFTH: The Corporation's powers shall be exercised and the Corporation's business shall be directed, conducted and controlled by seven Trustees, three of whom shall act in the offices of President, Vice President, and Secretary-Treasurer.

The said Trustees shall have and exercise all powers conferred upon them under the Laws of the State of Maryland, to effectuate the purposes and objects of this Corporation, and to facilitate the transaction of any of its business.

SIXTH: The names of the Trustees elected to fill the offices of President, Vice President and Secretary-Treasurer, are as follows, respectively: Richard G. Myers, Roger L. Ridenour, and Ralph O. Kifer. Their term of office is to run concurrently with their terms as Trustees.

SEVENTH: The names of the persons elected as Trustees and their term of office, is as follows: Richard G. Myers, President to hold office until the third annual election of Trustees thereafter; Roger L. Ridenour, Vice President, to hold office until the third annual election of Trustees thereafter; Ralph O. Kifer, Secretary-Treasurer, to hold office until the third annual election of Trustees thereafter; Elvin M. Keller, to hold office until the third annual election of Trustees thereafter; LeRoy R. Sparks, to hold office until the third annual election of Trustees thereafter; Alan W. Robinson, to hold office until the third annual election of Trustees thereafter; and George E. Miller, to hold office until the third annual election of Trustees thereafter.

EIGHTH: The annual meeting of the membership shall be held on the first Wednesday of October of each successive calendar year hereafter; and the annual election of Officers and Trustees shall be held on the first Wednesday in October of each successive calendar year hereafter.

NINTH: The principal place of worship, and the post office address of the principal office of said congregation is: Kingdom Hall, 30 Nottingham Road, Hagerstown, Washington County, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is: Richard G. Myers, 217 Rock Willow Avenue, Hagerstown, Maryland, 21740. Said Resident Agent is an individual actually residing in this State.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 31st day of JANUARY, 1969.

WITNESS:

<u>Monte U. Hughes</u>	<u>Richard G. Myers</u> (SEAL) Richard G. Myers
<u>Forest L. Lupton</u>	<u>Roger L. Ridenour</u> (SEAL) Roger L. Ridenour
<u>Lynette W. Robinson</u>	<u>Ralph O. Kifer</u> (SEAL) Ralph O. Kifer
<u>Elvin M. Keller</u>	<u>Elvin M. Keller</u> (SEAL) Elvin M. Keller
<u>Charles V. Ridenour</u>	<u>LeRoy R. Sparks</u> (SEAL) LeRoy R. Sparks
<u>William G. Schenck</u>	<u>Alan W. Robinson</u> (SEAL) Alan W. Robinson
<u>Gilbert Schenck</u>	<u>George E. Miller</u> (SEAL) George E. Miller
<u>James J. Reed</u>	

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

I HEREBY CERTIFY, That on this 31st day of January, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Richard G. Myers, Roger L. Ridenour, Ralph O. Kifer, Elvin M. Keller, LeRoy R. Sparks, Alan W. Robinson and George E. Miller, and each acknowledged the foregoing Articles of Incorporation to be his respective act and deed.

WITNESS my hand and Notarial Seal.

My commission expires:
July 1, 1969

Catherine L. Black
Notary Public



ARTICLES OF INCORPORATION

OF

"HAGERSTOWN, MARYLAND, CONGREGATION OF JEHOVAH'S WITNESSES, EAST UNIT."

approved and received for record by the State Department of Assessments and Taxation of Maryland February 4, 1969 at 8:30 o'clock M. as in conformity with law and ordered recorded.

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD RECEIPT NO. MAY 26 2 20 PM '69 LIBER FOX10 LAND VAUGHN J. BAKER ACT. CLERK

A 8274

Recorded in Liber 7711, folio 409, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ Recording fee paid \$ 10.00

300

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartgis



Received for record May 26, 1969 at 2:02 P.M. Liber 18, Receipt No. 71503

ARTICLES OF INCORPORATION
OF
MT. ZION MENNONITE CHURCH, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Lester Albin, whose post office address is Route 4, Hagerstown, Maryland; Abram M. Baer, whose post office address is Maugansville, Maryland; Leroy W. Eavey, whose post office address is Route 1, Keedysville, Maryland; Lewis M. Lehman, whose post office address is Route 3, Hagerstown, Maryland; Adam R. Martin, whose post office address is Maugansville, Maryland; and Robert L. Whetzel, Route 1, Keedysville, Maryland; each being at least twenty-one years of age and all being discreet and sober persons, elected by the members of the Mt. Zion Mennonite Church to act as Trustees in the name and on behalf of said Congregation to manage the estate, property and interest of the same, do hereby associate ourselves as incorporators with the intention of forming a religious corporation under and by virtue of the special provisions of the General Laws of the State of Maryland.

SECOND: The name of the Congregation and of the Corporation shall be MT. ZION MENNONITE CHURCH, INC.

THIRD: The plan and purpose of the Corporation adopted by the members of the Congregation electing the Trustees are as follows:

(1) To adopt a seal constitution and bylaws, to purchase, receive, hold, manage and transfer property, to mortgage,

lease, pledge, encumber and hypothecate property and further to facilitate the management of its corporate affairs in such a manner as may be directed by the Congregation of the Mt. Zion Mennonite Church from time to time in conformity with its constitution and bylaws.

(2) To conduct a church for the worship of God according to the teachings of the Lord Jesus Christ and His Apostles, as taught in the New Testament and interpreted in the Discipline and Rules of the Lancaster Conference of the Mennonite Church, and to spread the aforesaid teachings throughout the world, as an independent branch or part of the Lancaster Conference.

FOURTH: Four trustees shall be elected by the Congregation, one of whom shall be elected each year at the annual business meeting for a four year term. No one shall be elected trustee who is not a communicant member of full age in good standing of this Church. The trustees shall be elected by the communicant members of the Church in good and regular standing. Vacancies on the Board of Trustees by reason of death, resignation or removal for other cause shall be filled at the next annual meeting of the Corporation unless the Trustees by resolution call a special meeting for such purpose.

FIFTH: Robert L. Whetzel shall serve until the next annual meeting of the Congregation in 1969 and at the next annual meeting of the corporation his successor shall be elected for a full term of four years. Leroy W. Eavey shall serve until the annual meeting of the Corporation in 1970 and at said annual meeting

of the corporation his successor shall be elected for a full term of four years. Lester Albin shall serve until the annual meeting of the Corporation in 1971 and at said annual meeting of the corporation his successor shall be elected for a full term of four years. Lewis M. Lehman shall serve until the annual meeting of the Corporation in 1972 and at said annual meeting of the corporation his successor shall be elected for a full term of four years.

SIXTH: The officers of the corporation to be designated by the Board of Trustees shall be a President, Vice-President, Secretary and Treasurer, all of which officers shall be named by the Trustees from among their own membership except that the Treasurer need not be a member of the Board of Trustees.

SEVENTH: The affairs of the corporation shall be managed in accordance with the Rules, Regulations and Discipline of the Lancaster Conference of the Mennonite Church. The members of the corporation shall be such persons who are qualified members in good standing under the requirements, rules and regulations of the respective conference as provided in the Rules, Regulations and Discipline of the Lancaster Conference of the Mennonite Church.

EIGHTH: The Church shall be located in Washington County, Maryland and the mailing address of the corporation is Mt. Zion Mennonite Church, C/O Abram M. Baer, Maugansville, Maryland. The Resident Agent of the corporation is Abram M. Baer whose post office address is Maugansville, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

NINTH: No part of the earnings or assets of the corporation shall ever inure to or for the benefit of any members of the Corporation; and upon dissolution of the corporation, the assets shall be distributed to a charitable organization which shall be named by the trustees, which organization shall be qualified as an exempt corporation under the Federal Income Tax Provision of the Internal Revenue Code.

IN WITNESS WHEREOF, we, the Trustees, have signed these Articles of Incorporation on this 31st day of December, 1968.

Lester Albin (SEAL)
Lester Albin

Abram M. Baer (SEAL)
Abram M. Baer

Leroy W. Eavey (SEAL)
Leroy W. Eavey

Lewis M. Lehman (SEAL)
Lewis M. Lehman

Adam R. Martin (SEAL)
Adam R. Martin

Jean Pickett
Witness

Robert L. Whetzel (SEAL)
Robert L. Whetzel

STATE OF MARYLAND, WASHINGTON COUNTY-to-wit:

I HEREBY CERTIFY, that on this 31st day of December, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Lester

Albin, Abram M. Baer, Leroy W. Eavey, Lewis M. Lehman, Adam R. Martin and Robert L. Whetzel and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

WITNESS my hand and Notarial Seal.



Jean Pickett
Notary Public

My commission expires:
July 1, 1969

ARTICLES OF INCORPORATION
OF
MT. ZION MENNONITE CHURCH, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.
MAY 26 2 20 PM '69
LIBER _____ FOLIO _____
LAND
VAUGHN J. DAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 29, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8182

Recorded in Liber 7710, folio 433, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

302

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Hartman



Received for record May 26, 1969 at 2:02 P.M. Liber 18, Receipt No. 71503

ARTICLES OF INCORPORATION

OF

MAR VON INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS MARVIN L. ISANOGLA, WHOSE POSTOFFICE ADDRESS IS 1094 SOUTH POTOMAC STREET, HAGERSTOWN, MARYLAND, BETTY L. ISANOGLA, WHOSE POSTOFFICE ADDRESS IS 1094 SOUTH POTOMAC STREET, HAGERSTOWN, MARYLAND, AND DON L. WEST, WHOSE POSTOFFICE ADDRESS IS 228 WEST SIDE 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:

MAR VON INC.

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

(A) TO ACQUIRE BY PURCHASE OR OTHERWISE, OWN, HOLD, BUY, SELL, CONVEY OR LEASE A TAVERN, NIGHTCLUB, COCKTAIL LOUNGE, OR OTHER RECREATIONAL BUSINESS.

(B) TO SURVEY, SUBDIVIDE, PLAT, IMPROVE AND DEVELOP LANDS FOR PURPOSES OF SALE OR OTHERWISE, AND TO DO AND PERFORM ALL THINGS NEEDFUL AND LAWFUL FOR THE DEVELOPMENT AND IMPROVEMENT OF THE SAME FOR RESIDENCE, TRADE, OR BUSINESS.

(C) TO MANUFACTURE, PURCHASE OR OTHERWISE ACQUIRE, HOLD, MORTGAGE, PLEDGE, SELL, TRANSFER, 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, 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.

(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 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 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 VOGUE ROOM, 57 SOUTH POTOMAC STREET, HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS MARVIN L. ISANOGLA WHOSE POST OFFICE ADDRESS IS 1094 SOUTH POTOMAC 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 (TEN THOUSAND) OF THE PAR VALUE OF \$10.00 (TEN 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 (ONE HUNDRED THOUSAND 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 MARVIN L. ISANOGLA, BETTY L. ISANOGLA AND DON L. WEST.

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 THREE-FOURTHS 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 30 DAY OF January A. D., 1969.

WITNESS:

Lucille E. Mowen

Lucille E. Mowen

Lucille E. Mowen

Marvin L. Isanogle
MARVIN L. ISANOGLA

Betty L. Isanogle
BETTY L. ISANOGLA

Don L. West
DON L. WEST

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 30 DAY OF January A.D., 1969, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, IN AND FOR WASHINGTON COUNTY, PERSONALLY APPEARED MARVIN L. ISANOGLA, BETTY L. ISANOGLA AND DON L. WEST AND SEVERALLY ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.



IN TESTIMONY WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY NAME AND AFFIXED MY OFFICIAL NOTARIAL SEAL, THE DAY AND YEAR LAST ABOVE WRITTEN.

Lucille C. Mason
NOTARY PUBLIC

COMMISSION EXPIRES:
7/1/69

ARTICLES OF INCORPORATION
OF
MAR VON INC.

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. _____
MAY 26 2 20 PM '69
LIBER _____ FOLIO _____
LAND
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 31, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8243

Recorded in Liber 7711, folio 258, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

306

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartgis



Received for record May 26, 1969 at 2:02 P.M. Liber 18, Receipt
No. 71503

ARTICLES OF INCORPORATION
OF
ROBERT W. BLAIR, INC.

FIRST: We, the undersigned, ROBERT W. BLAIR, whose post office address is Route #5, Hagerstown, Maryland; DOLLIE M. BLAIR, whose post office address is Route #5, Hagerstown, Maryland; and DAVID K. POOLE, JR., whose post office address is 138 West Washington 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: ROBERT W. BLAIR, 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 and public works of all kinds, and for the improvements 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 hereinmentioned.

B. To carry on the primary business in which the Corporation intends to initially engage; to employ engineers, architects, builders, and contractors for the purpose of or in connection with the construction, erecting, altering, repairing, improving or doing any other work in connection with any houses, industrial buildings, plants, workshops, factories, schools or other buildings, works or structures or every kind or character, and to manufacture, buy, sell, purchase, distribute, and deal in any and all kinds of building materials, building supplies, or products of any and every kind or character, and to do any and all things necessary and proper to effect such purpose.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object, or business, in any manner to limit or restrict the generality of any other purpose, object of 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 limitation 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 #5, Hagerstown, Maryland. The resident agent of the Corporation is ROBERT W. BLAIR, whose post office address is Route #5, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: That the 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 per share, all of which shares are common stock 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 qualified are: ROBERT W. BLAIR, DOLLIE M. BLAIR, and DAVID K. POOLE, JR.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation of the 3rd day of February, 1969.

WITNESS:

Mary Bishop

Robert W. Blair (SEAL)
Robert W. Blair

Dollie M. Blair (SEAL)
Dollie M. Blair

David K. Poole, Jr. (SEAL)
David K. Poole, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this *3rd* day of *February*, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared ROBERT W. BLAIR, DOLLIE M. BLAIR, and DAVID K. POOLE, JR., and severally acknowledged the foregoing Aritcles of Incorporation to be their act.

WITNESS MY Hand and Official Notarial Seal.



Mary Bishop
Notary Public

My Commission Expires:
July 1, 1969

ARTICLES OF INCORPORATION
OF
ROBERT W. BLAIR, INC.

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. _____
MAY 26 2 20 PM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 4, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8264

Recorded in Liber 7711, folio 359⁴, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County 308

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 L. Bortone



Received for record May 26, 1969 at 2:02 P.M. Liber 18, Receipt No. 71503

ARTICLES OF INCORPORATION

OF

HANCOCK ENTERPRISES, INC.

We, the undersigned, Roy E. Snyder, of 24 East Main Street, Hancock, Maryland; and Jessie B. Snyder, of 24 East Main Street, Hancock, Maryland; and Filmer W. Burton, of 24 East Main Street, Hancock, Maryland, 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.

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

HANCOCK ENTERPRISES, INC.

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

(a) To buy, sell, exchange and generally deal in real properties, improved and unimproved, and buildings of every class and description; to improve, manage, operate, sell, buy, mortgage, lease, or otherwise acquire or dispose of any property, real or personal, and take mortgages and assignment of mortgages upon the same; to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise; to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the good will, stock, rights, and property of any person, firm, association, or corporation, paying for the same in cash, stock or bonds of this corporation; to draw, make, accept, indorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments, or obligations of the corporation, from time to time, for any of the objects or purposes of the corporation; to carry on all or any of its operation without restriction or limit as to amount; to purchase, acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any state, district, territory, colony, or foreign country subject to the laws of such state, territory, or foreign country.

(b) To purchase, improve, develop, lease, exchange, subdivide, plat, 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.

(c) To manage, improve, develop, and turn to account any land or contracts for purchase or sale of lands acquired by the company, or in which the company is interested, and, in particular, laying out town sites,

establishing towns, and improving the same by laying out and preparing the same for building purposes, constructing, altering, and improving buildings thereon, and by planting, paving, draining, irrigating, cultivating, letting on building lease or building agreement, and by advancing money to, making subscriptions for, and entering into contracts and arrangements of all kinds with buildings, tenants and others.

(d) To engage in the general speculative home or business, or industrial building business, including the erection of homes, apartments, retail stores, warehouses, or manufacturing plants; to operate a contracting business; to purchase, own, hold, and sell real property, improved and unimproved, or any interest therein or easement thereon; to loan money upon real property and to accept secured and unsecured notes as collateral for same; to execute notes, deeds of trust, mortgages, chattel mortgages; to enter into leases as landlord or tenant; to perform or do any act customarily performed or done by a contractor and builder, speculative builder, subdivider, or real property development; to invest in and hold for investment any and all real property, shares of stock, bonds, government, private or corporate; to exchange and enter into agreements of exchange of one parcel of real property for another parcel of real property.

(e) To engage in the acquiring by purchase, exchange, construction, or other means, and thereafter in owning, maintaining, operating, and carrying on an institution, boarding home, or other establishment suitable for the reception, care, and treatment of elderly or chronically ill persons.

(f) To act as a general contractor for the construction, repairing and remodeling of buildings and public works 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 things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned.

(g) To process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials of all kinds, including lumber, roofing, insulating materials, plaster, wall, tile, ornamental and other boards, brick, concrete, structural steel, re-enforcing steel, glass, stone, pottery, tile, lighting fixtures, hardware, bathroom fixtures, plumbing supplies, electrical supplies, cements and plasters, stucco, stone and gravel, resinous waxes, textiles, incinerators, cesspools and septic tanks, fencing, wire and staples, waterproofing materials, rubber, linoleums, carpets, builders' tools and machinery, and any and every other material, appurtenance, or process useful in, necessary for, or convenient in building, construction, engineering, and maintenance.

(h) To build, erect, construct, lease, or otherwise acquire, manage, occupy, maintain, and operate buildings for hotel purposes, dwelling houses, apartment houses, office buildings, and lands, buildings for hotels, apartment houses, dwelling houses, office buildings, and business structures of all kinds for the accommodation of the public and of individuals. To keep, manage, conduct, and operate hotels, apartment houses, dwelling houses, restaurants, lunch and tea rooms, barber shops, billiard halls, cafes, and bars, for the accommodation of the public and of individuals.

(i) 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.

(j) 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.

(k) 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 of 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.

(l) 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.

(m) 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.

(n) To act as agent or broker for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, automobiles, trucks and other motor vehicles, boiler, elevator, accident, health,

burglary, rent, marine, credit, and life insurance, property insurance, real estate title insurance, and all other kinds of insurance, the collection of premiums, and doing such other business as may be delegated to agents or brokers by such companies and to conduct a general insurance agency and insurance brokerage business.

(o) 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.

(p) 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.

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

THIRD: The Post Office address of the principal offices of the corporation in the State of Maryland is 21 West Main Street, Hancock, Maryland. The resident agent of the corporation is Roy E. Snyder, who is a citizen of Maryland and actually resides therein and whose Post Office address is 21 West Main Street, Hancock, Maryland.

FOURTH: The total number of shares of stock which the corporation has the 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.

FIFTH: There shall exist no pre-emptive rights on the part of the holders of issued and outstanding shares of this Corporation of any class to acquire unissued shares thereof, but such unissued shares may be sold or issued 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.

SIXTH: The shares of this Corporation shall further be restricted in that any sale contemplated of the shares must be according to the following terms and conditions:

(a) The shares must first be offered to the corporation for the anticipated sale price and the corporation shall have thirty (30) days within which to accept or reject the offer of sale.

(b) If the shares to be sold are not then acquired by the corporation, then the shares must be offered in writing to the other shareholders of record on the date of offer at the price offered for sale. Such shareholders of record shall likewise have thirty (30) days within which to accept or reject such offer of sale.

(c) If neither the corporation nor the shareholders exercises their right hereinabove specified to purchase these shares, then these shares may be sold at the price offered or for any greater price without further notification to either the Corporation or other shareholders for a period of one year.

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 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.

(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, 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.

(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.

EIGHTH: The Board of Directors shall consist of three (3) in number and the names and addresses of the initial Directors who are to hold office until the first election of Directors are as follows:

Roy E. Snyder 24 East Main Street
Hancock, Maryland

Jessie B. Snyder 24 East Main Street
Hancock, Maryland

Filmer W. Burton 24 East Main Street
Hancock, Maryland

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 11th day of February, 1969.

Witness:

[Signature]
[Signature]
[Signature]
Roy E. Snyder
Roy E. Snyder
Jessie B. Snyder
Jessie B. Snyder
Filmer W. Burton
Filmer W. Burton

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

THIS IS TO CERTIFY, that on this 11th day of February, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Roy E. Snyder, Jessie B. Snyder, and Filmer W. Burton, 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:
July 1, 1969

[Signature]
Notary Public



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. _____
MAY 26 2 20 PM '69
LIBER _____ FOLIO _____
LAND _____
VACANT J. BAKER ACT. CLERK

ARTICLES OF INCORPORATION
OF
HANCOCK ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 13, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8420

Recorded in Liber 7713, folio 106⁷ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

322

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 W. Barton



Received for record May 26, 1969 at 2:02 P.M. Liber 18, Receipt No. 71503

P. J. PRYOR, INC.

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Certificate of Incorporation of P. J. PRYOR, INC., a Maryland Corporation having its principal office located at Chewsville, Maryland, (hereinafter called the Corporation), is hereby amended by striking out Section Second of the said Certificate of Incorporation and inserting in lieu thereof the following:

SECTION SECOND: The name of the Corporation shall be:

RALPH D. PRYOR, PLUMBING AND HEATING, INC.

SECOND: That the Board of Directors of the Corporation at a meeting duly convened and held on December 18, 1968, duly advised the amendment to the Certificate of Incorporation hereinabove set forth, by passing a resolution declaring that said amendment is advisable and calling a special meeting of stockholders to take action thereon.

THIRD: That the special meeting of stockholders of the Corporation called by the Board of Directors of the Corporation as aforesaid and duly warned in the manner provided by law, was held at the principal office of the Corporation at Chewsville, Maryland, on December 18, 1968, and at said meeting of the stockholders, by the affirmative vote of the holders of more than two-thirds of all the shares of the common stock outstanding and entitled to vote, duly adopted the amendment to the Certificate of Incorporation hereinabove set forth.

IN WITNESS WHEREOF, P. J. PRYOR, INC, has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereto affixed and attested by its Secretary on the 20th day of December, 1968.



P. J. PRYOR, INC.,

By Ralph D. Pryor
Ralph D. Pryor, President

ATTEST:

Lucille Pryor
Lucille Pryor, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 20th day of December, 1968, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Ralph D. Pryor, President of P. J. PRYOR, 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 Lucille Pryor, and made oath in due form of law that she 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 her knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.



Mary Bishop
Notary Public

My Commission Expires:
July 1, 1969

ARTICLES OF AMENDMENT
OF

P. J. PRYOR, INC.

changing its name to

RALPH D. PRYOR, PLUMBING AND HEATING

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO.

MAY 26 2 20 PM '69

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 31, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8221

Recorded in Liber 2711, folio 95³, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

304

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartkus



Received for record May 26, 1969 at 2:02 P.M. Liber 18, Receipt No. 71503

MARTIN'S FOOD MARKET, INC.

ARTICLES OF AMENDMENT

MARTIN'S FOOD MARKET, INC., a Maryland Corporation, having its principal office in Washington County, Maryland, (hereinafter called the "corporation"), hereby certifies to the State Tax Commission of Maryland, that

FIRST: The Charter of the corporation is hereby amended by striking out ARTICLE SECOND of the Articles of Incorporation, and inserting in lieu thereof, the following:

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

COUNTRY MART, INC.

SECOND: The amendment to the charter of the corporation herein made consists only of a change in the name of the corporation from Martin's Food Market, Inc. to Country Mart, Inc.; and the same amendment was approved by vote of a majority of the entire Board of Directors at a meeting duly convened and held on January 10, 1969.

THIRD: Notice setting forth the said amendment of the charter and stating that the 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.

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 affirmed vote of two-thirds of all the 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, Martin's Food Market, Inc., has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereto affixed and attested by its Secretary, on January 20, 1969.

MARTIN'S FOOD MARKET, INC.

By Menno A. Martin
Menno A. Martin, President

Attest as to Corporate Seal:

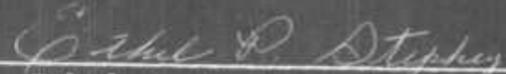
Maurice S. Martin
Maurice S. Martin, Secretary



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 20th day of January, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Menno A. Martin, President of Martin's Food Market, 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 Maurice S. Martin, and made oath in due form of law that he was secretary of the Meeting of the Board of Directors ^{4 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.


Ethel P. Stephey, Notary Public

My commission expires:
July 1, 1969



ARTICLES OF AMENDMENT
OF
MARTIN'S FOOD MARKET, INC.
changing its name to
COUNTRY MART, INC.

STATE OF MD. WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. _____
MAY 26 2 20 PM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN LEASER, T. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 28, 1969 at 3:30 o'clock P. M. as in conformity
with law and ordered recorded.

A 8127

Recorded in Liber 7710, folio 56, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

296

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

[Handwritten Signature]



Received for record May 26, 1969 at 2:02 P.M. Liber 18, Receipt No. 71503

THESE ARTICLES OF SALE, Made this 28th day of January, A.D., 1969, by and between COUNTRY MART, INC., a Maryland Corporation, Transferor, and MARTIN'S FOOD MARKET, INC., a Maryland Corporation, Transferee.

WITNESSETH:

1. Country Mart, Inc., Transferor, agrees to sell and transfer to Martin's Food Market, Inc., Transferee, all of the goods, wares, merchandise, supplies and stock in trade, and all the furniture, fixtures and equipment (including leasehold improvements) located in the premises at 2315 Pennsylvania Avenue, Hagerstown, Maryland, on January 28, 1969.

2. The Transferee is Martin's Food Market, Inc., a corporation, whose post office address is 2315 Pennsylvania Avenue, Hagerstown, Maryland.

3. Country Mart, Inc., the Transferor was duly incorporated under the laws of the state of Maryland, and is an existing corporation; the Transferee, Martin's Food Market, Inc., is a corporation organized under the laws of the state of Maryland and is an existing corporation.

4. The nature and amount of the consideration to be paid by the Transferee for all the goods, wares, merchandise and stock in trade is approximately One Hundred Fifty Thousand (\$150,000.00) Dollars, (subject to verification), payable in cash at the time of transfer on January 28, 1969. That the consideration to be paid by the Transferee for the furniture, fixtures and equipment (including leasehold improvements) is One Hundred Seventy-five Thousand,

Eight Hundred Dollars and Eighty-seven Cents (\$175,800.87), which said amount, Fifty-eight Thousand, Six Hundred Dollars and Twenty-nine Cents (\$58,600.29) was to be paid in cash at the time of transfer. The balance thereof, to be secured by a promissory note and chattel mortgage in the amount of One Hundred Seventeen Thousand, Two Hundred Dollars and Fifty-eight Cents (\$117,200.58), payable in two equal annual installment, with interest at five and one-half (5½%) percent per annum.

5. The principal offices of the Transferor in the State of Maryland, is located in Washington County, Maryland, and the Transferor corporation owns no property in other counties of this state, the title to which could be affected by the recording of an instrument among the Land Records. The principal office of Martin's Food Market, Inc., the Transferee, is located in Washington County, 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 the Transferor, and by the laws of the State of Maryland.

WITNESS the corporate name of the Transferor and the Transferee, duly subscribed by their respective presidents, and their respective seal hereto affixed and duly attested

by their respective secretaries, the day and date first above made.



COUNTRY MART, INC.

By Menno A. Martin
Menno A. Martin, President

ATTEST AS TO CORPORATE SEAL:

Maurice S. Martin
Maurice S. Martin, Secretary

MARTIN'S FOOD MARKET, INC.

By [Signature]
President

ATTEST AS TO CORPORATE SEAL:
Secretary

NORMAN B. ZIGLETT, SR.



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 28th day of January, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared' Menno A. Martin, President of Country Mart, Inc., 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 Maurice S. Martin, who did solemnly affirm 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.

E. Paul P. [Signature]
Notary Public



My commission expires:
July 1, 1969

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 28th day of January, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared

Lee H. Javitch, Pres. Martin's Food Market, Inc., Transferee, and acknowledged the foregoing Articles of Sale to his act and deed.

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

Estel P. Stephens

Notary Public

My commission expires:
July 1, 1969



ARTICLES OF SALE

COUNTRY MART, INC. (Transferor) - Md. Corp.
and
MARTIN'S FOOD MARKET, INC. (Transferee) Md. Corp.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. _____
FEB 16 2 20 PM '59
LIBER _____ FOLIO _____
LAND CLERK
MAYOR & COUNTY CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 3, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8262

Recorded in Liber 2711, folio 349 ⁵ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County ³⁰⁸

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Hartman



Received for record May 26, 1969 at 2:02 P.M. Liber 18, Receipt No. 71503

EL CORTEZ MOTEL CORPORATION

ARTICLES OF SALE

THIS IS TO CERTIFY, That El Cortez Motel Corporation, a Maryland Corporation, having its principal office at 2772 Virginia Avenue Extended, Williamsport, R. F. D. #2, Washington County, Maryland, 21795, (hereinafter called the "Transferor Corporation") and John E. Minnich and Lila M. Minnich, his wife, whose post office address is Boonsboro, R. F. D. #2, Washington County, Maryland, 21713, (hereinafter called the "Transferees") hereby certify to the Maryland State Department of Assessments and Taxation, that:

FIRST: That said Transferor Corporation agrees to transfer and, by these presents, hereby transfers, and said Transferees agree to accept, and, by these presents, hereby accept as of January 8, 1969, all or substantially all of the property and assets of the Transferor Corporation, consisting of Transferor's tangible personal property, namely, equipment, fixtures, stock-in-trade, etc., and its real property, all situate at 2772 Virginia Avenue Extended, Williamsport, R. F. D. #2, in Washington County, Maryland.

SECOND: That the name and post office address of the principal place of business of the Transferees is, as above stated, John E. Minnich and Lila M. Minnich, his wife, Boonsboro, R. F. D. #2, Washington County, Maryland, 21713.

THIRD: That the Transferor Corporation is El Cortez Motel Corporation, a Maryland Corporation, duly incorporated under the laws of the State of Maryland.

FOURTH: That the nature and amount of the consideration to be paid by the Transferees for said property and assets of the

Transferor Corporation are as follows: In accordance with the plan of liquidation, pursuant to Section 333 of the 1954 U. S. Internal Revenue Code, duly adopted at a joint special Meeting of the Board of Directors and the Stockholders of the Transferor Corporation held on January 8, 1969, the Transferees, being the holders and owners of all outstanding stock of Transferor Corporation, exchanged said stock for the assets and liabilities of Transferor Corporation, consisting of real property valued at \$78,000.00, and personal property valued at \$12,000.00, for a total of \$90,000.00, all of which property was used by Transferor Corporation in the conduct of the sole business known as "El Cortez Motel".

FIFTH: That the principal offices of the Transferor Corporation and the Transferees are located in Washington County, State of Maryland, and not within any other County or City of the State of Maryland, and the real property and the tangible personal property transferred as aforesaid was substantially all the property owned by the Transferor Corporation. That the Transferor Corporation owned only the aforesaid tangible personal property and real estate, the title to which could be affected by the recording of an instrument among the Records in the Office of the Clerk of the Circuit Court in only Washington County, Maryland, and not within any other County or in Baltimore City in the State of Maryland.

SIXTH: That these Articles of Sale were duly advised by the Board of Directors and unanimously approved by the stockholders of the Transferor Corporation in the manner and by the vote required by Article 23 of the Annotated Code, Public Laws of the State of Maryland, as well as by its charter, and likewise approved by said Transferees.

WITNESS the Corporate name of the Transferor Corporation

duly signed by the President and its corporate seal hereto affixed and duly attested by its Secretary this 21st day of January, A.D., 1969, and the hands and seals of said Transferees.

(CORPORATE SEAL)

EL CORTEZ MOTEL CORPORATION

Attest:

By John E. Minnich
John E. Minnich, President

Lila M. Minnich
Lila M. Minnich, Secretary

Witness:

John E. Minnich (SEAL)
John E. Minnich

John J. Culp

Lila M. Minnich (SEAL)
Lila M. Minnich
Transferees

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

I HEREBY CERTIFY, That on this 21st day of January, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John E. Minnich, President of El Cortez Motel Corporation, a Maryland Corporation, Transferor Corporation, and acknowledged the foregoing Articles of Sale to be the act of said Corporation.

WITNESS my hand and Official Notarial Seal.



John J. Culp
Notary Public

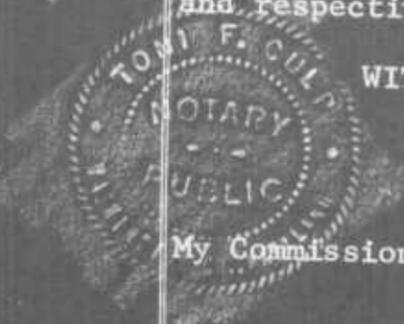
My Commission Expires: July 1, 1969

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

I HEREBY CERTIFY, That on this 21st day of January, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John E. Minnich and Lila M. Minnich, his wife, the within-named Transferees, and acknowledged the foregoing Articles of Sale to be their joint

and respective act.

WITNESS my hand and Official Notarial Seal.



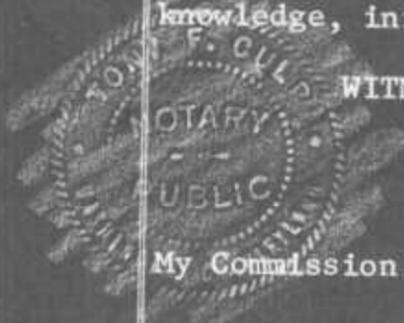
Tom F. Culp
Notary Public

My Commission Expires: July 1, 1969

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

I HEREBY CERTIFY, That on this 21st day of January, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John E. Minnich who made oath in due form of law that he was the Chairman of the Special Meeting of the stockholders of El Cortez Motel Corporation, a Maryland Corporation, at which the foregoing Articles of Sale were authorized and approved and that the matters and facts set forth in the foregoing Articles of Sale with respect to authorization and approval on the part of the Transferor are true to the best of his knowledge, information and belief, and at the same time personally appeared Lila M. Minnich and made oath in due form of law that she was Secretary of said Special Meeting of Stockholders of El Cortez Motel Corporation, at which said Articles of Sale were authorized and approved and that the matters and facts set forth in said Articles of Sale are true to the best of her knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.



Tom F. Culp
Notary Public

My Commission Expires: July 1, 1969

ARTICLES OF SALE
OF

EL CORTEZ MOTEL CORPORATION (Transferor)

and

JOHN E. MINNICH AND LILA M. MINNICH (Individual Transferees)

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JAN 26 2 20 PM '69
LIBER FOLIO
LAND CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 28, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8132

Recorded in Liber 7710 ⁵ folio 123, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00
2.00 Cert. land record office-Washington County
\$ 17.00 TOTAL

298

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Hartman



Received for record June 26, 1969 at 9:00 A.M. Liber 18,
Receipt No. 72794

FUNKSTOWN MARKET, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, HELEN M. SEMLER, whose post office address is Rt. #2, Smithsburg, Maryland; CORRINE L. DALEY, whose post office address is 1105 Orchard Hills Parkway, Hagerstown, Maryland; and WAYNE J. KERSHNER, whose post office address is 600 North Prospect 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: The name of the corporation (which is hereinafter called "the Corporation") is

FUNKSTOWN MARKET, INC.

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

- A. To engage in and carry on a retail grocery and notions business;
- B. To engage in and carry on a general merchandise business;
- C. To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, exchange, let, or in any manner encumber or dispose of real property wherever situated;
- D. To expressly possess all purposes as set forth in the General Incorporation Laws of the State of Maryland;
- E. To engage in and promote any legal activity, subject to the limitations relative to corporations which are contained in the General Laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is 119 E. Baltimore Street, Funkstown, Maryland. The resident agent of the Corporation is Helen M. Semler, whose post office address is Rt. #2, Smithsburg, Maryland. Said resident agent is a citizen of this State and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is ten thousand (10,000) shares, consisting of ten thousand (10,000) fully paid and non-assessable shares of common stock of the par value of TEN DOLLARS (\$10.00) each.

SIXTH: Subject to the General Laws of the State of Maryland, the voting power is vested exclusively in the holders of the common stock.

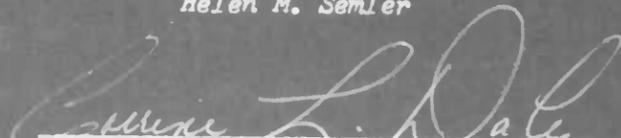
SEVENTH: The number of the directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualified, are HELEN M. SEMLER, CORRINE L. DALEY and WAYNE J. KERSHNER.

EIGHTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this day of February, A.D. 1969.


Helen M. Semler


Corrine L. Daley

TEST:

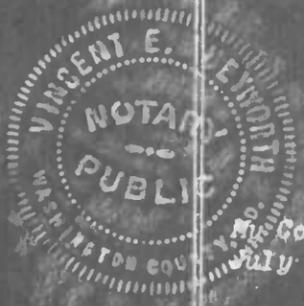



Wayne J. Kershner

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 20th day of February, A.D. 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Helen M. Semler, Corrine L. Daley, and Wayne J. Kershner, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and did each acknowledge the same to be their respective act.

WITNESS my hand and Official Notarial Seal.



Vincent E. Reynolds
Notary Public

My Commission Expires:
July 1, 1969

SEARCHED	INDEXED	SERIALIZED	FILED
FEB 20 1969			
FBI - WASHINGTON			

ARTICLES OF INCORPORATION
OF
FUNKSTOWN MARKET, INC.

STATE OF MD. WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 7274
JUN 26 9 00 AM '69
LIBER FOLIO
ANG B
VICTOR J. BAKER, CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland February 21, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 8589

Recorded in Liber 7715-34⁴, folio 34, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

385

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartges



Received for record June 26, 1969 at 9:00 A.M. Liber 18, Receipt
No. 72794

ARTICLES OF INCORPORATION

OF

J. & J. AMUSEMENTS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Jack E. Pendleton, whose postoffice address is 509 North Mulberry Street, Hagerstown, Maryland; James R. Pendleton, whose postoffice address is 382 South Cleveland Avenue, Hagerstown, Maryland; and Pamela S. Pendleton, whose postoffice address is 382 South Cleveland 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: The name of the corporation (which is hereinafter called the Corporation) is J. & J. AMUSEMENTS, INC.

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

(a) To establish and conduct a general amusement enterprise, and to furnish amusement to the public.

To acquire, establish, own, hold, sell, lease, conduct and manage fairs, carnivals, exhibitions, theatrical productions or amusement enterprises of every kind and nature.

To purchase, acquire, develop, sell, lease, let, own and manage fair grounds, theaters, playhouses, gardens, opera

houses, or other ground or places for exhibitions and amusements of every kind and nature.

To erect, maintain, purchase, rent, hire, lease, let or otherwise acquire and dispose of buildings, structures, equipment or devices for said purpose.

To acquire, sell, mortgage, lease, let or otherwise acquire and dispose of all real or personal property necessary or convenient to such business.

To employ performers, exhibitors, or other persons for the purpose of the business, and to give prizes to contestants or exhibitors.

To grant to other persons, firms or corporations the right, privilege or concession to carry on any kind of business or enterprise on the premises of the corporation on such terms as may be deemed expedient or proper.

To generally acquire, hold, manage and dispose of property of every kind pertaining to such business, and do everything necessary and proper to the conduct of said business.

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

assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, goodwill, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(c) 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.

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

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

and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to 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 509 North Mulberry Street, Hagerstown, Maryland. The resident agent of the Corporation in this State is James R. Pendleton, whose postoffice address is 382 South Cleveland 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 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. Stocks subscribed for shall not be sold by the subscriber or his heirs to any other person without first being offered to the Corporation at book value, as it may be determined by the Corporation's accountant as of the date of such offer, which offer the Corporation may accept anytime within Sixty (60) days after the date of such offer.

SIXTH: The number of directors of the Corporation shall be 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 Jack E. Pendleton, James R. Pendleton and Pamela S. Pendleton.

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) 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 day of *February 28*, 1969.

Witness:

Sandra M. Muen

Jack E. Pendleton
Jack E. Pendleton

Sandra M. Muen

James R. Pendleton
James R. Pendleton

Pamela S. Pendleton
Pamela S. Pendleton

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 28th day of February, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Jack E. Pendleton, James R. Pendleton and Pamela S. Pendleton, and each acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Sandra D. Hume
Notary Public



My commission expires:
7/1/69

ARTICLES OF INCORPORATION
OF
J. & J. AMUSEMENTS, INC.

STATE OF MD. WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 7274
JUN 26 9 00 AM '69
LIBER FOLIO
LAND VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 4, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8798

Recorded in Liber 7717¹⁰, folio 183, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 23.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartgis



Received for record June 26, 1969 at 9:00 A.M. Liber 18,
Receipt No. 72794

ARTICLES OF INCORPORATION

OF

HORN CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, George F. Horn, Jr., whose post office address is Route #2, Downsville Pike, Hagerstown, Maryland, 21741; Robert D. Horn, whose post office address is 1414 Church Street, Hagerstown, Maryland; and Herbert L. Rollins, whose post office address is 3 West Church Street, Frederick, Maryland 21701, 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: HORN CORPORATION.

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

(a) To engage in the business as mechanical contractors to include air conditioning, heating, electrical and plumbing work, and to also engage in the manufacture, sale and installation of sheet metal 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 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, con-

tracts, 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.

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

FOURTH: The Post Office address of the principal office of the Corporation in this State is: Route #2, Downsville Pike, Hagerstown, Maryland 21741. The resident agent of the Corporation is: George F. Horn, Jr., whose Post Office address is Route #2, Downsville Pike, Hagerstown, Maryland, 21741. 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 of the par value of \$100.00 each, all of which shares are of one class and are designated as Common Stock. The aggregate par value of the shares is \$100,000.00.

SIXTH: The Corporation shall have three directors: George F. Horn, Jr., Robert D. Horn and Herbert L. Rollins shall act as such until the first annual meeting or until their successors are duly chosen.

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 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 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 20TH day of February 1969.

Witness:

Betty P. Stubits
Betty P. Stubits

George F. Horn, Jr.
George F. Horn, Jr.

Robert D. Horn
Robert D. Horn

Mary E. Thompson
Mary E. Thompson

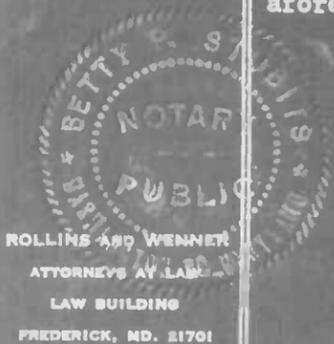
Herbert L. Rollins
Herbert L. Rollins

STATE OF MARYLAND
COUNTY OF WASHINGTON, TO-WIT:

I hereby certify that on this 20th day of February 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared George F. Horn, Jr. and Robert D. Horn, and did each acknowledge the foregoing Articles of Incorporation to be their respective act and deed.

Witness my hand and Notarial Seal.

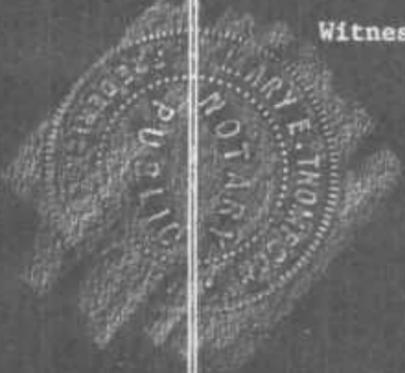
Betty P. Stubits
Betty P. Stubits
Notary Public



STATE OF MARYLAND
COUNTY OF FREDERICK, TO-WIT:

I hereby certify that on this 20th day of February 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Herbert L. Rollins, who acknowledged the foregoing Articles of Incorporation to be his act and deed.

Witness my hand and Notarial Seal.



Mary E. Thompson

Mary E. Thompson
Notary Public

ARTICLES OF INCORPORATION
OF
HORN CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. *2716*
JUN 26 9 00 AM '69
LIBER _____ FOLIO _____
LAND _____
FINANCIAL SERVICES ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 26, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8695

Recorded in Liber *2716*, folio *124*, 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

345

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Brantner



ARTICLES OF INCORPORATION

OF
"DONGER COMPANY, INCORPORATED"

THIS IS TO CERTIFY:

1. That We, Donald E. Smith, 1314 Orchard Hill Parkway, Hagerstown, Washington County, Maryland, 21740; Gerald Leon Doyle, 2310 Royal Road, Hagerstown, Washington County, Maryland, 21740; and Roland G. Stoddard, 1710 Cathedral Avenue, Hagerstown, Washington County, Maryland, 21740, all being of full legal age, do under and by ritue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

2. The name of the Corporation is " DONGER COMPANY, INCORPORATED."

3. The purpose for which and any of which this corporation is formed and the business or objects to be carried on and promoted by it are as follows:

A- To manufacture, purchase, sell both wholesale and retail television and radio equipment and parts of all kinds and description.

B- To purchase and sell wholesale all types of electronic and electrical equipment and tools, machinery, in fact, to buy and sell all merchandise having any relation to the electrical, radio, television and electronics industry.

C- To engage in and carry on a business of importing, exporting, manufacturing, producing, buying and selling and otherwise deal in and with goods, ware and merchandise of any and every class or description.

D- To engage in and carry on any other business which may be conveniently included in connection with any of the business of this corporation which business is principally the buying and selling of television and radio equipment and parts of all kinds, and electronic equipment, tools and machinery of all kinds.

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

F- To purchase, acquire by deed or lease, land and improvements for the purposes of operating a warehouse, display rooms, garages, factories, etc., which the Corporation will lease or sub-lease to various other corporations or individuals.

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

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

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

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

K- And in general to carry on any lawful business and to have and exercise all powers, rights, privileges carried on, conferred upon the corporation of this character by the said General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon a corporation of this character by the General Laws now or hereafter enforced; the enumeration of certain powers as herein specified are not intended to exclude any such powers, rights or privileges.

4. The principal office of the said Corporation in the State of Maryland will be located at 354 South Cannon Avenue, in Hagerstown, 21740 Washington County, Maryland, / and the resident agent of said Corporation in the State of Maryland is Roland G. Stoddard, whose address is 354 21740 South Cannon Avenue, Hagerstown, Maryland, / said agent is a resident of the State of Maryland, and actually resides therein.

5. The total amount of the authorized capital stock of the Corporation is ONE HUNDRED THOUSAND (\$100,000.00) DOLLARS, of the authorized capital stock, there shall be One Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars per share in common stock.

The following is a description of the class of stock with the voting powers, restrictions and qualifications thereof:

COMMON STOCK

The Common Stock shall be vested with exclusive voting power for the election of the Directors and for all other purposes except as may be otherwise provided by Statute.

And the Board of Directors shall have the power subject to any limitations or restrictions set forth in the Charter and to the limitations or restrictions set forth with respect to Charter Amendments to classify or reclassify any unissued stock by fixing or altering any one or more specified respects from time to time before the issuance of said stock the preference voting powers, instructions and qualifications of, the fixed annual dividends on and the terms and prices of redemption of such stock.

6. The Board of Directors are hereby empowered to authorize the issuance from time to time of not exceeding One Thousand (1,000) shares fully paid and non assessable shares of common Stock of the Corporation for money not less than One Hundred (\$100.00) Dollars per share thereof subject to such restrictions, if any, as may be set forth in the By-Laws of the Corporation.

7. The said Corporation shall have three (3) Directors, Donald E. Smith, Gerald Leon Doyle, and Roland G. Stoddard who shall act as such until the First Annual Meeting, or until their successors are duly chosen and qualified.

8. The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors who shall dictate its general business policy, and subject to any provisions or laws of the State of Maryland, or to the vote of its stockholders to determine all matters and questions pertaining to the business and affairs. In addition to the aforesaid business powers and to the powers conveyed by the Statute, the Board of Directors shall have the power to fix and vary amounts to be reserved as working capital; to direct and determine the use and disposition of any surplus and net profits over and above the capital stock paid in; to determine whether any, and if any, what part of any surplus or net profits shall be declared in dividends, and when to be paid to the Stockholders; and at its discretion the Board of Directors may use and apply any surplus, or accumulated profits in purchasing or acquiring bonds or other obligations.

9. The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Thirty (30) shares of fully paid and non-assessable stock of the par value of One Hundred (\$100.00) Dollars each of Common Stock as follows: Ten (10) shares of Common Stock of the par value of One Hundred (\$100.00) Dollars unto Donald E. Smith, for the following consideration, One Thousand (\$1,000.00) Dollars in cash; Ten (10) shares of fully paid and non-assessable stock to Gerald Leon Doyle, of the par value of One Hundred (\$100.00) Dollars per share, for the following consideration, One Thousand (\$1,000.00) Dollars in cash; and Ten (10) shares of fully paid and non-assessable stock to Roland G. Stoddard, of the par value of One Hundred (\$100.00) Dollars per share, for the following consideration: One Thousand (\$1,000.00) Dollars in cash.

10. The Board of Directors are hereby empowered to authorize the issuance from time to time of shares of its stock of any class whether now or hereafter authorized for such considerations as the Board of Directors may deem advisable subject to such restrictions or limitations if any as set forth in the By-Laws of the Corporation.

11. The duration of the Corporation shall be perpetual.

12. The above granted powers to the corporation and Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Board of Directors of the Corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and Seals this 20th day of February, A. D., 1969.

WITNESS:

Donald E. Smith (SEAL)
DONALD E. SMITH

Gerald Leon Doyle (SEAL)
GERALD LEON DOYLE

Margaret J. Greene

Roland G. Stoddard (SEAL)
ROLAND G. STODDARD

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

On this 20th day of February, A. D., 1969, before me, the undersigned Officer, a Notary Public of the State and County aforesaid, personally appeared Donald E. Smith, Gerald Leon Doyle, and Roland G. Stoddard, all of whom being personally known to me to be the persons whose names are subscribed to the foregoing Certificate of Incorporation, and did acknowledge that they executed the same as their respective act and deed, and further that they executed the same for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.

Margaret J. Greene
, Notary Public

My Comm. Ex: July 1, 1969

ARTICLES OF INCORPORATION
OF
DONGER COMPANY, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 7279
JUN 26 9 00 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN S. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 3, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8787

Recorded in Liber 7717, 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 \$ 17.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bantjes



Received for record June 26, 1969 at 9:00 A.M. Liber 18, Receipt No. 72794

ARTICLES OF INCORPORATION
OF
POTOMAC BEAUTY SALON, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Daniel W. Moylan, whose post office address is 300 Meadowbrook Drive, Hagerstown, Maryland, Shelby J. Crawford, whose post office address is Route 1, Fairplay, Maryland, and Geraldine M. Lum, whose post office address is 2307 Gay 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:

"POTOMAC BEAUTY SALON, INCORPORATED"

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

(a) To operate beauty salons and to carry on any business undertaking directly or indirectly associated with the operation of beauty salons, including but not limited to cutting, setting, rinsing, bleaching, dying and tinting of hair; the sale and fitting of wigs and hair pieces; facials, manicures and the sale of any and all cosmetics and beauty supplies.

(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, goodwill, franchises and assets of every kind, of any corporation, co-

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

(d) 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.

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

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

The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to 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 220 South Potomac Street, Hagerstown, Maryland. The resident agent of the Corporation is Daniel W. Moylan, 100 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 one hundred thousand (100,000) shares of capital stock of the par value of One Dollar (\$1.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000).

SIXTH: The Corporation shall have three (3) directors and Milton Heck, Helen Heck and Aubrey W. Johns 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) 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.

(c) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no 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) 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 of convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the

exclusion of holders of any or all other classes at the time existing.

(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, 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.

(g) 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 or 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 2nd day of January, 1969.

WITNESS AS TO ALL SIGNATURES:

Judith Ann Smith

Daniel W. Moylan
Daniel W. Moylan

Shelby J. Crawford
Shelby J. Crawford

Geraldine M. Lum
Geraldine M. Lum

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on the *9th* day of *January* 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Daniel W. Moylan, Shelby J. Crawford and Geraldine M. Lum 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.

Commission Expires

July 1, 1969

Judith Ann Smith
Notary Public



ARTICLES OF INCORPORATION
OF
POTOMAC BEAUTY SALON, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 22784
JUN 26 9 00 AM '69
LIBER _____ FOLIO _____
LAND
YAGUIN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 4, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8822

Recorded in Liber 7717, folio 364 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartges



Received for record June 26, 1969 at 9:00 A.M. Liber 18, Receipt No. 72794

ARTICLES OF INCORPORATION
OF
DIGBY PRODUCTS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, David W. Byron, whose post office address is 100 West Washington Street, Hagerstown, Maryland, Shelby J. Crawford, whose post office address is Route 1, Fairplay, Maryland, and Geraldine M. Lum, whose post office address is 2307 Gay 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:

"DIGBY PRODUCTS, INC."

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

(a) To manufacture, sell and distribute luggage, attache cases, brief bags, school bags and any other articles of similar nature made from leather or any other material.

(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, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee,

assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, goodwill, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(d) 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.

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to 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 858 Willow Circle, Hagerstown, Maryland. The resident agent of the Corporation is David W. Byron, 100 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 one hundred thousand (100,000) shares of capital stock of the par value of One Dollar (\$1.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000).

SIXTH: The Corporation shall have three (3) directors and Harold N. Taylor, Selma H. Taylor and Robert P. Flack 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) 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.

(c) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no 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) 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 of convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(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, 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.

(g) 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 or 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 25th day of February, 1969.

WITNESS AS TO ALL:

Betty Baker

David W. Byron
David W. Byron

Shelby J. Crawford
Shelby J. Crawford

Geraldine M. Lum
Geraldine M. Lum

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on the 25 day of February, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared David W. Byron, Shelby J. Crawford and Geraldine M. Lum 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.

Comm. Expires 7/1/69

Betty Baker

Notary Public

ARTICLES OF INCORPORATION
OF
DIGBY PRODUCTS, INC.

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 122744

JUN 26 9 00 AM '69

LIBER _____ FOLIO _____

LAND
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 28, 1969 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 8764

Recorded in Liber 7716, folio 538⁷, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bartgis



Received for record June 26, 1969 at 9:00 A.M. Liber 18,
Receipt No. 72704

ARTICLES OF INCORPORATION

OF

~~ZION BAPTIST TEMPLE~~
EMMANUEL BAPTIST TEMPLE

THIS IS TO CERTIFY:

That we, the subscribers, Robert E. Mauck, whose post office address is 1340 Salem Avenue, Hagerstown, Maryland, 21740, Daniel H. Staley, whose post office address is 729 George Street, Hagerstown, Maryland, 21740, Paul W. Sprecher, whose post office address is Fort Frederick State Park, Big Pool, Maryland, 21711, and Teddy F. McCollam, whose post office address is 712 West Franklin Street, Hagerstown, Maryland, 21740, all being of full legal 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.

ARTICLE I

NAME

The name of the corporation (which is hereinafter called the "Corporation"), is: ~~ZION BAPTIST TEMPLE~~. EMMANUEL BAPTIST TEMPLE

ARTICLE II

PURPOSES

The purposes of this corporation are to provide for the worship and service of Almighty God according to the precepts and discipline as adopted by the Congregation.

ARTICLE III

MEMBERSHIP

Section 1. The Congregation of this church corporation shall consist of the pastor, or pastors, and other baptized persons who have been received and continue in its fellowship.

Section 2. The right to vote at all annual and special meetings of the Congregation shall be confined to those eligible to vote according to the By-Laws of the corporation.

ARTICLE IV

TRUSTEES

Section 1. The government of the church corporation shall be vested in the Board of Trustees, which shall consist of not less than four members nor more than twenty-five members, the exact number to be stated in the By-Laws of the corporation.

Section 2. The Trustees are empowered to act in the name and on behalf of the Church and shall manage the property and interest of the same. The Trustees elected according to the By-Laws of the corporation shall have perpetual succession and may in the name of the corporation bargain, sell, lease, convey, mortgage and acquire or dispose of any kind of property, real or personal.

Section 3. Robert E. Mauck, Daniel H. Staley, Paul W. Sprecher and Teddy F. McCollam shall serve as Trustees of the church corporation until their successors shall be elected and duly qualified as provided in the By-Laws.

ARTICLE V

AMENDMENTS

This Charter, or these Articles of Incorporation, or plan of government or regulation may at any time, and from time to time, be altered or amended, in accordance with the applicable provisions of the Laws of the State of Maryland relating to religious corporations, or any supplement, amendment or addition thereto, at any annual or special meeting of the members of the congregation of this church corporation by the two-third's affirmative vote of the eligible voting members as determined in ARTICLE III, Section 2 of these Articles of Incorporation, present in person and voting at said congregational meeting, provided, that if done at a special congregational meeting, announcement of such special meeting shall have been given at the services of worship on the preceding two consecutive Sundays, or by mail to all eligible voting members at least ten (10) days in advance of the date of the meeting, and that such notice state the substance of the amendment to be presented for action at such special meeting.

ARTICLE VI
RESIDENT AGENT

The post office address of the place of which the principal office of the corporation in this State will be located is: *Stark*
Fort Frederick State Park, Big Pool, Maryland, 21711. The Resident Agent of the corporation is: Reverend Ralph E. Hampton, whose post office address is: Fort Frederick State Park, Big Pool, Maryland, 21711. Said Resident Agent is a citizen of the State of Maryland, over twenty-one years of age, and actually resides therein.

ARTICLE VII
DISSOLUTION

In the event of the dissolution of this corporation for any reason whatsoever, then all of its property shall become the property of a recognized charitable institution as may be determined by the Trustees and the Congregation, and as may be approved by the Internal Revenue Service.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 3rd day of March, 1969.

WITNESS:

Robert E. Mauck
Robert E. Mauck

Daniel H. Staley
Daniel H. Staley

Paul W. Sprecher
Paul W. Sprecher

Oliver R. Shupp

Teddy F. McCollam
Teddy F. McCollam

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

I HEREBY CERTIFY, That on this 3rd day of March, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Robert E. Mauck, Daniel H. Staley, Paul W. Sprecher and Teddy F. McCollam, and each acknowledged the foregoing Articles of Incorporation to be his respective act and deed.

WITNESS my hand and Notarial Seal.

My commission expires:
July 1, 1969



Oliver R. Shupp
Notary Public

ARTICLES OF INCORPORATION
OF
EMMANUEL BAPTIST TEMPLE

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 72794
JUN 26 9 00 AM '69
LIBER _____ FOLIO _____
LAND
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 27 1969 at 10:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8646

Recorded in Liber 2715, folio 598⁴, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

340

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Vaughn J. Baker



Received for record June 26, 1969 at 9:00 A.M. Liber 18,
Receipt No. 72794

ARTICLES OF INCORPORATION

OF

THE HAGERSTOWN POINTING BREED CLUB, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John H. Urner, whose post office address is 928 Club Road, 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, 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 non-profit corporation by the execution and filing of these Articles.

SECOND: The name of the non-profit corporation which is hereinafter called the "Corporation", is

THE HAGERSTOWN POINTING BREED CLUB, INC.

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

To organize and operate a club exclusively for the benefit and enjoyment of the members, 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 cooperation and sportsmanship among the breeders and owners of all pointing breeds and to encourage higher standards of breeding, training and showing of pointing breeds in the field and in the show ring and to discourage the breed from becoming split into groups of "Field Dogs" and "Bench Dogs".

(b) To acquire by purchase, exchange, lease, hire, gift or otherwise and to hold, own, improve, manage, sell, mortgage, pledge, convey, transfer or otherwise deal in, utilize

or dispose of real and personal property of every kind and description which may be appropriate, useful or necessary to the Corporation for the purposes for which it is organized.

(c) To perform or contract for the performance by others of any work or service deemed necessary or desirable in carrying on or furthering the purpose of the Corporation, and in the upkeep, improvement or preservation of the Corporation's property interests.

The Corporation shall have and exercise all the powers conferred by the General Laws of the State of Maryland upon corporations formed hereunder and exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force and the enumeration of the foregoing certain powers shall not be deemed to exclude any such other rights, privileges and powers.

FOURTH: The post office address at which the principal office of the Corporation is located Room 308, 100 West Washington Street, Hagerstown, Maryland 21740. The resident agent of the Corporation is James A. Manuel, whose post office address is Route #1, Clearspring, Maryland 21722. 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. 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 Corporation shall have six directors and not more than seven and R. C. Gale, Henry Hyde, Larry H. Shifflett, Daniel L. Hohman, Harold E. Wibberley and George F. Dom 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 from time to time as provided by the by-laws of the Corporation provided that the number of directors shall never be less than three (3).

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 14th day of March, 1969.

WITNESS:

Judith A. Smith as to John H. Urner
 John H. Urner

Judith A. Smith as to Geraldine M. Lum
 Geraldine M. Lum

Judith A. Smith as to Shelby J. Crawford
 Shelby J. Crawford

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 14th day of March, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John H. Urner, Geraldine M. Lum and Shelby J. Crawford and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Betty Baker
 Betty M. Baker
 Notary Public

Comm. Exp. July 1, 1969



ARTICLES OF INCORPORATION

OF

THE HAGERSTOWN PRINTING BREED CLUB,

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 7274

JUN 26 9 00 AM '69

LIBER _____ FOLIO _____

LAND VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland March 17, 1969 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 9080

Recorded in Liber 7720-133, folio 133 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Montague



aw
2/10/69

484

Received for record June 26, 1969 at 9:00 A.M. Liber 18,
Receipt No. 72794

ARTICLES OF INCORPORATION
OF
TOWNE CAB, INCORPORATED

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Lee Taylor, whose post office address is Route No. 2, Hagerstown, Maryland, Kenneth J. Mackley, whose post office address is 100 West Washington Street, Hagerstown, Maryland, and Howard W. Gilbert, Jr., whose post office address is 100 West Washington 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 Towne Cab, Incorporated.

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

To own and operate taxi cabs, to employ drivers, dispatchers, maintenance personnel and clerical personnel, and to perform all other functions incident to the operation of a taxi cab business in the State of Maryland.

To draw, make, accept, endorse, execute and issue promissory notes, drafts, warrants, mortgages, bonds, debentures and other negotiable and non-negotiable instruments.

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is Route No. 2, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Lee Taylor, Route No. 2, 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 in 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 Lee Taylor, Myra Jane Taylor and Howard W. Gilbert, Jr.

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

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

(2) The board of directors of the Corporation is hereby empowered to authorize the issuance of Fifty (50) 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 Five Thousand Dollars (\$5,000.00), namely: two taxi cabs, the equity in a Motorola base station radio, two Motorola mobile radio units, office furniture, a tire changer, air compressor, wheel balancer and extra spare tires.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on *March 4*, 1969.

WITNESS:

Patricia L. Witmer

Lee Taylor
Lee Taylor

Patricia L. Witmer

Kenneth J. Mackley
Kenneth J. Mackley

Patricia L. Witmer

Howard W. Gilbert, Jr.
Howard W. Gilbert, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this *4th* day of *March*, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Lee Taylor, Kenneth J. Mackley and Howard W. Gilbert, Jr., and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.



My Commission Expires:
July 1, 1969

Patricia L. Minnich
Notary Public

ARTICLES OF INCORPORATION

OF

TOWNE CAB, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 22744
JUN 26 9 00 AM '69
LIBER FOLIO
LAND VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 5, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8841

Recorded in Liber 2717, folio 3 502, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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 J. Bostger



ARTICLES OF INCORPORATION
OF

THE TOUCHDOWN CLUB OF WASHINGTON COUNTY, MARYLAND, INC.

THIS IS TO CERTIFY:

FIRST: That We, the subscribers, Russell W. Wiebel, whose post office address is 1127 Sherman Avenue, Hagerstown, Washington County, Maryland; Ted Brown, Jr., whose post office address is 370 Key Circle, Hagerstown, Washington County, Maryland; and Ronald Winebrenner, whose post office address is 25 Haywood Circle, Hagerstown, Washington County, 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:

THE TOUCHDOWN CLUB OF WASHINGTON COUNTY, MARYLAND, INC.

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

(a) To promote all sports and athletics on local and area levels.

(b) To foster, encourage and promote good sportmanship.

(c) To assist, finance and otherwise encourage such athletes, sports and athletics and charities as may be approved by the Board of Governors of this Corporation.

(d) 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 be inure to the benefit of any private share holders, individual or member.

(e) To acquire, lease, rent, construct, purchase, own, furnish, manage, operate, sell and otherwise own and control, by any lawful means, building, clubhouse, meeting place, lands, grounds, equipment, and any other property of any kind or description for the use, pleasure and enjoyment of its members and guests in sports and any other recreational, sporting and social activities.

(f) 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.

(g) To encourage, obligate and require its members to obey to the letter and spirit of all rules, regulations, orders and laws for the protection, preservation and propagations of sports and good sportsmanship.

(h) 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 maybe 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.

(i) 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 Corporations shall have full power to do any and 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 and 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.

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

FOURTH: The principal office of said Corporation shall be located at 1127 Sherman Avenue, Hagerstown, Washington County, Maryland. The resident Agent of the Corporation is Russell W. Wiebel, whose post office address is 1127 Sherman Avenue, Hagerstown, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein. The mailing address of the Corporation will be P. O. Box 975, Hagerstown, Washington County, Maryland.

FIFTH: The Corporation shall have no capital stock.

SIXTH: 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 management and control of said Corporation shall be by a Board of Governors (Board of Directors) which shall have at least Three (3) members, 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 name of the Governors who shall act as Governors until the first meeting or until their successors are duly chosen and qualified are Russell W. Wiebel, Ted Brown, Jr. and Ronald Winebrenner.

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: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 20th day of January, 1969.

WITNESS:

<u>Mary E Bishop</u>	<u>Russell W. Wiebel</u> Russell W. Wiebel (SEAL)
<u>Mary E Bishop</u>	<u>Ted Brown Jr.</u> Ted Brown, Jr. (SEAL)
<u>Mary E Bishop</u>	<u>Ronald Winebrenner</u> Ronald Winebrenner (SEAL)



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 20th day of January, 1969, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Russell W. Wiebel, Ted Brown, Jr. and Ronald Winebrenner, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.



Mary Bishop
Notary Public

ARTICLES OF INCORPORATION
OF
THE TOUCHDOWN CLUB OF WASHINGTON COUNTY,

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIVED NO. 72794
JUN 26 9 00 AM '69
LIBER. FOLIO
LANO
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 26, 1969 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 8707

Recorded in Liber 7716, folio 200⁵, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

845

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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. Bartger



Received for record August 13, 1969 at 9:16 o'clock A.M.
 Receipt #830 Liber #18

ELBAC, INC.

ARTICLES OF DISSOLUTION

ELBAC, 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 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 100 West Washington Street, Hagerstown, Washington County, 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 David W. Byron, 100 West Washington Street, Hagerstown, Maryland 21740. Said resident agent is an individual actually residing in this State.

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

Name	Post Office Address
Stanley M. Fulton	Hancock, Maryland
Hubert A. Poole	1014 Pennsylvania Avenue Hagerstown, Maryland
David W. Byron	100 West Washington Street Hagerstown, Maryland
E. Leister Mobley, Jr.	28 West Washington Street Hagerstown, Maryland
Walter M. Welch	4204 Sulgrave Road Windsor Farms Richmond, Virginia
C. Clair Winter	Everett, Pennsylvania

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

Name	Title	Address
E. Leister Mobley, Jr.	President	28 West Washington Street, Hagerstown Maryland
C. Clair Winter	Vice President	Everett, Pennsylvania
David W. Byron	Secretary	100 West Washington Street, Hagerstown, Maryland
Hubert A. Poole	Treasurer	1014 Pennsylvania Avenue, Hagerstown, Maryland

SIXTH: The dissolution of the Corporation was duly advised by the Board of Directors at a meeting held October 9, 1968, and authorized by the stockholders of the Corporation at a meeting duly held November 6, 1968 by the affirmative vote of more than two-thirds of its stock entitled to vote thereon under the Laws of the State of Maryland and the charter of the Corporation.

SEVENTH: There are no known creditors of the Corporation.

EIGHTH: 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
 Irving K. Bloom, Acting Tax Collector and Treasurer
 for the City of Hagerstown, Maryland

IN WITNESS WHEREOF, these Articles of Dissolution are signed in the name and on behalf of Elbac, Inc. by its President and its corporate seal to be hereto affixed and attested by its secretary on the 31st day of January, 1969.



ELBAC, INC.

By E. Leister Mobley, Jr.
E. Leister Mobley, Jr.
President

David W. Byron
David W. Byron
Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 31st day of January, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared E. Leister Mobley, Jr., President of Elbac, 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 David W. Byron and made oath in due form of law that he was secretary of the meeting of the stockholders of said 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.



Betty Baker
Notary Public

Comm. Exp. July 1, 1969

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

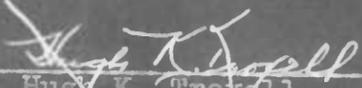
January 3, 1969

RE: Dissolution Antietam Cable T. V., Inc.
Hagerstown, Maryland 21740

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 State Department of Assessments and Taxation and billed by and payable to the County Treasurer for Washington County by

Antietam Cable T. V. Inc. have been paid to and including the 1968 fiscal year July 1st. 1968 to June 30th. 1969. The Antietam Cable T. V. Inc. also owns 1.29 acres land on Hump Road, district # 24 on which taxes have been paid to and including the 1968 fiscal year.

Witness the hand and seal of Hugh K. Troxell, County Treasurer for Washington County this 3rd. day of January A. D., 1969.



Hugh K. Troxell SEAL
Treasurer for Washington County, Maryland



CITY OF HAGERSTOWN
MARYLAND

DEPARTMENT OF REVENUE & FINANCE
CITY HALL

IRVIN K. BLOOM
ACTING TAX COLL'R. & TREAS.

January 3, 1969

TO WHOM IT MAY CONCERN:

I, Irvin K. Bloom, Acting 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, ANTIETAM CABLE T.V., INC., 237 East Franklin Street, Hagerstown, Maryland, up to and including the fiscal tax year 1968-'69.

Irvin K. Bloom
Acting Tax Collector
and Treasurer

IKB:b



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 488 — PHONE COLONIAL 8-3371
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDBEIN
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 certifi-
cation 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

ELBAC, INC.

have been paid.

WITNESS my hand and official seal this

seventh day of March A.D. 1969.



Mary Ellen Hopkins
Deputy Comptroller

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

496

hereby gives notice that ARTICLES OF DISSOLUTION of the

ELBAC, INC.

were received for record on, April 2, 1969,

in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

ALBERT W. WARD

Director

OF

ELBAC, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 2, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 9427

Recorded in Liber 7723, folio 380, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

SPECIAL FEE
Bonds/tax/paid \$ 15.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 830

AUG 13 9 15 AM '69

LIBER FOLIO

LAND
VAUGHN J. BAKER ACT. CLERK

Received for record August 13, 1969 at 9:16 o'clock A.M.
Receipt #830 Liber #18

ARTICLES OF AMENDMENT
OF
BURGER CASTLE OF MARYLAND, INC.

chart

BURGER CASTLE OF MARYLAND, INC., a Maryland Corporation, having its principal office in Hagerstown, Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Department of Assessment and Taxation of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended to increase the total capitalization of the Corporation and to provide for more than one class of stock by striking out Paragraph FIFTH of the Articles of Incorporation and inserting in lieu thereof the following:

FIFTH: (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 number of shares of stock which the Corporation has authority to issue is Twenty Thousand (20,000) shares having an aggregate par value of Two Hundred Thousand Dollars (\$200,000.00), consisting of Twenty Thousand (20,000) shares of the par value of Ten Dollars (\$10.00) per share of common stock. All voting powers shall be vested in the holders of the common stock, with the privilege of cumulative voting the same.

(b) The total number of shares of all classes of stock of the Corporation is increased, and the number and par value of the shares of each class are as follows:

The total number of shares of stock of all classes which the Corporation has authority to issue is Five Thousand Two Hundred and Fifty (5,250) shares, divided into Two Hundred and Fifty (250) shares of preferred stock of par value of One Thousand (\$1,000) Dollars each, and Five Thousand (5,000) shares of common stock of the par value of Ten (\$10.00) Dollars each. The shares of common stock shall be all of one class. All voting powers shall be vested in the holders of the common stock with the privilege of cumulative voting the same.

(c) The preferred stock shall be nonvoting and shall entitle the holder thereof to receive out of the surplus of the Corporation a noncumulative dividend at the rate of six (6%) per cent per annum, payable annually, before any dividend shall be set apart or paid on the common stock for such year, and the remainder of the surplus or net earnings applicable to the payment of dividends shall be distributed as dividends among the holders of the common stock, as and when the Board of Directors determine.

(d) In case of liquidation, dissolution, or distribution of assets of the Corporation, the holders of preferred stock shall be paid the par value amount of such preferred shares before any amount shall be payable to the holders of the common stock; and after the payment of the par value amount of such preferred shares to the holders thereof, the balance of the assets and funds of the Corporation shall be distributed wholly among the holders of the common stock.

The Board of Directors of the Corporation at a special meeting duly convened and held on Wednesday, the 18th day of December, 1968, adopted a Resolution in which was set forth the foregoing Amendment to the Charter, and that the Board of Directors and the Stockholders of the Corporation approved said Amendment by unanimous written consent.

IN WITNESS WHEREOF, Burger Castle of Maryland, 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 17 day of March, 1969.



Burger Castle of Maryland, Inc.

By: James O. Beaver
James O. Beaver, President

Attest: Paul O. Beaver

STATE OF MARYLAND, COUNTY OF HOWARD, ss:

I HEREBY CERTIFY that on this seventeenth day of March, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Howard County, personally appeared JAMES O. BEAVER, President of Burger Castle of Maryland, 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 further made oath in due form of law that the matters and facts set forth in said Articles of Amendment with respect to the approval thereof are true to the best of his knowledge, information and belief.

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



Joar A. Jagielski
Notary Public

OF

BURGER CASTLE OF MARYLAND, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 20, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 9187

Recorded in Liber *7727*, folio *4* ~~193~~ *208* of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. *830*

AUG 13 9 15 AM '69

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER ACT. CLERK

Received for record Aug. 13, 1969 at 9:16 o'clock A.M.
Receipt #830 Liber #18

TAILWINDS, INC.

ARTICLES OF AMENDMENT

Tailwinds, Inc., a Maryland corporation, having its principal offices at 2306 Royal Road, Hagerstown, Maryland, 21740, (hereinafter called Corporation) hereby certifies to the State Department of Assessments & Taxation of Maryland that:

FIRST: That ARTICLE THIRD of the Articles of Incorporation of the above Corporation is hereby amended and the following Article be and the same is hereby adopted in lieu of and in substitution therefor:

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

(a) To own and maintain one or more aircraft for the education, transportation and general use of persons, their families, or such individuals as the Board of Directors may designate pursuant to any By-laws which may hereafter be adopted exclusively for the pleasure, recreation and any other non-profitable purposes, no part of any finances of the Corporation at any time to inure to the benefit of any individual members or other persons.

(b) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, lease, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements, appliances, 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 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 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 directly or indirectly effectuate or facilitate the transaction of the aforesaid objects or businesses or any of them or to enhance the value of its property, business or rights.

(f) To carry on all or any part of the aforesaid purposes and to conduct its business in any or all of the States of the United States and to maintain offices or places of business in any of the States of the United States of America.

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

SECOND: That ARTICLE FIFTH of the Articles of Incorporation of the above Corporation as presently and originally set forth be deleted and the following Article be and the same is hereby adopted in lieu of and in substitution therefor:

"FIFTH, The Corporation shall have no capital stock."

THIRD: That ARTICLE SIXTH of the Article of Incorporation of the above Corporation be and the same is hereby revoked, rescinded, stricken out and amended and the following Article be and the same is hereby adopted in lieu of and in substitution therefor:

"SIXTH, The number of Directors of the Corporation shall be five (5) 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: James M. Willson, John C. Patterson, Jr., John J. Porter, Harold E. Matteson and Dean E. Campbell.

FOURTH: That ARTICLE SEVENTH of the Articles of Incorporation of the above Corporation be amended by deleting certain parts thereof and re-lettering the remaining sub-paragraphs as follows:

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

(a) No contract or other transaction between this corporation and any other corporation and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other corporation; any Directors individually or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been 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.

(b) The corporation reserves the right from time to time to make any amendments of its Charter which may now or hereafter be authorized by law, in accordance with the provisions of the

By-laws of said Corporation."

FIFTH: That the Directors of said Corporation at a meeting duly convened and held on the 25th day of MARCH, A. D. 1969, adopted a resolution in which were set forth the foregoing amendments to the Charter, declaring that said amendments to the Charter were advisable and directing the officers of the Corporation to have legal counsel draft Articles of Amendment in accordance therewith to be executed as required by law by said corporate officers and submitted to the State Department of Assessments and Taxation.

SIXTH: That no capital stock originally authorized in the Charter of said Corporation has either been issued or subscribed for.

IN WITNESS WHEREOF, the said Corporation has caused these Articles of Amendment to be signed for and on its behalf by its President and has caused its corporate seal to be hereunto duly attested by its Secretary.

TAILWINDS, INC.

By Harold E. Matteson
President

Attest to Corp. Seal:



[Signature]
Secretary

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

I HEREBY CERTIFY, That on this 15th day of APRIL, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared HAROLD E. MATTESON, President, who did make oath in due form of law that he and was the President of the above named Corporation at the Special Meeting of Directors alleged in the foregoing Articles of Amendment, that said Amendments were approved unanimously by the Directors of said Corporation all of whom were present at said meeting and that no capital stock of said

Corporation as originally authorized by the Articles of Incorporation has at any time been issued or subscribed for and that said President further makes oath in due form of law that the matters and facts set forth in the foregoing Articles of Amendment are true to the best of his information, knowledge and belief.

Witness my hand and official Notarial Seal.

Barbara E. Myers

Notary Public

My Commission Expires:
July 1, 1969



OF
TAILWINDS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 2, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9423

Recorded in Liber 7723-341⁶, folio 341, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 830

AUG 13 9 16 AM '69

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER ACT. CLERK

Received for record August 13, 1969 at 9:16 o'clock A.M.
Receipt #830 Liber #18

MOLTEN ENGINEERING CO., INC.

ARTICLES OF INCORPORATION

This is to certify:

FIRST: That we, the subscribers, Robert P. Molten, whose post office address is 1741 Woodburn Drive, Hagerstown, Washington County, Maryland, Marion S. Molten, whose post office address is 1741 Woodburn Drive, Hagerstown, Washington County, Maryland, Patricia S. Molten, whose post office address is 1741 Woodburn Drive, Hagerstown, Washington County, Maryland, and Robert P. Molten, Jr., whose post office address is 1741 Woodburn Drive, Hagerstown, Washington County, 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: That the name of the corporation (which is hereinafter called the corporation) is

MOLTEN ENGINEERING CO., 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:

- (1) To engage in the general field of engineering of every class, type and classification.
- (2) To engage in the business of designing and building special equipment, machinery and articles of every type and class.
- (3) To engage in general contracting of every nature and classification.
- (4) To engage in construction in general as well as in tunnelling, mining, boring and similar work.
- (5) To carry on the business of engineers, founders, smiths, machinists, manufacturers and patentees.
- (6) To acquire and dispose of real estate and improvements thereon and to lease, mortgage or otherwise acquire and dispose of

the same.

(7) To acquire, use and dispose of the goodwill, rights and business of any individual, firm, association or corporation now or at any subsequent time engaged in a similar enterprise or enterprises and to pay for the same in cash, stocks, bonds or other property of this corporation, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

(8) To apply for, acquire, own and dispose of copyrights, patents, trademarks or trade names, licenses, rights, formulae, processes, to operate under and use copyrights, patents, trademarks, trade names, formulae and processes of others when duly authorized so to do, and to acquire and dispose of any or all other property of whatever kind and description which may be reasonably necessary for the conduct of the business, and to use, exercise, develop, grant licenses in respect thereof, sell and otherwise turn to account, the same.

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

(10) 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, 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.

(11) To guarantee the payment of dividends upon any shares of stock and to guarantee the performance of any contract, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness made, issued, entered into or executed

in connection with or furtherance of any of the objects, purposes and powers of this corporation.

(12) The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation, of the powers conferred upon the corporation by law.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located is Route 5, Hagerstown, Maryland, at Lietersburg, Washington County, Maryland. The resident agent of the corporation is Robert P. Molten, whose post office address is at the principal office of the corporation aforesaid. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have four directors. Robert P. Molten, Marion S. Molten, Patricia S. Molten and Robert P. Molten, Jr. shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SIXTH: The total amount of the authorized capital stock of the corporation is \$100,000.00 consisting of 10,000 shares of the par value of \$10.00 each, all of which shall be common stock.

SEVENTH: The following is a description of the preferences, voting powers, restrictions and qualifications of said stock:

(1) Out of any surplus of the corporation or net profits arising from its business, then and not otherwise, dividends may be paid upon the common stock, and in the event of the declaration of any such dividends, the holders of the common stock shall be entitled to share ratably therein.

(2) 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 all other purposes.

EIGHTH: The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of the shares of the capital stock of the corporation, fully paid and

non-assessable, for such considerations as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in this Charter or in the by-laws of the corporation, or as may be provided by Statute.

NINTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and the Directors and Stockholders.

(1) 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 the 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 authorizes 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.

(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 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.

(3) 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.

(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 classification, reclassification, or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of majority of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on the 20th day of March, A. D., 1969.

Witness:

Charles F. Wagoner as to Robert P. Molten
 Robert P. Molten

Charles F. Wagoner as to Marion S. Molten
 Marion S. Molten

Charles F. Wagoner as to Patricia S. Molten
 Patricia S. Molten

Charles F. Wagoner as to Robert P. Molten, Jr.
 Robert P. Molten, Jr.

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

I HEREBY CERTIFY, that on this *20th* day of *March*,
A. D., 1969, before me, the subscriber, a Notary Public in and for
the State and County aforesaid, personally appeared Robert P.
Molten, Marion S. Molten, Patricia S. Molten and Robert P. Molten,
Jr., personally known to me to be such persons, and severally
acknowledged the foregoing Certificate of Incorporation to be
their act.

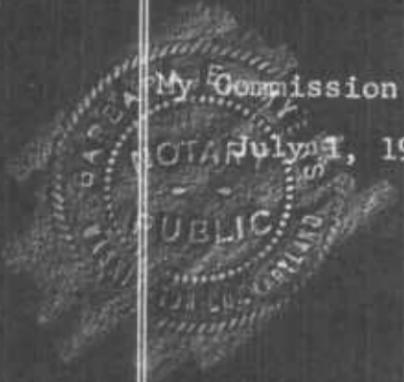
Witness my hand and official Notarial Seal.

Barbara E. Myers

Notary Public

My Commission Expires:

July 1, 1969



ARTICLES OF INCORPORATION
OF
MOLTEN ENGINEERING CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 27, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9277

Recorded in Lib 7722-167 folio 7 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 830
AUG 13 9 16 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER ACT. CLERK

ARTICLES OF INCORPORATION

OF

D. E. OLDEN, INC.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Edwin H. Miller, whose post office address is 206 Maryland National Bank Building, 82 West Washington St., Hagerstown, Maryland, 21740, being twenty-one years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is: "D. E. OLDEN, INC."

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

(a) To buy, sell, export, import, lease, exchange and generally deal in machinery and equipment of all kinds and descriptions, at retail or wholesale.

(b) To process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials of all kinds, including lumber, roofing, insulating materials, plaster, wall, tile, ornamental and other boards, brick, concrete, structural steel, re-enforcing steel, glass, stone, pottery, tile, lighting fixtures, hardware, bathroom fixtures, plumbing supplies, electrical supplies, cements and plasters, stucco, stone and gravel, resinous waxes, testiles, incinerators, cesspools and septic tanks, fencing, wire and staples, waterproofing materials, rubber, linoleums, carpets, builders' tools and machinery, and any and every other material, appertenance, or process useful in, necessary for, or convenient in building, construction, engineering, and maintenance.

(c) To purchase, acquire, through the issuance of its capital stock or otherwise, own, hold, lease, either as lessor or lessee, sell, exchange, subdivide, mortgage, deed in trust, plant, improve, cultivate, develop, construct, maintain, equip, operate, and generally deal in any and all lands, improved and unimproved,

dwelling houses, apartment houses, hotels, business blocks, office buildings, manufacturing works and plants, and other buildings of any kind, and the products and avails thereof, and any and all other property of any and every kind or description, real, personal, and mixed wheresoever situated.

(d) To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

(e) To purchase or otherwise acquire letters patent, concessions, licenses, inventions, rights and privileges, or any interest therein and to grant any rights so acquired either in the United States or in the World.

(f) 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 Statutue 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 is 116 South Main Street, Boonsboro, Maryland.

The name and post office address of the Resident Agent of the Corporation in this State is: Edwin H. Miller, No. 206 Maryland National Bank Bldg., 82 W. Washington St., Hagerstown, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock with the Corporation has authority to issue is Five Thousand (5,000) shares of the par value of Ten (\$10.00) Dollars per share, all of one class, and having an aggregate par value of Fifty Thousand (\$50,000.00) Dollars.

SIXTH: The number of Directors of the Corporation shall be at least three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation; and the names of the Directors who shall act until the first annual meeting, or until their successors are duly elected and qualify, are: Donald E. Olden, Bertha M. Olden, and Ronald E. Cline.

SEVENTH: The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors who shall dictate its general business policy and, subject to any provisions of Statute or to the vote of its stockholders, determine all matters and questions pertaining to its business and affairs.

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

2. The Board of Directors shall have the power to fix the salaries of officers and employees, and although the directors may be also employees or officers of the Company their vote shall be counted and the action just as binding on the Corporation as if they were not Directors or Stockholders.

3. 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.

4. The Board of Directors shall from time to time determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

5. The above granted powers of 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, I have signed these Articles of Incorporation this 18th day of April, 1969.

WITNESS:

Olive R. Shupp

Edwin H. Miller (SEAL)
Edwin H. Miller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 18th day of April, 1969, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared Edwin H. Miller, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Notarial Seal.

My Commission Expires:

July 1, 1972



Olive R. Shupp
Notary Public

ARTICLES OF INCORPORATION

OF

D. E. OLDEN, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 21, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 9767

Recorded in Lib 7726, folio 548, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 832
AUG 13 9 16 AM '69
LIBER FOLIO
LAND
VAUGHN J. BAKER ACT. CLERK

Received for record August 13, 1969 at 9:17 o'clock A.M.
Receipt #830 Liber #18

ARTICLES OF INCORPORATION
OF
BREATHEDSVILLE JAYCEES OF MARYLAND, INC

THIS IS TO CERTIFY:

FIRST: That we, the subscribers,

Clifford Haller, President Route 3 Box 3333 Hagerstown, Md.
Robert Owens, Vice President Rt. 3 Box 3333 Hagerstown, Md.
Howard Raley, Vice President Rt. 3 Box 3333 Hagerstown, Md.

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 non-profit corporation by the execution and filing of these Articles.

SECOND: That the name of the non-profit corporation which is hereinafter called the "Corporation", is

BREATHEDSVILLE JAYCEES OF MARYLAND, INC.

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

(a) To provide the young men of the Maryland Correctional Training Center of Hagerstown and vicinity a medium for training in leadership and citizenship; to promote the civic, industrial and educational development of community; to secure and disseminate accurate information relating thereto; to oppose legislation unfavorable to the general public interest and promote legislation favorable thereto; and to cooperate with other organizations in advancing their programs of usefulness to the County, State and Nation.

(b) To acquire by purchase, exchange, lease, hire, gift or otherwise and to hold, own, improve, manage, sell, mortgage, pledge, convey, transfer or otherwise deal in, utilize or dispose of real and personal property of every kind and description which may be appropriate, useful or necessary to the Corporation for the purposes for which it is organized.

(c) To perform or contract for the performance by others of any work or service deemed necessary or desirable in carrying on or furthering the purpose of the Corporation, and in the upkeep, improvements or preservation of the Corporations property interest.

The Corporation shall have and exercise all the powers conferred by the General Laws of the State of Maryland upon corporations formed hereunder and exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force and the enumeration of the foregoing certain powers shall not be deemed to exclude any such other rights, privileges and powers.

FOURTH: The post office address of the place at which the principal office of the Corporation is located is Maryland Correctional Training Center, P. O. Box 3333, Route 3, Hagerstown, Maryland, 21740. The resident agent of the Corporation is Paul A. Wageley, whose post office address is Route #3, Hagerstown, Maryland, 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have four (4) directors, and Donald Blackwell, John Adams, Jerry Moore and Ronald Spence 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 from time to time as provided by the By-Laws of the Corporation provided that the number of directors shall never be less than three (3).

SIXTH: The Corporation not being organized for profit and being formed for educational civic purposes shall have no capital stock.

SEVENTH: The duration of the Corporation shall be perpetual

IN WITNESS WHEREOF, We have signed these Articles of Incorporation, on the 20th day of MARCH, 1969.

WITNESS:

<u>Sigmund L. Fine</u>	as to	<u>Dillard Stollen</u>
<u>Sigmund L. Fine</u>	as to	<u>Robert Owens</u>
<u>Sigmund L. Fine</u>	as to	<u>Howard Thaley</u>

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 20th day of March,
1969, before me, the subscriber, a Notary Public in and for the
State and County aforesaid, personally appeared Clifford Haller,
Robert Owens and Howard Raley

_____ and severally acknowledged the
aforegoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.



Carroll L. Hose
Carroll L. Hose
Notary Public

Comm. Exp. July 1, 1969

ARTICLES OF INCORPORATION
OF
BREATHEDSVILLE JAYCEES OF MARYLAND, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 7, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9500

Recorded in Liber 7724, folio 4, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 830

AUG 13 9 17 AM '69

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER ACT. CLERK

FLEMING OIL CO., INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Daniel R. Fleming, whose post office address is P. O. Box 400, Hancock, Maryland; Beatrice J. Fleming, whose post office address is P. O. Box 400, Hancock, Maryland; and John A. Latimer, Jr., whose post office address is 120 West Washington 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

FLEMING OIL CO., INC.

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

(a) To engage in and carry on the business of buying and selling, at retail or wholesale, any and all petroleum products.

(b) To engage in the leasing of lands believed to contain petroleum, oils, and gas; the improving, mortgaging, leasing, assigning, and otherwise disposing of the same, the prospecting, drilling, pumping, piping, storing, refining, and selling, both at wholesale and retail, of oils and gas; the buying, otherwise acquiring, selling, and otherwise disposing of any and all real estate and personal property for use in the business of the company; the construction of any and all buildings, pipe lines, pumping stations, and storage tanks, and any and all other buildings required in carrying on the business of the company; the acting as trustee for holders of oil lands in the receiving and disbursement of funds to be used in drilling for the common benefit of the land holders;

the doing of any and every act or thing, proper, necessary, and incidental to the general purpose of this company.

(c) To install and repair heating plants, gas fittings and apparatus in buildings, and to do a general plumbing business.

to engage in the buying and selling and manufacturing of plumbing and heating supplies of every kind, nature, and description, both domestic and industrial, and in the buying and selling of all building supplies and equipment of any kind, nature, or description whatsoever.

(d) To make, sell, distribute, and supply gas and residual products for lighting, heating, manufacturing, or mechanical purposes, in the State of Maryland and adjoining States, or for either or any of such purposes, with all the rights and privileges and powers, and subject to all the restrictions and liabilities, by law incident to corporations of a similar nature.

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

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

(g) To provide buildings suitable for the manufacturing, compounding, selling and exhibiting of products or merchandise manufactured, sold or bought by the Corporation.

(h) 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; to borrow money in furtherance of the business of the Corporation and to execute necessary documents to secure obligations of the Corporation.

(i) 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.

(j) 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, trademarks, and trade names relating to or useful in connection with any business carried on by the Corporation.

FOURTH: The post office address of the principal office of the corporation in this State is P. O. Box 400, Hancock, Maryland. The name and post office address of the resident agent of the Corporation in this State is Daniel R. Fleming, P. O. Box 400, Hancock, Maryland. Said resident agent is a citizen of this State and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is Two Hundred Thousand Dollars (\$200,000.00) par value, divided into Two Thousand (2000) shares of the par value of One Hundred Dollars (\$100.00) each.

SIXTH: The number of Directors of the Corporation shall be three (3) which number may be increased pursuant to the by-laws of the Corporation, but shall never be less than three; and the name of the Directors who shall act until the first annual meeting

or until their successors are fully chosen and qualified are Daniel R. Fleming, Beatrice J. Fleming, and John A. Latimer, Jr.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time shares of its stock of any class, whether now or hereafter authorized, 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 this 21st day of March, 1969.

WITNESS:

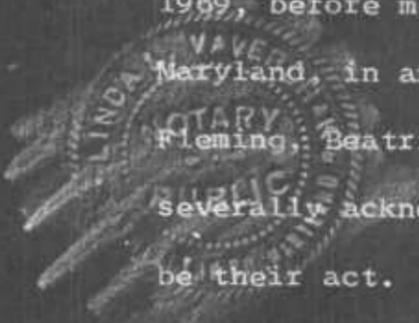
Linda L. Vaverchak Daniel R. Fleming (SEAL)
Daniel R. Fleming

Linda L. Vaverchak Beatrice J. Fleming (SEAL)
Beatrice J. Fleming

Linda L. Vaverchak John A. Latimer, Jr. (SEAL)
John A. Latimer, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 21st day of March, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Daniel R. Fleming, Beatrice J. Fleming, and John A. Latimer, Jr., and severally acknowledged the foregoing Articles of Incorporation to be their act.



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

Linda L. Vaverchak

Notary Public

My Commission Expires:
July 1, 1969

ARTICLES OF INCORPORATION
OF
FLEMING OIL CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 1, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9381

Recorded in Liber 7723, folio 168 of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 40.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 830

AUG 13 9 17 AM '69

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER ACT. CLERK

Received for record August 13, 1969 at 9:17 A.M. o'clock
Receipt #830 Liber #18

ARTICLES OF INCORPORATION
OF
ELLSWORTH ELECTRIC COMPANY, INCORPORATED

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Jack E. Barr, whose post office address is 345 East Antietam Street, Hagerstown, Maryland, 21740, Kenneth J. Mackley, whose post office address is 100 West Washington Street, Hagerstown, Maryland, 21740, and Howard W. Gilbert, Jr., whose post office address is 100 West Washington Street, Hagerstown, Maryland, 21740, 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 Ellsworth Electric Company, Incorporated.

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

To purchase and sell, install and manufacture electrical heating equipment and devices and all other components related to the manufacture, installation, purchase and selling of those devices.

To draw, make, accept, endorse, execute and issue promissory notes, drafts, warrants, mortgages, bonds, debentures and other negotiable and non-negotiable instruments.

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is in care of Miller-Liskey Electric Co., Inc., 345 East Antietam Street, Hagerstown, Maryland, 21740. The name and post office address of the resident agent of the Corporation in this State are Jack E. Barr, 345 East Antietam Street, Hagerstown, Maryland, 21740. 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 Jack E. Barr, Evelyn C. Barr and Howard W. Gilbert, Jr.

SEVENTH: The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, 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 March 25, 1969.

WITNESS:

<u>Joanne Snyder</u> JOANNE SNYDER	<u>Jack E. Barr</u> Jack E. Barr
<u>Joanne Snyder</u> JOANNE SNYDER	<u>Kenneth J. Mackley</u> Kenneth J. Mackley
<u>Joanne Snyder</u> JOANNE SNYDER	<u>Howard W. Gilbert, Jr.</u> Howard W. Gilbert, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 25 day of March, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Jack E. Barr, Kenneth J. Mackley and Howard W. Gilbert, Jr., and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Joanne Snyder
Notary Public
JOANNE SNYDER



My Commission Expires:
July 1, 1969

ARTICLES OF INCORPORATION
OF
ELLSWORTH ELECTRIC COMPANY, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 26, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9245

Recorded in Liber 7721, folio 600, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 830
Aug 13 9 17 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER ACT. CLERK

ARTICLES OF INCORPORATION
OF
"HERITAGE ACADEMY, INC."

THIS IS TO CERTIFY:

FIRST

That the subscribers, Roy A. Grove, whose post office address is 2520 North Valley Drive, Hagerstown, Maryland, Carl W. George, whose post office address is Rural Route No. 2, Middletown, Maryland, Kenneth J. Mundy, whose post office address is 2234 Keener Road, Hagerstown, Maryland, William M. Curtis, whose post office address is 134 Lorraine Terrace, Hagerstown, Maryland, Richard W. Meadows, whose post office address is 104 Foxcroft Road, Hagerstown, Maryland, Herbert F. Renner, Jr., whose post office address is Rohrersville, Maryland, Ralph W. Wyand, whose post office address is 827 Oak Hill Avenue, Hagerstown, Maryland, Gerald D. Cavanaugh, whose post office address is Route No. 1, Fairplay, Maryland, and Luther Grove, Jr., whose post office address is 2525 Northcrest, Hagerstown, Maryland, all being of full legal age and sui juris and Citizens of the United States of America and 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 non-profit, charitable corporation.

SECOND

The name of the Corporation, hereinafter designated as "the Corporation", is HERITAGE ACADEMY, INC.

THIRD

The post office address of said Corporation shall be Box 2081, Hagerstown, Maryland, 21740.

FOURTH

The resident agent of said Corporation shall be Roy A. Grove, whose post office address is 2520 North Valley Drive, 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 Corporation is charitable in its nature and its

object is to organize and operate, without profit, one or more private schools, which will give to youth instructions in subjects usually taught in public and private schools, such instructions to be given in accordance with the Constitution of said Corporation, and in keeping with the tenets of evangelical Christianity, to the end that students may grow in grace and in the knowledge of God through our Lord and Saviour Jesus Christ; and to encourage the propagation of Christian truth by avenues in keeping with the primary purpose of this Corporation; 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, education and religious purposes.

SEVENTH

The basis of the Corporation shall be the word of God interpreted by the following statement of faith:

We believe in the trinity, Father, Son, and Holy Spirit, in the inspiration of the Scriptures, both Old and New Testaments, the creation of man by the direct act of God, the incarnation and virgin birth of our Lord and Saviour Jesus Christ, His vicarious atonement for the sins of mankind by the shedding of His blood on the Cross, the resurrection of His body from the tomb, His power to save men from sin, the new birth through the regeneration of the Holy Spirit, and the gift of eternal life by the grace of God.

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

EIGHTH

a. The management and all business and affairs of said Corporation shall be vested in a Board of Directors, consisting of not less than seven or more than eleven members, all of whom shall be members of said Corporation. The members of the Board of Directors shall be selected at the time and place, and in the manner and for the term fixed by the Constitution or Bylaws of said Corporation.

b. The names and addresses of the persons who are to act as Directors until the election and qualification of their successors are to be found in Section "FIRST" of these Articles of Incorporation.

NINTH

The Board of Directors shall be authorized to receive and

disburse gifts, contributions, bequests, devises, endowments, payments of tuition, fees, and other funds; to lease, invest, purchase, and to sell any and all property, to purchase or otherwise acquire, hold, own, use, manage, improve, maintain, develop, sell, transfer, exchange, mortgage, convey, or otherwise acquire, encumber and dispose of real property in this State, or in any other State of the United States, which shall be necessary or desirable in connection with or in carrying on any of the purposes of said Corporation, or any part thereof.

TENTH

In the event of dissolution of the Corporation by voluntary action or by operation of law, then all assets of the Corporation shall be converted into cash by the last duly elected Directors of the Corporation, or the survivors of them, or such other person or persons as shall be duly and legally authorized to do so, and after payment of all debts and legal obligations of said Corporation, the balance remaining, if any, shall be distributed to:-

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

(1) A State, Territory, or 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 law 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 or 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".

ELEVENTH

The officers of the Board of Directors shall be a Chairman, a Vice-Chairman, Secretary, and Treasurer, which officers shall be elected annually by the Board of Directors from the members thereof. Said officers shall perform the duties usually assigned to their respective offices.

TWELFTH

The said Board of Directors shall be the custodian of

all 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 advisable to promote the best interests and welfare of said Corporation, subject to the provisions hereof and the laws of the State of Maryland.

THIRTEENTH

That all funds belonging to said Corporation shall be deposited in the corporate name in such bank or banks as the majority of the directors may from time to time deem advisable and shall be subject to withdrawal by checks signed by the Treasurer, and countersigned by the Chairman or other authorized director.

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

IN WITNESS WHEREOF, we have hereunto signed our names and affixed our seals this 1st day of March A.D.1969.

Roy A. Grove (SEAL)
Roy A. Grove

Carl W. George (SEAL)
Carl W. George

Kenneth J. Mundy (SEAL)
Kenneth J. Mundy

William M. Curtis (SEAL)
William M. Curtis

Richard W. Meadows (SEAL)
Richard W. Meadows

Herbert F. Renner, Jr. (SEAL)
Herbert F. Renner, Jr.

Ralph W. Wyand (SEAL)
Ralph W. Wyand

Gerald D. Cavanaugh (SEAL)
Gerald D. Cavanaugh

TEST:

Louise P. Spessard
Louise P. Spessard

Luther Grove, Jr. (SEAL)
Luther Grove, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 1st day of March A.D.1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Roy A. Grove, Carl W. George, Kenneth J. Mundy, William M. Curtis, Richard W. Meadows, Herbert F. Renner, Jr., Ralph W. Wyand, Gerald D. Cavanaugh and Luther Grove, Jr., 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.

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

Louise P. Spessard
Louise P. Spessard
Notary Public
My Com. Exp: July 1, 1969

ARTICLES OF INCORPORATION

OF

HERITAGE ACADEMY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 19, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 9103

Recorded in Liber 7720, folio 278, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 530

AUG 13 9 17 AM '69

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER ACT. CLERK

Received for record October 22, 1969 at 9:46 A. M. Receipt No.
3366 Liber 18

MASON-DIXON COUNCIL, INC.,
BOY SCOUTS OF AMERICA

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Charter of the Mason-Dixon Council, Inc., Boy Scouts of America, a Maryland corporation having its principal office in Hagerstown, Washington County, Maryland, as said Charter was amended by Articles of Amendment dated the 8th day of November, A.D. 1939, and by Articles of Amendment dated the 22nd day of February, A.D. 1956, is hereby further amended by deleting the Second, Third, Fourth, Fifth, Sixth, Seventh, Eighth, and Ninth sections of the Amended Certificate of Incorporation, inserting in lieu thereof new sections designated as Second, Third, Fourth, Fifth, Sixth, Seventh, Eighth and Ninth, and by adding a new section designated as Tenth, as follows:

"SECOND: The name of the Corporation is
MASON-DIXON COUNCIL OF BOY SCOUTS OF AMERICA, INC.

THIRD: The Corporation shall have perpetual existence, but shall be dissolved upon the revocation or termination of its Charter from the Boy Scouts of America, a corporation organized under Act of Congress.

FOURTH: The Corporation shall promote, within the territory covered by the Charter from time to time granted it by the Boy Scouts of America and in accordance with the Congressional Charter, Bylaws, policies and

regulations of the Boy Scouts of America, the Scout program of promoting the ability of boys to do things for themselves and others, training them in Scoutcraft, and teaching them patriotism, courage, self-reliance, and kindred virtues, using the methods which are now in common use by the Boy Scouts of America. And to these ends the Corporation shall have and may exercise in a manner consistent with the Congressional Charter, Bylaws, policies and regulations of the Boy Scouts of America all powers conferred upon corporations under the Laws of the State of Maryland.

FIFTH: The Corporation shall be operated as a nonprofit corporation exclusively for charitable and educational purposes within the meaning of Section 501 of the Internal Revenue Code of 1954, as from time to time amended.

The Corporation shall at all times maintain the principles and policies of the Boy Scouts of America, as set forth in detail in the Bylaws of the Boy Scouts of America and its regulations, as set forth in official handbooks or as may be announced by the Boy Scouts of America from time to time, specifically restricting the leadership to those persons who are willing to subscribe to the declarations of principles therein set forth and to the Scout Oath and Law and who otherwise are qualified to receive certificates of leadership.

SIXTH: The Corporation shall have one or more classes of members, as provided in the Bylaws of the Corporation, and may have honorary members.

Each active, associate or honorary member of the Corporation shall be a man twenty-one years of age or over who (a) is a citizen of the United States or who has legally declared his intention to become a citizen of the United States, (b) has subscribed to the Scout Oath and Law and Bylaws of the Boy Scouts of America, (c) has been registered by the Boy Scouts of America in accordance with its Bylaws, and (d) otherwise meets all qualifications for membership from time to time established by the Boy Scouts of America.

SEVENTH: The Executive Board of the Corporation shall be composed of such number of persons, in no event fewer than twenty (20) nor more than thirty-five (35), who shall be elected in such manner as prescribed in the Bylaws of the Corporation.

EIGHTH: The post office address of the place at which the principal office of this Corporation is located in this State is 1200 Crestwood Drive, Hagerstown, Maryland, 21740. The resident agent of the Corporation is Alan D. Sheaffer, whose post office address is 1200 Crestwood Drive, Hagerstown, Maryland, 21740, and said resident agent is a citizen of the

State of Maryland and actually resides therein.

NINTH: The property and assets of the Corporation are irrevocably dedicated to the charitable and educational purposes of carrying out the program of the Boy Scouts of America. In the event of the dissolution or final liquidation of the Corporation or upon the revocation or termination of its Charter from the Boy Scouts of America, none of such property or assets or the proceeds therefrom shall inure to the benefit of any individual but shall, after all liabilities and obligations of the Corporation have been paid or satisfied or provision otherwise made therefor, be distributed (a) to another local council of the Boy Scouts of America as specified by the Boy Scouts of America to be used for charitable and educational purposes, or (b) in the absence of such specification, to the Boy Scouts of America itself to be used for charitable and educational purposes, it being contemplated that in either instance such property and assets shall continue to be devoted to the furtherance of Scouting in Washington County, Maryland, Fulton County, Pennsylvania (except Waterfall), Quincy, Washington, Warren, Montgomery and Antrim Townships, including the boroughs of Mont Alto, Waynesboro, Greencastle, and Mercersburg in Franklin County, Pennsylvania.

TENTH: These Articles of Incorporation may be amended by the majority vote of the members having the

right to vote present at a duly called meeting of the members of the Corporation at which a quorum is present and of which at least twenty days written notice has been given, the notice for which has been accompanied by the text of the proposed amendment or amendments, provided however, that no amendment to these Articles of Incorporation shall be effective unless first presented to and approved by (a) the Executive Board of the Corporation and (b) an authorized official at the national office of the Boy Scouts of America. "

SECOND: That the Executive Board of the Corporation, at a meeting duly convened and held on the 22nd day of October, 1968, duly advised the amendment of the Charter of the Corporation hereinbefore set forth by passing a resolution declaring that said amendment is advisable and calling a meeting of the members of the Corporation, otherwise called "Council", to take action thereon.

THIRD: That the members of the Corporation, otherwise called "Council", at a meeting called by the Executive Board as aforesaid and duly warned in the manner provided by law, approved and adopted the amendment of the Charter of the Corporation as hereinabove set forth by the affirmative vote of two-thirds of all members of the Corporation entitled to vote on the 1st day of February, 1969.

IN WITNESS WHEREOF, Mason-Dixon Council, Inc.,
Boy Scouts of America has caused these presents to be signed

and its corporate seal hereunto affixed and attested by its Secretary on this 28th day of February, 1969.



MASON-DIXON COUNCIL, INC.,
BOY SCOUTS OF AMERICA,

By Frank J. Pryatel
Frank J. Pryatel, President.

(CORP. SEAL)
ATTEST: Alan D. Sheaffer
Alan D. Sheaffer,
Secretary.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on the 28th day of February, 1969, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Frank J. Pryatel, President of Mason-Dixon Council, Inc., Boy Scouts of America, and in the name and on behalf of said Corporation acknowledges the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time also personally appeared Alan D. Sheaffer and made oath in due form of law that he was Secretary of the meeting of members of the Corporation, otherwise called "Council", at which the amendment of the Charter of the 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 and correct to the best of his knowledge and belief.

WITNESS my hand and Official Notarial Seal.

Betty D. Violet
Notary Public.

My Commission expires July 1, 1969.



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 226
OCT 22 9 45 AM '69
LIBER _____ FOLIO _____
LAND
VANORR J. BAKER, ACT. CLERK

ARTICLES OF AMENDMENT
OF
MASON-DIXON COUNCIL, INC., BOY SCOUTS OF AMERICA
changing its name to

MASON-DIXON COUNCIL OF BOY SCOUTS OF AMERICA, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 5, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 10065

Recorded in Liber 7730, folio 79, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



Received for record October 22, 1969 at 9:46 A.M. Liber 18,
Receipt No. 3366

H & H GULF DISTRIBUTING, INC.

ARTICLES OF DISSOLUTION

H & H Gulf Distributing, 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 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 100 West Washington Street, Hagerstown, Maryland 21740.

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 Daniel W. Moylan, 100 West Washington Street, Hagerstown, Maryland 21740. Said resident agent is an individual actually residing in this State.

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

Name	Post Office Address
Robert C. Margerum	449 Newgate Court Salem Harbour Andalusia, Pennsylvania 19020
Gloria M. Margerum	449 Newgate Court Salem Harbour Andalusia, Pennsylvania 19020
Daniel W. Moylan	100 West Washington Street HAGERSTOWN, MARYLAND 21740

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

H & H GULF DISTRIBUTING, INC.

were received for record on, May 6, 1969,
in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

ALBERT M. WARD

Director

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

Name	Title	Address
Robert C. Margerum	President	449 Newgate Court Salem Harbour Andalusia, Pennsylvania 19020
Woolston H. Foster	Vice President	Laurel Circle Willow Grove, Pennsylvania
Gloria M. Margerum	Secretary-Treasurer	449 Newgate Court Salem Harbour Andalusia, Pennsylvania 19020

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 2, 1968 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 November 25, 1968.

SEVENTH: A consent in writing to the directors of the corporation was signed by all of 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.

EIGHTH: A notice of dissolution of the corporation duly authorized pursuant to Article 23 of the Annotated Code of Maryland was mailed on February 4, 1969 to all known creditors of the Corporation.

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
 Irving K. Bloom, Acting Tax Collector and Treasurer
 for the City of Hagerstown, Maryland

IN WITNESS WHEREOF, these Articles of Dissolution are signed in the name and on behalf of H & H Gulf Distributing, Inc. by its President and its corporate seal to be hereto affixed and attested by its secretary on the 4 day of February, 1969.

H & H GULF DISTRIBUTING, INC.

ATTEST:


Gloria M. Margerum
 Gloria M. Margerum
 Secretary

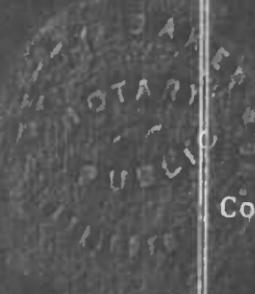
By Robert C. Margerum
 Robert C. Margerum
 President

STATE OF Ind, COUNTY OF Wash., to-wit:

I HEREBY CERTIFY, that on this 4 day of February, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Robert C. Margerum, President of H & H Gulf Distributing, 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 Gloria M. Margerum 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 approved, 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 Official Notarial Seal.



Betty Baker
NOTARY PUBLIC

Comm. Exp. July 1, 1969

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

February 11, 1969

RE: Dissolution - H & H Gulf Distributing, Inc.
Withdrawal of

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 State Department of Assessments and Taxation and billed by and payable to the County Treasurer for Washington County by

H & H Gulf Distributing, Inc.

have been paid to and including the fiscal year July 1, 1968 to June 30, 1969.

Witness the hand and seal of Hugh K. Troxell, County Treasurer for Washington County, this 11th day of February A.D., 1969.



Hugh K. Troxell,
Treasurer for Washington County, Md.

SEAL



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CITY OF HAGERSTOWN
MARYLAND

DEPARTMENT OF REVENUE & FINANCE
CITY HALL

IRVIN K. BLOOM
ACTING TAX COLL'R. & TREAS.

February 6, 1969

TO WHOM IT MAY CONCERN:

I, Irvin K. Bloom, Acting 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, H & H GULF DISTRIBUTING, INC., Hagerstown, Maryland 21740, up to and including the fiscal tax year 1968-1969.


Irvin K. Bloom
Acting Tax Collector
and Treasurer

IKB:b



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 — PHONE COLONIAL 8-3371
ANNAPOLIS, MARYLAND 21404

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 certifi-
cation 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 & H GULF DISTRIBUTING, INC.
have been paid.

WITNESS my hand and official seal this
fifth day of March A.D. 1969.



Mary Ellen Hopkins
Deputy Comptroller



STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 WEST PRESTON STREET

BALTIMORE, MARYLAND 21201

ALBERT W. WARD
DIRECTORWILLIAM H. RILEY
CHIEF SUPERVISOR
OF ASSESSMENTS

February 7, 1969

Mr. Daniel W. Moylan
Law Offices of Bushong,
Byron, Moylan & Urner
100 W. Washington Street
Hagerstown, Maryland 21740

Re: H & H Gulf Distributing, Inc.

Dear Mr. Moylan:

In order to dissolve the charter of the above mentioned corporation you must obtain tax clearance certificates from Washington County and the City of Hagerstown and also the Comptrollers Office in Annapolis.

Very truly yours,

Harold M. Pickett
Harold M. Pickett

HMP/tcp

ARTICLES OF DISSOLUTION

OF

H GULF DISTRIBUTING, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 576
OCT 22 9 46 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland May 6, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 10118

Recorded in Liber 7430-432, folio 432, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

SPECIAL FEE
/Bonus/tax/paid/\$ 15.00 Recording fee paid \$ 21.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



HAGERSTOWN LODGE, NO. 212, LOYAL ORDER OF MOOSE OF THE WORLD, INCORPORATED
ARTICLES OF REVIVAL
(Under Section 85)

HAGERSTOWN LODGE, NO. 212, LOYAL ORDER OF MOOSE OF THE WORLD, 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 charter of the Corporation was forfeited on 12 - 30 - 1968, 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 HAGERSTOWN LODGE, NO. 212, LOYAL ORDER OF MOOSE OF THE WORLD, INCORPORATED.

THIRD : The name by which the Corporation will hereafter be known is HAGERSTOWN LODGE, NO. 212, LOYAL ORDER OF MOOSE OF THE WORLD, INCORPORATED.

FOURTH : (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 6 South Potomac Street, Hagerstown, Washington County, Maryland 21740, 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 of the resident agent of the Corporation in the State of Maryland are Bruce M. Rudisill, 633 Marion Street, Hagerstown, Washington County, Maryland 21740. Said resident is Secretary of the HAGERSTOWN LODGE, NO. 212, LOYAL ORDER OF MOOSE OF THE WORLD, INCORPORATED, Said resident 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 Governor and Secretary of the Corporation, have signed these Articles of Revival on the 22nd Day of April, 1969.

Last Acting Governor

Luther A. Stoner Sr.

Luther A. Stoner Sr.

Last Acting Secretary

Bruce M. Rudisill Sr.

Bruce M. Rudisill Sr.

STATE OF MARYLAND,
COUNTY OF WASHINGTON, ss:

I HEREBY CERTIFY that on April 22, 1969, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Luther A. Stemer Sr. the last acting Governor and Bruce M. Rudisill, the last acting Secretary of HAGERSTOWN LODGE, NO. 212, LOYAL ORDER OF MOOSE OF THE WORLD, INCORPORATED, a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

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

Angel C. Hager
Notary Public



*My Commission Expires
July 1, 1969*

LAND LIBER FOLIO
VARDON J. BAKER ACT. CLERK

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIVED
9/22 9 46 AM '69

ARTICLES OF REVIVAL

OF

HAGERSTOWN LODGE NO. 212, LOYAL ORDER OF MOOSE OF THE WORLD, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland April 24, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 9860

Recorded in Liber *7727-574*, folio *4*, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

SPECIAL FEE
Books/tax/paid \$ 5.00 Recording fee paid \$ 15.00

437

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



CONOCOCHIEAGUE TRIBE NO. 84 IMPROVED ORDER OF RED MEN INCORPORATED

ARTICLES OF REVIVAL
(UNDER SECTION 85)

CONOCOCHIEAGUE TRIBE NO. 84 IMPROVED ORDER OF RED MEN 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 charter of the Corporation was forfeited on 12-30-68, 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 CONOCOCHIEAGUE TRIBE NO. 84 IMPROVED ORDER OF RED MEN INCORPORATED.

THIRD: The name by which the Corporation will hereafter be known is CONOCOCHIEAGUE TRIBE NO. 84, IMPROVED ORDER OF RED MEN, INCORPORATED.

FOURTH: (a) The past office address of the principal office of the Corporation in the State of Maryland is 121 North Conococheague Street, Williamsport, Washington County, Maryland 21795, 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 the post office of the resident agent of the Corporation in the State of Maryland are W. A. Speaker, 19 North Conococheague Street, Williamsport, Washington County, Maryland 21795. Said resident is Secretary of the CONOCOCHIEAGUE TRIBE NO. 84, IMPROVED ORDER OF RED MEN, INCORPORATED, Said resident 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 the 23rd Day of April 1969.

Last Acting President

Richard W. Byers
Richard W. Byers

Last Acting Secretary

W. A. Speaker
W. A. Speaker

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STATE OF Maryland

COUNTY OF Washington

I HEREBY CERTIFY that on April 23, 1969, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Richard W. Byers, the last acting President and W. A. Speaker, the last acting Secretary of CONOCOCHAGUE TRIBE NO. 84, IMPROVED ORDER OF RED MEN, INCORPORATED, a Maryland corporation, and secerally acknowledged the foregoing Articles of Revival to be their act.

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

S E A L

Charles E. Mumma
Notary Public

My Commission expires July 1, 1969



and immunities granted, and not expressly denied, by Article 23 of the Annotated Code of Maryland as amended, and under the common law, as may be necessary, convenient or expedient in order to accomplish the purposes set forth herein; as well as, any and all things which shall not impair the Corporation's status as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code and the Regulations promulgated thereunder, including, but not by way of limitation, the following:

1. To sue and be sued in its corporate name;
2. To have a corporate seal and to alter the same at pleasure;
3. To receive by gift, devise, bequest, or to otherwise acquire, own, hold, use, lease, mortgage, pledge, sell, convey or otherwise dispose of property absolutely or in trust, real or personal, tangible, or intangible, including, but not by way of limitation, the acquisition of real property to be held in receivership or trusteeship in accordance with the General Laws of the State of Maryland;
4. To borrow money and to issue, sell, or pledge its obligations and evidences of indebtedness, and to mortgage its property and franchises to secure the payment thereof.
5. To carry out its purposes in this state and elsewhere; to have one or more offices out of this state; and to acquire, own, hold and use, and to lease, mortgage, pledge, sell, convey or otherwise dispose of property, real or personal, tangible or intangible, out of this state;
6. To acquire, hold, own and vote and to sell, assign, transfer, mortgage, pledge, or otherwise dispose of the capital stock, bonds, securities or evidence of indebtedness of any other corporation, domestic or foreign, insofar as the same shall be consistent with the purposes of the Corporation;
7. To appoint such officers and agents as the affairs of the Corporation may require and to define their duties and fix their compensation;
8. To make By-Laws for the government and regulation of its affairs;
9. To cease its activities and to dissolve and surrender its corporate franchise.

IV.

Term of Existence

The period during which the Corporation is to continue as a corporation is perpetuity.

V.

Principal Office and Resident Agent

The post office address of the principal office of the Corporation shall be 74 West Washington Street, Hagerstown, Washington County, Maryland, 21740, and the name of the Resident Agent of the Corporation, who is a citizen of the State of Maryland, is Fred C. Wright, III, whose post office address is 74 West Washington Street, Hagerstown, Maryland, 21740.

VI.

Limitation of Purposes and Powers

A. No Private Benefit. No money or property received or held by the Corporation shall ever inure, directly or indirectly, to the private benefit of any member, director or officer of the Corporation, or any other person whomsoever, except for reasonable compensation for services actually rendered to the Corporation.

B. The Corporation is to be organized upon a non-stock, certificate of membership basis. Such membership shall be non-redeemable, non-transferable, and non-dividend bearing. The Corporation is not authorized to issue capital stock.

C. No part of the activities of this Corporation shall be devoted to attempting by any means to influence legislation by propaganda or otherwise.

D. No part of the activities of this Corporation shall be devoted to the direct or indirect participation or intervention in any political campaign on behalf of, or in opposition to, any candidate for political office.

E. Distribution of Earnings or Assets. On dissolution of this Corporation, any assets remaining after payment of its debts and obligations shall be transferred or distributed to a Corporation organized for educational and charitable purposes

substantially the same as the purposes of this Corporation, such distribution to be for purposes within the intent of Section 501 (c) (3) of the Internal Revenue Code of 1954 and the Regulations promulgated thereunder as the same may exist or as they may be hereafter amended from time to time. No assets of the Corporation shall be distributed in dissolution or otherwise to any incorporator, member, donor, officer or employee.

VII.

Membership

A. Membership. The membership of this Corporation shall be originally composed of and be identical to the first Board of Directors of the Corporation hereafter named in Article VIII-A and each shall retain membership until his death, resignation or removal in accordance with the By-Laws of the Corporation.

B. Limit of Liability of Members. Subject to the provisions of any applicable law, neither the members of the Corporation nor their individual property shall be subject to any liability for any debts of the Corporation beyond the amount of any contribution to the initial capital fund of the Corporation.

VIII.

Board of Directors

A. First Board of Directors. The first Board of Directors, who shall serve as such until the first annual meeting or until their successors are duly chosen and qualify, shall consist of the following named persons:

<u>Names</u>	<u>Addresses</u>
1. Max C. Fiery	211 May St., Hagerstown, Md.
2. Thurston A. Keltner	570 Jefferson Blvd., Hagerstown, Md.
3. Rev. F. Norman Van Brunt	129 N. Potomac St., Hagerstown, Md.
4. J. Paul Gruver, Jr.	113 Knotty Pine Dr., Hagerstown, Md.
5. Leonard W. Curlin	47 W. Bethel St., Hagerstown, Md.

<u>Names</u>	<u>Addresses</u>
6. Sidney J. Metzner	322 E. Irvin Ave., Hagerstown, Md.
7. Franklin D. Schurz, Jr.	1330 Potomac Ave., Hagerstown, Md.
8. Frederick C. Wright, Jr.	503 Gordon Cir., Hagerstown, Md.
9. Vivian S. Ogle	138 Pangborn Blvd., Hagerstown, Md.
10. Roy E. Snyder	26 E. Main St., Hancock, Md.

B. Number of Directors. The Corporation shall be governed by the Board of Directors. The number of Directors of the Corporation shall be not less than five (5) nor more than thirty-five (35) as prescribed from time to time in the By-Laws of the Corporation; but in no event shall the minimum number of Directors be less than five (5).

C. Composition of Board of Directors. The Board of Directors shall, after the first annual meeting of members and at all times thereafter, be composed of the following four (4) classes of Directors:

1. Public Directors. There shall be five (5) Public Directors, consisting of the following named persons who shall hold such office by virtue of their respective offices:

- (a) The Mayor of the City of Hagerstown;
- (b) The Chairman of the Hagerstown Housing Authority;
- (c) The Chairman of the Hagerstown Planning Commission;
- (d) The President of the Washington County Commissioners;
- (e) The Chairman of the Washington County Planning Commission.

2. Sponsor Directors. There shall be at least nine (9) Sponsor Directors representing business, financial and industrial firms supporting the Corporation. Such Directors shall be selected by a majority vote of the members at the annual meeting of the membership held in the manner provided and set forth in the By-Laws of the Corporation from time to time.

3. Community Directors. There shall be at least seven (7) Community Directors representing the general community of Washington County to be selected by a majority vote of the members at the annual meeting of the membership held in the manner provided and set forth in the By-Laws of the Corporation from time to time.

4. Management Director. The Executive Director of the Corporation shall also be a Director of the Corporation by virtue of such office, and in that capacity shall be known as the Management Director.

The first Board of Directors shall serve for a term of one (1) year and until their successors are selected and qualified; thereafter, (a) each Public Director and the Management Director shall serve through the term of his respective office; (b) the Sponsor Directors and the Community Directors shall serve for such terms as shall be designated by the By-Laws of the Corporation, which terms may expire at different times but which shall not continue for more than five (5) years.

Any vacancy occurring in the Board of Directors shall be filled, if at all, by the persons and in the manner as set forth above, except that any vacancy in the office of Sponsor Directors or Community Directors shall be filled by a majority vote of the remaining members of the Board of Directors until a successor is selected in the manner prescribed in the By-Laws.

D. Quorum. A majority of the Board of Directors shall be necessary to constitute a quorum thereof, except for the filling of the vacancies, which shall require a majority of the remaining Directors for a quorum, and the act of the majority of Directors present at a meeting, at which a quorum is present, shall be the act of the Board of Directors.

IX.

Incorporators

The names and post office addresses of the incorporators are:

<u>Names</u>	<u>Addresses</u>
1. Max C. Fiery	211 May St., Hagerstown, Md.
2. Thurston A. Keltner	570 Jefferson Blvd., Hagerstown, Md.
3. Rev. F. Norman Van Brunt	129 N. Potomac St., Hagerstown, Md.
4. J. Paul Gruver, Jr.	113 Knotty Pine Dr., Hagerstown, Md.
5. Leonard W. Curlin	47 W. Bethel St., Hagerstown, Md.

<u>Names</u>	<u>Addresses</u>
6. Sidney J. Metzner	322 E. Irvin Ave., Hagerstown, Md.
7. Franklin D. Schurz, Jr.	1330 Potomac Ave., Hagerstown, Md.
8. Frederick C. Wright, Jr.	503 Gordon Cir., Hagerstown, Md.
9. Vivian S. Ogle	138 Pangborn Blvd., Hagerstown, Md.
10. Roy E. Snyder	26 E. Main St., Hancock, Md.

X.

Regulatory Provisions

A. Meeting of the Board of Directors may be held at any place within or without the State of Maryland, provided proper notice in writing thereof is given to all Directors.

B. The corporate seal of the Corporation shall be circular and shall have inscribed thereon, within and around the circumference the following:

Homeowners Foundation Fund of Washington County, Inc. -
Incorporated in Maryland in 1969.

C. Subject to the provisions of any applicable law and these Articles of Incorporation, the affairs and operations of this Corporation including, but not limited to, the establishment of officers and their election and removal, the appointments of agents or representatives of the Corporation, the adoption of a Code of By-Laws, the establishment of the procedures for fulfilling the corporate purposes and the exercise of all of the powers of the Corporation shall be vested solely in the Board of Directors of the Corporation.

D. The Board of Directors, by a majority vote of all the members of the Board, shall appoint the following committees from the members of the Board of Directors:

1. The Executive Committee, the chairman of which shall be the President of the Corporation. Such Executive Committee shall act in the place instead of the Board of Directors from time to time during the interval between meetings of the Board of Directors, and shall possess the same authority and powers to the full Board of Directors; and

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIVED NO. 2726
OCT 27 9 46 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, ACT. CLERK

ARTICLES OF REVIVAL
OF
CONOCOCHEAQUE TRIBE NO. 84 IMPROVED ORDER OF RED MEN INC.
changing its name to
CONOCOCHEAQUE TRIBE NO. 84, IMPROVED ORDER OF RED MEN, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 25, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9883

Recorded in Liber 7728-118, folio 118, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

SPECIAL FEE
Dues/tax/paid \$ 5.00 Recording fee paid \$ 15.00

439

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



Received for record October 22, 1969 at 9:46 A.M. Liber 18,
Receipt No. 3366

ARTICLES OF INCORPORATION
OF
BEMENT ENTERPRISES, INC.

THIS IS TO CERTIFY:

FIRST: That I, Robert E. Kuczynski, whose post office address is 206 Maryland National Bank Bldg., 82 West Washington St., Hagerstown, Maryland, 21740, being twenty-one years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: "BEMENT 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 engage in the on or off-sale dispensing of alcoholic beverages and food, operating as a bar and restaurant, and generally to purchase or otherwise, acquire restaurants and taverns, and to own, hold, lease, rent or sell such business or businesses.

(c) To buy and sell, wholesale or retail, any and every type of beverage, alcoholic or non-alcoholic, in bottle, cans, kegs, or containers of every kind or description.

(d) To bottle, package, blend or otherwise process and manufacture beverages of every kind and description.

(e) To merchandise, sell, offer for sale, and distribute at wholesale and retail, foods and foodstuffs of all kinds and descriptions and to generally deal in groceries and grocery products.

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

(g) To buy, sell, export, import, lease, exchange and generally deal in machinery and equipment of all kinds and descriptions, at retail or wholesale.

(h) To process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials of all kinds, including lumber, roofing, insulating materials, plaster, wall, tile, ornamental and other boards, brick, concrete, structural steel, re-enforcing steel, glass, stone, pottery, tile, lighting fixtures, hardware, bathroom fixtures, plumbing supplies, electrical supplies, cements and plasters, stucco, stone and gravel, resinous waxes, textiles, incinerators, cesspools and septic tanks, fencing, wire and staples, waterproofing materials, rubber, linoleums, carpets, builders' tools and machinery, and any and every other material, appertenance, or process useful in, necessary for, or convenient in building, construction, engineering, and maintenance.

(i) To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

FOURTH: The post office address of the principal office of the Corporation in this State is: No. 206 Maryland National Bank Building, 82 West Washington St., Hagerstown, Maryland, 21740.

The name and post office address of the Resident Agent of the Corporation in this State is: John P. Bement, Edgewood Hill Apt., 1734-A-2, Dual Highway, Hagerstown, Maryland, 21740. The said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000.00) shares of the par value of Ten (\$10.00) Dollars per share, all of one class, and having an aggregate par value of Fifty Thousand (\$50,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be at least three (3), which number may be increased or decreased pursuant to the by-laws of the corporation; and the names of the directors who shall act until the first annual meeting, or until their successors are duly elected and qualify, are: John P. Bement, Brigitta L. Bement and Robert E. Kuczynski

SEVENTH: The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors, who shall dictate its general business policy and, subject to any provisions of the Statute or to the vote of its stockholders, determine all matters and questions pertaining to its business and affairs.

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

2. The Board of Directors shall have the power to fix the salaries of officers and employees, and although the directors may be also employees or officers of the company their vote shall be counted and the action just as binding on the Corporation as if

they were not directors or stockholders.

3. 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.

4. The Board of Directors shall from time to time determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

5. The above granted powers of 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, I have signed these Articles of Incorporation this 25th day of April, 1969.

WITNESS:

Olive R. Shupp

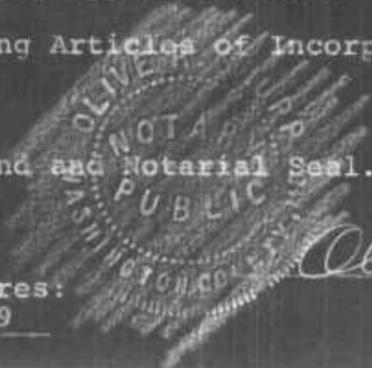
Robert E. Kuczynski (SEAL)
Robert E. Kuczynski

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

I HEREBY CERTIFY, That on this 25th day of April, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Robert E. Kuczynski, and he acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Notarial Seal.

My commission expires:
July 1, 1969



Olive R. Shupp
Notary Public

ARTICLES OF INCORPORATION

OF

BEMENT ENTERPRISES, INC.

STATE OF MD.
 WASHINGTON COUNTY
 RECEIVED FOR RECORD
 RECEIPT NO. 3322
 OCT 22 9 46 AM '69
 LIBER _____ FOLIO _____
 LAND _____
 WASHINGTON J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
 of Maryland April 28, 1969 at 8:30 o'clock A. M. as in conformity
 with law and ordered recorded.

A 9922

Recorded in Liber 7728-343 folio 3, one of the Charter Records of the State
 Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



Received for record December 17, 1969 at 8:58 A.M. Liber 18,
Receipt No. 5518

ARTICLES OF INCORPORATION

OF

THE AMERICAN HERITAGE HOMEOWNERS FOUNDATION, INC.

THIS IS TO CERTIFY:

That, We, the undersigned subscribers, 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, intend to form a corporation by the execution and filing of these Articles.

I.

Name

The name of this corporation shall be The American Heritage Homeowners Foundation, Inc., hereinafter referred to as "the Corporation."

II.

Purposes

This corporation is organized and shall be operated exclusively to promote charitable and educational purposes including social welfare within the United States of America within the meaning of Section 501 (c) (4) of the Internal Revenue Code of 1954 and the Regulations promulgated thereunder, in accordance with the following specific purposes:

- (a) To provide, on a non-profit basis, housing for low income families and families displaced from renewal areas or as a result of governmental action, where no adequate housing exists for such groups, pursuant to Section 221 (d) (3) of the National Housing Act, as amended.

(b) To provide elderly persons and handicapped persons with housing facilities and services specially designed to meet their physical, social and psychological needs, and to promote their health, security, happiness and usefulness in a longer life; the charges for such facilities and services to be on a non-profit basis, where no adequate housing exists for such groups, pursuant to Section 231 of the National Housing Act, as amended.

(c) To provide, on a non-profit basis, nursing home facilities and services for the accommodation of convalescents or other persons who are not acutely ill and not in need of hospital care, where no adequate housing exists for such groups, pursuant to Section 232 of the National Housing Act, as amended.

(d) To provide, on a non-profit basis, homeownership for low income families, where no adequate housing exists for such groups, pursuant to Section 235 of the National Housing Act, as amended.

(e) To provide, on a non-profit basis, rental housing for low income families, where no adequate housing exists for such groups, pursuant to Section 236 of the National Housing Act, as amended.

(f) To provide, on a non-profit basis, homeownership assistance for purchase and resale of housing to lower income families, where no adequate housing exists for such groups, pursuant to Sections 235 (j) and 221 (h), National Housing Act, as amended.

(g) To provide technical (consultant-processing) services, and consultative services, and assistance at reasonable fees, to assist public or private profit-oriented and non-profit sponsors of housing construction or rehabilitation for lower income occupancy, and the development and management of such housing.

(h) To serve as interim sponsor-developer/mortgagor, of new or rehabilitated housing units until conveyance to appropriate permanent sponsor-mortgagors, or as permanent sponsor-developer/mortgagor of such housing until such conveyance occurs, with emphasis upon facilitating home-ownership by persons and families of lower income.

(i) To administer a separately incorporated, private, not-for-profit, and non-stock, tax exempt revolving loan fund, tentatively named American Heritage Foundation Fund, which will:

(1) Promote relief of the poor, distressed and underprivileged; lessen the burdens of government; and promote social welfare programs to lessen neighborhood tensions, eliminate prejudice and discrimination, and combat community deterioration.

(2) Provide low-rate, short-term project development loans to private profit and non-profit sponsors of housing units constructed for sale or rental to persons and families of lower income.

(3) Provide low-rate, short-term property acquisition loans to finance the acquisition of both land for new housing construction and of properties for housing rehabilitation, all for sale or rental to persons and families of lower income.

(4) Serve as a short-term land bank to hold land and properties acquired through gift, option or purchase until conveyance to sponsor-developer/mortgagor for new housing construction or housing rehabilitation.

(5) Provide low-rate, short term special purpose loans to promote the special purpose programs set forth in paragraph II (j) (1)-(5) of these Articles.

(j) To implement special purpose programs, for which separate funding may be solicited, and which may be undertaken on a joint venture basis with other private organizations, to test the feasibility, cost, procedural, and financial aspects of programs to:

(1) Promote innovative attempts by local private industry and lenders to construct and finance housing of high durability and low cost for occupancy by lower income persons and families, through utilization of industrialized, volume construction techniques and new materials.

(2) Promote the formation of local neighborhood organizations, coalitions or corporations to support local community planning and design efforts for better land use, increased analysis and resolution of local housing needs and problems, and concerted public-private participation in community renewal and development.

(3) Promote the establishment of Local Housing Sponsor and Development Corporations.

(4) Promote innovative educational and training programs in residential housing construction and management skills for sponsors of lower income housing, and for other persons now unskilled or semi-skilled, presently unemployed or under-employed, with initial emphasis on expanding employment opportunities in the home-building and construction industries.

(5) Promote responsible entrepreneurship and ownership opportunities in the contracting and sub-

contracting residential housing construction industry, with initial emphasis upon developing proprietorship, partnership and small business corporation ventures in inner-city area, owned and operated by local inner-city areas, owned and operated by local residents, related to the construction industry.

(k) To encourage citizen participation in housing, and community betterment programs and to disseminate information to the general public concerning the objectives and purposes of this Corporation.

(l) The Corporation is irrevocably dedicated to, and operated exclusively for, non-profit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual, except for reasonable compensation for services actually rendered to the Corporation.

III.

Rights, Powers and Privileges

Subject to any limitations or restrictions imposed by law, or these Articles of Incorporation, this corporation shall have full exercise and enjoy, in furtherance of the purposes set forth herein, all of the rights, powers, privileges and immunities granted, and not expressly denied by Article 23 of the Annotated Code of Maryland as amended and under common law, as may be necessary, convenient or expedient in order to accomplish the purposes set forth herein; as well as, any and all things which shall not impair the corporation's status as an exempt organization under Section 501 (c) (4) of the Internal Revenue Code and the Regulations promulgated thereunder, including, but not byway of limitation, the following:

(a) To sue and be sued in its corporate name.

(b) To have a corporate seal and to alter the same at pleasure.

(c) To receive by gift, devise, bequest, or to otherwise acquire, own, hold, use, lease, mortgage, pledge, sell, convey or otherwise dispose of property absolutely or in trust, real or personal, tangible, or intangible, including but not by way of limitation, the acquisition of real property to be held in receivership or trusteeship in accordance with the General Laws of the State of Maryland.

(d) To borrow money and to issue, sell, or pledge its obligations and evidences of indebtedness, and to mortgage its property and franchises to secure the payment thereof.

(e) To carry out its purposes in this State and elsewhere; to have one or more offices out of this State; and to acquire, own, hold and use, and to lease, mortgage, pledge, sell, convey or otherwise dispose of property, real or personal, tangible or intangible, out of this State.

(f) To acquire, hold, own and vote and to sell, assign, transfer, mortgage, pledge, or otherwise dispose of the capital stock, bonds, securities or evidence of indebtedness of any other corporation, domestic or foreign, insofar as the same shall be consistent with the purposes of the corporation.

(g) To appoint such officers and agents as the affairs of the corporation may require and to define their duties and fix their compensation.

(h) To make By-Laws for the government and regulation of its affairs, as may be adopted by the directors at any regular meeting or at any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles or any Regulatory Agreement between the Corporation and the Federal Housing Commissioner, pursuant to Article II hereof.

(i) To buy, own, convey, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incidental to provide such housing as was described in Article II hereof.

(j) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation, including the execution of a Regulatory Agreement with the Federal Housing Commissioner and of such other instruments and undertakings as may be necessary to enable the Corporation to secure the benefits of financing with the assistance of mortgage insurance under the provisions of the National Housing Act. Such Regulatory Agreement and other instruments and undertakings shall remain binding upon the Corporation, its successors and assigns, so long as a mortgage on the Corporation's property is insured or held by the Federal Housing Commissioner.

(k) To cease its activities and to dissolve and surrender its corporate franchise.

IV.

Term of Existence

The period during which the Corporation is to continue as a corporation is perpetuity.

V.

Principal Office and Resident Agent

The post office address of the principal office of the Corporation shall be 21 West Main Street, Hancock, Washington County, Maryland, 21750, and the name of the Resident Agent of the Corporation, who is a citizen of the State of Maryland, is Roy E. Snyder, whose post office address is 24 East Main Street, Hancock, Maryland, 21750.

VI.

Limitation of Purposes and Powers

1. The corporation is to be organized upon a non-stock, certificate of membership basis. Such membership shall be non-redeemable, non-transferable, and non-dividend bearing. The corporation is not authorized to issue capital stock.

(2) Distribution of Earnings or Assets. On dissolution of this corporation, any assets remaining after payment of its debts and obligations shall be transferred or distributed to a corporation organized for educational and charitable purposes substantially the same as the purposes of this corporation, such distribution to be for purposes within the intent of Section 501 (c) (3) or Section 501 (c) (4) of the Internal Revenue Code of 1954 and the Regulations promulgated thereunder as the same may exist or as they may be hereafter amended from time to time. No assets of the corporation shall be distributed in dissolution

or otherwise to any incorporator, member, donor, officer or employee. PROVIDED, however, that the Corporation shall at all times have the power to convey any or all its property to the Federal Housing Commissioner or his nominee.

VII.

Membership

1. Membership. The membership of this corporation shall be originally composed of and be identical to the first Board of Directors of the corporation hereafter named in Article VIII-1, and each retain membership until his death, resignation or removal in accordance with the By-Laws of the corporation.

2. Membership in the Corporation shall, after the first annual meeting of the members and at all times thereafter, be composed of the incorporators and founders, and, in addition thereto, such sponsor-members as may be selected by the Washington County Council of Churches and who have the approval of the Board of Directors of the said Washington County Council of Churches.

In event that a sponsor-member of the Corporation ceases to have the approval of the Washington County Council of Churches or, if the aforesaid approval is withdrawn by the Board of Directors of the Washington County Council of Churches, then in either event, such shall constitute automatic resignation as a member and director of the Corporation.

3. Limit of Liability of Members. Subject to the provisions of any applicable law, neither the members or officers of the corporation nor their individual property shall be subject to any liability for any debts of the corporation beyond the amount of

any contribution to the initial capital fund of the corporation.

VIII.

Board of Directors

1. First Board of Directors. The first Board of Directors, who shall serve as such until the first annual meeting or until their successors are duly chosen and qualify, shall consist of the following named persons:

<u>Names</u>	<u>Addresses</u>
Harry L. Powers, Jr.	217 Pennsylvania Avenue Hancock, Maryland
Jessie B. Snyder	24 East Main Street Hancock, Maryland
Roy E. Snyder	24 East Main Street Hancock, Maryland
Reverend B. DeFrees Brien	19 High Street Hancock, Maryland

2. Number of Directors. The corporation shall be governed by the Board of Directors. The number of Directors of the corporation shall be not less than three (3) nor more than fifteen (15) as prescribed from time to time in the By-Laws of the corporation; but in no event shall the minimum number of Directors be less than three (3). The directors of the Corporation must, at all times, be bona fide members of the Corporation. The Directors shall serve without compensation.

3. The officers of the Corporation, as provided by the By-Laws of the Corporation, shall be elected by the Board of Directors of the Corporation, in the manner therein set out, and shall serve until their successors are elected and have qualified. The Directors shall elect the regular officers of the Corporation at the annual meeting, for a term of one year.

The Secretary and Treasurer may be one and the same person, and need not be a director of the corporation. Other officers must be directors of the Corporation.

4. In addition to the officers and directors provided for herein or in the By-Laws, the Board of Directors of the Corporation shall employ a qualified person upon such terms as may be agreed upon to be management director of the corporation and to be known as the Executive Director. The Executive Director shall also, by virtue of such office, thereupon be a member and director of the corporation and a member of all committees formed by the Board of Directors. The Executive Director shall perform such duties as may be assigned him by the Board of Directors or the By-Laws of the Corporation.

5. Quorum. A majority of the Board of Directors shall be necessary to constitute a quorum thereof, except for the filling of the vacancies, which shall require a majority of the remaining Directors for a quorum, and the act of the majority of Directors present at a meeting, at which a quorum is present, shall be the act of the Board of Directors.

IX.

So long as a mortgage on the Corporation's property is insured or held by the Federal Housing Commissioner, these Articles may not be amended without the prior written approval of the Commissioner.

X.

Incorporators

The names and post office addresses of the incorporators are:

<u>Names</u>	<u>Addresses</u>
Harry L. Powers, Jr.	217 Pennsylvania Avenue Hancock, Maryland
Jessie B. Snyder	24 East Main Street Hancock, Maryland
Roy E. Snyder	24 East Main Street Hancock, Maryland
Reverend B. DeFrees Brien	19 High Street Hancock, Maryland

XI.

Regulatory Provisions

1. Meeting of the Board of Directors may be held at any place within or without the State of Maryland, provided proper notice in writing thereof is given to all Directors.

2. The corporate seal of the corporation shall be circular and shall have inscribed thereon, within and around the circumference the following:

The American Heritage Homeowners Foundation, Inc. - 1969
and within the circle a cross overlying an anchor.

3. Subject to the provisions of any applicable law and these Articles of Incorporation, the affairs and operations of this corporation including, but not limited to, the establishment of officers and their election and removal, the appointments of agents or representatives of the corporation, the adoption of a Code of By-Laws, the establishment of the procedures for fulfilling the corporate purposes and the exercise of all of the powers of the corporation shall be vested solely in the Board of Directors of the corporation.

4. The Board of Directors, by a majority vote of all the

members of the Board, shall appoint the following committees from the members of the Board of Directors:

(a) The Executive Committee. The Chairman of which shall be the President of the corporation. Such Executive Committee shall act in the place instead of the Board of Directors from time to time during the interval between meetings of the Board of Directors, and shall possess the same authority and powers of the full Board of Directors; and

(b) The Finance Committee. The Chairman of which shall be the Chairman of the Board of Directors of the corporation.

The Board may also appoint such other committees as it may deem necessary for the conduct of the corporation's business.

IN WITNESS WHEREOF, the undersigned, being all of the incorporators designated in Article X executed these Articles of Incorporation and certify to the truth of the facts herein stated this 10 day of June, 1969.

WITNESS:

William Dean AS TO Harry L. Powers, Jr.
Harry L. Powers, Jr.

William Dean AS TO Jessie B. Snyder
Jessie B. Snyder

William Dean AS TO Roy E. Snyder
Roy E. Snyder

William Dean AS TO Rev. B. DeFrees Brien
Reverend B. DeFrees Brien

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 10 day of June A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Harry L. Powers, Jr., Jessie B. Snyder, Roy E. Snyder and Reverend B. DeFrees Brien and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.



Thomas L. Hill
Notary Public

ARTICLES OF INCORPORATION
OF
THE AMERICAN HERITAGE HOMEOWNERS FOUNDATION, INC.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
REC'D 17 8 58 AM '69
LIDER FOLIO
LAND
MAGNETIC TAPE ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 11, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 10836

Recorded in Liber 7738-164¹⁷, folio 164, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 27.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard K. Keller



Received for record December 17, 1969 at 8:57 A.M. Liber 18,
Receipt No. 5518

ARTICLES OF INCORPORATION

OF

HOMEOWNERS FOUNDATION FUND OF WASHINGTON COUNTY, INC.

THIS IS TO CERTIFY:

That, We, the undersigned subscribers, 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, intend to form a corporation by the execution and filing of these Articles.

I.

The name of this Corporation shall be HOMEOWNERS FOUNDATION FUND OF WASHINGTON COUNTY, INC.

II.

Purposes

This Corporation is organized and shall be operated exclusively to promote charitable and educational purposes including social welfare within the United States of America within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 and the Regulations promulgated thereunder, in accordance with the following specific purposes:

1. To promote relief of the poor, distressed and under-privileged; lessen the burdens of government; and promote social welfare programs to lessen neighborhood tensions, eliminate prejudice and discrimination, and combat community deterioration;
2. To provide low-rate, short-term project development loans to private profit and non-profit sponsors of housing units constructed for sale or rental to persons and families of lower income;
3. To provide low-rate, short-term property acquisition loans to finance the acquisition of both land for new housing construction and of properties for housing rehabilitation, all for sale or rental to persons and families of lower income;
4. To serve as a short-term land bank to hold land and properties acquired through gift, option or purchase until conveyance to sponsor-developer/mortgagors for new housing construction or housing rehabilitation;

5. To provide low-rate, short-term special purpose loans to:

(a) Promote innovative attempts by local private industry and lenders to construct and finance housing of high durability and low cost for occupancy by lower income persons and families, through utilization of industrialized, volume construction techniques and new materials;

(b) Promote the formation of local neighborhood organizations, coalitions or corporations to support local community planning and design efforts for better land use, increased analysis and resolution of local housing needs and problems, and concerted public-private participation in community renewal and development;

(c) Promote the establishment of Local Housing Sponsor and Development Corporations;

(d) Promote innovative educational and training programs in residential housing construction and management skills for sponsors of lower income housing, and for other persons now unskilled or semi-skilled, presently unemployed or under-employed, with initial emphasis on expanding employment opportunities in the home-building and construction industries;

(e) Promote responsible entrepreneurship and ownership opportunities in the contracting and subcontracting residential housing construction industry, with initial emphasis upon developing proprietorship, partnership and small business corporation ventures in inner-city areas, owned and operated by local inner-city areas, owned and operated by local residents, related to the construction industry.

6. To receive contributions by gift, devise, bequest, grant or otherwise from the general public including without limiting the generality thereof, individuals, firms, partnerships, associations, governmental agencies or instrumentalities and corporations, in the name of this Corporation, or in the name of any fund or entity heretofore or hereafter designated by it pursuant to resolution adopted by its Board of Directors, and to disburse such funds for the purposes set forth hereinabove.

III.

Rights, Powers and Privileges

Subject to any limitations or restrictions imposed by law, or these Articles of Incorporation, this Corporation shall have full exercise and enjoy, in furtherance of the purposes set forth herein, all of the rights, powers, privileges

2. The Finance Committee, the chairman of which shall be the Chairman of the Board of Directors of the Corporation, and a majority of the members of which shall be Sponsor Directors.

The Board may also appoint such other committees as it may deem necessary for the conduct of the Corporation's business.

IN WITNESS WHEREOF, the undersigned, being all of the incorporators designated in Article IX execute these Articles of Incorporation and certify to the truth of the facts herein stated, this 14th day of, March, 1969.

WITNESS:

- Max C. Fiery AS TO Max C. Fiery
- Thurston A. Keltner AS TO Thurston A. Keltner
- Rev. F. Norman Van Brunt AS TO Rev. F. Norman Van Brunt
- J. Paul Gruver, Jr. AS TO J. Paul Gruver, Jr.
- Leonard W. Curlin AS TO Leonard W. Curlin
- Sidney J. Metzner AS TO Sidney J. Metzner
- Franklin D. Schurz, Jr. AS TO Franklin D. Schurz, Jr.
- Frederick C. Wright, Jr. AS TO Frederick C. Wright, Jr.
- Vivian S. Ogle AS TO Vivian S. Ogle
- Roy E. Snyder AS TO Roy E. Snyder

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 24th day of March, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Max C. Fiery, Thurston A. Keltner, Rev. F. Norman Van Brunt, J. Paul Gruver, Jr., Leonard W. Curlin, Sidney J. Metzner, Franklin D. Schurz, Jr., Frederick C. Wright, Jr., Vivian S. Ogle and Roy E. Snyder and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

Francis K. Smith
Notary Public.

ARTICLES OF INCORPORATION
OF
HOMEOWNERS FOUNDATION FUND OF WASHINGTON COUNTY, INC.

STATE OF MD. COUNTY
WASHINGTON FOR RECORD
LIBER. NO. 5578
JUN 17 8 57 AM '69
FOLIO
LAND
MAYOR J. BRACKLEY, CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 9, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 10778

Recorded in Liber 7737-10, folio 201, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 23.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard Keller



Received for record December 17, 1969 at 8:57 A.M. Liber 18,
Receipt No. 5518

ARTICLES OF INCORPORATION

OF

HOMEOWNERS FOUNDATION OF WASHINGTON COUNTY, INC.

THIS IS TO CERTIFY:

That, We, the undersigned subscribers, 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, intend to form a corporation by the execution and filing of these Articles.

I.

Name

The name of this corporation shall be HOMEOWNERS FOUNDATION OF WASHINGTON COUNTY, INC.

II.

Purposes

This corporation is organized and shall be operated exclusively to promote charitable and educational purposes including social welfare within the United States of America within the meaning of Section 501 (c) (4) of the Internal Revenue Code of 1954 and the Regulations promulgated thereunder, in accordance with the following specific purposes:

(a) To provide technical (consultant-processing) services, and consultative services, and assistance at reasonable fees, to assist public, private profit-oriented and non-profit sponsors of housing construction or rehabilitation for lower income occupancy in the development and management of such housing.

(b) To serve as interim sponsor-developer/mortgagor of new or rehabilitated housing units until conveyance to appropriate permanent sponsor-mortgagors, or as permanent sponsor-developer/mortgagor of such housing until such conveyance occurs, with emphasis upon facilitating home-ownership by persons and families of lower income.

(c) To administer a separately incorporated, private, not-for-profit and non-stock, tax exempt revolving loan fund, tentatively named Homeowners Foundation Fund of Washington County, which will:

(1) Promote relief of the poor, distressed and underprivileged; lessen the burdens of government; and promote social welfare programs to lessen neighborhood tensions, eliminate prejudice and discrimination, and combat community deterioration.

(2) Provide low-rate, short-term project development loans to private profit and non-profit sponsors of housing units constructed for sale or rental to persons and families of lower income.

(3) Provide low-rate, short-term property acquisition loans to finance the acquisition of both land for new housing construction and of properties for housing rehabilitation, all for sale or rental to persons and families of lower income.

(4) Serve as a short-term land bank to hold land and properties acquired through gift, option or purchase until conveyance to sponsor-developer/mortgagor for new housing construction or housing rehabilitation.

(5) Provide low-rate, short term special purpose loans to promote the special purpose programs set forth in paragraph II (d) (1)-(5) of these Articles.

(d) To implement special purpose programs, for which separate funding may be solicited, and which may be undertaken on a joint venture basis with other private organizations, to test the feasibility, cost, procedural, and financial aspects of programs to:

(1) Promote innovative attempts by local private industry and lenders to construct and finance housing of high durability and low cost for occupancy by lower income persons and families, through utilization of industrialized, volume construction techniques and new materials.

(2) Promote the formation of local neighborhood organizations, coalitions or corporations to support local community planning and design efforts for better land use, increased analysis and resolution of local housing needs and problems, and concerted public-private participation in community renewal and development.

(3) Promote the establishment of Local Housing Sponsor and Development Corporations.

(4) Promote innovative educational and training programs in residential housing construction and management skills for sponsors of lower income housing, and for other persons now unskilled or semi-skilled, presently unemployed or underemployed, with initial emphasis on expanding employment opportunities in the home-building and construction industries.

(5) Promote responsible entrepreneurship and ownership opportunities in the contracting and subcontracting residential housing construction industry, with initial emphasis upon developing proprietorship, partnership and small business corporation ventures in inner-city area, owned and operated by local inner-city areas, owned and operated by local residents, related to the construction industry.

III.

Rights, Powers and Privileges

Subject to any limitations or restrictions imposed by law, or these Articles of Incorporation, this corporation shall have full exercise and enjoy, in furtherance of the purposes set forth herein, all of the rights, powers, privileges and immunities granted, and not expressly denied by Article 23 of the Annotated Code of Maryland as amended and under common law, as may be necessary, convenient or expedient in order to accomplish the purposes set forth herein; as well as, any and all things which shall not impair the corporation's status as an exempt organization under Section 501 (c) (4) of the Internal Revenue Code and the Regulations promulgated thereunder, including, but not by way of limitation, the following:

- (a) To sue and be sued in its corporate name.
- (b) To have a corporate seal and to alter the same at pleasure.
- (c) To receive by gift, devise, bequest, or to otherwise acquire, own, hold, use, lease, mortgage, pledge, sell, convey or otherwise dispose of property absolutely or in trust, real or personal, tangible, or intangible, including but not by way of limitation, the acquisition of real property to be held in receivership or trusteeship in accordance with the General Laws of the State of Maryland.
- (d) To borrow money and to issue, sell, or pledge its obligations and evidences of indebtedness, and to mortgage its property and franchises to secure the payment thereof.
- (e) To carry out its purposes in this State and elsewhere; to have one or more offices out of this State; and to acquire, own, hold and use, and to lease, mortgage, pledge, sell, convey or otherwise dispose of property, real or personal, tangible or intangible, out of this State.

(f) To acquire, hold, own and vote and to sell, assign, transfer, mortgage, pledge, or otherwise dispose of the capital stock, bonds, securities or evidence of indebtedness of any other corporation, domestic or foreign, insofar as the same shall be consistent with the purposes of the corporation.

(g) To appoint such officers and agents as the affairs of the corporation may require and to define their duties and fix their compensation.

(h) To make By-Laws for the government and regulation of its affairs.

(i) To cease its activities and to dissolve and surrender its corporate franchise.

IV.

Term of Existence

The period during which the corporation is to continue as a corporation is perpetuity.

V.

Principal Office and Resident Agent

The post office address of the principal office of the corporation shall be 74 West Washington Street, Hagerstown, Washington County, Maryland 21740, and the name of the Resident Agent of the corporation, who is a citizen of the State of Maryland, is Fred C. Wright, III, whose post office address is 74 West Washington Street, Hagerstown, Maryland 21740.

VI.

Limitation of Purposes and Powers

1. No Private Benefit. No money or property received or held by the corporation shall ever inure, directly, or indirectly, to the private benefit of any member, director or officer of the corporation, or any other person whomsoever, except for reasonable compensation for services actually rendered to the corporation.

2. The corporation is to be organized upon a non-stock, certificate of membership basis. Such membership shall be non-redeemable, non-transferable, and non-dividend bearing.

The corporation is not authorized to issue capital stock.

3. Distribution of Earnings or Assets. On dissolution of this corporation, any assets remaining after payment of its debts and obligations shall be transferred or distributed to a corporation organized for educational and charitable purposes substantially the same as the purposes of this corporation, such distribution to be for purposes within the intent of Section 501 (c) (4) or Section 501 (c) (3) of the Internal Revenue Code of 1954 and the Regulations promulgated thereunder as the same may exist or as they may be hereafter amended from time to time. No assets of the corporation shall be distributed in dissolution or otherwise to any incorporator, member, donor, officer or employee.

VII.

Membership

1. Membership. The membership of this corporation shall be originally composed of and be identical to the first Board of Directors of the corporation hereafter named in Article VIII-1, and each shall retain membership until his death, resignation or removal in accordance with the By-Laws of the corporation.

2. Limit of Liability of Members. Subject to the provisions of any applicable law, neither the members of the corporation nor their individual property shall be subject to any liability for any debts of the corporation beyond the amount of any contribution to the initial capital fund of the corporation.

VIII.

Board of Directors

1. First Board of Directors. The first Board of Directors, who shall serve as such until the first annual meeting or until their successors are duly chosen and qualify, shall consist of the following named persons:

<u>Names</u>	<u>Addresses</u>
1. Max C. Fiery	211 May St., Hagerstown, Md.
2. Thurston A. Keltner	570 Jefferson Blvd., Hagerstown, Md.
3. Rev. F. Norman Van Brunt	129 N. Potomac St., Hagerstown, Md.
4. J. Paul Gruver, Jr.	113 Knotty Pine Dr., Hagerstown, Md.
5. Leonard W. Curlin	47 W. Bethel St., Hagerstown, Md.
6. Sidney J. Metzner	322 E. Irvin Ave., Hagerstown, Md.
7. Franklin D. Schurz, Jr.	1330 Potomac Ave., Hagerstown, Md.
8. Frederick C. Wright, Jr.	503 Gordon Cir., Hagerstown, Md.
9. Vivian S. Ogle	138 Pangborn Blvd., Hagerstown, Md.
10. Roy E. Snyder	26 E. Main St., Hancock, Md.

2. Number of Directors. The corporation shall be governed by the Board of Directors. The number of Directors of the corporation shall be not less than five (5) nor more than thirty-five (35) as prescribed from time to time in the By-Laws of the corporation; but in no event shall the minimum number of Directors be less than five (5).

3. Composition of Board of Directors. The Board of Directors shall, after the first annual meeting of members and at all times thereafter, be composed of the following four (4) classes of Directors:

(a) Public Directors. There shall be five (5) Public Directors, consisting of the following named persons who shall hold such office by virtue of their respective offices:

- (1) The Mayor of the City of Hagerstown.
- (2) The Chairman of the Hagerstown Housing Authority.
- (3) The Chairman of the Hagerstown Planning Commission.
- (4) The President of the Washington County Commissioners.
- (5) The Chairman of the Washington County Planning Commission.

(b) Sponsor Directors. There shall be at least nine (9) Sponsor Directors representing business, financial and industrial firms supporting the corporation. Such Directors shall be selected by a majority vote of the members at the annual meeting of the membership held in the manner provided and set forth in the By-Laws of the corporation from time to time.

(c) Community Directors. There shall be at least seven (7) Community Directors representing the general community of Washington County to be selected by a majority vote of the members at the annual meeting of the membership held in the manner provided and set forth in the By-Laws of the corporation from time to time.

(d) Management Director. The Executive Director of the corporation shall also be a Director of the corporation by virtue of such office, and in that capacity shall be known as the Management Director.

The first Board of Directors shall serve for a term of one (1) year and until their successors are selected and qualified; thereafter, (1) each Public Director and the Management Director shall serve through the term of his respective office; (2) the Sponsor Directors and the Community Directors, shall serve for such terms as shall be designated by the By-Laws of the corporation, which terms may expire at different times but which shall not continue for more than five (5) years.

Any vacancy occurring in the Board of Directors shall be filled, if at all, by the persons and in the manner as set forth above, except that any vacancy in the office of Sponsor Directors or Community Directors shall be filled by a majority vote of the remaining members of the Board of Directors until a successor is selected in the manner prescribed in the By-Laws.

4. Quorum. A majority of the Board of Directors shall be necessary to constitute a quorum thereof, except for the filling of the vacancies, which shall require a majority of the remaining Directors for a quorum, and the act of the majority of Directors present at a meeting, at which a quorum is present, shall be the act of the Board of Directors.

IX.

Incorporators.

The names and post office addresses of the incorporators are:

<u>Names</u>	<u>Addresses</u>
1. Max C. Fiery	211 May St., Hagerstown, Md.
2. Thurston A. Keltner	570 Jefferson Blvd., Hagerstown, Md.
3. Rev. F. Norman Van Brunt	129 N. Potomac St., Hagerstown, Md.
4. J. Paul Gruver, Jr.	113 Knotty Pine Dr., Hagerstown, Md.
5. Leonard W. Curlin	47 W. Bethel St., Hagerstown, Md.
6. Sidney J. Metzner	322 E. Irvin Ave., Hagerstown, Md.
7. Franklin D. Schurz, Jr.	1330 Potomac Ave., Hagerstown, Md.
8. Frederick C. Wright, Jr.	503 Gordon Cir., Hagerstown, Md.
9. Vivian S. Ogle	138 Pangborn Blvd., Hagerstown, Md.
10. Roy E. Snyder	26 E. Main St., Hancock, Md.

X.

Regulatory Provisions

1. Meeting of the Board of Directors may be held at any place within or without the State of Maryland, provided proper notice in writing thereof is given to all Directors.

2. The corporate seal of the corporation shall be circular and shall have inscribed thereon, within and around the circumference the following:

Homeowners Foundation of Washington County, Inc.
Incorporated in Maryland in 1969.

3. Subject to the provisions of any applicable law and these Articles of Incorporation, the affairs and operations of this corporation including, but not limited to, the establishment of officers and their election and removal, the appointments of agents or representatives of the corporation, the adoption of a Code of By-Laws, the establishment of the procedures for fulfilling the corporate purposes and the exercise of all of the powers of the corporation shall be vested solely in the Board of Directors of the corporation.

4. The Board of Directors, by a majority vote of all the members of the Board, shall appoint the following committees from the members of the Board of Directors:

(a) The Executive Committee, the chairman of which shall be the President of the corporation. Such Executive Committee shall act in the place instead of the Board of Directors from time to time during the interval between meetings of the Board of Directors, and shall possess the same authority and powers of the full Board of Directors; and

(b) The Finance Committee, the chairman of which shall be the Chairman of the Board of Directors of the corporation, and a majority of the members of which shall be Sponsor Directors.

The Board may also appoint such other committees as it may deem necessary for the conduct of the corporation's business.

IN WITNESS WHEREOF, the undersigned, being all of the incorporators designated in Article IX executed these Articles of Incorporation and certify to the truth of the facts herein stated this 6th day of March, 1969.

WITNESS:

- Mona K. Flaherty AS TO Max C. Fiery
Max C. Fiery
- Mona K. Flaherty AS TO Thurston A. Keltner
Thurston A. Keltner
- Mona K. Flaherty AS TO Rev. F. Norman Van Brunt
Rev. F. Norman Van Brunt
- Mona K. Flaherty AS TO J. Paul Gruver, Jr.
J. Paul Gruver, Jr.
- Mona K. Flaherty AS TO Leonard W. Curlin
Leonard W. Curlin
- Mona K. Flaherty AS TO Sidney J. Metzner
Sidney J. Metzner
- Mona K. Flaherty AS TO Franklin D. Schurz, Jr.
Franklin D. Schurz, Jr.
- Mona K. Flaherty AS TO Frederick C. Wright, Jr.
Frederick C. Wright, Jr.
- Mona K. Flaherty AS TO Vivian S. Ogle
Vivian S. Ogle
- Mona Flaherty AS TO Roy E. Snyder
Roy E. Snyder

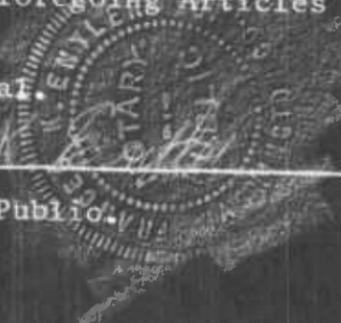
STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 24th day of March, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Max C. Fiery, Thurston A. Keltner, Rev. F. Norman Van Brunt, J. Paul Gruver, Jr., Leonard W. Curlin, Sidney J. Metzner, Franklin D. Schurz, Jr., Frederick C. Wright, Jr., Vivian S. Ogle and Roy E. Snyder and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

Frances A. [Signature]

Notary Public



ARTICLES OF INCORPORATION
OF
HOMEOWNERS FOUNDATION OF WASHINGTON COUNTY, INC.

WASHINGTON COUNTY
RECORDS FOR RECORD
DEPT. NO. 5318
JUN 17 8 57 AM '69
LIBER FOLIO
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 9, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 10777

Recorded in Liber 4737, folio 185, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 23.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard Keller



Received for record December 17, 1969 at 8:57 A.M. Liber 18, Receipt No. 5518

ARTICLES OF INCORPORATION

OF

TRIVO COMPANY, INC.

THIS IS TO CERTIFY:

1. That we, Edward E. Lushbaugh, Jr., 410 Wyoming Avenue, Hagerstown, Washington County, Maryland, 21740; Homer H. Lewis, Jr., 214 Jefferson Street, Hagerstown, Maryland, 21740; and Joseph E. Clipp, Trego, Rt.# 1, Keedysville, Maryland, 21756, 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.

2. The name of the Corporation is "TRIVO COMPANY, INC."

3. The purpose for which and any of which this corporation is formed and the business or objects to be carried on and promoted by it are as follows:

A- To manufacture, purchase, sell both wholesale and retail pipe organ pipes and parts, and repair pipes, and repair all parts of pipe organs of all kinds and description.

B- To purchase and sell wholesale all types of pipe organ pipes, and parts, and all types of electronic and electrical equipment and tools, machinery, and in fact, to buy and sell all merchandise having any relation to the electronic, electrical and pipe organ industry whatsoever.

C- To engage in and carry on a business of importing, exporting, manufacturing, producing, buying and selling and otherwise deal in and with goods, wares and merchandise of any and every class or description.

D- To engage in and carry on any other business which may be conveniently included in connection with any business of this Corporation which business is principally the manufacturing of pipe organ pipes and parts, and the repairing of pipes, and all parts of pipe organs, and electronic equipment, tools and machinery of all kinds.

E- To purchase, lease, hire or otherwise acquire, hold or develop, improve and dispose of and to aid and subscribe towards the acquisition, development or improvements of any real and personal property and rights and privileges therein suitable or convenient for any of the business.

F- To purchase, acquire by deed or lease, land and improvements for the purposes of operating a warehouse, display rooms, garages, factories, etc., which the Corporation will lease or sub-lease to various other corporations or individuals.

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

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

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

J- To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any

shares of stock of, or voting trust certificates for any share of stock of, or any bonds of other securities or evidences of indebtedness issued or created by any other Corporation or association, organized under the Laws of the State of Maryland, or any other State, territory, district, colony or dependency of the United States of America, or any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this corporation, to distribute any such shares of stock, voting trust certificates, bonds, or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

K- And in general to carry on any lawful business and to have and exercise all powers, rights, privileges carried on, conferred upon the corporation of this character by the said General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon a corporation of this character by the General Laws now or hereafter enforced; the enumeration of certain powers as herein specified are not intended to exclude any such powers, rights or privileges.

4. The principal office of the said Corporation in the State of Maryland, will be located at 214 Jefferson Street, in Hagerstown, Washington County, Maryland, 21740, and the resident agent of said Corporation in the State of Maryland, is Homer H. Lewis, Jr., whose address is 214 Jefferson Street, Hagerstown, Maryland, 21740, said agent is a resident of the State of Maryland, and actually resides therein.

5. The total amount of the authorized capital stock of the Corporation is ONE HUNDRED THOUSAND (\$100,000.00) DOLLARS, OF the authorized capital stock there shall be One Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars per share in Common Stock.

The following is a description of the class of stock with the voting powers, restrictions and qualifications thereof:

COMMON STOCK

The Common stock shall be vested with exclusive voting power for the election of the Directors and for all other purposes except as may be otherwise provided by Statute.

And the Board of Directors shall have the power subject to any limitations or restrictions set forth in the Charter and to the limitations or restrictions set forth with respect to Charter Amendments to classify or reclassify any unissued stock by fixing or altering any one or more specified respects from time to time before the issuance of said stock the preference voting powers, instructions and qualifications of, the fixed annual dividends on and the terms and prices of redemption of such stock.

6. The Board of Directors are hereby empowered to authorize the issuance from time to time of not exceeding One Thousand (1,000) shares fully paid and non-assessable shares of Common Stock of the Corporation for money not less than One Hundred (\$100.00) Dollars per share thereof subject to such restrictions, if any, as may be set forth in the By-Laws of the Corporation.

7. The said Corporation shall have three (3) Directors, Edward E. Lushbaugh, Jr., Homer H. Lewis, Jr., and Joseph E. Clipp, who shall act as such until the First Annual Meeting, or until their successors are duly chosen and qualify.

8. The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors who shall dictate its general business policy and affairs of the Corporation, and subject to any provisions or laws of the State of Maryland, or to vote of its stockholders to determine all matters and questions pertaining to the business and affairs. In addition to the aforesaid business powers and

to the powers conveyed by the Statute, the Board of Directors shall have the power to fix and vary amounts to be reserved as working capital; to direct and to determine the use and disposition of any surplus and net profits over and above the capital stock paid in; to determine whether any, and if any, what part of any surplus or net profits shall be declared in dividends, and when to be paid to the Stockholders; and at its discretion the Board of Directors may use and apply any surplus, or accumulated profits in purchasing or acquiring bonds or other obligations.

9. The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Forty (40) shares of fully paid and non-assessable stock of the par value of One Hundred (\$100.00) Dollars each of Common Stock to Homer H. Lewis, Jr., for the following consideration, Four Thousand (\$4,000.00) Dollars interest in the business conducted by Homer H. Lewis, Jr., Edward E. Lushbaugh, Jr., and Joseph E. Clipp, at Hagerstown, Maryland, which consists of equipment and materials, located at 214 Jefferson Street, Hagerstown, Maryland, 21740; and to authorize the issuance of Forty (40) shares of fully paid and non-assessable stock of the par value of One Hundred (\$100.00) Dollars each of Common Stock to Edward E. Lushbaugh, Jr., for the following consideration, Four Thousand (\$4,000.00) Dollars interest in the business conducted by Homer H. Lewis, Jr., Edward E. Lushbaugh, Jr., and Joseph E. Clipp, at Hagerstown, Maryland, which consists of equipment and materials, located at 214 Jefferson Street, Hagerstown, Maryland, 21740; and to authorize the issuance of Forty (40) shares of fully paid and non-assessable stock of the par value of One Hundred (\$100.00) Dollars each of Common Stock to Joseph E. Clipp, for the following consideration, Four Thousand (\$4,000.00) Dollars interest in the business conducted by Homer H. Lewis, Jr., and Edward E. Lushbaugh, Jr., and Joseph E. Clipp, at Hagerstown, Maryland, which consists of equipment and materials located at 214

Jefferson Street, Hagerstown, Maryland, 21740.

10. The Board of Directors are hereby empowered to authorize the issuance from time to time of shares of its stock of any class whether now or hereafter authorized for such considerations as the Board of Directors may deem advisable subject to such restrictions or limitations if any as set forth in the By-Laws of the Corporation.

11. The duration of the Corporation shall be perpetual.

12. The above granted powers to the Corporation and Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Board of Directors of the Corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and Seals this 16th day of May, A. D., 1969.

WITNESS:

Homer H. Lewis, Jr. (SEAL)
HOMER H. LEWIS, JR

Edward E. Lushbaugh, Jr. (SEAL)
EDWARD E. LUSHAUGH, JR.

Margaret S. Greene Joseph E. Clipp (SEAL)
JOSEPH E. CLIPP

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

On this 16th day of May, A. D., 1969, before me, the undersigned Officer, a Notary Public of the State and County aforesaid, personally appeared Homer H. Lewis, Jr., Edward E. Lushbaugh, Jr., and Joseph E. Clipp, all of whom being personally known to me or satisfactorily proven to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and did acknowledge the foregoing to be their joint and respective act and deed, and further that they executed the

the same for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.

Margaret J. Greene
, Notary Public

My Comm. Ex: July 1, 1969 .



ARTICLES OF INCORPORATION
OF
TRIVO COMPANY, INC.

STATE OF MD. WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 2578
DEC 17 8 57 AM '69
LIBER _____ FOLIO _____
LAND VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 5, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 10703

Recorded in Libe 7736-316, folio 8, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 19.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



HAGER DRIVE-IN THEATRE, INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: We, the undersigned, J. Kenneth Ridenour, whose post office address is 200 Calvert Terrace, Hagerstown, Maryland, Kenneth G. Ridenour, whose address is 34 E. Irvin Avenue, Hagerstown, Maryland and Philip W. Ridenour, whose address is Route 5, Hagerstown, Maryland, each being at least twenty one years 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 HAGER DRIVE-IN THEATRE, 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 generally in any and all branches of the general theatrical business, including but not limited to radio, television, stage, and motion pictures, both indoor and outdoor; to own, lease, or otherwise acquire and to manage, operate, and control theatres, both indoor and outdoor, and other places of amusement and entertainment; to own, lease, or otherwise acquire, and to manage, operate, and control radio, telegraph, telephone, radio broadcasting, and telecasting systems or stations and any other means of communication, whether now known or hereafter discovered or invented; to carry on a general theatrical and amusement business and every branch thereof or every business connected therewith; and to carry on any other business of a similar or related nature or capable of being conveniently carried on in connection with the foregoing or calculated directly or indirectly to enhance the value of the property or rights of the Corporation.

(2) To transmit, reproduce, exploit, exhibit, present, perform, and broadcast theatrical plays, dramas, operas, musical compositions, or scores, ballets, musical comedies, books, and all

dramatic, musical, and motion picture productions and publications of every kind, both copyrighted and uncopied, for public or private performance in any State or possession of the United States of America or any foreign state, country, or territory throughout the world, by radio, mechanical recording, television, and all scientific processes of a like or similar nature now in being or which shall hereafter be made in conjunction therewith, either with or without sound effects or talking contrivances therewith synchronized, or otherwise adapted or related thereto, and to lease, license, grant rights, licenses, and privileges therein to other persons, firms, or corporations throughout the world; to manufacture, produce, adapt, prepare, buy, sell, distribute, license, and otherwise deal in any materials, articles, devices, processes, or things required in connection therewith or incidental thereto, and to employ actors, artists, dancers, singers, performers, artisans, mechanics, and other persons in connection therewith.

(3) To purchase, own, lease, produce, exhibit, present, represent, license, sell and otherwise deal in and with masques, pageants, community dramas, theatrical plays, dramatic compositions, musical compositions, operas, sketches, scenarios, books, scores, moving pictures, etc., to represent, as agents and otherwise, owners, managers, other agents, lessees, and proprietors of masques, pageants, community dramas, theatrical plays, dramatic compositions, operas, musical compositions, sketches, scenarios, books, scores, moving pictures, etc., and to license others to produce, lease, exhibit, present, represent, license, sell, and otherwise deal in masques, pageants, community dramas, theatrical plays, dramatic compositions, operas, musical compositions, sketches, scenarios, books, scores, moving pictures, etc., and to acquire, hold, sell, assign, convey, set over and transfer, and otherwise deal in copyrighted and uncopied dramatic compositions, sketches, scenarios, books, scores, etc., and more particularly for the purpose of dealing with plays, dramatic compositions, masques, pageants, community dramas,

operas, sketches, musical compositions, etc., for stock, road, and repertoire companies as those terms are commonly and generally understood in the theatrical profession and community representations.

To carry on the business of proprietors of masques, pageants, community dramas, theatrical proprietors, music hall proprietors, caterers for public entertainments, concert and public exhibitions, ballets, conjuring, juggling, and other variety entertainment, and to provide, engage, and employ actors, dancers, singers, variety performers, athletes, and theatrical and musical artists, and to produce and present to the public, all sorts of shows, exhibitions, and amusements which are or may be produced at a theatre or music hall or in the open air. To acquire copyrights, rights of representation, licenses, and privileges of any sort likely to be conducive to the objects of the corporation, and to employ persons to write, compose, or invent masques, pageants, community dramas, plays, songs, interludes, prologues, epilogues, poetry, music, and dances and to remunerate such persons, and to print or publish or cause to be printed or published any masque, pageant, community drama, play, poem, song, or words, of which the corporation may have a copyright or the right to publish, and to sell, distribute, and deal with any matter so printed as the corporation may see fit and to grant licenses or rights in respect to any property of the corporation, to any other person, firm, or corporation.

(4) To conduct and operate a bowling alley for the general public, subject to state or municipal rules and regulations that may now exist or be hereafter promulgated. As incidental to such business to buy and sell cigars, cigarettes, tobaccos, and soft drinks; to acquire by purchase or otherwise the necessary buildings for the conduct of such business.

(5) 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.

(6) To pay, sell, rent, lease, or otherwise acquire, to hold, own, use, improve, mortgage, sell, exchange, lease, or otherwise dispose of real property, improved or unimproved.

(7) To borrow money from any person, firm or corporation; to make and issue notes, bills, bonds, debentures, and other evidences of indebtedness of all kinds, and to secure the same by pledge, mortgage, or otherwise, without limit as to amount, and to provide for payment of the same by deposited cash, sinking funds, or otherwise.

(8) To hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or pledge, or otherwise dispose of shares of the capital stock and securities created by any other corporation or corporations and while the holder thereof to exercise all the privileges of the owner, including the right to vote thereon, with power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.

(9) The corporation may utilize and apply its surplus earnings or profits authorized by law to be so reserved, to the purchase or acquisition of its own capital stock, from time to time, and in such manner as may be legal and equitable as to other stockholders, and upon such terms as its Board of Directors shall determine.

(10) In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, privileges granted or conferred upon corporations of this character by said General Laws now or hereafter in force, the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

(11) To conduct and carry on any other similar business which may be capable of being profitably carried on with the corporations

business or to carry on any similar business that is directly or indirectly adapted to add to the value of the corporation's property and profits of its authorized business.

(12) To do any or all of the things in this certificate set forth as objects, purposes, powers or otherwise to the same extent and as fully as natural persons might or could do, as principals, agents, trustees, or otherwise.

FOURTH: The post office address of the principal office of the corporation in this state is 200 Calvert Terrace, Hagerstown, Maryland. The name and address of the resident agent of this corporation in this state is: J. Kenneth Ridenour, 200 Calvert Terrace, Hagerstown, Maryland, who is a citizen of Maryland and actually resides therein.

FIFTH: The total amount of 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) per share.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are J. Kenneth Ridenour, Kenneth G. Ridenour and Philip W. Ridenour.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on *June 18,* , 1969.

1. *J. Kenneth Ridenour*
J. Kenneth Ridenour
2. *Kenneth G. Ridenour*
Kenneth G. Ridenour
3. *Philip W. Ridenour*
Philip W. Ridenour

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby certify, that on this *18th* day of *June*, A.D., 1969, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared J. Kenneth Ridenour, Kenneth G. Ridenour and Philip W. Ridenour and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

Witness my hand and Official Notarial Seal.

Nancy M. Hocker

Notary Public

My Commission Expires:

July 1, 1969

ARTICLES OF INCORPORATION
OF
HAGER DRIVE-IN THEATRE, INC.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 5318
JUN 17 8 57 AM '69
LIBER _____ FOLIO _____
LAND _____
COUNTY CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 19, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 10984

Recorded in Liber 4739-408, folio _____, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



Received for record December 17, 1969 at 8:57 A.M. Liber 18,
Receipt No. 5518

HI-WAY DRIVE-IN THEATRE, INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: We, the undersigned, J. Kenneth Ridenour, whose post office address is 200 Calvert Terrace, Hagerstown, Maryland, Kenneth G. Ridenour, whose address is 34 E. Irvin Avenue, Hagerstown, Maryland and Philip W. Ridenour, whose address is Route 5, Hagerstown, Maryland, each being at least twenty one years 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 HI-WAY DRIVE-IN THEATRE, 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 generally in any and all branches of the general theatrical business, including but not limited to radio, television, stage, and motion pictures, both indoor and outdoor; to own, lease, or otherwise acquire and to manage, operate, and control theatres, both indoor and outdoor, and other places of amusement and entertainment; to own, lease, or otherwise acquire, and to manage, operate, and control radio, telegraph, telephone, radio broadcasting, and telecasting systems or stations and any other means of communication, whether now known or hereafter discovered or invented; to carry on a general theatrical and amusement business and every branch thereof or every business connected therewith; and to carry on any other business of a similar or related nature or capable of being conveniently carried on in connection with the foregoing or calculated directly or indirectly to enhance the value of the property or rights of the Corporation.

(2) To transmit, reproduce, exploit, exhibit, present, perform, and broadcast theatrical plays, dramas, operas, musical

compositions, or scores, ballets, musical comedies, books and all dramatic, musical, and motion picture productions and publications of every kind, both copyrighted and uncopyrighted, for public or private performance in any State or possession of the United States of America or any foreign state, country, or territory throughout the world, by radio, mechanical recording, television, and all scientific processes of a like or similar nature now in being or which shall hereafter be made in conjunction therewith, either with or without sound effects or talking contrivances therewith synchronized, or otherwise adapted or related thereto, and to lease, license, grant rights, licenses, and privileges therein to other persons, firms, or corporations throughout the world; to manufacture, produce, adapt, prepare, buy, sell, distribute, license, and otherwise deal in any materials, articles, devices, processes, or things required in connection therewith or incidental thereto, and to employ actors, artists, dancers, singers, performers, artisans, mechanics, and other persons in connection therewith.

(3) To purchase, own, lease, produce, exhibit, present, represent, license, sell and otherwise deal in and with masques, pageants, community dramas, theatrical plays, dramatic compositions, musical compositions, operas, sketches, scenarios, books, scores, moving pictures, etc., to represent, as agents and otherwise, owners, managers, other agents, lessees, and proprietors of masques, pageants, community dramas, theatrical plays, dramatic compositions, operas, musical compositions, sketches, scenarios, books, scores, moving pictures, etc., and to license others to produce, lease, exhibit, present, represent, license, sell, and otherwise deal in masques, pageants, community dramas, theatrical plays, dramatic compositions, operas, musical compositions, sketches, scenarios, books, scores, moving pictures, etc., and to acquire, hold, sell, assign, convey, set over and transfer, and otherwise deal in copyrighted and uncopyrighted dramatic compositions, sketches, scenarios, books, scores, etc., and more particularly for the purpose of dealing with plays dramatic compositions, masques, pageants, community dramas,

operas, sketches, musical compositions, etc., for stock, road, and repertoire companies as those terms are commonly and generally understood in the theatrical profession and community representations.

To carry on the business of proprietors of masques, pageants, community dramas, theatrical proprietors, music hall proprietors, caterers for public entertainments, concert and public exhibitions, ballets, conjuring, juggling, and other variety entertainment, and to provide, engage, and employ actors, dancers, singers, variety performers, athletes, and theatrical and musical artists, and to produce and present to the public, all sorts of shows, exhibitions, and amusements which are or may be produced at a theatre or music hall or in the open air. To acquire copyrights, rights of representation, licenses, and privileges of any sort likely to be conducive to the objects of the corporation, and to employ persons to write, compose, or invent masques, pageants, community dramas, plays, songs, interludes, prologues, epilogues, poetry, music, and dances and to remunerate such persons, and to print or publish or cause to be printed or published any masque, pageant, community drama, play, poem, song, or words, of which the corporation may have a copyright or the right to publish, and to sell, distribute, and deal with any matter so printed as the corporation may see fit and to grant licenses or rights in respect to any property of the corporation, to any other person, firm, or corporation.

(4) To conduct and operate a bowling alley for the general public, subject to state or municipal rules and regulations that may now exist or be hereafter promulgated. As incidental to such business to buy and sell cigars, cigarettes, tobaccos, and soft drinks; to acquire by purchase or otherwise the necessary buildings for the conduct of such business.

(5) 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.

(6) To pay, sell, rent, lease, or otherwise acquire, to hold, own, use, improve, mortgage, sell, exchange, lease, or otherwise dispose of real property, improved or unimproved.

(7) To borrow money from any person, firm or corporation; to make and issue notes, bills, bonds, debentures, and other evidences of indebtedness of all kinds, and to secure the same by pledge, mortgage, or otherwise, without limit as to amount, and to provide for payment of the same by deposited cash, sinking funds, or otherwise.

(8) To hold, purchase or otherwise acquire, and to sell, assign, transfer, mortgage or pledge, or otherwise dispose of shares of the capital stock and securities created by any other corporation or corporations and while the holder thereof to exercise all the privileges of the owner, including the right to vote thereon, with power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.

(9) The corporation may utilize and apply its surplus earnings or profits authorized by law to be so reserved, to the purchase or acquisition of its own capital stock, from time to time, and in such manner as may be legal and equitable as to other stockholders, and upon such terms as its Board of Directors shall determine.

(10) In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, privileges granted or conferred upon corporations of this character by said General Laws now or hereafter in force, the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

(11) To conduct and carry on any other similar business which may be capable of being profitably carried on with the corporation's

business or to carry on any similar business that is directly or indirectly adapted to add to the value of the corporation's property and profits of its authorized business.

(12) To do any or all of the things in this certificate set forth as objects, purposes, powers or otherwise to the same extent and as fully as natural persons might or could do, as principals, agents, trustees, or otherwise.

FOURTH: The post office address of the principal office of the corporation in this state is 200 Calvert Terrace, Hagerstown, Maryland. The name and address of the resident agent of this corporation in this state is: J. Kenneth Ridenour, 200 Calvert Terrace, Hagerstown, Maryland, who is a citizen of Maryland and actually resides therein.

FIFTH: The total amount of 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) per share.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are J. Kenneth Ridenour, Kenneth G. Ridenour and Philip W. Ridenour.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on June 18, , 1969.

1. J. Kenneth Ridenour
J. Kenneth Ridenour
2. Kenneth G. Ridenour
Kenneth G. Ridenour
3. Philip W. Ridenour
Philip W. Ridenour

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby certify, that on this *18th* day of *June*, A.D., 1969, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared J. Kenneth Ridenour, Kenneth G. Ridenour and Philip W. Ridenour and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

Witness my hand and Official Notarial Seal.

Nancy M. Blocher
Notary Public

My Comm. Expires:

July 1, 1969

ARTICLES OF INCORPORATION
OF
HI-WAY DRIVE-IN THEATRE, INC.

STAT. OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 5575

DEC 17 8 57 AM '69

LIBER _____ FOLIO _____

LAND VAUGHN J. DANER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 19, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 10986

Recorded in Liber 2739-431, folio 431, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard Keller



SUNNY LAND CORPORATION

ARTICLES OF INCORPORATION

FIRST, we, the undersigned, SAMUEL B. BURGER, whose post office address is Route 1, Williamsport, Maryland; SAMUEL RAY BURGER, whose post office address is Route 1, Williamsport, Maryland; and JOSEPH F. PADULA, whose post office address is 120 West Washington 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 SUNNY LAND CORPORATION.

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

- A. To engage in and carry on a general merchandise business;
- B. To engage in and carry on a general investment business;
- C. To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, exchange, let, or in any manner encumber or dispose of real property wherever situated;
- D. To buy and sell or otherwise acquire and dispose of livestock of every kind and description;
- E. To buy and sell or otherwise acquire and dispose of farm equipment of every kind and description including, but not limited to, any type of gas driven vehicle;
- F. To engage in the operation of farms of every nature and kind;
- G. To expressly possess all purposes as set forth in the General Incorporation Laws of the State of Maryland;
- H. To engage in and promote any legal activity, subject to the limitations relative to corporations which are contained in the General Laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is Route 1, Williamsport, Maryland. The resident agent of the Corporation is Samuel B. Burger, whose post office address is Route 1, Williamsport, Maryland. Said resident agent is a citizen of this State and actually resides therein.

FIFTH: The total amount of the authorized capital 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 (\$1.00) DOLLAR each.

SIXTH: Subject to the General Laws of the State of Maryland, the voting power is vested exclusively in the holders of the common stock.

SEVENTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (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 SAMUEL B. BURGER, SAMUEL R. BURGER and JOSEPH F. PADULA.

EIGHTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 19th day of June, 1969.

Samuel B. Burger
Samuel B. Burger

Samuel R. Burger
Samuel R. Burger

Joseph F. Padula
Joseph F. Padula

TEST:
V Maxine Gossard

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit;

I HEREBY CERTIFY, that on this 19th day of June
A.D., 1969, before me, the subscriber, a Notary Public of the
State of Maryland, in and for Washington County, personally
appeared Samuel B. Burger, Samuel R. Burger, and Joseph F.
Padula, known to me to be the persons whose names are subscribed
to the foregoing Articles of Incorporation, and did severally
acknowledge the same to be their act.



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

Linda L. Vaverch
Notary Public

My Commission expires;
July 1, 1970

ARTICLES OF INCORPORATION
OF
SUNNY LAND CORPORATION

RECORDED FOR RECORD
NO. 25578
JUN 23 8 30 AM '69
FOLIO
DEPARTMENT OF ASSESSMENTS AND TAXATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 23, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 11140

Recorded in Liber 7741, folio 68, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard K. Keller



Received for record December 17, 1969 at 8:57 A.M. Liber 18,
Receipt No. 5518

THE DOLPHIN TAVERN, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, ROBERT M. FORREST, whose Post Office Address is Route #2, Hagerstown, Maryland 21740; MARY L. FORREST, whose Post Office address is Route #2, Hagerstown, Maryland 21740; and JUNE E. RIDGELY, whose Post Office address is 838 Spruce Street, Hagerstown, Maryland 21740, 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 DOLPHIN TAVERN, INC.

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

A. To engage in the on-off sale dispensing of alcoholic beverages and food, operating as a tavern and restaurant, and generally to purchase or otherwise acquire restaurants and taverns, and to own, hold, lease, rent, or sell such business or businesses;

B. To engage in and carry on a general investment business;

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

D. To expressly possess all purposes as set forth in the General Incorporation Laws of the State of Maryland.

FOURTH: The Post Office address of the principal office of the corporation in this State is 636-638 North Prospect Street, Hagerstown, Maryland. The resident agent of the corporation is June E. Ridgely whose Post Office address is

838 Spruce Street , Hagerstown, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total amount of the authorized capital stock of the corporation is ONE HUNDRED THOUSAND (100,000) SHARES, consisting of ONE HUNDRED THOUSAND (100,000) fully paid and non-accessible shares of the common stock of the par value of ONE DOLLAR (\$1.00) each.

SIXTH: Subject to the General Laws of the State of Maryland, the voting power is vested exclusively in the holders of the common stock.

SEVENTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the corporation, but shall never be less than three (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 ROBERT M. FORREST, MARY L. FORREST, and JUNE E. RIDGELY.

EIGHTH: The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, subject to such limitation and restriction, if any, as may be set forth in the by-laws of the corporation.

NINTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 20th day of June , A. D. 1969.

WITNESS:

Elbert H. Hournal

Robert M. Forrest
Robert M. Forrest

Mary L. Forrest
Mary L. Forrest

June E. Ridgely
June E. Ridgely

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 20th day of June, A. D., 1969, before me, the subscriber, A Notary Public of the State of Maryland, in and for Washington County, personally appeared Robert M. Forrest, Mary L. Forrest, and June E. Ridgely, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and did severally acknowledge the same to be their act.

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



Linda L. Tverschick
Notary Public

My Commission Expires:

July 1, 1970

ARTICLES OF INCORPORATION
OF
THE DOLPHIN TAVERN, INC.

STATE OF MD. COUNTY
WASHINGTON RECEIVED FOR RECORD
RECEIPT NO. 5528

DEC 17 8 57 AM '69

LIBER FOLIO

LAND

VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 23, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 11139

Recorded in Liber 7741-64, 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 \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard Keller



Received for record December 17, 1969 at 8:57 A.M. Liber 18,
Receipt No. 5518

HI-WAY CONCESSIONS, INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: We, the undersigned, J. Kenneth Ridenour, whose post office address is 200 Calvert Terrace, Hagerstown, Maryland, Kenneth G. Ridenour, whose address is 34 E. Irvin Avenue, Hagerstown, Maryland and Philip W. Ridenour, whose address is Route 5, Hagerstown, Maryland, each being at least twenty one years 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 HI-WAY CONCESSIONS, 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 erect, construct, establish, purchase, lease, and otherwise acquire, and to hold, use, equip, outfit, supply, service, maintain, operate, sell, and otherwise dispose of, restaurants, inns, taverns, cafes, cafeterias, grills, automats, buffets, diners, delicatessens, lunch rooms, coffee shops, luncheonettes, ice cream parlors, milk bars, candy stores, soda fountains, bakeries, kitchens, bars, saloons, cocktail lounges, banquet halls, catering establishments, concessions and other eating and drinking places and establishments of every kind and description, and checkrooms, newsstands, and cigar, cigarette, and tobacco stands and stores, and generally to conduct the business of restaurateurs, caterers, innkeepers, tobacconists, bakers, butchers, cooks, concessionaires, and purveyors, suppliers, preparers, servers, and dispensers of food and drink; and to engage in all activities, to render all services, and to buy, sell, use, handle, and deal in all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

(2) To manufacture, produce, treat, purchase, and otherwise acquire, cook, bake, and otherwise prepare, can, bottle, and otherwise package, and exchange, distribute, sell and otherwise dispose of, handle, market, store, import, export, deal and trade in and with confections, extracts, syrups, food and food products of every kind and description, coffee, tea, cocoa, wines, liquors, ale, beer, sodas, and other drinks and beverages of every kind and description, ice cubes, crushed and block ice, cigars, cigarettes, tobacco, and smoking supplies; and products, books, newspapers, magazines, and other publications, and all similar, kindred, and allied articles, products, and merchandise.

(3) To maintain, operate, and conduct delicatessen stores; to buy, sell, and generally deal in canned goods, cheeses, baked goods, fancy foodstuffs, and every other thing commonly purchasable at a store of similar nature. To acquire the necessary real estate and stores to conduct its business.

(4) To conduct the business of catering in all its lines; to take charge of and plan, prepare, and serve banquets, breakfasts, and dinners; to furnish waiters and waitresses for such banquets, breakfasts, and dinners and generally to do everything done by those engaged in a similar line of business.

(5) To manufacture or otherwise produce, purchase, compound, prepare, and sell all kinds of drugs, chemicals, medicines; physicians' and surgeons' supplies and instruments; crutches, artificial limbs, splints, rubber goods, and all supplies, appliances, and conveniences required in invalids; paints and the ingredients thereof, dyes, colors, soaps, cosmetics, perfumes, toilet supplies, stationery and stationery supplies, novelties, tobacco in all forms, ices, ice cream, confectionery, and soft drinks. To fill prescriptions; maintain news stands, soda fountains, and lunch counters, and in general do everything pertaining to the drug store business.

(6) To acquire real property by purchase, lease or otherwise; to erect, repair and maintain hotel and motel buildings, garages, and other structures thereon. To conduct a general hotel, motel, restaurant, and cafe business. To establish, maintain, and operate news stands, tobacco counters, novelty shops, theatre ticket agencies, barber shops, hair-dressing and manicuring parlors, garages, tennis courts, and swimming pools.

(7) To purchase, rent, lease, design, patent, manufacture, produce, and otherwise acquire, own, hold, deal in, prepare for market, sell, exchange, lease or assign, and otherwise dispose of, operate, provide service for, and deal with, either as principal or agent, and upon commission or otherwise, any and all types of vending machines or vending devices, whether operated manually, mechanically, electrically, or otherwise, now in use or which may be hereafter invented or created.

(8) 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.

(9) To operate, manage and control trucks and motor vehicles, to engage in the business of handling, hauling and transporting of freight or personal property of every kind, nature and description, for hire or pay, and to generally own, operate, manage and control a general trucking business for the transportation of freight or personal property.

(10) To pay, sell, rent, lease, or otherwise acquire, to hold, own, use, improve, mortgage, sell, exchange, lease, or otherwise dispose of real property, improved or unimproved.

(11) To borrow money from any person, firm or corporation; to make and issue notes, bills, bonds, debentures, and other evidences of indebtedness of all kinds, and to secure the same by pledge, mortgage, or otherwise, without limit as to amount, and to

provide for payment of the same by deposited cash, sinking funds, or otherwise.

(12) To hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or pledge, or otherwise dispose of shares of the capital stock and securities created by any other corporation or corporations and while the holder thereof to exercise all the privileges of the owner, including the right to vote thereon, with power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.

(13) The corporation may utilize and apply its surplus earnings or profits authorized by law to be so reserved, to the purchase or acquisition of its own capital stock, from time to time, and in such manner as may be legal and equitable as to other stockholders, and upon such terms as its Board of Directors shall determine.

(14) In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, privileges granted or conferred upon corporations of this character by said General Laws now or hereafter in force, the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

(15) To conduct and carry on any other similar business which may be capable of being profitably carried on with the corporations business or to carry on any similar business that is directly or indirectly adapted to add to the value of the corporation's property and profits of its authorized business.

(16) To do any or all of the things in this certificate set forth as objects, purposes, powers or otherwise to the same extent and as fully as natural persons might or could do, as principals, agents, trustees, or otherwise.

FOURTH: The post office address of the principal office of the corporation in this state is 200 Calvert Terrace, Hagerstown, Maryland. The name and address of the resident agent of this corporation in this state is: J. Kenneth Ridenour, 200 Calvert Terrace, Hagerstown, Maryland, who is a citizen of Maryland and actually resides therein.

FIFTH: The total amount of 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 per share.

SIXTH: The number of directors of the corporation shall be three (3) which number may be increased or decreased pursuant to the by laws of the corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are J. Kenneth Ridenour, Kenneth G. Ridenour and Philip W. Ridenour.

SEVENTH: The duration of this corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on June 18, , 1969.

1. J. Kenneth Ridenour
J. Kenneth Ridenour

2. Kenneth G. Ridenour
Kenneth G. Ridenour

3. Philip W. Ridenour
Philip W. Ridenour

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby certify, that on this 18th day of June, A.D., 1969, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared J. Kenneth Ridenour, Kenneth G. Ridenour, and Philip W. Ridenour and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

Witness my hand and Official Notarial Seal.

Nancy M. Blocher
Notary Public

My Comm. Expires:

July 1, 1969

ARTICLES OF INCORPORATION
OF
HI-WAY CONCESSIONS, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 5018
DEC 17 8 57 AM '69
LIBER _____ FOLIO _____
LAND
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 19, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 10987

Recorded in Liber 2739-6, folio 438, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard Keller



Received for record December 17, 1969 at 8:57 A.M. Liber 18,
Receipt No. 5518

HAGER CONCESSIONS, INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: We, the undersigned, J. Kenneth Ridenour, whose post office address is 200 Calvert Terrace, Hagerstown, Maryland, Kenneth G. Ridenour, whose address is 34 E. Irvin Avenue, Hagerstown, Maryland and Philip W. Ridenour, whose address is Route 5, Hagerstown, Maryland, each being at least twenty one years 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 HAGER CONCESSIONS, 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 erect, construct, establish, purchase, lease, and otherwise acquire, and to hold, use, equip, outfit, supply, service, maintain, operate, sell, and otherwise dispose of, restaurants, inns, taverns, cafes, cafeterias, grills, automats, buffets, diners, delicatessens, lunch rooms, coffee shops, luncheonettes, ice cream parlors, milk bars, candy stores, soda fountains, bakeries, kitchens, bars, saloons, cocktail lounges, banquet halls, catering establishments, concessions and other eating and drinking places and establishments of every kind and description, and checkrooms, newsstands, and cigar, cigarette, and tobacco stands and stores, and generally to conduct the business of restaurateurs, caterers, innkeepers, tobacconists, bakers, butchers, cooks, concessionaires, and purveyors, suppliers, preparers, servers, and dispensers of food and drink; and to engage in all activities, to render all services, and to buy, sell, use, handle, and deal in all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

(2) To manufacture, produce, treat, purchase, and otherwise acquire, cook, bake, and otherwise prepare, can, bottle, and otherwise package, and exchange, distribute, sell and otherwise dispose of, handle, market, store, import, export, deal and trade in and with confections, extracts, syrups, food and food products of every kind and description, coffee, tea, cocoa, wines, liquors, ale, beer, sodas, and other drinks and beverages of every kind and description, ice cubes, crushed and block ice, cigars, cigarettes, tobacco, and smoking supplies; and products, books, newspapers, magazines, and other publications, and all similar, kindred, and allied articles, products, and merchandise.

(3) To maintain, operate, and conduct delicatessen stores; to buy, sell, and generally deal in canned goods, cheeses, baked goods, fancy foodstuffs, and every other thing commonly purchasable at a store of similar nature. To acquire the necessary real estate and stores to conduct its business.

(4) To conduct the business of catering in all its lines; to take charge of and plan, prepare, and serve banquets, breakfasts, and dinners; to furnish waiters and waitresses for such banquets, breakfasts, and dinners and generally to do everything done by those engaged in a similar line of business.

(5) To manufacture or otherwise produce, purchase, compound, prepare, and sell all kinds of drugs, chemicals, medicines; physicians' and surgeons' supplies and instruments; crutches, artificial limbs, splints, rubber goods, and all supplies, appliances, and conveniences required in invalids; paints and the ingredients thereof, dyes, colors, soaps, cosmetics, perfumes, toilet supplies, stationery and stationery supplies, novelties, tobacco in all forms, ices, ice cream, confectionery, and soft drinks. To fill prescriptions; maintain news stands, soda fountains, and lunch counters, and in general do everything pertaining to the drug store business.

(6) To acquire real property by purchase, lease or otherwise; to erect, repair and maintain hotel and motel buildings, garages, and other structures thereon. To conduct a general hotel, motel, restaurant, and cafe business. To establish, maintain, and operate news stands, tobacco counters, novelty shops, theatre ticket agencies, barber shops, hair-dressing and manicuring parlors, garages, tennis courts, and swimming pools.

(7) To purchase, rent, lease, design, patent, manufacture, produce, and otherwise acquire, own, hold, deal in, prepare for market, sell, exchange, lease or assign, and otherwise dispose of, operate, provide service for, and deal with, either as principal or agent, and upon commission or otherwise, any and all types of vending machines or vending devices, whether operated manually, mechanically, electrically, or otherwise, now in use or which may be hereafter invented or created.

(8) 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.

(9) To operate, manage and control trucks and motor vehicles, to engage in the business of handling, hauling and transporting of freight or personal property of every kind, nature and description, for hire or pay, and to generally own, operate, manage and control a general trucking business for the transportation of freight or personal property.

(10) To pay, sell, rent, lease, or otherwise acquire, to hold, own, use, improve, mortgage, sell, exchange, lease, or otherwise dispose of real property, improved or unimproved.

(11) To borrow money from any person, firm or corporation; to make and issue notes, bills, bonds, debentures, and other evidences of indebtedness of all kinds, and to secure the same by pledge, mortgage, or otherwise, without limit as to amount, and to

provide for payment of the same by deposited cash, sinking funds, or otherwise.

(12) To hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or pledge, or otherwise dispose of shares of the capital stock and securities created by any other corporation or corporations and while the holder thereof to exercise all the privileges of the owner, including the right to vote thereon, with power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.

(13) The corporation may utilize and apply its surplus earnings or profits authorized by law to be so reserved, to the purchase or acquisition of its own capital stock, from time to time, and in such manner as may be legal and equitable as to other stockholders, and upon such terms as its Board of Directors shall determine.

(14) In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, privileges granted or conferred upon corporations of this character by said General Laws now or hereafter in force, the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

(15) To conduct and carry on any other similar business which may be capable of being profitably carried on with the corporations business or to carry on any similar business that is directly or indirectly adapted to add to the value of the corporation's property and profits of its authorized business.

(16) To do any or all of the things in this certificate set forth as objects, purposes, powers or otherwise to the same extent and as fully as natural persons might or could do, as principals, agents, trustees, or otherwise.

FOURTH: The post office address of the principal office of the corporation in this state is 200 Calvert Terrace, Hagerstown, Maryland. The name and address of the resident agent of this corporation in this state is: J. Kenneth Ridenour, 200 Calvert Terrace, Hagerstown, Maryland, who is a citizen of Maryland and actually resides therein.

FIFTH: The total amount of 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 per share.

SIXTH: The number of directors of the corporation shall be three (3) which number may be increased or decreased pursuant to the by laws of the corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are J. Kenneth Ridenour, Kenneth G. Ridenour and Philip W. Ridenour.

SEVENTH: The duration of this corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on *June 18,* , 1969.

1. *J. Kenneth Ridenour*
J. Kenneth Ridenour
2. *Kenneth G. Ridenour*
Kenneth G. Ridenour
3. *Philip W. Ridenour*
Philip W. Ridenour

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby certify, that on this *18th* day of *June*, A.D., 1969, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared J. Kenneth Ridenour, Kenneth G. Ridenour, and Philip W. Ridenour and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

Witness my hand and Official Notarial Seal.

My Comm. Expires:
July 1, 1969

Nancy M. Blocker
Notary Public

ARTICLES OF INCORPORATION
OF
HAGER CONCESSIONS, INC.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 25258
DEC 17 8 57 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. SAFFER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 19, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 10985

Recorded in Liber 4739-415, folio 415, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard Keller



Received for record December 17, 1969 at 8:57 A.M. Liber 18,
Receipt No. 5518

ARTICLES OF INCORPORATION
OF
MAVERICK MOBILE HOMES - EAST, INC.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Frederick A. Tooma, whose post office address is 650 Cherry Tree Drive, Hagerstown, Maryland, 21740, being twenty-one years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is: "MAVERICK MOBILE HOMES - EAST, INC."

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

(a) To buy, sell, export, import, lease, exchange and generally deal in machinery and equipment of all kinds and descriptions, at retail or wholesale.

(b) To process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials of all kinds, including lumber, roofing, insulating materials, plaster, wall, tile, ornamental and other boards, brick, concrete, structural steel, re-enforcing steel, glass, stone, pottery, tile, lighting fixtures, hardware, bathroom fixtures, plumbing supplies, electrical supplies, cements and plasters, stucco, stone and gravel, resinous waxes, textiles, incinerators, cesspools and septic tanks, fencing, wire and staples, waterproofing materials, rubber, linoleums, carpets, builders' tools and machinery, and any and every other material, appertenance, or process useful in, necessary for, or convenient in building, construction, engineering, and maintenance.

(c) To purchase, acquire, through the issuance of its capital stock or otherwise, own, hold, lease, either as lessor or lessee, sell, exchange, subdivide, mortgage, deed in trust, plant, improve, cultivate, develop, construct, maintain, equip, operate,

and generally deal in any and all lands, improved and unimproved, dwelling houses, trailers, mobile homes, apartment houses, hotels, business blocks, office buildings, manufacturing works and plants, and other buildings of any kind, and the products and avails thereof, and any and all other property of any and every kind or description, real, personal, and mixed wheresoever situated.

(d) To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or corporations and while the owner thereof to exercise all of the incidents of ownership.

(e) To purchase or otherwise acquire letters patent, concessions, licenses, inventions, rights and privileges, or any interest therein and to grant any rights so acquired either in the United States or in the World.

(f) 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 is 2349 Marsh Pike, Hagerstown, Maryland, 21740. The name and post office address of the Resident Agent of

the Corporation in this State is: Frederick A. Tooma, 650 Cherry Tree Drive, Hagerstown, Maryland 21740. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares of the par value of One (\$1.00) Dollar per share, 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 at least three (3), which number may be increased pursuant to the By-Laws of the Corporation; and the names of the Directors who shall act until the first annual meeting, or until their successors are duly elected and qualify, are: Frederick A. Tooma, Edwin H. Miller, and Walter Adolph.

SEVENTH: The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors who shall dictate its general business policy and, subject to any provisions of Statute or to the vote of its stockholders, determine all matters and questions pertaining to its business and affairs.

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

2. The Board of Directors shall have the power to fix the salaries of officers and employees, and although the directors may be also employees or officers of the Company their vote shall be counted and the action just as binding on the Corporation as if they were not directors or stockholders.

3. 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.

4. The Board of Directors shall from time to time determine whether, and to what extent, and at what time and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be open to the inspection of the Stockholders, and no stockholder shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

5. The above granted powers of 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, I have signed these Articles of Incorporation this 16 day of June, 1969.

WITNESS:

Olive R. Shupp

Frederick A. Tooma (SEAL)
Frederick A. Tooma

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 16th day of June, 1969, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared Frederick A. Tooma, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Notarial Seal.

Olive R. Shupp
Notary Public
Olive R. Shupp

My Commission Expires:
July 1, 1970



ARTICLES OF INCORPORATION
OF
MAVERICK MOBILE HOMES - EAST,

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORDS
RECEIPT NO. 5518
DEC 17 8 57 AM '69
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. TAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 16, 1969 at 2:30 o'clock P. M. as in conformity
with law and ordered recorded.

A 10914

Recorded in Liber 7139, 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 \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



mcp

Received for record December 17, 1969 at 8:57 A.M. Liber 18,
Receipt No. 5518

ARTICLES OF INCORPORATION OF
HUYETTS MENNONITE SCHOOL, INC.

The undersigned Trustees, all being over twenty-one years of age and members of the same Church or Congregation, and all being citizens of the United States of America, and desiring to incorporate a Christian Day School under the Corporation Laws of the State of Maryland, do hereby certify:

FIRST: The name of the Corporation shall be "Huyetts Mennonite School, Inc."

SECOND: The Post Office address of the Principal Office or location of the Corporation is Route No. 2, Hagerstown, Maryland; and the resident agent for said Corporation shall be Attorney Vincent R. Groh, 21 Summit Avenue, Hagerstown, Maryland.

THIRD: The Corporation is organized exclusively for educational and charitable purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or any corresponding provision of any future United States Internal Revenue Law.)

FOURTH: The names and addresses of the persons who have been duly elected as initial Trustees of this Corporation or Body Corporate are as follows:

2. Chester Martin, President-Chairman of the Board - Route #4, Hagerstown, Maryland
3. Glenn Martin, Secretary - Route #2, Knoxville, Maryland
1. Phares Horst, Treasurer - 55 W. Longmeadow Road, Hagerstown, Maryland
4. Theodore Eby - Route #5, Hagerstown, Maryland
5. Orville Martin - Route #4, Hagerstown, Maryland

The duties of said Trustees and their successors shall be to manage the estate, property and interest of said educational corporation and guiding the school program, principal and teachers as the School Board. They shall have perpetual succession by the name of incorporation and may purchase, or otherwise acquire, take and hold to themselves and their successors any real, personal or mixed property to be used and disposed of as herein stated.

Trustee No. 1 shall hold office for an initial term of one year, Trustee No. 2 shall hold office for an initial term of two years, Trustee No. 3 shall serve for a term of three years, Trustee No. 4 shall serve for a term of four years and Trustee No. 5 shall serve for a term of five years, all counting from the first Annual Meeting.

At each future annual meeting, to be held on the third Thursday of August of each year, one Trustee shall be elected for a full term of five years to replace the Trustee whose term expires that year.

Trustees shall be nominated from the patrons of the school from brethren who worship at the Reiff-Clearspring Congregation. They shall be at least 21 years of age and be members in good standing.

The brethren of the Reiff-Clearspring Congregation shall be members of the Corporation or Body Corporate.

A majority of the members of the Corporation shall constitute a quorum for the annual meeting and a majority vote of the quorum shall elect said Trustees.

Contested elections for Trustees shall be arbitrated as set forth in

Article 23, Section 260 of the Annotated Code of Maryland, 1957 Edition.

Vacancies between dates for annual meetings shall be filled by special elections called on two weeks' notice in writing, mailed to the home address of all members of the Body Corporate of the age of twenty-one years. Such elections shall follow the same procedure as above prescribed for the annual meeting, except that the Trustee elected shall be elected to fill the unexpired term of the Trustee vacancy only.

In addition to the annual meeting, there shall be a meeting on the same day of the annual meeting of every year for conducting business of the Corporation, and the above specific tions as to quorum and voting shall also apply at said meetings.

FIFTH: No part of the net earnings of the corporation shall inure to the benefit of or be distributed to any of its members, trustees, officers, or other private persons, except that the corporation shall be authorized to pay reasonable compensation for services rendered and for supplies and property purchased for use of the corporation and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

SIXTH: Upon the dissolution of the Corporation the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets and property of the Corporation by giving the same to the Rieff-Clearspring Congregation if the same shall qualify as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Code), and in the event said Rieff-Clearspring Congregation does not so qualify, then the Trustees shall dispose of the assets by giving the same to such organization or organizations organized and operated exclusively for charitable or religious purposes as shall at the time qualify as an exempt organization under said Section of the Internal Revenue Code of 1954 (or its corresponding provision in any future Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court for Washington County or of the County in which the principal location of the Corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated for such purposes.

SEVENTH: The Board of Trustees shall have the power to borrow money for the purposes of the Corporation.

The Board of Trustees shall be responsible to see that a Record Book is kept showing a roster of all members of the Corporate Body and minutes of all proceedings, which shall be open to inspection by members of the Corporate Body; and the same shall be laid before a public meeting when required by five members.

The Board of Trustees or a majority of them shall have full power to frame such rules and regulations for conducting their meetings and performing their functions as may be necessary.

A Trustee shall not be eligible to succeed himself as Trustee.

At any meeting of Trustees a total of four (4) shall constitute a quorum and a majority vote of the quorum shall be sufficient to pass any business before the Board. The Trustees shall elect one of the Trustees as their President. The President shall be responsible to conduct the meetings of the Board of Trustees and also any annual meeting or other meetings of the members of the Corporation.

EIGHTH: The duties of the president are to see that the school program is carried out according to the approval of the brotherhood and call any special meetings of the school committee as need would call for.

The Secretary shall be responsible to keep accurate records of the school operation and administration. He shall also make all correspondence relative to operation and the continuing program of the school.

The Treasurer is responsible to keep the financial records of the operation of the school. He shall make all disbursements for materials and salaries. He shall make regular reports to the brotherhood.

WITNESS our hands and Seals.

WITNESSED:

[Signature]

Chester Martin (SEAL)
Chester Martin

[Signature]

Glenn E. Martin (SEAL)
Glenn Martin

[Signature]

Phares Horst (SEAL)
Phares Horst

[Signature]

Theodore H Eby (SEAL)
Theodore Eby

[Signature]

Orville E Martin (SEAL)
Orville Martin

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 5th day of June, 1969, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Chester Martin, Glenn Martin, Phares Horst, Theodore Eby and Orville Martin, Trustees, whose names are subscribed to the foregoing instrument and who did each acknowledge that they executed the same for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.

Franklin L Myers
Notary Public

NOTARY COMMISSION EXPIRES: July 1, 1969



ARTICLES OF INCORPORATION

OF

HUYETTS MENNONITE SCHOOL, INC

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 5278

DEC 17 8 57 AM '69

LIBER _____ FOLIO _____

LAND VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland June 6, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 10733

Recorded in Liber 7736, folio 544, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller



Received for record December 17, 1969 at 8:58 A.M. Liber 18,
Receipt No. 5518

TET INC.

ARTICLES OF AMENDMENT

Tet, Inc., a Maryland corporation, having its principal office at No. 206 Maryland National Bank Building, Hagerstown, Maryland, 21740, (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 now authorizes 10,000 shares of \$10.00 par value, and inserting in lieu thereof the following:

"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 One (\$1.00) Dollar per share, all of one class, and having an aggregate par value of One Million (\$1,000,000.00) Dollars."

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on April 2, 1969, at 10:30 A. M. adopted resolutions in which was set forth the foregoing Amendment of 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 April 2, 1969, at 10:30 A. M.

THIRD: Notice setting forth the said Amendment of the Charter and stating that the 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 entitled to vote thereon.

FOURTH: That all of the stockholders of the Corporation signed a Waiver of Notice of the Stockholders Meeting, and consented that the same be held on April 2, 1969, at 10:30 A. M.

FIFTH: The Amendment of the Charter of the Corporation as hereinabove set forth was approved by the stockholders of said Corporation at said meeting by the affirmative vote of all the stock entitled to vote thereon.

IN WITNESS WHEREOF, Tet Inc., has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereto affixed, and attested by its Secretary, on May 2, 1969.

TET INC.

By: Claude T. Wilson
Claude T. Wilson, Pres.



TEST AS TO
CORP. SEAL:

Thomas R. Swope
Thomas R. Swope, Secretary

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

I HEREBY CERTIFY, That on this 2nd day of May, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Claude T. Wilson, President of Tet 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 Thomas R. Swope, Secretary of the meeting of stockholders of the Corporation at which the Amendment of the Charter of the Corporation therein set forth was adopted, and that the matters and facts set forth in said Articles of Amendment are true and correct to the best of his knowledge, information and belief.



WITNESS my hand and Official Notarial Seal.

My Commission expires:
July 1, 1969

Olive R. Shepp
Notary Public

ARTICLES OF AMENDMENT
OF
TET INC.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 30528

DEC 17 8 58 AM '69

LIBER _____ FOLIO _____

LAND
VAUGHN J. BAKER, ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 22, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 10439

Recorded in Liber 7733-494 folio ³ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 180.00 Recording fee paid \$ 15.00

487

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements 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.

Richard H. Keller

