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5/20/69

Received for record December 17, 1969 at 8:57 A.M. Liber 19, 1969  
Receipt No. 5518

1

BRIGHTWATERS CLUB, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, John H. Pengelly, whose post office address is 201 West Reynolds Road, R. F. D. #2, Williamsport, Maryland 21795; Barbara C. Pengelly, whose post office address is 201 West Reynolds Road, R. F. D. #2, Williamsport, Maryland 21795; and Albert T. Pengelly, whose post office address is 111 Stuart Drive, R. F. D. #2, Williamsport, Maryland 21795; 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

BRIGHTWATERS CLUB, 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 conduct, maintain, and operate the business of a swimming - aquatic and athletic membership club and to operate the business of amusement, entertainment, and recreation of the public, including the furnishing of any and all facilities for dancing, music, games of skill, athletic, and other contests, and exhibitions of every nature, for participation by the public and otherwise; to charge admission fees, rates, rentals, and other forms of remuneration for so doing; and to do and transact all business properly connected with or incidental to any or all of the objects and purposes.

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(b) To provide buildings and other facilities suitable for the operation of a swimming - aquatic and athletic membership club.

(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; to borrow money in furtherance of the business of the Corporation and to execute necessary documents to secure obligations of the Corporation.

(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.

FOURTH: The post office address of the principal office of the Corporation in this State is 201 West Reynolds Road, R.F.D. #2, Williamsport, Maryland 21795. The name and post office address of the resident agent of the Corporation in this State is John H. Pengelly, 201 West Reynolds Road, R.F.D. #2, Williamsport, Maryland 21795. 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 One Hundred Thousand Dollars (\$100,000.00) par value, divided into One Thousand (1000) 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 John H. Pengelly, Barbara C. Pengelly, and Albert T. Pengelly.

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.

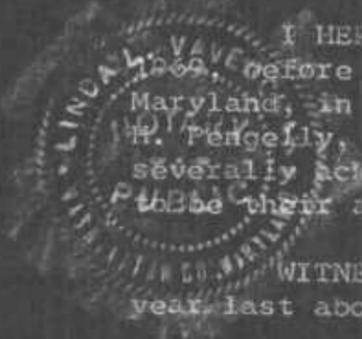
EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 2<sup>nd</sup> day of May, 1969.

WITNESS:

<u>Linda L. Vaverschak</u>	<u>John H. Pengelly</u> (SEAL) John H. Pengelly
<u>Linda L. Vaverschak</u>	<u>Barbara C. Pengelly</u> (SEAL) Barbara C. Pengelly
<u>Linda L. Vaverschak</u>	<u>Albert T. Pengelly</u> (SEAL) Albert T. Pengelly

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:



I HEREBY CERTIFY, That on this 2<sup>nd</sup> day of May, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared John H. Pengelly, Barbara C. Pengelly, and Albert T. Pengelly, 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. Vaverschak  
Notary Public

My Commission Expires:  
July 1, 1969

ARTICLES OF INCORPORATION  
OF  
BRIGHTWATERS CLUB, INC.

STATE OF MD. COUNTY  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 2736  
DEC 17 8 57 AM '69  
LIBER 2736 FOLIO 140  
LAND  VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland May 19, 1969 at 8:20 o'clock A. M. as in conformity  
with law and ordered recorded.

A 10297

Recorded in Liber 2736 folio 140, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 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 8:57 A.M.  
Liber 19, Receipt No. 5518

ARTICLES OF INCORPORATION  
OF  
YOUTH CENTER TEEN WORLD INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, EDGAR M. ALBERT, WHOSE POSTOFFICE ADDRESS IS 1012 VIEW STREET, HAGERSTOWN, MARYLAND, MURIEL I. ALBERT, WHOSE POSTOFFICE ADDRESS IS 1012 VIEW STREET, HAGERSTOWN, MARYLAND, AND JACOB B. BERKSON, WHOSE POSTOFFICE ADDRESS IS 1012 OAK HILL 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:

YOUTH CENTER TEEN WORLD INC.

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

- (A) TO OPERATE A RETAIL CHILDREN'S CLOTHING STORE.
- (B) TO ACQUIRE BY PURCHASE OR OTHERWISE, OWN, HOLD, BUY, SELL, CONVEY, LEASE, MORTGAGE OR INCUMBER REAL ESTATE OR OTHER PROPERTY, PERSONAL OR MIXED.
- (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, 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.

(F) To APPLY FOR, OBTAIN, PURCHASE, OR OTHERWISE ACQUIRE, ANY PATENTS, COPYRIGHTS, LICENSES, TRADEMARKS, TRADENAMES, RIGHTS, PROCESSES, FORMULAE, AND THE LIKE, WHICH MIGHT BE USED FOR ANY OF THE PURPOSES OF THE CORPORATION, AND TO USE, EXERCISE, DEVELOP, GRANT LICENSES IN RESPECT OF, SELL AND OTHERWISE TURN TO ACCOUNT, THE SAME.

(G) To PURCHASE OR OTHERWISE ACQUIRE, HOLD AND REISSUE SHARES OF ITS CAPITAL STOCK OF ANY CLASS; AND TO PURCHASE, HOLD, SELL, ASSIGN, TRANSFER, EXCHANGE, LEASE, MORTGAGE, PLEDGE OR OTHERWISE DISPOSE OF, ANY SHARES OF STOCK OF, OR VOTING TRUST CERTIFICATES FOR ANY SHARES OF STOCK OF, OR ANY BONDS OR OTHER SECURITIES OR EVIDENCES OF INDEBTEDNESS ISSUED OR CREATED BY, ANY OTHER CORPORATION OR ASSOCIATION, ORGANIZED UNDER THE LAWS OF THE STATE OF MARYLAND OR OF ANY OTHER STATE, TERRITORY, DISTRICT, COLONY, OR DEPENDENCY OF THE UNITED STATES OF AMERICA, OR OF ANY FOREIGN COUNTRY; AND WHILE THE OWNER OR HOLDER OF ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, TO POSSESS AND EXERCISE IN RESPECT THEREOF ANY AND ALL THE RIGHTS, POWERS, AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE ON ANY SHARES OF STOCK SO HELD OR OWNED; AND UPON A DISTRIBUTION OF THE ASSETS OR A DIVISION OF THE PROFITS OF THIS CORPORATION, TO DISTRIBUTE ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, OR THE PROCEEDS THEREOF, AMONG THE STOCKHOLDERS OF THIS CORPORATION.

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

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

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

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

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

FOURTH: THE POSTOFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 13-17 SOUTH POTOMAC STREET, HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS EDGAR M. ALBERT WHOSE POSTOFFICE ADDRESS IS 1012 VIEW STREET, HAGERSTOWN, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE TOTAL NUMBER OF SHARES OF STOCK WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS 1,000 (ONE THOUSAND) SHARES OF THE PAR VALUE OF \$100.00 (ONE HUNDRED 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 EDGAR M. ALBERT, MURIEL I. ALBERT AND JACOB B. BERKSON.

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 CLASSIFICATION, RE-CLASSIFICATION OR OTHERWISE, BUT NO SUCH AMENDMENT WHICH CHANGES THE TERMS OF ANY OF THE OUTSTANDING STOCK SHALL BE VALID UNLESS SUCH CHANGE OF TERMS SHALL HAVE BEEN AUTHORIZED BY THE HOLDERS OF TWO-THIRDS OF ALL OF SUCH STOCK AT THE TIME OUTSTANDING, BY VOTE AT A MEETING OR IN WRITING WITH OR WITHOUT A MEETING.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION THIS 2nd DAY OF June A.D., 1969.

*Lucille E. Mowen*  
WITNESS-LUCILLE E. MOWEN

*Lucille E. Mowen*  
WITNESS-LUCILLE E. MOWEN

*Lucille E. Mowen*  
WITNESS-LUCILLE E. MOWEN

*Edgar M. Albert*  
EDGAR M. ALBERT

*Muriel I. Albert*  
MURIEL I. ALBERT

*Jacob B. Berkson*  
JACOB B. BERKSON

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 2nd DAY OF June A.D., 1969, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED EDGAR M. ALBERT, MURIEL I. ALBERT, AND JACOB B. BERKSON AND EACH 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 E. Mowen*  
NOTARY PUBLIC-LUCILLE E. MOWEN  
COMM. EXPIRES: 7/1/69



ARTICLES OF INCORPORATION  
OF  
YOUTH CENTER TEEN WORLD INC.

STATE OF MD. COUNTY  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 2335  
DEC 17 8 57 AM '69  
LIBER FOLIO  
LAND D  
VIRGINIA J. BAKER, ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland June 3, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 10671

Recorded in Liber 2736-78<sup>6</sup>, folio 78 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 8:57 A.M. Liber 19,  
Receipt No. 5518

RUBÉE INTERNATIONALE COIFFURES, INC.

Articles of Incorporation

THIS IS TO CERTIFY:

That we, the subscribers, BUTLER WALLACE, 26 E. Antietam Street, Hagerstown, Maryland; ELWOOD FITTING, P.O. Box 3822, Harrisburg, Pennsylvania 17105; RUBY FITTING, P.O. Box 3822, Harrisburg, Pennsylvania 17105; 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

RUBÉE INTERNATIONALE COIFFURES, 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, wherever 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 conducting of a business and/or businesses for the sale of beauty supplies, services and goods,

training and franchises and beauty shops.

(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.

(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 in 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 26 E. Antietam Street, Hagerstown, Maryland. The Resident Agent of the Corporation is Butler Wallace, whose post office address is 26 E. Antietam Street, Hagerstown, Maryland 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 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; any directors individually, or any firm of which any director may be a member or a party to, or may be a pecuniarily or otherwise interested, in, any contract or transaction of this Corporation provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; any director of this Corporation who is also a director or officer of such 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 no 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:

Butler Wallace, 26 E. Antietam Street, Hagerstown, Maryland  
 Ellwood Fitting, P.O. Box 3822, Harrisburg, Pennsylvania 17105  
 Ruby Fitting, P.O. Box 3822, Harrisburg, Pennsylvania 17105

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 29 day of April, 1969.

Butler Wallace (SEAL)  
 BUTLER WALLACE

Ellwood Fitting (SEAL)  
 ELLWOOD FITTING

Ruby Fitting (SEAL)  
 RUBY FITTING

STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY that on this *29* day of *April*, 1969, before me, the subscriber, a Notary Public of the State and City aforesaid personally appeared BUTLER WALLACE, ELLWOOD FITTING and RUBY FITTING, 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.



*Harry S. Shapiro*  
NOTARY PUBLIC

ARTICLES OF INCORPORATION  
OF  
RUBEE INTERNATIONALE COIFFURES, INC.

LIBER 7734-582  
MAY 28 1969  
8:30 A.M.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland May 28, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 10548

Recorded in Liber 7734-582, folio 582, 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*



ARTICLES OF INCORPORATION

OF

COLLINS CUSTOM HOMES, 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 Street, Hagerstown, Maryland, 21740, being twenty-one (21) 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: "COLLINS CUSTOM HOMES, 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 supplied, 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: 289 Frederick Street, Hagerstown, Maryland, 21740. The name and Post Office address of the

Resident Agent of the Corporation in this State is: Robert B. Collins, Sr., 289 Frederick Street, 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 Fifty Thousand (50,000) shares of the par value of One (\$1.00) Dollar 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: Robert B. Collins, Sr., Mildred P. Collins and Larry E. Collins.

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 22 day of May, 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 22 day of May, 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 Official Notarial Seal.

Olive R. Shupp  
Notary Public

My Commission Expires:

July 1, 1969

ARTICLES OF INCORPORATION  
OF  
COLLINS CUSTOM HOMES, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 5578  
DEC 17 8 57 AM '69  
LIBER  FOLIO   
LAND  DEPARTMENT CLERK  
VAUGHN J. BAKER, CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland May 23, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 10416

Recorded in Liber 2733 folio 233, 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 P.M. Liber 19, Receipt No. 5518

ARTICLES OF SALE, EXCHANGE AND TRANSFER

FIRST: The Potomac Transmission Company, a corporation organized and existing under the laws of the State of Maryland, agrees to the sale, exchange and transfer of all of its property, franchises and business. The terms and conditions thereof and the mode of carrying the same into effect are as set forth in the Resolution of its Board of Directors, dated December 13, 1968 (Resolution), which is attached hereto and made a part hereof as Exhibit No. 1.

SECOND: The names of the Transferees of such property, franchises and business are The Potomac Edison Company, and the post office address of the principal place of business of such Transferee in the State of Maryland is Downsville Pike, Hagerstown, Maryland 21740; and Monongahela Power Company, and the post office address of the principal place of business of such Transferee is 1310 Fairmont Avenue, Fairmont, West Virginia 26554.

THIRD: The parties to these Articles are The Potomac Transmission Company, a corporation organized and existing under the laws of the State of Maryland, The Potomac Edison Company, a corporation organized and existing under the laws of the State of Maryland, and Monongahela Power Company, a corporation organized and existing under the laws of the State of Ohio. Monongahela Power Company was incorporated April 17, 1924 under the general laws of Ohio and qualified to do business in Maryland in 1966 through merger.

FOURTH: The nature and amount of consideration to be paid, transferred or issued by or on behalf of the Transferees for the property, franchises and business of The Potomac Transmission Company, the Transferor corporation, are as follows:

Monongahela Power Company	\$ 79,293.63
The Potomac Edison Company	\$223,723.64

FIFTH: The principal office of said The Potomac Transmission Company is located in the County of Garrett, State of Maryland. The principal office of said The Potomac Edison Company is located in the County of Washington, State of Maryland. The principal office of said Monongahela Power Company in Maryland is located in the County of Garrett, State of Maryland.

The only counties of the State of Maryland in which The Potomac Transmission Company, the Transferor corporation, owns property, the title to which could be affected by the recording of an instrument among the Land Records, are Allegany County and Garrett County.

SIXTH: The location of the principal office of Monongahela Power Company, one of the Transferee corporations, in the State of Ohio is Box 327, Marietta, Ohio 45750, and the name and post office address of a resident agent of such Transferee corporation in Maryland, service of process upon whom shall bind such corporation in any action, suit or proceeding pending at the time of the filing of these Articles or thereafter instituted or filed against it under the provisions of the General Corporation Law of Maryland until the appointment of a substitute resident agent is duly certified to the State Department of Assessments and Taxation of Maryland, is W. Dwight Stover, National Bank Building, Oakland, Maryland 21550.

SEVENTH: These Articles of Sale, Exchange and Transfer were (a) duly advised by the Board of Directors of said The Potomac Transmission Company by the adoption on December 13, 1968 of a Resolution declaring that said sale, exchange and transfer herein proposed was advisable substantially upon the terms and conditions set forth in said Resolution and these Articles of Sale, Exchange and Transfer, and (b) duly approved after waiver of notice and consent by the sole stockholder of said corporation in the manner and by the vote required by the General Corporation Law of Maryland.

EIGHTH: The sale, exchange and transfer to be effected by these Articles was duly advised, authorized and approved with respect to said Transferee, Monongahela Power Company, in the manner and by the vote required by the charter of said corporation and by the laws of the State of Ohio, and with respect to said Transferee, The Potomac Edison Company, in the manner and by the vote required by the charter of said corporation and by the laws of the State of Maryland.

IN WITNESS WHEREOF, The Potomac Transmission Company, The Potomac Edison Company and Monongahela Power Company, the parties hereto, have caused these Articles to be signed in their respective corporate names and on their behalf by their respective presidents or vice-presidents and their respective corporate seals to be hereunto affixed and attested by their respective secretaries or assistant secretaries, all as of the 22nd day of May, 1969.

ATTEST:

Benjamin Bennett  
Secretary

THE POTOMAC TRANSMISSION COMPANY

By R. H. Lunt  
Vice President

ATTEST:

Walter Ueber  
Secretary

THE POTOMAC EDISON COMPANY

By [Signature]  
President

ATTEST:

John B. [Signature]  
Secretary

MONONGAHELA POWER COMPANY

By [Signature]  
Vice President

STATE OF PENNSYLVANIA )  
 ) ss:  
COUNTY OF WESTMORELAND )

I HEREBY CERTIFY that on this 22nd day of May, 1969, before me, the subscriber, a notary public of the State of Pennsylvania, in and for the County aforesaid, personally appeared R. W. HURO, Vice President of The Potomac Transmission Company, a corporation organized and existing under the laws of the State of Maryland, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Sale, Exchange and Transfer to be the corporate act of said corporation; and at the same time personally appeared BENJAMIN BENNETT, Secretary of said corporation, and made oath in due form of law that he is the Secretary of said corporation, and that the matters and facts set forth in said Articles of Sale, Exchange and Transfer with respect to authorization and approval thereof by the Board of Directors and by the stockholder 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.

William R. Kessler  
Notary Public

My Commission expires:  
WILLIAM R. KOSSLER, Notary Public  
GREENSBURG, WESTMORELAND CO., PA.  
MY COMMISSION EXPIRES  
DECEMBER 7, 1971

25

STATE OF MARYLAND )  
 ) ss:  
COUNTY OF WASHINGTON )

I HEREBY CERTIFY that on this 27th day of May, 1969, before me, the subscriber, a notary public of the State of Maryland, in and for the County aforesaid, personally appeared C. D. Lyon, President of The Potomac Edison Company, a corporation organized and existing under the laws of the State of Maryland, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Sale, Exchange and Transfer to be the corporate act of said corporation; and at the same time personally appeared W. H. MacMillen, Secretary of said corporation, and made oath in due form of law that he is the Secretary of said corporation and that the matters and facts set forth in said Articles of Sale, Exchange and Transfer with respect to authorization and approval thereof by the said corporation are true to the best of his knowledge, information and belief, and that said Articles of Sale, Exchange and Transfer were approved by said corporation in the manner and by the vote required by the charter of said corporation and by the laws of the State of Maryland.

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

My Commission expires:  
July 1, 1969

Hilda W. Storer  
Notary Public

STATE OF WEST VIRGINIA )  
                                  ) ss:  
COUNTY OF MARION )

I HEREBY CERTIFY that on this 26th day of May, 1969, before me, the subscriber, a notary public of the State of West Virginia, in and for the County aforesaid, personally appeared D. E. Hallen, President of Monongahela Power Company, a corporation organized and existing under the laws of the State of Ohio, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Sale, Exchange and Transfer to be the corporate act of said corporation; and at the same time personally appeared \_\_\_\_\_, Secretary of said corporation, and made oath in due form of law that he is the Secretary of said corporation and that the matters and facts set forth in said Articles of Sale, Exchange and Transfer with respect to authorization and approval thereof by the said corporation are true to the best of his knowledge, information and belief, and that said Articles of Sale, Exchange and Transfer were duly advised, authorized and approved by said corporation in the manner and by the vote required by the charter of said corporation and by the laws of the State of Ohio.

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

My Commission expires:

11-21-73

Henry Latta  
Notary Public



The Potomac Transmission CompanyResolutions adopted by Board of Directors at  
Special Meeting held on December 13, 1968

RESOLVED, that the action taken by the officers to arrange the sale of the 138 Kv Lake Lynn-Cumberland transmission line, together with the substation at Cumberland and all related facilities, franchises and rights of way to Monongahela Power Company and The Potomac Edison Company at the depreciated original cost as of the date of the transfer, is hereby ratified and affirmed; and further

RESOLVED, that the Board of Directors hereby declares that the sale of all of its property and rights to Monongahela Power Company and The Potomac Edison Company is advisable substantially upon the terms and conditions set forth in the proposed form of Articles of Sale, Exchange and Transfer submitted to this meeting, and hereby directs that the proposed Articles be submitted to the stockholders for action thereon; and further

RESOLVED, that subject to approval by the regulatory commissions having jurisdiction thereover, the officers of this Company are hereby authorized to sell, at depreciated original cost as of the date of the transfer, all the Company's assets, property and rights in Monongalia and Preston Counties, West Virginia to Monongahela Power Company and all the Company's assets, property and rights in Garrett and Allegheny Counties, Maryland and in Mineral County, West Virginia to The Potomac Edison Company, being in total all the assets, property and rights of this Company except cash; and further

RESOLVED, that the officers of this Company are hereby authorized to join with Monongahela Power Company, The Potomac Edison Company and West Penn Power Company in the preparation and filing of an Application or Declaration with the Securities and Exchange Commission under the Public Utility Holding Company Act of 1935 in respect to the property of this Company, and such amendments to any such Application or Declaration as they may deem necessary or advisable; that the officers of this Company are hereby authorized to execute, in the name and on behalf of this Company, such documents and amendments thereto; and further

RESOLVED, that the officers of this Company are hereby authorized to execute and file, in the name and on behalf of this Company, applications for the approval and consent of the Maryland Public Service Commission and of the West Virginia Public Service Commission to the transfer by this Company of its franchises and rights situate within such Commission's respective jurisdiction and the discontinuance by it of the exercise of its franchises and rights; and further

RESOLVED, that the officers of this Company are hereby authorized, upon consummation of the sales hereinbefore authorized, to take all necessary and proper steps to wind up and settle the affairs of this Company in voluntary dissolution in accordance with the laws of the State of Maryland; and further

RESOLVED, that the officers of this Company are hereby authorized and empowered to do and perform all such other acts and things as may be necessary or desirable to carry out the purposes and intent of the foregoing resolutions, including the filing or joinder in any applications, and amendments thereto, to regulatory authorities having jurisdiction.

ARTICLES OF SALE  
OF

THE POTOMAC TRANSMISSION COMPANY (Transferor)  
and  
THE POTOMAC EDISON COMPANY (Transferees)  
MONONGAHELA POWER COMPANY

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 507  
Date Dec 17 1969  
Cor. 58 AM  
Md. Corp.  
LIBER FOLIO  
LAND [ ]  
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland May 29, 1969 at 11:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 10555

Recorded in Liber 7735-13<sup>9</sup>, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 21.00  
2.00 Cert. land record office-Allegany Co.  
2.00 Cert. land record office-Garrett Co.  
\$ 25.00 TOTAL

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*



Mailed - Gordon Bottorf, 514 Antietam Dr., Hag. Jan. 15, 1970

RECEIVED FOR RECORD January 7, 1970 at 8:49 A.M., Receipt No. 5820  
WARRENFELTZ TREE EXPERTS, INC.

29

LIBER 19

Thereupon, upon motion duly made, seconded and  
unanimously carried, it was

RESOLVED, that the principal office of the  
corporation now known as Warrenfeltz Tree  
Experts, Inc. to be known as Antietam Tree  
Service, Inc. is hereby made to be 514 Antietam ✓  
Drive, Hagerstown, Maryland 21740.

STATE OF MARYLAND, WASHINGTON COUNTY, towit:

T. Gordon Bottorf, being duly sworn on oath  
deposes and says: That he is the Secretary of Warrenfeltz  
Tree Experts, Inc., a corporation organized and existing  
under the laws of the State of Maryland, having its principal  
office in the State of Maryland; that on the 17th day of  
July, 1969, at a regularly scheduled and held meeting of  
the Board of Directors the foregoing resolution was adopted.

T. Gordon Bottorf  
T. Gordon Bottorf

Subscribed and sworn to before me, a Notary Public  
in and for the State of Maryland, Washington County, this  
17th day of July, 1969.

Shelby J. Crawford  
Notary Public

Comm. Exp. July 1, 1970

July 23, 1969 at 8.30 A.M.

NOTICE OF CHANGE OF PRINCIPAL OFFICE  
OF  
WARRENFELTZ TREE EXPERTS, INC.

received for record July 23, 1969, at 8:30 A.M.  
and recorded on Film No. 743 Frame No. 299 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 No. 6147

(1)  
SPECIAL FEE PAID \$3.00  
Recording Fee Paid 2.00  
\$5.00

Mr. Clerk - please mail to Mr. T. Gordon Bortorf, Secretary  
Warrenfeltz Tree Experts, Inc.  
514 Antietam Drive  
Hagerstown, Maryland 21740

H & D INDUSTRIES, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, David J. McKean, whose post office address is 818 - 18th Street, N. W., Washington, D. C., Thomas J. Whitehead, whose post office address is 818 - 18th Street, N. W., Washington, D. C. and Doris D. Kirkland, whose post office address is 818 - 18th Street, N. W., Washington, D. C., 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 H & D Industries, Inc.

THIRD: Purposes for which the corporation is formed are as follows:

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

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

(c) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses which 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) And to apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(f) To purchase, or otherwise acquire, hold and re-issue shares of its capital stock of any class and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or 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 other 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 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 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 in any of the businesses hereinbefore enumerated for itself, or for the account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(j) To carry on 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, district, 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 RR 1, Box 443, Cascade, Maryland 21719. The resident agent of the Corporation is Richard D. Sutton, whose post office address is RR 1, Box 443, Cascade, Maryland 21719. 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 \$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 \$1,000.00.

SIXTH: The number of the 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 qualify are Richard D. Sutton, RR 1, Box 443, Cascade, Maryland 21719, Herbert A. Fritsche, 505 Normandy Court, Laurel, Maryland and Harrie Anne Kessler, RR 1, Box 443, Cascade, Maryland 21719.

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 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.

2. The Board of Directors of the Corporation are hereby empowered to authorize the issuance of 1,000 fully paid and non-assessable shares of the par value of \$1.00 a share for the following consideration, the value of which consideration is hereby stated to be not less than \$1,000.00 namely: \$1,000.00.

EIGHT: The duration of the Corporation shall be perpetual.

In Witness Whereof we have signed these Articles of Incorporation on the 30 day of June 1969

WITNESS:

*David J. McKean*  
David J. McKean

*Thomas J. Whitehead*  
Thomas J. Whitehead

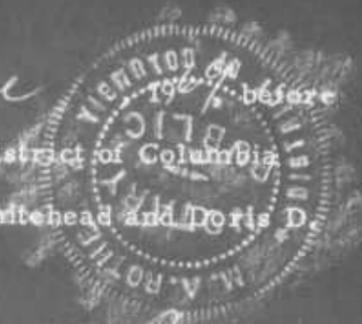
*Doris D. Kirkland*  
Doris D. Kirkland

DISTRICT OF COLUMBIA) SS:

I hereby certify that on the 30<sup>th</sup> day of June 1969 before me, the subscriber, a Notary Public in and for the District of Columbia personally appeared David J. McKean, Thomas J. Whitehead and Doris D. Kirkland.

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

*M. A. Rottler*  
My commission expires Apr. 30, 1974  
Notary Public



OF

H & D INDUSTRIES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 2, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 11323

Recorded in Liber 2743, folio 144<sup>6</sup>, 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*



STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 5820

JAN 7 8 49 AM '70

LIBER FOLIO  
LAND  *Keller*  
VAUGHN J. BAKER ACT. CLERK

RECEIVED FOR RECORD January 7, 1970 at 8:49 A.M., Receipt No.5820  
LIBER 19

ARTICLES OF INCORPORATION

INTERCHANGE CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Thomas H. Shank, whose post office address is 201 Jackson Drive, Hagerstown, Maryland; Richard H. Cooper, whose post office address is 28 Redwood Drive, Hagerstown, Maryland; Jack B. Welch, whose post office address is Route # 1, 14 Linbar Drive, Hagerstown, Maryland and James L. Resh, whose post office address is 321 Brookline Avenue, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporation, associate themselves with the intention of forming a corporation by the execution and filing of these Articles.

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

INTERCHANGE CORPORATION

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

- (a) To engage in a general merchandising business.
- (b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of 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, insurance and real estate, 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 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 of, in accordance with the laws of the State of Maryland, stocks, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames, rights processes, formulas, 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 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 any other state, territory, district, colony or dependency of the United States of America, or of any foreign country, and while the owner and 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 to vote on any shares of stock so held or owned; and upon a distribution of the assets, or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

(i) To loan or advance money with or without security without limit as to amount, and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature and in any manner permitted by law for money so borrowed or in payment for property

purchased or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon, by any 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 any 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 any 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 limitations of the powers conferred upon the Corporation by the law, and is not intended by the mention of the 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 408 Maryland National Bank Building, Hagerstown, Maryland. The resident agent of the Corporation is Jack B. Welch whose post office address is Route # 1, 14 Linbar Drive, Hagerstown, Maryland. Said resident

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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 ten thousand (10,000) shares of the par value of Ten Dollars (\$10.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One hundred thousand dollars (\$100,000.00).

SIXTH: The Corporation shall have four (4) directors and Thomas H. Shank, Richard H. Cooper, James L. Resh and Jack B. Welch 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 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 any 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 transaction, with like force and affect 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, if any, what part, of the surplus of the Corporation, or of the net profits arising from its business, shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may in its discretion use and supply 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 hereinafter 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 be authorized by the holders of two-thirds of all of such stock at the time outstanding, by vote at a meeting, or in writing with or without a meeting.

(e) 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, 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.

(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 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 preferences, from time to time before issuance

of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversions rights of, such shares.

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 2nd day of July, 1969.

Thomas H. Shank (SEAL)  
Thomas H. Shank

Richard H. Cooper (SEAL)  
Richard H. Cooper

Jack B. Welch (SEAL)  
Jack B. Welch

James L. Resh (SEAL)  
James L. Resh

TEST:

Barbara E. Myers

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

THIS IS TO CERTIFY, that on this 2nd day of July, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Thomas H. Shank, Richard H. Cooper, Jack B. Welch and James L. Resh, 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.



Barbara E. Myers  
NOTARY PUBLIC

ARTICLES OF INCORPORATION  
OF  
INTERCHANGE CORPORATION

approved and received for record by the State Department of Assessments and Taxation  
of Maryland July 7, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 11363

Recorded in Lib 7743-460, 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 Keller*



STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 5820

JAN 7 8 49 AM '70

LIBRER FOLIO

LAND *Thrup*

VAUGHN J. SMITH, CLERK

Received for record January 12, 1970 at 10:53 A.M. Liber 19,  
Receipt No. 5905

EWING PROPERTIES, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: THAT I, THE SUBSCRIBER, FRED C. WRIGHT, III, WHOSE POSTOFFICE ADDRESS IS 152 WEST WASHINGTON STREET, HAGERSTOWN, MARYLAND, 21740, BEING OF FULL LEGAL 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

EWING PROPERTIES, INC.

THIRD: THAT 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 ACQUIRE BY PURCHASE, EXCHANGE, LEASE, HIRE, GIFT, OR OTHERWISE, AND TO HOLD, OWN, IMPROVE, DEVELOP, MANAGE, OPERATE, LET AS LESSOR, SELL, GRANT, CONVEY, OR ENCUMBER BY MORTGAGE OR DEED OF TRUST OR OTHERWISE DEAL IN, UTILIZE, OR DISPOSE OF REAL AND PERSONAL PROPERTY OF EVERY KIND AND DESCRIPTION, INCLUDING DWELLING HOUSES, HOME SITES, APARTMENT HOUSES, LOTS, ACREAGE TRACTS, FARMS, STORES, FACTORIES, BUSINESS BLOCKS, SHOPPING CENTERS, RETAIL STORES, SERVICE STATIONS, AND OTHER STRUCTURES AND IMPROVEMENTS AS WELL AS ANY RIGHTS, INTEREST, LEASES, EQUITIES, MORTGAGES, AND OPTIONS IN, UPON OR AFFECTING ANY SUCH REAL OR PERSONAL PROPERTY.

(B) 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 COPYRIGHTS, TRADE-MARKS, TRADE-NAMES, 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.

(C) TO PURCHASE, ACQUIRE, HOLD, SELL, ASSIGN, TRANSFER, MORTGAGE, PLEDGE, AND OTHERWISE DISPOSE OF ALL OR ANY PART OF THE BUSINESS, ASSETS, FRANCHISES, RIGHTS, GOOD WILL, PROPERTY, 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.

(D) TO ORGANIZE AND CAUSE TO BE ORGANIZED A CORPORATION OR CORPORATIONS FOR THE PURPOSE OF ACCOMPLISHING ANY OR ALL OF THE OBJECTS FOR WHICH THIS CORPORATION IS ORGANIZED, AND TO DISSOLVE, WIND-UP, LIQUIDATE, MERGE OR CONSOLIDATE ANY SUCH CORPORATION OR CORPORATIONS OR TO CAUSE THE SAME TO BE DISSOLVED, WOUND-UP, LIQUIDATED, MERGED OR CONSOLIDATED.

(E) TO CARRY ON ANY OF THE BUSINESSES HEREIN BEFORE ENUMERATED, IN THE STATE OF MARYLAND, THE DISTRICT OF COLUMBIA, OR ANY STATE, TERRITORY, DISTRICT OR DEPENDENCY OF THE UNITED STATES OR IN ANY FOREIGN COUNTRY, FOR ITSELF, OR FOR ACCOUNT OF OTHERS, OR THROUGH OTHERS FOR ITS OWN ACCOUNT, AND 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.

(F) 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 POSTOFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 301 SOUTH CLEVELAND AVENUE, HAGERSTOWN, MARYLAND, 21740.

THE NAME AND THE POSTOFFICE ADDRESS OF THE RESIDENT AGENT OF THE CORPORATION IN THIS STATE ARE CALEB C. EWING, SR., 301 SOUTH CLEVELAND AVENUE, HAGERSTOWN, MARYLAND. 21740. SAID RESIDENT AGENT IS AN INDIVIDUAL WHO IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE TOTAL NUMBER OF SHARES OF STOCK OF ALL CLASSES WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS ONE THOUSAND (1,000) SHARES OF COMMON STOCK OF THE PAR

VALUE OF ONE HUNDRED DOLLARS (\$100.00) EACH, HAVING AN AGGREGATE PAR VALUE OF ONE HUNDRED THOUSAND DOLLARS (\$100,000.00). EACH SHARE OF COMMON STOCK SHALL BE ENTITLED TO ONE VOTE.

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 CALEB C. EWING, BEATRICE T. EWING AND CALEB C. EWING, 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, WITH OR WITHOUT PAR VALUE, WHETHER NOW OR HEREAFTER AUTHORIZED OR SECURITIES CONVERTIBLE INTO SHARES OF ITS STOCK OF ANY CLASS OR CLASSES, WITH OR WITHOUT PAR VALUE, WHETHER NOW OR HEREAFTER AUTHORIZED, IN SUCH AMOUNTS AND FOR SUCH CONSIDERATIONS AS SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE.

(2) 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 TWO-THIRDS OF ALL OF SUCH STOCK AT THE TIME OUTSTANDING, BY VOTE AT A MEETING OR IN WRITING WITH OR WITHOUT A MEETING.

(3) THE BOARD OF DIRECTORS 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: NO CONTRACT OR OTHER TRANSACTION BETWEEN THE CORPORATION AND ANY OTHER CORPORATION OR CORPORATIONS, AND NO ACT OF THIS CORPORATION, SHALL BE DEEMED TO BE AFFECTED OR INVALIDATED BY THE FACT THAT ANY ONE OR MORE OR ALL OF THE DIRECTORS OR OFFICERS OF THIS CORPORATION IS OR ARE INTERESTED IN OR IS OR ARE DIRECTORS OR OFFICERS OF SUCH OTHER CORPORATION OR CORPORATIONS; AND ANY DIRECTOR OR OFFICER, OR DIRECTORS OR OFFICERS, INDIVIDUALLY OR JOINTLY, MAY BE A 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 THIS CORPORATION WITH ANY PERSON OR PERSONS, FIRM OR CORPORATION SHALL BE AFFECTED OR INVALIDATED BY THE FACT THAT ANY DIRECTOR OR OFFICER, OR DIRECTORS OR OFFICERS, OF THIS CORPORATION IS OR ARE A PARTY OR PARTIES TO OR INTERESTED IN SUCH CONTRACT, ACT OR TRANSACTION OR IN ANY WAY CONNECTED WITH SUCH PERSON OR PERSONS, FIRM OR CORPORATION, AND EACH AND EVERY PERSON WHO MAY BECOME A DIRECTOR OR OFFICER OF THIS CORPORATION IS HEREBY RELIEVED FROM ANY LIABILITY THAT MIGHT OTHERWISE EXIST FROM CONTRACTING WITH THE CORPORATION FOR THE BENEFIT OF HIMSELF OR ANY FIRM, ASSOCIATION OR CORPORATION IN WHICH HE MAY BE IN ANYWISE INTERESTED.

NINTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, I HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THE 11th DAY OF AUGUST, 1969.

*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 11th DAY OF AUGUST, A.D., 1969, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, IN AND FOR WASHINGTON COUNTY, 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*  
NOTARY PUBLIC Pearl L. Gehr  
COMM. EXPIRES: 7/1/70



ARTICLES OF INCORPORATION  
OF  
EWING PROPERTIES, INC.

47

approved and received for record by the State Department of Assessments and Taxation  
of Maryland August 12, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 11857

Recorded in Liber 2748, folio 558, 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*



mp

Received for record January 12, 1970 at 10:53 A.M. Liber 19,  
Receipt No. 5905

ARTICLES OF INCORPORATION

OF

PORTER ASSOCIATES, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Maurice Porter, whose post office address is 900 Dual Highway, Hagerstown, Maryland, being of full legal age, do, under and by virtue of the General Laws of Maryland, authorizing the formation of corporations, associate myself with the intention of forming a corporation.

SECOND: The name of the Corporation is

PORTER ASSOCIATES, INC.

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

(a) The general nature of its business shall be to transact the business of managing motels, restaurants, and business properties, and as principal, or on behalf of others as agent, on commission, or otherwise, to buy, sell, exchange, lease, deal in, improve, develop, repair, manage, maintain and operate real property of every kind and any interest therein.

(b) To subscribe or cause to be subscribed for, and to purchase or otherwise acquire, hold for investments, sell, assign, transfer, mortgage, pledge, exchange, distribute, or otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations and other evidences of indebtedness of any corporation, or common law trust, now or hereafter existing, and whether created by or under the laws of the State of Maryland,

or otherwise, and while owners of any of said shares of capital stock or bonds or other property to exercise all rights, powers and privileges of ownership of every kind and description, 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; and also to purchase, hold and sell any of its obligations, including investment trust certificates and to make credit advances thereon as may be determined from time to time.

(c) To purchase, hold, sell and reissue the shares of its own capital stock.

(d) To endorse, guarantee and secure the payment and satisfaction of bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations and evidences of indebtedness, and also to guarantee and secure the payment or satisfaction of interest on obligations and of dividends on shares of the capital stock of other corporations, also to assume the whole or any part of the liabilities, existing or prospective of any person, corporation, firm, or association, and to aid in any manner any other person or corporation with which it has business dealings, or whose stocks, bonds, or other obligations are held or, are in any manner guaranteed by the corporation, and to do any other acts and things for the preservation, protection, improvement, or enhancement of the value of such stocks, bonds, or other obligations, but not in any way exercising the powers of a surety company.

(e) 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, hotels, breweries, stores, offices, warehouses, mills, shops, factories, machinery, restaurants, motels and plants, and

any and all kinds of other structures and erections which may at any time be necessary, useful or advantageous in the judgment of the Board of Directors for the purposes of the corporation and which can lawfully be done under the General Corporation Law.

(f) To purchase, sell and manufacture, and deal in building materials and goods, wares and merchandise, and to carry on any other lawful trade or business incident to or proper or useful in connection with the purchase, sale, ownership, construction, maintenance and management of real property.

(g) To purchase or otherwise acquire, undertake, carry on, improve and develop all or any of the business, good will, rights, assets or liabilities of any person, firm, association or corporation carrying on any kind of business the same as or of a similar nature to that which this corporation is authorized to carry on pursuant to the provisions of this certificate.

(h) The objects and purposes specified in the foregoing clauses shall, except therein otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects and purposes.

FOURTH: The post office address of the place at which the Corporation will be located within this State is 900 Dual Highway, Hagerstown, Maryland 21740.

FIFTH: The name of the resident agent in the State of Maryland is Richard C. Ridgway, whose address is 8003 Woodmont Avenue, Bethesda, Maryland. The said agent is a citizen of the said State and actually resides therein.

SIXTH: The total amount of authorized capital stock of the Corporation is:

Five Thousand (5,000) shares common, voting stock of no par value.

SEVENTH: In the absence of fraud, no contract or other transaction between this Corporation and any other company or person and no act of this Corporation shall be in any way 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 in such other company. Any Director, individually, or any firm of which any Director may be a member, may, in the absence of fraud, be a party to or pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided the fact that such firm so interested shall be disclosed and known to the Directors or a majority of a quorum of the stockholders, having voting power, at the annual meeting, or at any special meeting, or at any special meeting of this Corporation called for such purpose or where such contract is under consideration.

EIGHTH: This Corporation reserves the right to amend, alter, change or repeal any provision, contained in this Certificate of Incorporation, to the manner now and hereafter provided by law.

NINTH: The said Corporation shall have three (3) Directors and may increase the number by its By-laws, but at all times the number of Directors shall be at least three (3) in number and shall be an uneven number. Maurice Porter, Joan S. Porter and Richard C. Ridgway shall act as Directors until the first annual meeting of the Corporation or until their successors are duly elected and qualified.

TENTH: The powers enumerated in these Articles shall not in anywise limit or restrict the powers and authorities vested in the Corporation under and by virtue of the General Laws of Maryland and amendments thereto, relating to corporations, all powers and authorities vested in this Corporation under and by virtue of said General Laws and amendments are hereby expressly reserved to the Corporation.

IN WITNESS WHEREOF, I, the subscriber, have hereunto set my hand and seal this 23rd day of July, 1969.

WITNESS:

Barbara C. Pickles                      Maurice Porter (SEAL)  
Maurice Porter

STATE OF MARYLAND:

COUNTY OF Montgomery                      ss:

I HEREBY CERTIFY that on this 23rd day of July, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Montgomery, personally appeared Maurice Porter and acknowledged the foregoing Articles of Incorporation to be his act.

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

Barbara C. Pickles



My Commission expires:

7/1/70

ARTICLES OF INCORPORATION  
OF  
PORTER ASSOCIATES, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 5725  
JAN 12 10 53 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND   
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland July 28, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12011

Recorded in Liber 7750-350, folio 350, 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 January 12, 1970 at 10:53 A.M. Liber 19,  
Receipt No. 5905

PHILIPSBORN OF HAGERSTOWN, INC.

ARTICLES OF INCORPORATION

FIRST: We, the subscribers, Harry B. Harris, Catherine Melfa and Edward G. Malone, all of whose post office addresses are 8643 Colesville Road, Silver Spring, Maryland, 20910, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the Corporation) is Philipsborn of Hagerstown, Inc.

THIRD: The purposes for which the Corporation is formed areas follows:

To acquire by purchase, lease or otherwise, to establish, own, maintain and operate shops, stores and mercantile establishments and to buy, sell, trade and deal in and with ladies' ready-to-wear clothing, suits, coats, furs, footwear, millinery, sportswear, apparel of all kinds, accessories, jewelry, novelties, toiletries, articles and goods, wares and merchandise of every class and description.

To acquire by purchase, lease or otherwise, hold, own, maintain, control, work, develop, improve, alter, operate, mortgage, rent, sell or otherwise dispose of, deal in and otherwise turn to account, real estate, chattels and personal property of all kinds.

To act as selling agent and distributor for persons, firms, associations and corporations.

To borrow or raise moneys for any of the pur-

- 2 -

poses 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, deed of trust, pledge or otherwise.

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

To enter into, make and perform contracts of every kind with any person, firm, association or corporation, municipality, county, state or government and without limit as to amount, 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 or otherwise, so far as may be permitted by the laws of the State of Maryland.

To conduct business in the State of Maryland and elsewhere, including any of the states of the United States or the District of Columbia, and any foreign countries, have one or more offices therein and therein to hold, purchase, let, mortgage and convey real and personal property, except as and when forbidden by local laws.

With a view to the working and development of the properties of the Corporation, and to effectuate, directly or indirectly, its objects and purposes or any of them, the Corpora-

- 3 -

tion may, in the discretion of the directors, from time to time, carry on any other business, manufacturing or otherwise, to any extent and in any manner not unlawful, as principal, factor, agent, contractor, or otherwise, either alone or as a partner with or through or in conjunction with any person, firm association or corporation and in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any and all purposes specified or which at any time may appear conducive for the accomplishment of any such objects and purposes.

FOURTH: The post office address of the principal office of the Corporation in this state is: Store No. I-2, Hagerstown Mall, Interstate 81 and Halfway Boulevard, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this state are: Harry B. Harris, Store No. I-2, Hagerstown Mall, Interstate 81 and Halfway Boulevard, 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: One Hundred (100) shares without par value, all of one class.

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

and Edward G. Malone.

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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on July 31, 1969.

*Harry B. Harris*  
Harry B. Harris

*Catherine Melfa*  
Catherine Melfa

*Edward G. Malone*  
Edward G. Malone

DISTRICT OF COLUMBIA, SS:

I HEREBY CERTIFY that on July 31, 1969, before me, the undersigned subscriber, a Notary Public in and for the District of Columbia aforesaid, personally appeared Harry B. Harris, Catherine Melfa and Edward G. Malone and severally acknowledged the foregoing Articles of Incorporation to be their act.

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



*Margaret J. Tuttle*  
Notary Public, D.C.

*Letter of consent to me  
above name filed 8-4-69*

ARTICLES OF INCORPORATION  
OF  
PHILIPSBORN OF HAGERSTOWN, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 2928  
AUG 12 10 53 AM '70  
LIBER FOLIO  
LANDS  
VIRGINIA L. BEMER, ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland August 4, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12030

Recorded in Liber 7750-471<sup>5</sup>, folio 471, 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*



ANTIETAM ENTERPRISES INCORPORATED

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, whose names and post office address are as follows:

GALE H. LYON  
9214 Wofford Lane  
College Park, Maryland  
20740

RICHARD E. LOHMAN  
Route 2  
Boonesboro, Maryland  
21713

WILLIAM P. PHILLIPS  
100 West Main Street  
Sharpsburg, Maryland  
21782

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 ANTIETAM ENTERPRISES INCORPORATED.

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 Box 248, Sharpsburg, Washington County, Maryland 21782, the name and post office address of the resident agent of the Corporation in this State is Patsy Lee Poffenberger, 221 West Chaplin 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 Gale H. Lyon, Richard E. Lohman and William P. Phillips.

SIXTH: The total amount of the authorized capital stock of the Corporation is twelve hundred (1200) shares without par value, all of one class.

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 29th day of July, 1969.

Witness:

Leonard Z. Bulman

Gale H. Lyon  
Gale H. Lyon

David S. Myers, Jr.

Richard E. Lohman  
Richard E. Lohman

David S. Myers, Jr.

William P. Phillips  
William P. Phillips

STATE OF MARYLAND)  
WASHINGTON COUNTY) ss:

I HEREBY CERTIFY, that on this 29<sup>th</sup> day of July,  
1969, before me, the subscriber, a Notary Public of the State of Maryland  
in and for Washington County, personally appeared Gale H. Lyon, Richard  
E. Lohman and William P. Phillips and they severally acknowledged the  
foregoing Articles of Incorporation to be their act.

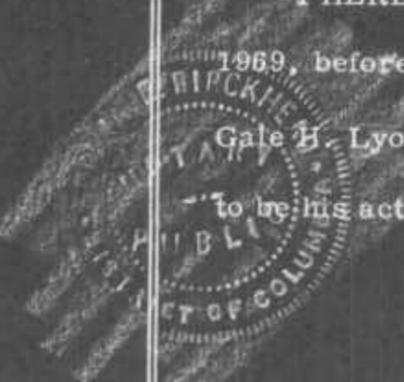
Witness my hand and Notarial seal, the day and year last above  
written.



David S. Myers, Jr.  
Notary Public, Md.

DISTRICT OF COLUMBIA, ss:

I HEREBY CERTIFY, that on this 1st day of August,  
1969, before me, the subscriber, a notary Public, personally appeared  
Gale H. Lyon and he acknowledged the foregoing Articles of Incorporation  
to be his act.



Sophie E. Birckhead  
Notary Public, D. C.

COMMISSION EXPIRES JUNE 14, 1971

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 5723  
JAN 12 10 53 AM '70  
LIBER FOLIO  
LAND  
VOLUME 7 PAGE 101: 0157

ARTICLES OF INCORPORATION  
OF  
ANTIETAM ENTERPRISES INCORPORATED

approved and received for record by the State Department of Assessments and Taxation  
of Maryland August 7, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12070

Recorded in Liber 7751-140, folio 140, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 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 January 12, 1970 at 10:53 A.M. Liber 19, Receipt No. 5905

PENN-MAR HARVESTERS, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Edward W. Hepburn, whose post office address is Forrest Hill, Hancock, Maryland 21750; Olive D. Hepburn, whose post office address is Forrest Hill, Hancock, Maryland 21750; and H. June Day, whose post office address is 44 North 522, Hancock, Maryland 21750; 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

PENN-MAR HARVESTERS, INC.

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

1. To employ personnel as workers in the growing, producing, distributing, shipping, warehousing, brokerage and commerce of orchard and farm products, and to negotiate contracts of employment for groups of such workers with other corporations, partnerships, associations and individuals.
2. To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Maryland.
3. To generally engage in, do, and perform, any enterprise, act, or vocation that a natural person might or could do or perform.
4. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares, and merchandise and real and personal property of every class and description.
5. The purposes specified herein shall be construed both as purposes and powers and shall be in no wise limited or restricted by reference to, or inference from, the terms of any other clause

in this or any other article, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another, although it be of like nature not expressed.

FOURTH: The post office address of the principal office of the corporation in this State is Forrest Hill, Hancock, Maryland.<sup>21750</sup> The name and post office address of the resident agent of the Corporation in this State is Edward W. Hepburn, Forrest Hill, Hancock, Maryland.<sup>21750</sup> 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 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 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 fully chosen and qualified are Edward W. Hepburn, Olive D. Hepburn, and H. June Day.

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 7<sup>th</sup> day of August, 1969.

WITNESS:

Effi M. Ward

Edward W. Hepburn (SEAL)  
Edward W. Hepburn

Effi M. Ward

Olive D. Hepburn (SEAL)  
Olive D. Hepburn

Effi M. Ward

H. June Day (SEAL)  
H. June Day

STATE OF MARYLAND, WASHINGTON COUNTY, to wit:

I HEREBY CERTIFY, That on this 7<sup>th</sup> day of August, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Edward W. Hepburn, Olive D. Hepburn, and H. June Day, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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



My Commission Expires: July 1, 1970

Effi M. Ward  
Notary Public

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 2923  
AUG 12 10 53 AM '79  
LIBER 5  
FBI/6  
LAND 5  
VANISH J. BAKER ADT:CLEM

ARTICLES OF INCORPORATION  
OF  
PENN-MAR HARVESTERS, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland August 8, 1969 at 9:05 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12115

Recorded in Lib 7751, folio 450, 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.

*Richard Keller*



Received for record January 12, 1970 at 10:53 A.M. Liber 19, Receipt No. 5905

ARTICLES OF INCORPORATION

OF

MACHAT REALTY INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, SYDNEY L. MACHAT, WHOSE POSTOFFICE ADDRESS IS BOONSBORO, ROUTE 2, MARYLAND, 21713, JOYCELYN B. MACHAT, WHOSE POSTOFFICE ADDRESS IS BOONSBORO, ROUTE 2, MARYLAND, 21713, AND JACOB B. BERKSON, WHOSE POSTOFFICE ADDRESS IS 152 WEST WASHINGTON 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, 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:

MACHAT REALTY INC.

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

(A) TO ENGAGE IN THE BUSINESS OF SELLING REAL ESTATE.

(B) TO ENGAGE IN OUTDOOR RECREATION, VACATION AND LEISURE TIME ACTIVITIES AND BUSINESSES.

(C) TO ACQUIRE BY PURCHASE OR OTHERWISE, OWN, HOLD, BUY, SELL, CONVEY, LEASE, MORTGAGE OR INCUMBER REAL ESTATE OR OTHER PROPERTY, PERSONAL OR MIXED.

(D) TO CARRY ON AND TRANSACT, FOR ITSELF OR FOR ACCOUNT OF OTHERS, THE BUSINESS OF GENERAL MERCHANTS, GENERAL BROKERS, GENERAL AGENTS, MANUFACTURERS, BUYERS AND SELLERS OF, DEALERS IN, IMPORTERS AND EXPORTERS OF NATURAL PRODUCTS, RAW MATERIALS, MANUFACTURED PRODUCTS AND MARKETABLE GOODS, WARES AND MERCHANDISE OF EVERY DESCRIPTION.

(E) TO PURCHASE, LEASE OR OTHERWISE ACQUIRE, ALL OR ANY PART OF THE PROPERTY, RIGHTS, BUSINESSES, CONTRACTS, GOOD-WILL, FRANCHISES AND ASSETS OF EVERY KIND, OF ANY CORPORATION, CO-PARTNERSHIP OR INDIVIDUAL (INCLUDING THE ESTATE OF A DECEDENT), CARRYING ON OR HAVING CARRIED ON IN WHOLE OR IN PART ANY OF THE AFORESAID BUSINESSES OR ANY OTHER BUSINESSES THAT THE CORPORATION MAY BE AUTHORIZED TO CARRY ON, AND TO UNDERTAKE, GUARANTEE, ASSUME AND PAY THE INDEBTEDNESS AND LIABILITIES THEREOF, AND TO PAY FOR

ANY SUCH PROPERTY, RIGHTS, BUSINESS, CONTRACTS, GOOD-WILL, FRANCHISES OR ASSETS BY THE ISSUE, IN ACCORDANCE WITH THE LAWS OF MARYLAND, OF STOCK, BONDS, OR OTHER SECURITIES OF THE CORPORATION OR OTHERWISE.

(F) TO APPLY FOR, OBTAIN, PURCHASE, OR OTHERWISE ACQUIRE, ANY PATENTS, COPYRIGHTS, LICENSES, TRADEMARKS, TRADENAMES, RIGHTS, PROCESSES, FORMULAE, AND THE LIKE, WHICH MIGHT BE USED FOR ANY OF THE PURPOSES OF THE CORPORATION AND TO USE, EXERCISE, DEVELOP, GRANT LICENSES IN RESPECT OF, SELL AND OTHERWISE TURN TO ACCOUNT, THE SAME.

(G) TO PURCHASE OR OTHERWISE ACQUIRE, HOLD AND REISSUE SHARES OF ITS CAPITAL STOCK OF ANY CLASS; AND TO PURCHASE, HOLD, SELL, ASSIGN, TRANSFER, EXCHANGE, LEASE, MORTGAGE, PLEDGE OR OTHERWISE DISPOSE OF, ANY SHARES OF STOCK OF, OR VOTING TRUST CERTIFICATES FOR ANY SHARES OF STOCK OF, OR ANY BONDS OR OTHER SECURITIES OR EVIDENCES OF INDEBTEDNESS ISSUED OR CREATED BY ANY OTHER CORPORATION OR ASSOCIATION, ORGANIZED UNDER THE LAWS OF THE STATE OF MARYLAND OR OF ANY OTHER STATE, TERRITORY, DISTRICT, COLONY, OR DEPENDENCY OF THE UNITED STATES OF AMERICA, OR OF ANY FOREIGN COUNTRY; AND WHILE THE OWNER OR HOLDER OF ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS TO POSSESS AND EXERCISE IN RESPECT THEREOF ANY AND ALL THE RIGHTS, POWERS, AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE ON ANY SHARES OF STOCK SO HELD OR OWNED; AND UPON A DISTRIBUTION OF THE ASSETS OR A DIVISION OF THE PROFITS OF THIS CORPORATION, TO DISTRIBUTE ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, OR THE PROCEEDS THEREOF, AMONG THE STOCKHOLDERS OF THIS CORPORATION.

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

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

WHETHER AT THE TIME OWNED OR THEREAFTER ACQUIRED; AND TO SELL, PLEDGE, DISCOUNT OR OTHERWISE DISPOSE OF SUCH BONDS, NOTES OR OTHER OBLIGATIONS OF THE CORPORATION FOR ITS CORPORATE PURPOSES.

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

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

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

FOURTH: THE POSTOFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS BOONSBORO, ROUTE 2, MARYLAND, 21713. THE RESIDENT AGENT OF THE CORPORATION IS SYDNEY L. MACHAT, WHOSE POSTOFFICE ADDRESS IS BOONSBORO, ROUTE 2, MARYLAND, 21713. 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 SYDNEY L. MACHAT, JOYCELYN B. MACHAT, AND PAULINE P. MACHAT.

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 A MAJORITY OF ALL OF SUCH STOCK AT THE TIME OUSTANDING, 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 15th DAY OF August A.D., 1969.

WITNESS:

Pearl L. Gehr  
Pearl L. Gehr

Pearl L. Gehr  
Pearl L. Gehr

Pearl L. Gehr  
Pearl L. Gehr

Sydney L. Machat  
SYDNEY L. MACHAT

Joycelyn B. Machat  
JOYCELYN B. MACHAT

Jacob B. Berkson  
JACOB B. BERKSON

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 15th DAY OF August,  
A.D., 1969, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF  
THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED SYDNEY  
L. MACHAT, JOYCELYN B. MACHAT AND JACOB B. BERKSON WHO  
EACH ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION  
TO BE THEIR ACT.



WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

Pearl L. Gehr  
NOTARY PUBLIC Pearl L. Gehr  
COMM. EXPIRES: 7/1/70

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECORDING NO. 5225  
JUN 2 10 53 AM '70  
LIBER FOLIO  
LAND  
VENDOR J. BAKER KOTI: 61278

ARTICLES OF INCORPORATION  
OF  
MACHAT REALTY INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland August 21, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 12201

Recorded in Liber 772-334 folio 334, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00 951

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*



ARTICLES OF INCORPORATION  
OF  
JED ENTERPRISES, INC.

This is to Certify:

FIRST, That we, the subscribers, Earl J. Smith  
Post-Office address is 25 North Avenue, Hagerstown, Maryland,  
Dorothy R. Turner, whose post office address is Route #3  
, Hagerstown, Maryland, and Jo Ann Kier, whose  
post office address is P. O. Box 1146, Hagerstown, Maryland and  
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:

JED ENTERPRISES, INC.

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

(A) To introduce, erect, operate, conduce, manage, maintain, and  
carry on a restaurant, including drive-in type restaurants, cafe and cabaret business;  
to buy, sell, lease or otherwise dispose of, and to operate, conduce, furnish, equip,  
and manage resturants, inns, eating houses, taverns, cabarets, cafes, or places of  
entertainment, and generally to do and perform everything necessary for carrying out  
the aforesaid purposes, to buy, or otherwise acquire, manufacture, market, prepare  
for market, sell, deal in, and deal with, import, and export food and food products  
of every class and description, fresh, canned, preserved, or otherwise, and to prepare  
and serve all food, beverages, alcoholic or nonalcoholic, and other preparations and  
refreshments of all kinds.

(B) To buy, sell, exchange and generally deal in real estate, improved and unimproved, and buildings of every class and description; including motels or motor hotels, dwelling houses, nursing homes, home sites, apartment houses, lots, acreage tracts, farms, stores, factories, business blocks, shopping centers, retail stores, service stations, and other structures and improvements as well as any rights, interest, leases, equities, mortgages, and options in, upon or affecting any such real or personal property; 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 goodwill, 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, bond, 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 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 county subject to the laws of such state, territory or foreign country.

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

(E) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and 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.

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

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 25 North Ave., Hagerstown, Maryland. The resident agent of the

Corporation is Earl J. Smith whose post office address is 25 North 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 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 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 Earl J. Smith, Dorothy R. Turner, and Jo Ann Kier.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and 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 consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(b) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part of the surplus of the Corporation or 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 a majority of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

EIGHT: 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 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 interest shall have been necessary to obligate this Corporation upon such contract or transaction; and no director or directors having such adverse interests 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 contract or transaction shall, at the time it was entered into, have been a reasonable one to have been entered into and shall have been upon terms that at the time were fair, and provided that the fact that such director or directors are so interested shall have been disclosed to the Board of Directors or shall have been known to a majority of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the

6<sup>th</sup> day of August, A.D., 1969.

WITNESS:

Shirley D. Berger

Marion Lewis

Earl J. Smith

Dorothy R. Turner

Jo Ann Kier

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT

I hereby certify that on this 6<sup>th</sup> day of August, A.D., 1969, before me, the subscriber, a notary public of the State and County aforesaid, personally appeared Earl J. Smith, Dorothy R. Turner, and Jo Ann Kier and severally acknowledged the foregoing Articles of Incorporation to be their act

WITNESS my hand and Official Notarial Seal

Virginia Grossnickel  
Notary Public



My Commission Expires:

1 July 1970

ARTICLES OF INCORPORATION  
OF  
JED ENTERPRISES, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. *2445*  
AUG 12 10 53 AM '70  
LIBER *7751-559*  
FOLIO  
LAND   
VENDOR J. BATTER ACT. CLEAN

approved and received for record by the State Department of Assessments and Taxation  
of Maryland August 11, 1969 at 8:59 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12137

Recorded in Liber *7751-559*, folio *559*, 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

92

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 Kella*



Received for record January 12, 1970 at 10:53 A. M. Liber 19, Receipt No. 5906

CHARLES W. HUMRICHOUSE ESTATE, INC.

RESOLUTION CHANGING LOCATION OF PRINCIPAL OFFICE

RESOLVED, That the location of the principal office of the corporation be changed from Room 313 Earle Building, No. 74 West Washington Street, Hagerstown, Maryland, to No. 152 West Washington Street, Hagerstown, Maryland, and that due notice of said change be given to the Maryland Department of Assessments and Taxation.

I HEREBY CERTIFY, That the foregoing is a true copy of the resolution unanimously passed at the regular meeting of the Board of Directors of Charles W. Humrichouse Estate, Inc., which was held at No. 152 West Washington Street in Hagerstown, Maryland, on Saturday, July 26, 1969.

TRUE COPY:

TEST: James W. Humrichouse  
James W. Humrichouse,  
Assistant Secretary.



Filing Fee \$ 3.00  
Recording 4.00  
-----  
\$ 7.00

McCAULEY, COOEY, BERKSON & WRIGHT  
ATTORNEYS AT LAW

152 WEST WASHINGTON STREET  
HAGERSTOWN, MARYLAND 21740

TELEPHONE AREA CODE 301 739-4141

EDWARD W. COOEY  
JACOB B. BERKSON  
FRED C. WRIGHT, III

ROBERT H. McCAULEY  
COUNSEL

July 29, 1969

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

Gentlemen:

Re: CHARLES W. HUMRICHOUSE ESTATE, INC.

This will advise you that the address of the undersigned Resident Agent of Charles W. Humrichouse Estate, Inc., has been changed from

313 Earle Building  
74 West Washington Street  
Hagerstown, Maryland 21740

to

152 West Washington Street  
Hagerstown, Maryland 21740 ✓

Please change your records in this regard.

Very truly yours,

*Robert H. McCauley*  
Robert H. McCauley,  
Resident Agent.

McC/g

NOTICE OF CHANGE OF PRINCIPAL OFFICE  
AND CHANGE OF ADDRESS OF RESIDENT AGENT

OF

CHARLES W. HUMRICHOUSE ESTATE, INC.

received for record

September 8, 1969

at 2:05 P. M.

and recorded on Film No.

Frame No. 98 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 No. 6268

SPECIAL FEE PAID \$3.00

Recording Fee Paid 4.00

\$7.00

Mr. Clerk - please mail to Mr. Robert H. McCauley  
McCauley, Cooney, Berkson & Wright, Esqs.  
152 West Washington Street  
Hagerstown, Maryland 21740

STATE OF MARYLAND  
RECEIVED FOR RECORD  
SEP 12 1969  
RECEIPT NO. 1969-10-11-11

3

Mailed Julian Oliver, 1029 Md Ave, City

Jan. 15, 1970

.83

Received for record January 12, 1970 at 10:53 A.M. Liber 19, Receipt No. 5906

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

RESOLVED, by the Board of Directors of J. H. Needy, Inc. a Maryland Corporation, that Julian L. Oliver of 1029 Maryland Avenue, Hagerstown, Maryland, 21740, be and he is hereby appointed resident agent of this corporation and that the address of this corporation is changed to 1029 Maryland Avenue, Hagerstown, Maryland 21740 and that the President and Secretary execute, in behalf of this corporation and under its corporate seal, the request and proper Certification of Appointment and change of address and cause the same to be filed with the Department. ✓

BE IT FURTHER RESOLVED, that the appointment of residence agent fills the office vacated due to the death of Martin V.B. Bostetter.

We, the officers, have duly executed this Resolution this 9th day of August, A.D., 1969.



James R. Burns  
Secretary

Julian L. Oliver  
President

I, Julian L. Oliver, do hereby certify that I have accepted appointment as residence agent of J. H. Needy, Inc., a Maryland corporation, and have agreed to act as such agent to comply with existing law.

TEST:  
Nathan L. Payne

Julian L. Oliver  
Residence Agent

NOTICE OF CHANGE OF PRINCIPAL OFFICE  
AND CHANGE OF ADDRESS OF RESIDENT AGENT

OF

J. H. NEEDY, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 5786  
JAN 12 10 53 AM '77  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND   
VAUGHN J. BAKER ACT. CLERK

received for record August 13, 1969  
and recorded on Film No. 748

, at 9:00 M.  
Frame No. 480 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 No. 6227

SPECIAL FEE PAID \$3.00  
Recording Fee Paid 2.00  
\$5.00

Mr. Clerk - please mail to Mr. Julian L. Oliver, President  
J. H. Needy, Inc.  
1029 Maryland Ave.  
Hagerstown, Md. 21740

7

Mailed *Julian Oliver, 1029 Md. Ave. City* Jan. 15, 1970

.85

Received for record January 12, 1970 at 10:53 A.M. Liber 19,  
Receipt No. 5906

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

RESOLVED, by the Board of Directors of Bostetter, Inc.,  
a Maryland Corporation, that Julian L. Oliver of 1029 Maryland  
Avenue, Hagerstown, Maryland, be and he hereby is appointed  
resident agent of this Corporation and that the address of this  
corporation is changed to 1029 Maryland Avenue, Hagerstown,  
Maryland 21740 and that the President and Secretary execute, in  
behalf of this Corporation and under it's corporate seal, the  
request and proper Certification of Appointment and change of  
address and cause the same to be filed with the Department.

BE IT FURTHER RESOLVED, that the the appointment of residence  
agent fills the office vacated due to the death of Martin V.B.  
Bostetter.

We, the officers, have duly executed this resolution this  
9th day of August, A.D., 1969.



*John F. Oliver*  
\_\_\_\_\_  
President

I, Julian L. Oliver, do hereby certify that I have accepted  
appointment as residence agent of Bostetter, Inc., a Maryland  
corporation, and have agreed to act as such agent to comply  
with existing law.

TEST:

*Nathan D. Payne*  
\_\_\_\_\_

*Julian L. Oliver*  
\_\_\_\_\_  
Resident Agent

NOTICE OF CHANGE OF PRINCIPAL OFFICE  
AND CHANGE OF RESIDENT AGENT

OF  
BOSTETTER INC.

LIBER  
FOLIO  
August 12 10 53 AM '69  
STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 5760

received for record August 13, 1969, at 9:00 A.M.  
and recorded on Film No. 748 Frame No. 478

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 No. 6226

SPECIAL FEE PAID \$3.00  
Recording Fee Paid 2.00  
\$5.00

Mr. Clerk - please mail to Mr. Julian L. Oliver, President  
Bostetter Inc.  
1029 Maryland Ave.  
Hagerstown, Md. 21740

7

Mailed - Julian Oliver 1029 Md. Ave, City

Jan. 15, 1970

Received for record January 12, 1970 at 10:53 A.M. Liber 19, Receipt No. 5906

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

RESOLVED, by the Board of Directors of Freestate Land Corporation, a Maryland Corporation, that the principal office of the Corporation be changed to 1029 Maryland Avenue, Hagerstown, Maryland 21740 and that the address of the Resident Agent be changed to 1029 Maryland Avenue, Hagerstown, Maryland 21740 and that the President and Secretary execute, in behalf of this Corporation and under its corporate seal, the proper certification of the change of address. ✓

We, the officers, have duly executed this resolution this 9th day of August, A.D., 1969. ✓

*Julian Oliver*  
President  
  
AUG 13

*Julian Oliver*  
President  


NOTICE OF CHANGE OF PRINCIPAL OFFICE  
AND CHANGE OF ADDRESS OF RESIDENT AGENT

OF

FREESTATE LAND CORP.

received for record August 13, 1969

, at 9:00 A M.

and recorded on Film No. 748

Frame No. 476 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 No. 6225

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

Mr. Clerk - please mail to Mr. Julian L. Oliver, President  
Freestate Land Corp.  
1029 Maryland Ave.  
Hagerstown, Md. 21740

*Mailed - Jacob Berkson, Atty*

*Jan. 15, 1970*

.89

EDWARD W. COOBY  
JACOB B. BERKSON  
FRED C. WRIGHT, III

McCAULEY, COOBY, BERKSON & WRIGHT  
ATTORNEYS AT LAW

152 WEST WASHINGTON STREET  
HAGERSTOWN, MARYLAND 21740

ROBERT H. McCAULFY  
COUNSEL

TELEPHONE AREA CODE 301 720-4141

AUGUST 4, 1969

Received for record January 12, 1970 at 10:53 A.M. Liber 19, Receipt  
No. 5906

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
301 WEST PRESTON STREET  
BALTIMORE, MARYLAND, 21201

ATTENTION: EVELYN F. PEREGOY

RE: OUTDOOR RECREATION INC.  
CONOLOWAYS INC.

DEAR M'S PEREGOY:

IN ACCORDANCE WITH YOUR LETTER OF JULY 29,  
PLEASE BE ADVISED THAT THE ADDRESS OF THE  
PRINCIPAL OFFICE OF THE ABOVE TWO CORPORATIONS  
AS WELL AS THE ADDRESS OF THE UNDERSIGNED  
RESIDENT AGENT HAS BEEN CHANGED TO 152 WEST  
WASHINGTON STREET, HAGERSTOWN, MARYLAND, 21740

VERY TRULY YOURS,

McCAULEY, COOBY, BERKSON & WRIGHT

By *Jacob B. Berkson*  
JACOB B. BERKSON

ENCL.-CHECK

NOTICE OF CHANGE OF PRINCIPAL OFFICE  
AND CHANGE OF ADDRESS OF RESIDENT AGENT

OF

OUTDOOR RECREATION INC.

CONOLOWAYS INC.

received for record August 7, 1969

, at 9:11 A. M.

and recorded on Film No. 747.

Frame No. 200 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 No. 6213

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

Mr. Clerk - please mail to Mr. Jacob B. Berkson  
McCauley, Coeey, Berkson & Wright, Esqs.  
152 West Washington Street  
Hagerstown, Maryland 21740

Received for record January 12, 1970 at 10:53 A.M. Liber 19,  
Receipt No. 5906

WARRENFELTZ TREE EXPERTS, INC.  
ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Certificate of Incorporation of Warrenfeltz Tree Experts, Inc., a Maryland corporation, now having its principal office at 514 Antietam Drive, Hagerstown, Maryland 21740, (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:  
ANTIETAM TREE SERVICE, INC."

SECOND: That the Board of Directors of the Corporation at a meeting duly convened and held on April 24, 1969 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 office of the Corporation, 514 Antietam Drive, Hagerstown, Maryland, on July 7, 1969 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, Warrenfeltz Tree Experts, 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 17<sup>th</sup> day of July, 1969.

WARRENFELTZ TREE EXPERTS, INC.

By J. Roger Finn  
J. Roger Finn, President

ATTEST AS TO CORPORATE SEAL:

T. Gordon Bottorf  
T. Gordon Bottorf



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 17<sup>th</sup> day of July, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared J. Roger Finn, President of Warrenfeltz Tree Experts, 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 T. Gordon Bottorf, 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.

Shelby J. Crawford  
Notary Public



Comm. Exp. July 1, 1970

RECORDED  
INDEXED  
JUL 22 10 53 AM '69  
FOLIO 42  
2747

ARTICLES OF AMENDMENT  
OF  
WARRENFELTZ TREE EXPERTS, INC.  
changing its name to  
ANTIETAM TREE SERVICE, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland July 22, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 11678

Recorded in Liber 2747-42<sup>3</sup>, folio 42, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

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

51

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.



Received for record January 19, 1970 at 10:53 A.M. Liber 19,  
Receipt No. 5906

B R ENTERPRISES, INC.

ARTICLES OF INCORPORATION

This is to certify:

FIRST: That we, the subscribers, Berkley C. Rohrer, whose post office address is Big Spring, Washington County, Maryland, Barbara E. Rohrer, whose post office address is Big Spring, Washington County, Maryland, and Charles F. Wagaman, whose post office address is Maryland National Bank Building, 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

B R ENTERPRISES, 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 restaurant business including but not limited to the preparation and the sale of food, food items, candy, confections, ice-cream, beverages, cigars, cigarettes and sundry items customarily sold, dispensed and handled in restaurants and drive-in eating establishments.

(2) To enter into franchise agreements in connection with the powers of the corporation.

(3) 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.

(4) To acquire and dispose of real estate and improvements thereon and to lease, mortgage or otherwise acquire and dispose of the same.

(5) 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.

(6) 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.

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

(8) 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 of business at which the principal office of the corporation in this State will be located is Clearspring, Washington County, Maryland. The resident agent of the corporation is Berkley C. Rohrer whose post office address is Big Spring, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have three directors. Berkley C. Rohrer, Barbara E. Rohrer and Margaret E. Rowland 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; 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.

(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.

TENTH: The charter of this corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on the 23rd day of June, A.D., 1969.

Witness:

Beulah E. Sherman as to Berkley C. Rohrer  
Beulah E. Sherman as to Barbara E. Rohrer  
Beulah E. Sherman as to Charles F. Wagaman

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:

I HEREBY CERTIFY, That on this 23rd day of June, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Berkley C. Rohrer, Barbara E. Rohrer and Charles F. Wagaman, 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.



My Commission Expires: July 1, 1970

Beulah E. Sherman

Notary Public

ARTICLES OF INCORPORATION

OF

B R ENTERPRISES, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 588  
JAN 12 10 53 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND  \_\_\_\_\_  
VAUGHN J. EMMER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland July 22, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 11664

Recorded in Liber 7746-574 folio 574, 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

1970

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 January 12, 1970 at 10:53 A.M. Liber 19, Receipt  
No. 5906

ARTICLES OF INCORPORATION  
OF  
ECONO - CRETE CONSTRUCTION, INC.  
A CLOSED CORPORATION

ARTICLE I

I, the subscriber, JAMES MARSHALL WILSON, whose post office address is 555 Highland Way, Hagerstown, Maryland, being at least twenty-one years of age, being the incorporator of ECONO - CRETE CONSTRUCTION, desiring to form a closed-stock corporation, do hereby make and subscribe to these Articles of Incorporation.

ARTICLE II

The operations of said Corporation shall be carried on in WASHINGTON COUNTY, MARYLAND and elsewhere, and the principal office of said Corporation shall be located at 555 Highland Way, Hagerstown, Maryland, in Washington County.

ARTICLE III

The name of the Corporation is ECONO - CRETE CONSTRUCTION, INC.

ARTICLE IV

The purposes of the Corporation shall be:

- a. To engage in the acceptance of contract obligations for all types of general and specialized construction.
- b. To offer to the general public its services as a contracting body.
- c. To seek work from any, or all, local, state or Federal governments it may so desire.
- d. To comply with any pertinent applicable standards concerning employment of persons necessary to perform its obligations.
- e. To do all of the things that may be incidental to the foregoing purposes, such as leasing and purchasing any form of real or personal property.

ARTICLE V

The resident agent for the Corporation shall be

JAMES MARSHALL WILSON, whose address is

555 Highland Way, Hagerstown, Maryland, 21740

Said resident agent is a citizen of the State of Maryland, is over twenty-one years of age, and actually resides within the State of Maryland.

ARTICLE VI

The Corporation shall have only one member of the Board of Directors, and he will be JAMES MARSHALL WILSON.

ARTICLE VII

The Corporation shall be authorized to issue One Thousand (1,000) shares of No Par Stock.

ARTICLE VIII

The duration of the Corporation shall be perpetual.

In Witness Whereof, I have signed these Articles of Incorporation this 24th day of July, 1969.

WITNESS:

James Marshall Wilson (SEAL)  
JAMES MARSHALL WILSON

Edward D. Depley

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 24 day of July, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for said County, personally appeared James Marshall Wilson, and acknowledged the foregoing Articles of Incorporation to be his act.



Commission Expires:

July 1-70

Constance V. Depley  
Notary Public

ARTICLES OF INCORPORATION

OF

ECONO - CRETE CONSTRUCTION, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 2706  
JUN 12 10 53 AM '79  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND  \_\_\_\_\_  
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland July 24, 1969 at 1:15 o'clock P. M. as in conformity with law and ordered recorded.

A 11524

Recorded in Liber 7745<sup>5</sup>, folio 255, 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 March 9, 1970 at 12:43 P.M. Liber 19, Receipt No. 8062

ARTICLES OF INCORPORATION  
OF  
THE LIONS CLUB OF FUNKSTOWN, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Donald C. Brake, whose post office address is 22 East Baltimore Street, Funkstown, Maryland; Harold E. Coble, whose post office address is 655 South Potomac Street, Hagerstown, Maryland; Lloyd C. Hamilton, whose post office address is 1641 Woodcrest Drive, Hagerstown, Maryland; Donald L. Jones whose post office address is Route # 2, Hagerstown, Maryland; Roger E. Martz, whose post office address is Route # 1, Hagerstown, Maryland and James L. Resh, whose post office address is 321 Brookline 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 corporation, associate ourselves with the intention of forming by the execution and filing of these Articles.

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

THE LIONS CLUB OF FUNKSTOWN, 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 create and foster a spirit of "generous consideration" among the peoples of the world through a study of the problems of international relationships.

B. To promote the theory and practice of good government and good citizenship.

C. To take an active interest in the civic, social and moral welfare of the community.

D. To unite the members in the bonds of friendship, good fellowship and mutual understanding.

E. To provide a forum for the full and free discussion of all matters of public interest, partisan politics and sectarian religion alone excepted.

F. To encourage efficiency and promote high ethical standards in business and professions, provided that this Club shall not hold out as one of its objects financial benefits to its members.

G. For the purposes aforesaid, to take over the assets, rights and franchises of the unincorporated Club, known as The Lions Club of Funkstown, and its members.

H. To do all such things as are incidental or conducive to the attainment of the above objects, including the engaging in or carrying on of any other business which may be conveniently conducted in conjunction therewith.

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

J. This Corporation is formed on and subject to the Articles, conditions and provisions herein expressed and to the provisions and limitations related 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 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 principal office of said Corporation will be located at 655 South Potomac Street, Hagerstown, Maryland; the resident agent of the Corporation is Harold E. Coble, whose post office address is 655 South Potomac Street, Hagerstown, Washington County, Maryland, said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The Corporation shall have no capital stock.

SIXTH: 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 number of Directors of the Corporation shall be thirteen. The following persons shall act as Directors of the Corporation until the first annual meeting, or until their successors are duly elected by the Membership of the Corporation as defined in the By-Laws of the Corporation: Donald C. Brake, Harold E. Coble, Richard M. Gold, Lloyd C. Hamilton, John D. Hoover, Donald L. Jones, Roger E. Martz, Charles W. Poole, James L. Resh, William G. Shrader, Jr, Harry L. Toms, Jr., Joseph S. Weaver and Fred H. Wishard.

EIGHTH: This Corporation shall regulate all the terms, rights and conditions of membership by its By-Laws. The Corpora-

tion 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.

TENTH: That The Lions Club of Funkstown, Inc., is chartered by and under the supervision of The International Association of Lions Clubs of Chicago, Illinois, and is governed by the Constitution and By-Laws of said Association.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 8th day of October, 1969.

WITNESS:

<u>Thomas H. Shank</u>	<u>Donald C. Brake</u> (SEAL) Donald C. Brake
<u>Thomas H. Shank</u>	<u>Harold E. Coble</u> (SEAL) Harold E. Coble
<u>Dupe E. Banghoff</u>	<u>Lloyd C. Hamilton</u> (SEAL) Lloyd C. Hamilton
<u>Thomas H. Shank</u>	<u>Donald L. Jones</u> (SEAL) Donald L. Jones
<u>John A. Hoffmann</u>	<u>Roger E. Martz</u> (SEAL) Roger E. Martz
<u>Thomas H. Shank</u>	<u>James L. Resh</u> (SEAL) James L. Resh

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 8th day of October, 1969, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared Donald C. Brake, Harold C. Coble, Lloyd C. Hamilton, Donald L. Jones, Roger E. Martz and James L. Resh, and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

WITNESS my hand and Official Notarial Seal.

Jack B. Weir  
Notary Public

My Commission Expires - 7/1/70

ARTICLES OF INCORPORATION  
OF  
THE LIONS CLUB OF FUNKSTOWN, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
MAR 9 12 43 PM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
WASHING... CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland October 14, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 13131

Recorded in Liber 7762, folio 10<sup>5</sup>, 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*



Recorded March 9, 1970 at 12:48 P.M. Liber 19, Receipt No. 8062

ARTICLES OF INCORPORATION

OF

BMB ASSOCIATES, INC.

THIS IS TO CERTIFY:

That we, the subscribers, Jack E. Barr, LeRoy E. Myers, and James C. Bryan, all of whom reside in Washington County, (addresses appear on Page 4 of these Articles.) Maryland, 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 BMB Associates, 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 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.

(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 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.

(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 at 61-63 West Lee Street, Hagerstown, in the County of Washington, State of Maryland. The resident agent of the Corporation is James C. Bryan, whose post office address is 61-63 West Lee Street, Hagerstown, Maryland 21740. Said resident is a citizen of the State of Maryland and actually resides therein.

FOURTH: The Corporation shall have three (3) Directors, and Jack E. Barr, LeRoy E. Myers, and James C. Bryan 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 3rd day of October, 1969.

Witness: Grace L. Rummel Jack E. Barr  
 Jack E. Barr  
 Rt. #1, Hagerstown, Md. 21740

Witness: Grace C. Zurch LeRoy E. Myers  
 LeRoy E. Myers  
 Rt. #1, Clear Spring, Md. 21722

Witness: Grace L. Rummel James C. Bryan  
 James C. Bryan  
 39 W. Long Meadow Rd.  
 Hagerstown, Md. 21740

IN WITNESS WHEREOF, we have signed these Articles of Incorporation and (severally) acknowledged the same to be our act on October 3, 1969.

Witness: Grace L. Rummel Jack E. Barr  
 Jack E. Barr  
 Rt. #1, Hagerstown, Md. 21740

Witness: Grace C. Zurch LeRoy E. Myers  
 LeRoy E. Myers  
 Rt. #1, Clear Spring, Md. 21722

Witness: Grace L. Rummel James C. Bryan  
 James C. Bryan  
 39 W. Long Meadow Rd.  
 Hagerstown, Md. 21740

ARTICLES OF INCORPORATION  
OF  
BMB ASSOCIATES, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland November 7, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 13612

Recorded in Liber 7767-153, folio 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.

*Richard Keller*



rfp

Received for record March 9, 1970 at 12:48 P.M. Liber 19,  
Receipt No. 8062 HARRY & HARVEY BROWN BUILDERS, INC.

Articles of Incorporation

THIS IS TO CERTIFY:

FIRST: That we, Harry E. Brown, whose address is 15 Peach Tree Lane, Williamsport, Maryland; Harvey L. Brown, whose address is 12 Sunset Avenue, Williamsport, Maryland; George G. Snyder, whose address is 601 Maryland National Bank Building, 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 together for the purpose of forming a corporation.

SECOND: That the name of the corporation is Harry & Harvey Brown Builders, 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 of exercise such general powers) and in addition thereto.

B. To build, remodel, repair, fixup, enlarge, renovate and make over, buildings, dwellings, apartments, and other structures for residential or commercial use and occupancy.

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

GEORGE G. SNYDER  
ATTORNEY-AT-LAW  
601 MD. NATIONAL  
BANK BLDG.  
HAGERSTOWN, MARYLAND

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 15 Peach Tree Lane, Williamsport, Maryland, 21795. The resident agent of the corporation is Harry E. Brown, whose address is 15 Peach Tree Lane, Williamsport, Maryland, 21795. 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 share 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 Harry E. Brown, Harvey L. Brown and George G. Snyder, 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 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 amendments changing the terms of any class of its stock by classification, reclassification or otherwise.

C. Stockholders shall not have preemptive rights.

TENTH: The Charter of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 20th day of October A.D. 1969.

TEST:

Adam J. Harsch  
Adam J. Harsch  
Adam J. Harsch

Harry E. Brown  
Harry E. Brown  
Harvey L. Brown  
Harvey L. Brown  
George G. Snyder  
George G. Snyder

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 20th day of October A.D. 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Harry E. Brown, Harvey L. Brown and George G. Snyder and did severally acknowledge the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

GEORGE G. SNYDER  
ATTORNEY-AT-LAW  
601 MD. NATIONAL  
BANK BLDG.  
HAGERSTOWN, MARYLAND



Adam J. Harsch  
Notary Public  
My Comm. Expires:

ARTICLES OF INCORPORATION  
OF  
HARRY & HARVEY BROWN BUILDERS, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
Mar 9 12 48 PM '70  
LIBER FOLIO \_\_\_\_\_  
LAINO \_\_\_\_\_  
WALTON J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland October 21, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 13323

*F-768*  
*4*  
*5763* *577* *569*

Recorded in Liber *5763*, folio *577* 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 March 9, 1970 at 12:48 P.M. Liber 19,  
Receipt No. 8062

ARTICLES OF INCORPORATION  
OF  
"SAMPLES MANOR CHURCH OF GOD"

THIS IS TO CERTIFY:

FIRST

That we the undersigned, Albert A. Butts, whose post office address is Route No. 1, Harpers Ferry, West Virginia, Charles W. Fraley, whose post office address is Route No. 1, Harpers Ferry, West Virginia, Joseph E. Goetz, whose post office address is Route No. 1, Harpers Ferry, West Virginia, Ira E. Martz, whose post office address is Route No. 1, Harpers Ferry, West Virginia, and Gilbert T. Myers, whose post office address is Route No. 1, Harpers Ferry, West Virginia, each being at least twenty-one (21) years of age and residents and Citizens of the State of Maryland, do, under and by virtue of the Public General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves as incorporators, with the intention of forming a religious corporation.

SECOND

The name of the corporation, hereinafter designated as "the corporation", shall be "SAMPLES MANOR CHURCH OF GOD".

THIRD

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

- a. To establish an association for the teaching of the Gospel of the Lord Jesus Christ according to the Bible, and to administer and execute the duties and functions pertaining thereto.
- b. To promote, establish and maintain such activities as shall develop and enhance the religious and educational welfare

HARVEY M. MILLER  
ATTORNEY AT LAW  
HAGERSTOWN, MD.

of all who desire to participate therein and in particular of the citizens of Washington County, Maryland.

c. To purchase or acquire by gift, devise, bequest or otherwise, either directly or as Trustee, and to own, hold in trust, use, sell, convey, mortgage, lease, or otherwise dispose of any real or personal property as may be necessary for the furtherance of its purposes or in accordance with these Articles of Incorporation, or as the same may be hereafter modified or amended, provided there is no conflict with the provisions of Section 501 (c) (3) of the Internal Revenue Code and its regulations as it now exists or as they may hereafter be amended.

d. In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which now are or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the corporation, subject to the further limitation and condition that notwithstanding any other provisions of these Articles, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the Corporation and as may be exercised by an 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 and by any organization contributions to which are deductible under Section 170 (c) (2) of said Code and Regulations as they now exist or as they may hereafter be amended.

e. This Corporation shall be non-profit and no part of the net earnings of the Corporation shall at any time inure to the benefit of any member, officer, or any private individual, except that reasonable compensation may be paid for services

rendered to or for the Corporation in furtherance of any of its exempt purposes.

## FOURTH

The place of worship of said religious Corporation in this State will be in Samples Manor, Washington County, Maryland, and the post office address of said Corporation will be Route No. 1, Harpers Ferry, West Virginia.

## FIFTH

The resident agent of said Corporation shall be Clyde M. Grim, whose post office address is Route No. 1, Harpers Ferry, West Virginia, and said resident agent is a citizen of the State of Maryland, and actually resides therein.

## SIXTH

The members of the Corporation shall consist of the members of the Samples Manor Church of God as from time to time are shown by the records thereof.

## SEVENTH

The property and business of said religious Corporation shall be conducted and managed by a Board of five (5) Trustees, all of whom shall be members of the congregation in good standing and not less than twenty-one (21) years of age. Said Trustees shall be elected for a period of two (2) years by the members of the congregation assembled in a congregational meeting held for that purpose in the month of October, or, in the event of failure to elect in said month for any cause whatsoever, as soon as convenient thereafter at the call of the minister or at least two (2) members of the Board of Trustees, provided however, that the newly elected Trustees shall not assume their duties as such until the first day after their election, and shall hold office until their successors are duly elected and qualified. Until the first election after these Articles of Incorporation become effective, or until their successors are duly chosen and qualified, the Board of Trustees

shall consist of Albert A. Butts, Charles W. Fraley, Joseph E. Goetz, Ira E. Martz and Gilbert T. Myers.

The Corporation shall have the right to increase or decrease the number of Trustees by By-Laws passed at any congregational meeting of said Church, but such By-Law for the change of the number of Trustees shall be passed only upon a two-thirds (2/3) vote of the members in attendance at such congregational meeting.

All vacancies occurring in the Board of Trustees between elections shall be filled by the vote of a majority of the remaining Trustees and the substitute Trustee or Trustees shall serve until the next election of Trustees.

#### EIGHTH

The Corporation shall have the right to formulate and adopt other By-Laws, rules, regulations and practices for directing and managing its congregational and temporal affairs by a majority vote of the adult members attending at any congregational meeting.

#### NINTH

The officers of the Board of Trustees shall be a President, Vice President, Secretary and Treasurer. Said officers shall be elected annually by said Board of Trustees from among its members, at the first meeting of said Board of Trustees after their election and shall perform the duties usually assigned to such officers.

#### TENTH

The Corporation reserves unto itself the right to alter and amend these Articles of Incorporation and to adopt additional provisions in said Articles at any annual congregational meeting or special congregational meeting called for that purpose, and said amendments or additional provisions shall be presented and adopted in the following manner: The Trustees or a majority of them shall pass a resolution declaring that such amendment or amendments is or are advisable and calling a congregational meeting

of all members above twenty-one (21) years of age belonging to said Church to take action thereon. Said meeting shall be announced by the minister from the pulpit at least two (2) weeks prior to the time thereof and at least ten (10) days written or printed notice stating the place, day and hour of said meeting and the business proposed to be transacted thereat shall be given to each member of the Church by leaving the same with him or at his residence or usual place of business, or by mailing it, postage prepaid, and addressed to him at his address as it appears from the records of the Church. If two-thirds (2/3) of all such members attending such meeting vote in favor of the proposed amendment or amendments, articles of amendment setting forth the same and stating that the same has or have been duly advised by the Trustees and adopted by such members, shall be signed and acknowledged in the name and on behalf of the Church by such of the Trustees as shall be designated in the resolution adopted for the purpose of declaring such amendment or amendments advisable and the matters and facts set forth in said articles of amendment shall be verified under oath or affirmation by the Chairman of the congregational meeting at which such amendment or amendments was or were adopted.

#### ELEVENTH

Should this religious Corporation be dissolved by voluntary action or operation of law, then all assets of the Corporation shall be converted into cash by the last duly elected Trustees, or the survivors of them, or such other person, or persons as shall be duly and legally authorized to do so, and, after the payment of all debts and legal obligations of said religious Corporation, the balance remaining, if any, shall be distributed by said Trustees, party or parties, to such organization or organizations selected by said Trustees, party or parties, organized and operated exclusively for religious, educational or charitable purposes as shall at the time be qualified as an

HARVEY M. MILLER  
ATTORNEY AT LAW  
HAGERSTOWN, MD.

exempt organization, or organizations, under Section 501 (c) (3) of the Internal Revenue Code of 1954, or corresponding provisions of any future U.S. Internal Revenue Law.

TWELFTH

The Corporation shall have no capital stock.

THIRTEENTH

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto signed our names and affixed our seals this 30th day of September, A.D. 1969.

Albert A. Butts (SEAL)  
Albert A. Butts

Charles W. Fraley (SEAL)  
Charles W. Fraley

Joseph E. Goetz (SEAL)  
Joseph E. Goetz

Ira E. Martz (SEAL)  
Ira E. Martz

TEST:

Louise R. Spenser Gilbert T. Myers (SEAL)  
Louise R. Spenser Gilbert T. Myers

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

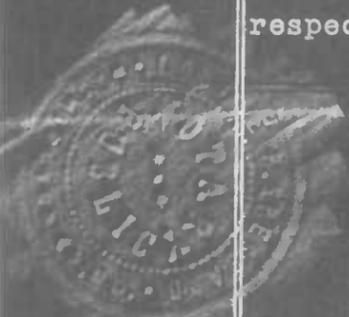
I HEREBY CERTIFY, That on this 30th day of September, A.D. 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Albert A. Butts, Charles W. Fraley, Joseph E. Goetz, Ira E. Martz and Gilbert T. Myers, the above named incorporators, and did each acknowledged the foregoing Articles of Incorporation to be their respective act and deed.

Witness my hand and Official Notarial Seal.

Louise R. Spenser

Notary Public

My Com. Exp: July 1, 1970



HARVEY M. MILLER  
ATTORNEY AT LAW  
HAGERSTOWN, MD.

ARTICLES OF INCORPORATION  
OF  
SAMPLES MANOR CHURCH OF GOD

STATE OF M.D.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO.

MAR 9 12 49 PM '70

LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_

LAND \_\_\_\_\_  
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland October 9, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 13467

Recorded in Libe 7765-314, folio 314, 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.

*Richard Keller*



Received for record March 9, 1970 at 12:48 P.M. Liber 19, Receipt No. 8062

ARTICLES OF INCORPORATION

OLIVER REALTY CO.,INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, JULIAN L. OLIVER, SR., whose post office address is 1029 Maryland Avenue, Hagerstown, Maryland; Elizabeth G. Oliver, whose post office address is 232 Belview Avenue, Hagerstown, Maryland, and JAMES G. OLIVER, whose post office address is 4200 Sellman Road, Beltsville, 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 OLIVER REALTY CO., INC.

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

1. To engage in and carry on a general real estate and insurance business, including the buying, selling, renting, managing, mortgaging, building, leasing of real estate and the sale of all kinds of insurance, including life insurance as an agent or broker.
2. To engage in and carry on a general investment and merchandise business.
3. To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares and merchandise of every class and description.
4. To engage in and carry on the business of buying, selling and otherwise dealing in and with notes, mortgages, stocks, bonds, or other negotiable securities of every class and description.
5. To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, exchange, let, or in any manner encumber or

dispose of real property, wherever situated.

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

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

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

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

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

11. To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas, and the like, which may seem capable of being

used for any of the purposes of The Corporation, and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

12. To acquire by purchase, subscription or otherwise, and to hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by any other corporation or association organized under the laws of the State of Maryland or 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 or individual holders, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

14. To borrow or raise money for any of the purposes of The Corporation and to issue bonds, debentures, notes or other obligations of any nature and in any manner permitted by law for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to assure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance, or assignment in trust of, the whole or any part of the property

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

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

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

17. To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm association or corporation, and in any part of the world, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any

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

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

FOURTH: The post office address of the place which shall be the principal office of The Corporation in this State will be located at 1029 Maryland Avenue, Hagerstown, Maryland. The resident agent of The Corporation is Julian L. Oliver, Sr., whose post office address is 1029 Maryland Avenue, Hagerstown, Maryland. Said agent is a citizen of the State of Maryland, actually residing therein.

FIFTH: The Corporation shall have three Directors and Julian L. Oliver, Sr., Elizabeth G. Oliver and James G. Oliver, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

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

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

EIGHTH: 1. The Board of Directors of The Corporation is hereby empowered to authorize the issuance from time to time of

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

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

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation this 21st day of October, A.D., 1969.

WITNESS AS TO ALL SIGNATURES:

Irene R. Burris  
Irene R. Burris

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

Elizabeth G. Oliver (SEAL)  
Elizabeth G. Oliver

James G. Oliver (SEAL)  
James G. Oliver

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, That on this 21st day of October, A.D., 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Julian L. Oliver, Sr., Elizabeth G. Oliver and James G. Oliver and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

My Commission Expires:  
July 1, 1970

*Irene R. Burris*  
\_\_\_\_\_  
Notary Public  
Irene R. Burris



ARTICLES OF INCORPORATION  
OF  
OLIVER REALTY CO., INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
MAR 9 12 48 PM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
MAYOR T. LAGER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland November 3, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 13531

Recorded in Liber 7766-545 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 Keller*



mfr

Received for record March 9, 1970 at 12:48 P.M. Liber 19,  
Receipt No. 8062

ARTICLES OF INCORPORATION  
OF  
CHATKIN'S PHARMACIES OF WASHINGTON COUNTY, INC.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, William C. Chatkin, whose post office address is 901 Rolling Road, Hagerstown, Washington County, Maryland, 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, hereby 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:

CHATKIN'S PHARMACIES OF WASHINGTON COUNTY, 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 purchase and acquire the good will, stock in trade and businesses now carried on and conducted in Hagerstown and Washington County, Maryland, by the said William C. Chatkin under the names of Chatkin's West End Pharmacy, Chatkin's North End Pharmacy and Chatkin's Holiday Acres Pharmacy, and to carry on and conduct the general wholesale and retail drug business, at various and sundry locations, including also a restaurant, ice cream and soda fountain business; to manufacture, buy, sell, import, export, trade, and deal in drugs, medicines, proprietary articles, druggists' sundries, chemicals, extracts, tinctures, pomades, ointments, liniments, toilet articles, perfumeries, surgical apparatus, physicians' and hospital supplies, cosmetics, glassware, fancy goods and general merchandise appertaining and

relating to the drug store business, and to do and transact everything necessary, proper and beneficial in carrying out any of the foregoing named objects.

(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, 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 obligation 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 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 par 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 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 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 there at to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(C) The Board of Directors shall have power, from time

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

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

(E) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such prices 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 for 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, I have signed these Articles of Incorporation this 29<sup>th</sup> day of October, 1969.

WITNESS:

Mary Bishop

William C. Chatkin (SEAL)  
William C. Chatkin

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY That on this 29<sup>th</sup> day of October, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared William C. Chatkin, and severally acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Official Notarial Seal.



Mary Bishop  
Notary Public

My Commission Expires:  
July 1, 1970.

ARTICLES OF INCORPORATION  
OF  
CHATKIN'S PHARMACIES OF WASHINGTON COUNTY, INC.

STATE DEPT. OF ASSESSMENTS AND TAXATION  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECORDING NO. \_\_\_\_\_  
OCT 31 12 48 PM '79  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND CLERK  
WALTER J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland October 31, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 13557

Recorded in Liber 7766-418<sup>9</sup>, folio \_\_\_\_\_, 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.

*Richard Keller*





aforesaid Amended Articles of Incorporation to make them consistent with the policies of said United Church and with the provisions of the Discipline thereof, the aforesaid Amended Articles of Incorporation are hereby amended by striking out the First, Second and Third Sections, being the whole of the provisions of said Articles of Amendment, and substituting therefor the following:

ARTICLE 1

The name of the Corporation shall be "Otterbein United Methodist Church at Hagerstown, Washington County, Maryland".

ARTICLE 11

The office of the Corporation is situate at the North-eastern corner of the intersection of East Franklin Street and North Locust Street, in Hagerstown, Washington County, Maryland.

ARTICLE 111

The objects of the Corporation shall be the promotion of the Christian religion through the preaching of the Word of God, the administration of the sacraments, ordinances, and other means of grace, the maintenance of worship, the edification of believers, the evangelization of the world, and the promotion of missionary and benevolence causes.

ARTICLE IV

The members of the Corporation shall consist of the members of "Otterbein United Methodist Church at Hagerstown, Washington County, Maryland", as from time to time are shown by the records thereof.

ARTICLE V

The Church shall <sup>have</sup> a CHARGE CONFERENCE which shall be organized and shall have the rights and powers conferred upon it according to Part 4, Section Xl11 of The Book of Discipline of the Church.

ARTICLE VI

The Church shall also have an administrative body

known as "THE ADMINISTRATIVE BOARD" which shall be organized and shall have the rights and powers conferred upon it according to Part 4, Section XIV of The Book of Discipline of the Church.

ARTICLE VII

1. The Church shall also have a Board of Trustees consisting of an uneven number of not fewer than three (3), nor more than nine (9) persons, one of whom shall be the minister for the time being, or senior minister if there be more than one minister, each of whom shall be not less than twenty-one (21) years of age and all of whom shall be members of the Church. By action of the Charge Conference, the Church may limit the age of Trustees to a maximum of seventy-two (72) years.

2. Said Trustees shall be nominated and elected as provided for in Chapter 6, Section VII, Paragraph 1529 of said Book of Discipline.

3. The number of Trustees to serve shall be subject to change from time to time by the By-Laws of the Church duly enacted by members thereof at any regular congregational meeting or special congregational meeting called for that purpose. The procedure and vote on any By-Law to determine or change the number of Trustees shall be the same as that required to adopt amendments to these Articles.

4. Said Trustees shall have the rights, duties and powers conferred upon them by Chapter 6, Section VII of said Book of Discipline.

5. The Board of Trustees shall organize as follows:

(1) Within thirty (30) days after the beginning of the ensuing Conference year, said Board of Trustees shall convene at a time and place designated by the Chairman, or by the Vice-Chairman, in the event that the Chairman is not re-elected a Trustee, or because of his absence, or disability is unable to act, for the purpose of electing officers of the said Board for the ensuing

year and transacting any other business properly brought before it.

(2) The Board of Trustees shall elect from the members thereof, to hold office for a term of one year, or until their successors shall be elected, a Chairman, Vice-Chairman, Secretary, and Treasurer, provided however that the offices of Secretary and Treasurer may be held by the same person. The duties of each officer shall be the same as generally connected with the office held and which are usually and commonly discharged by the holder thereof.

#### ARTICLE VIII

The Board of Trustees shall hold an annual meeting before the last Quarterly Conference of the Church, at which time an annual report shall be prepared, setting forth the transactions of the Board during the year, and the condition of the property belonging to and in trust of the Corporation, a copy of which shall be presented to the next Quarterly Conference. Special meetings of the Board of Trustees may be called by the President, or when requested by two Trustees.

#### ARTICLE IX

All vacancies occurring in the Board of Trustees shall be filled, and all the business of the Corporation shall be conducted, in strict conformity with the Discipline of "The Methodist Church", and the provisions of the Conferences in whose bounds the Church is situated.

#### ARTICLE X

The following named persons shall constitute the Board of Trustees of the Church until their successors are duly elected and qualified, viz:

Russell B. Keener, President  
Charles Poffenberger, Vice-President  
Elmer N. Funkhouser, Secretary  
Philip L. Rohrer, Treasurer

Philo A. Statton  
 Hubert H. Schindel  
 W. Norman Reed  
 Lawrence A. Clopper, D.D.S.  
 Lester M. Kauffman, D.D.

## ARTICLE XI

All conveyances of property to and from the local Church shall be made in compliance with the provisions of Chapter 6 of Part IV of the Book of Discipline.

## ARTICLE XII

The Corporation assumes unto itself all the rights, powers, privileges and immunities which are now, and which may, during the existence thereof, be conferred by law upon Corporations of a similar character and by the Discipline of "The Methodist Church".

## ARTICLE XIII

The term of existence of said Corporation shall be perpetual.

## ARTICLE XIV

The resident Agent of said Corporation shall be  
 Russell B. Keener of 2121 Fairfax Road  
 Hagerstown, Maryland, 21740, who is a resident and citizen  
 of Washington County, State of Maryland, and actually resides  
 therein.

## ARTICLE XV

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

HARVEY M. MILLER  
 ATTORNEY AT LAW  
 HAGERSTOWN, MD.

The Trustees or a majority of them shall pass a resolution declaring that such amendment or amendments is or are advisable and calling a meeting of all persons above twenty-one (21) years of age belonging to the Church to take action thereon. Said meeting shall be announced by the minister from the pulpit at least two (2) weeks prior to the time thereof and ten (10) days written or printed notice stating the place, day and hour of such meeting and the business proposed to be transacted thereat shall be given to each such person by leaving the same with him or at his residence or usual place of business or by mailing it, postage prepaid, and addressed to him at his address as it appears from the records of said Church. If two-thirds of all such persons attending such meeting vote in favor of the proposed amendment or amendments, Articles of Amendment setting forth the same and stating that the same has or have been duly advised by the Trustees and adopted by such persons, shall be signed and acknowledged in the name and on behalf of the Church by such of the Trustees or shall be designated in the resolution adopted for the purpose of declaring such amendment or amendments advisable, and the matters and facts set forth in said Articles of Amendment shall be verified under oath by the Chairman of the meeting of said persons at which such amendment or amendments was or were adopted.

In the event that any of the provisions in the foregoing Amended Articles of Incorporation are inconsistent with the Laws of the State of Maryland and/or the provisions in the Discipline of "The Methodist Church", said provisions shall not be enforced but the said Discipline and the Laws of the State of Maryland shall be followed.

SECOND

That at a meeting of the Trustees of "St. Paul's Evangelical United Brethren Church at Hagerstown, Washington

County, Maryland", convened and held at the usual place of worship of said religious corporation on the 13th day of August, A.D.1969, the amendments to the Articles of Incorporation of said Corporation hereinabove set forth were duly endorsed by passing a resolution declaring said amendments to be advisable and

Russell B. Keener, President  
 Charles Poffenberger, Vice-President  
 Elmer N. Funkhouser, Secretary  
 Philip L. Rohrer, Treasurer

Trustees of said Corporation, were authorized to sign and acknowledge these Articles of Amendment in the name and on behalf of said Religious Corporation, and at said meeting it was further resolved to submit the proposed amendments to the members of said Religious Association for their approval at congregational meetings to be held at 8:30 and 11:00 A.M. on the 7th day of September, A.D.1969, after due announcement and, at least ten days written notice thereof was given to each member in compliance with the aforesaid Amended Articles of Incorporation and the Laws of the State of Maryland.

THIRD

That after due notice, as above provided, a congregational meeting of the members of said Religious Corporation was held at its place of worship at Hagerstown, Maryland, and at said meeting the Amendments to the Articles of Incorporation above set forth were duly adopted by a vote of more than two-thirds of the members present and entitled to vote.

IN WITNESS WHEREOF, St. Paul's Evangelical United Brethren Church at Hagerstown, Washington County, Maryland, has caused these presents to be signed in its name and on its behalf

HARVEY M. MILLER  
 ATTORNEY AT LAW  
 HAGERSTOWN, MD.

by Russell B. Keener, President, Charles Poffenberger, Vice-President, Elmer N. Funkhouser, Secretary, and Philip L. Rohrer, Treasurer, Trustees named in the above mentioned resolution, and its adopted corporate seal to be hereunto attached and attested by its secretary on this 8th day of September, A.D. 1969.

ST. PAUL'S EVANGELICAL UNITED BRETHREN CHURCH AT HAGERSTOWN, WASHINGTON COUNTY, MARYLAND



BY Russell B. Keener  
Russell B. Keener, President  
Charles Poffenberger  
Charles Poffenberger, Vice President  
Elmer N. Funkhouser  
Elmer N. Funkhouser, Secretary  
Philip L. Rohrer  
Philip L. Rohrer, Treasurer  
Trustees

ATTEST TO ALL SIGNATURES:

Louise P. Spessard  
Louise P. Spessard

ATTEST TO ADOPTED CORPORATE SEAL:

Elmer N. Funkhouser  
Elmer N. Funkhouser, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 8th day of September, A.D. 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Russell B. Keener, President, Charles Poffenberger, Vice-President, Elmer N. Funkhouser, Secretary and Philip L. Rohrer, Treasurer, Trustees of St. Paul's Evangelical United Brethren Church at Hagerstown, Washington County, and in the name and on behalf of said Corporation, did each acknowledge the foregoing Amended Articles of Incorporation to be the corporate act of said Corporation; and at the same time also personally appeared Horace D. Kefauver and made oath in due form of law that he was the Secretary of the Congregational meetings of said Religious Corporation at which the Amendments to the Articles of Incorporation set forth in the foregoing Amended Articles of Incorporation were adopted, and that the matters and facts set forth in said Amended

HARVEY M. MILLER  
ATTORNEY AT LAW  
HAGERSTOWN, MD.

Articles of Incorporation are true to the best of his knowledge,  
information and belief.

IN WITNESS WHEREOF, I have hereunto affixed my hand and  
Official Notarial Seal the day and year first above written.



*Louise P. Spessard*  
Louise P. Spessard  
Notary Public

My Com. Ex: July 1, 1970

ARTICLES OF AMENDMENT

OF

ST. PAUL'S EVANGELICAL UNITED BROTHERS CHURCH AT HAGERSTOWN,  
WASHINGTON COUNTY, MARYLAND

changing its name to

OTTERBEIN UNITED METHODIST CHURCH AT HAGERSTOWN, WASHINGTON  
COUNTY, MARYLAND

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECORDED FOR RECORD  
RECORDING NO. 13471  
MAY 9 12 49 PM '70  
LIP R. FORD  
L. D. D. CLARK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland October 14, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 13471

Recorded in Liber <sup>10</sup> 7765-334, folio 334, 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.

*Richard Keller*



3/12/70  
Med John Grabber Sec. Fairchild Hiller Germantown MA

153

Received for record March 9, 1970 at 12:48 P.M. Liber 19, Receipt No. 8062

**FAIRCHILD HILLER**  
CORPORATION

OFFICE OF THE SECRETARY

November 7, 1969

State Department of Assessments & Taxation  
Room 703  
301 Preston Avenue  
Baltimore, Maryland

Attention: Miss Evelyn Peregoy

Gentlemen:

I am registered as the statutory representative of the Fairchild Hiller Corporation for the purpose of service of process in the State of Maryland. My address, currently on your records, has changed since the time it was originally recorded. I request that I be continued as the statutory agent of the Corporation for the purpose of service of process and that my address for that purpose be changed to read as follows: John L. Grabber, Secretary, Fairchild Hiller Corporation, Fairchild Technology Center, Fairchild Drive, Germantown, Maryland, 20767. ✓

For your information, my home address is 2106 Hillandale Road, Fountainhead, Hagerstown, Maryland, 21740.

Also, please find enclosed a check in the amount of \$5.00 to cover the change of address.

Respectfully,

*J. L. Grabber*  
John L. Grabber

JLG:bs

Enclosure

NOTICE OF CHANGE OF ADDRESS OF RESIDENT AGENT  
OF  
FAIRCHILD HILLER CORPORATION

received for record November 10, 1969, at 9:22 A. M.  
and recorded on Film No. 765 Frame 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 No. 6388

SPECIAL FEE PAID \$3.00  
Recording Fee Paid 2.00  
\$5.00

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO.  
MAR 9 12 49 PM '70  
LIBER FOLIO  
LAND  
VAUGHN J. ENKER ACT. CLERK

Mr. Clerk - please mail to Mr. John L. Grabber, Secretary  
Fairchild Hiller Corporation  
Fairchild Technology Center  
Fairchild Drive  
Germantown, Maryland, 20767

Received for record March 10, 1970 at 9:30 A.M. Liber 19,  
Receipt No. 8082

ARTICLES OF INCORPORATION  
OF  
SACHS, BECKNER, RUSSELL, AND BARD CHARTERED

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, JAMES W. SACHS, 251 EAST BALTIMORE STREET, HAGERSTOWN, MARYLAND, 21740, WILLIAM W. BECKNER, 251 EAST BALTIMORE STREET, HAGERSTOWN, MARYLAND, 21740, ROBERT M. RUSSELL, 251 EAST BALTIMORE STREET, HAGERSTOWN, MARYLAND, 21740, AND LESLIE A. BARD, 251 EAST BALTIMORE 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 PROFESSIONAL CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A PROFESSIONAL CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

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

SACHS, BECKNER, RUSSELL, AND BARD CHARTERED

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

AS A GROUP OF MEDICAL DOCTORS DULY LICENSED AND LEGALLY AUTHORIZED TO RENDER MEDICAL AND SURGICAL SERVICES AND BECOME SHAREHOLDERS OF A PROFESSIONAL CORPORATION FOR PECUNIARY PROFIT UNDER THE PROVISIONS OF THE MARYLAND PROFESSIONAL SERVICE CORPORATION ACT FOR THE SOLE AND SPECIFIC PURPOSE OF RENDERING MEDICAL AND SURGICAL SERVICES.

FOURTH: THE POSTOFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 251 EAST BALTIMORE STREET, HAGERSTOWN, MARYLAND, 21740. THE RESIDENT AGENT OF THE CORPORATION IS DR. WILLIAM W. BECKNER, WHOSE POSTOFFICE ADDRESS IS 251 EAST BALTIMORE 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 AUTHORITY TO ISSUE IS 1,000 SHARES (ONE THOUSAND) OF THE PAR VALUE OF \$100.00 (ONE HUNDRED 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 FOUR, 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 JAMES W. SACHS, WILLIAM W. BECKNER, ROBERT M. RUSSELL, AND LESLIE A. BARD.

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 PROFESSIONAL SERVICE CORPORATION ACT AND 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 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 TWO-THIRDS 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 16TH DAY OF SEPTEMBER A.D., 1969.

*James W. Sachs*  
JAMES W. SACHS

*William W. Beckner*  
WILLIAM W. BECKNER

*Robert M. Russell*  
ROBERT M. RUSSELL

*Leslie A. Bard*  
LESLIE A. BARD

*Lucille E. Mowen*  
WITNESS  
LUCILLE E. MOWEN

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 16TH DAY OF SEPTEMBER A.D., 1969, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED JAMES W. SACHS, WILLIAM W. BECKNER, ROBERT M. RUSSELL, LESLIE A. BARD, WHO EACH ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.



*Lucille E. Mowen*  
NOTARY PUBLIC, LUCILLE E. MOWEN  
COMM. EXPIRES: 7/1/70

ARTICLES OF INCORPORATION  
OF  
SACHS, BECKNER, RUSSELL, AND BARD CHARTERED

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORDS  
RECEIPT NO. 8882  
SEP 10 9 30 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND    
WAGNER J. BARR ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland September 17, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12663

Recorded in Liber 2757-69, 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 Keller



Received for record March 10, 1970 at 9:30 A.M. Liber 19, Receipt No. 8082

ARTICLES OF INCORPORATION  
OF  
DRS. DOVE, GIST & TURCO, P. A.

THIS IS TO CERTIFY: That we, the subscribers, Frederick D. Dove, whose post office address is 363 South Cleveland Avenue, Hagerstown, Maryland, 21740; Harold H. Gist, whose post office address is 363 South Cleveland Avenue, Hagerstown, Maryland, 21740; and John D. Turco, whose post office address is 363 South Cleveland Avenue, Hagerstown, Maryland, 21740, each being of full legal age, and each being a citizen of the State of Maryland, and of the United States, do under and by virtue of the Professional Service Corporation Act of the State of Maryland, authorizing the formation of Professional Service Corporations, do hereby associate ourselves as incorporators with the intention of forming a Professional Service Corporation.

ARTICLE I

The name of the corporation (which shall be hereinafter called the Corporation) shall be: DRS. DOVE, GIST & TURCO, P. A.

ARTICLE II

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

- (a) To engage in every phase and aspect of the business of rendering the same professional services to the public that a Doctor of Medicine, duly licensed under the laws of the State of Maryland, is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed under the laws of the State of Maryland to practice medicine therein.

(b) To do all and everything necessary and advantageous in connection with and for the accomplishment of the general practice of medicine, and to do all things calculated to promote the interests, directly or indirectly, of the Corporation, within and subject to the laws of the State of Maryland and all other jurisdictions in which the Corporation may render such professional services.

(c) To invest the corporate funds in real estate, mortgages, stocks, bonds, or other types of securities or investments, and to own, or hold legal or equitable title to, any and all real or personal property necessary for the rendering of professional services in accordance with this Charter and the laws of the State of Maryland.

(d) To have and enjoy all powers, rights, and privileges now or hereafter conferred by the laws of the State of Maryland.

The enumeration of specific powers in these Articles of Incorporation is made in furtherance of, and not in derogation or limitation of, powers conferred upon the Corporation by the laws of this State; and no restriction upon any such powers is intended to be implied by any specification or expression in this Article.

#### ARTICLE III

The post office address of the principal office of the Corporation in the State of Maryland is: 363 South Cleveland Avenue, Hagerstown, Maryland, 21740. The Resident Agent of the Corporation shall be: Frederick D. Dove, whose post office address is 363 South Cleveland Avenue, Hagerstown, Maryland, 21740. Said Resident Agent is a citizen of the City and State and actually resides therein.

Nothing contained in this Article, however, shall prohibit the Corporation from conducting business and performing services in any

other city or county within this state, or elsewhere.

ARTICLE IV

Section 1. 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.

Section 2. No capital stock of this Corporation shall be issued to any person who is not duly licensed to practice medicine in the State of Maryland. Shares of the Corporation stock may be transferred only to persons duly licensed to practice medicine in the State of Maryland.

Section 3. No shareholder of this Corporation shall enter into any Voting Trust Agreement or any other type of arrangement vesting another party or person with the authority to exercise the voting power of any or all of his stock. No person shall be allowed to vote a proxy for any shares of the Corporation issued under this Charter. No person who is not duly licensed to practice medicine in the State of Maryland shall have any part in the management and control of the Corporation.

Section 4. In the event of death, retirement, resignation, expulsion, legal disqualification or any other termination of the right to practice medicine by any stockholder, all of the shares of such stockholder shall be transferred to, and acquired by, the Corporation, or by such natural persons as may be qualified to own such shares, in the manner prescribed in the By-laws of the Corporation, which shall

be transferred within ninety (90) days of the occurrence referred to and the Board of Directors shall fix the price or method of computing the value of each share and the schedule of payment therefor.

ARTICLE V

Section 1. The conduct of the business of the Corporation shall be conducted by a Board of Directors, all of whom shall be licensed to practice medicine in the State of Maryland.

Section 2. 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) in number.

Section 3. The names of the Directors who shall act until the first annual meeting, or until their successors are duly elected and qualify, are: Frederick D. Dove, Harold H. Gist and John D. Turco.

Section 4. No transaction entered into by or on behalf of this Corporation shall be affected by the fact that the Directors or Officers of this Corporation are personally interested in said transaction; and every Director or Officer of the Corporation is hereby relieved from any disability that might otherwise prevent his contracting with the Corporation in any transaction in which he may be interested in any manner. Any Officer or Director individually, or any firm or corporation of which such Officer or Director also is a Director or Officer or in which he is financially interested, may contract or transact business with this Corporation; PROVIDED that the fact of such interest or dual position is disclosed to the Board of Directors of this Corporation in writing. 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 is called or held to authorize any such contract or transaction, and he may vote at such meeting 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 were not so interested.

Section 5. The Board of Directors shall have power, from time to time, to fix and determine and vary the amount of working capital, to establish reasonable and necessary reserves of the Corporation, to determine whether any, or what part of the surplus of the Corporation or of the net profits arising from the business thereof shall be declared in dividends and paid to the Shareholders, subject to the provisions of this Charter and the Maryland Professional Services Corporation Act, and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may, in its discretion, use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of capital stock of the Corporation.

Section 6. The Board of Directors shall have power to adopt By-laws for this Corporation, and to change or amend the same as may be expedient, in accordance with the Maryland Professional Services Corporation Act, and the general Maryland corporate law.

#### ARTICLE VI

This Corporation shall have the power to enter into, for the benefit of its employees, one or more of the following: (1) a pension plan; (2) a profit sharing plan; (3) a stock bonus plan; (4) a thrift and savings plan; (5) a restricted stock option plan; (6) any other retirement or incentive compensation plans as may be approved by the Internal Revenue

Service and not inconsistent with the laws of the State of Maryland.

ARTICLE VII

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned incorporators have placed their hands and seals this 10th day of September, 1969.

WITNESS to all signatures:

*Edwin H. Miller*  
Edwin H. Miller

*Frederick D. Dove*  
Frederick D. Dove (SEAL)

*Harold H. Gist*  
Harold H. Gist (SEAL)

*John D. Turco*  
John D. Turco (SEAL)

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

I HEREBY CERTIFY, That on this 10th day of September, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Frederick D. Dove, Harold H. Gist and John D. Turco, personally known to me to be the persons whose names are subscribed in the foregoing instrument, who did acknowledge that they have executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and Official Notarial Seal the day and year last above written.

*Paris V. Wooden*  
Notary Public

My commission expires:  
July 1, 1970

ARTICLES OF INCORPORATION  
OF  
DRS. DOVE, GIST & TURCO, P. A.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORDING  
EXHIBIT NO. 8282  
OCT 10 9 30 AM '70  
LIBER FOLIO  
PAGE 13 OF 13

approved and received for record by the State Department of Assessments and Taxation  
of Maryland October 1, 1969 at 12:00 o'clock P. M. as in conformity  
with law and ordered recorded.

A 12895

Recorded in Liber 7759-373, folio 373, 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*



## HAGERSTOWN KITCHENS, INC.

## ARTICLES OF INCORPORATION

FIRST, We, the undersigned, Richard A. Young, whose Post Office address is 2412 Woodland Drive, Hagerstown, Maryland Ronald R. Hoover, whose Post Office address is 701 Point Salem Road, Hagerstown, Maryland, 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:

HAGERSTOWN KITCHENS, INC.

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

(a) To manufacture kitchen cabinets and other wood and metal appurtenances to be used in the construction of homes and commercial construction.

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

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

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in importers and exporters of, natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or

any part of the property, rights, businesses, contracts, 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 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 and 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 of 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 is 330 Frederick Street, Hagerstown, Maryland, and the name and Post Office address of the resident agent of the Corporation is Richard A. Young, 2412 Woodland Drive, Hagerstown, Maryland. Said resident agent is an individual actually residing in this state.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Two Hundred (200) Shares at the par value of One Hundred (\$100.00) Dollars per share, all of one class, and having an aggregate par value of Twenty Thousand (\$20,000.00) Dollars.

SIXTH: 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 at all times consist of an odd number of Directors and shall never be less than three; and the names of Directors who shall act until the first annual meeting or until their successors are duly chosen and

qualified are: Richard A. Young, Ronald R. Hoover and William J. Dwyer.

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

(b) All shares of stock to be issued only by the Corporation and cannot be sold or pledged or otherwise disposed of by any stockholder except by permission of the Board of Directors of the said Corporation. Any stockholder desiring to dispose of any or all of his stock must first offer the same to the Board of Directors for either purchase by them or to an approved purchaser. All sales to be at par value or less and if not acted upon within ninety (90) days by the Board of Directors, said stockholder may sell his stock privately.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 4<sup>th</sup> day of March, A.D., 1969.

Nancy M. Blocher as to Richard A. Young (SEAL)  
Richard A. Young

Nancy M. Blocher as to Ronald R. Hoover (SEAL)  
Ronald R. Hoover

Nancy M. Blocher as to William J. Dwyer (SEAL)  
William J. Dwyer

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 4th day of ~~SEPTEMBER~~ A.D., 1969, before me, the subscriber, a Notary Public of the State of Maryland in and for Washington County, personally appeared Richard A. Young, Ronald R. Hoover and William J. Dwyer, who did each acknowledge that they executed the foregoing Articles of Incorporation.

WITNESS my hand and official Notarial seal.

*Nancy M Blocher*  
Notary Public

My Commission Expires  
July 1, 1969

ARTICLES OF INCORPORATION  
OF  
HAGERSTOWN KITCHENS, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORDING  
RECEIPT NO. 8082  
MAR 10 9 30 AM '79  
LIBER 7760  
LANO  
VAUGHN J. BARNETT, CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland October 8, 1969 at 2:13 o'clock P. M. as in conformity  
with law and ordered recorded.

A 12942

Recorded in Liber 7760, folio 55 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 March 10, 1970 at 9:30 A.M. , Receipt No. 8082  
Liber 19

WALLACE HAIRSTYLISTS OF HANCOCK, INC.

Articles of Incorporation

THIS IS TO CERTIFY:

That we, the subscribers, Betty June Reed; Butler Wallace and Diane Kittel; whose postoffice address is 14 N. Nottingham Drive, Hagerstown, Maryland; 26 E. Antietam Street, Hagerstown, Md.; and 26 E. Antietam Street, Hagerstown, Md. 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

WALLACE HAIRSTYLISTS OF HANCOCK, 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, wherever 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 the business conducted by it and which might not be contrary to law, including the operation of a business for the sale of beauty supplies and services.

(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 of whatsoever kind and description within the State of Maryland or 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, powers and privileges of ownership thereof, to borrow money and issue notes and bonds as authorized by the laws of this State and to execute mortgages, deeds of trust, or other forms of contracts as 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 these articles, conditions, and provisions herein expressed and subject in all particulars to the limitations pertaining to corporations which are contained in the General Laws

of this State.

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 postoffice address of the place at which the principal office of the Corporation shall be located in the State of Maryland is 26 E. Antietam Street, Hagerstown, Maryland. The Resident Agent of the Corporation is Butler Wallace, 26 E. Antietam Street, Hagerstown, Maryland (Washington County), and said Resident Agent is a citizen of the State of Maryland and actually resides therein.

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

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; any director of the 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:

Betty June Reed; Butler Wallace and Diane Kittel.

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 7 day of July, 1969.

WITNESS:

<u>Margaret Horton</u>	<u>Betty June Reed</u> (SEAL)
<u>Margaret Horton</u>	<u>Butler Wallace</u> (SEAL)
<u>Margaret Horton</u>	<u>Diane Kittel</u> (SEAL)

STATE OF MARYLAND )  
County of Balto. ) TO WIT:

I HEREBY CERTIFY that on this 7 day of July 1969, before me, the subscriber, a Notary Public of the State of Maryland and County aforesaid, personally appeared Betty June Reed, Butler Wallace and Diane Kittel and 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.



Ann S. Reagin  
NOTARY PUBLIC

ARTICLES OF INCORPORATION  
OF  
WALLACE HAIRSTYLISTS OF HANCOCK, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 8082

SEP 10 9 30 AM '70

LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND  VANCE J. BATER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland September 9, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12542

Recorded in Liber 7755, folio 330<sup>5</sup>, 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 March 10, 1970 at 9:30 A.M. Liber 19,  
Receipt No. 8082

ARTICLES OF INCORPORATION  
OF  
THE AMERICAN HERITAGE FOUNDATION FUND, 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 The American Heritage Foundation Fund, 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) (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 underprivileged; 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 homebuilding and construction industries;

(e) 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 areas, owned and operated by local inner-city areas, owned and operated by local residents, related to the construction industry.

(f) To encourage citizen participation in housing and community improvements programs and to disseminate information to the general public concerning the objectives and purposes of the corporation.

(g) 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.

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 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 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

A. 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.

B. No part of the activities of this Corporation shall be devoted to attempting by any means to influence legislation by propaganda or otherwise.

C. 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.

D. 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.

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. Election of Members. 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 members as shall be elected yearly at the annual meeting of the Members. Members shall be elected by a plurality of the votes cast and may succeed themselves annually. Each elected member shall retain membership until the end of the annual meeting next after his election or until his death, resignation, or removal in accordance with the By-Laws of the Foundation.

3. Eligibility of Members. Other than the original incorporators and founders the members may be persons, associations, public officials by title, or corporations.

4. 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 21750
Jessie B. Snyder	24 East Main Street Hancock, Maryland 21750
Roy E. Snyder	24 East Main Street Hancock, Maryland 21750
Reverend B. DeFrees Brien	19 High Street Hancock, Maryland 21750

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.

##### Incorporators

The name and post office addresses of the incorporators are:

<u>Names</u>	<u>Addresses</u>
Harry L. Powers, Jr.	217 Pennsylvania Avenue Hancock, Maryland 21750
Jessie B. Snyder	24 East Main Street Hancock, Maryland 21750
Roy E. Snyder	24 East Main Street Hancock, Maryland 21750
Reverend B. DeFrees Brien	19 High Street Hancock, Maryland 21750

## 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:

American Heritage Foundation Fund, 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. 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

(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 3rd day of July, 1969.

WITNESS:

William P. Reaver AS TO Harry L. Powers, Jr.  
 Harry L. Powers, Jr.

William P. Reaver AS TO Jessie B. Snyder  
 Jessie B. Snyder

William P. Reaver AS TO Roy E. Snyder  
 Roy E. Snyder

William P. Reaver AS TO Rev. B. DeFrees Brien  
 Reverend B. DeFrees Brien

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

I HEREBY CERTIFY, That on this 3rd day of July 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 DeFrees Brien and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

Peggy O. Reaver  
Notary Public  
My Commission Expires: 7/1/70



STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 888  
OCT 10 9 29 AM '70  
LIBER 1010  
VANDERKAM

ARTICLES OF INCORPORATION  
OF  
THE AMERICAN HERITAGE FOUNDATION FUND, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland October 8, 1969 at 2:02 o'clock P. M. as in conformity  
with law and ordered recorded.

A 12954

Recorded in Liber 7760-131, folio 11, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 25.00

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 March 10, 1970 at 9:30 A. M. Liber 19,  
Receipt No. 8082

ARTICLES OF INCORPORATION  
OF  
BOCK OIL COMPANY OF MARYLAND

THIS IS TO CERTIFY:

FIRST: We, the undersigned, William Bussard, whose post office address is 416 Salem Avenue, Hagerstown, Maryland, Elred M. Bock, whose post office address is Box 416, Blue Ridge Summit, Pennsylvania, and Millard A. Ullman, whose post office address is Trust Company Building, Waynesboro, Pennsylvania, 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 Bock Oil Company of Maryland.

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

To distribute and sell on both a wholesale and retail basis, petroleum products, and to provide sales, service, and installation of heating plants for home, governmental and industrial use.

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 is Box 416, Blue Ridge Summit, Pennsylvania, and the location of the principal office of the Corporation in this State is 416 Salem Avenue, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are William Bussard, 416 Salem Avenue, Hagerstown, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 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 five (5), which number may be increased to as many as seven (7) pursuant to the by-laws of the Corporation and may be 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 Francis J. Bock, Joseph R. Bock, Millard A. Ullman, Elred M. Bock, and William Bussard.

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 August 20th, 1969.

WITNESS:

Pam Brown  
Pam Brown

Elred M Bock  
Elred M. Bock

Pam Brown  
Pam Brown

William Bussard  
William Bussard

Joseph R. Bock  
Joseph R. Bock

Millard A. Ullman  
Millard A. Ullman

STATE OF PENNSYLVANIA, FRANKLIN COUNTY, to-wit:

I HEREBY CERTIFY, that on August 20, 1969, before me, a Notary Public in and for the State and County aforesaid, personally appeared Elred M. Bock, William Bussard and Millard A. Ullman, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Betty L. Rodger  
Notary Public

My Commission Expires:  
September 6, 1971



ARTICLES OF INCORPORATION  
OF  
BOCK OIL COMPANY OF MARYLAND

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 888

MAR 10 9 30 AM '70

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, 1969 at 2:41 o'clock P. M. as in conformity  
with law and ordered recorded.

A 13046

Recorded in Liber 7761, folio 3/101, 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 March 10, 1970 at 9:30 A. M. Liber 19,  
Receipt No. 8082

ARTICLES OF INCORPORATION

HOWARD'S ART AND FRAMES, INC.

THIS IS TO CERTIFY:

First: That we, the subscribers, John T. Howard whose post office address is 1711 Oak Hill Avenue, Hagerstown, Washington County, Maryland, Margaret B. Howard, whose post office address is 1711 Oak Hill Avenue, Hagerstown, Washington County, Maryland, and Wanda M. Itnyre, whose post office address is 610 Highland Way, Hagerstown, Washington County, Maryland, each of whom are at least twenty-one years of age, do hereby, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves for the purpose and with the intention of forming a corporation.

Second: That the name of the corporation is:

HOWARD'S ART AND FRAMES, 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, both at wholesale and at retail, in the business of acquiring and disposing of paintings, pictures, objects of art, supplies for painters and drawers, art supplies of every nature and description and in all types and kinds of tangible personal property.

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

E. To purchase, acquire, dispose of, lease and sell all

or any part of the property, rights, business, 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, formulae, and the like which may be used for or be incidental to any of the purposes of the corporation and to use, exercise, develop and grant licenses in respect of, sell or otherwise dispose of and deal in the same.

Fourth: The Post Office address of the principal office of the corporation in this State will be located at 1256 Dual Highway, Hagerstown, Washington County, Maryland.<sup>21740</sup> The resident agent of the corporation is John T. Howard, whose Post Office address is 1711 Oak Hill Avenue, Hagerstown, Washington County, Maryland.<sup>21740</sup> Said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The total number of shares of stock of all classes which the corporation has authority to issue is 10,000 shares having a par value of Ten (\$10.00) Dollars each. The aggregate par value of all such shares is \$100,000.00.

Sixth: The shares of said stock shall be non-assessable and shall be entitled to one vote per share at all meetings of stockholders of the corporation. Dividends may be declared thereon in such amounts and at such times as the Directors may determine, subject to the provisions of law. In the event of liquidation or winding up of the corporation, whether voluntary or involuntary, the assets remaining after the payment of all debts, taxes, costs and expenses shall be distributed to the holders of said stock in proportion to their respective holdings thereof.

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

Eighth: The number of Directors of the corporation shall be Three (3), which number may be increased or decreased pursuant to the by-laws of the corporation, but shall never be less than Three (3); and the names of the Directors who shall act as such until the first annual meeting or until their successors are duly chosen and qualified are John T. Howard, Margaret B. Howard and Wanda M. Itnyre.

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

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

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

C. Stockholders shall not have preemptive rights.

John T. Howard  
John T. Howard

Margaret B. Howard  
Margaret B. Howard

Wanda M. Itnyre  
Wanda M. Itnyre

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

I HEREBY CERTIFY, That on this 26th day of August ,  
A. D., 1969, before me, the subscriber, a Notary Public in and for  
the State and County aforesaid, personally appeared John T. Howard,  
Margaret B. Howard and Wanda M. Itnyre, 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.

Witness my hand and official Notarial Seal.



*Patricia A. Poppenberger*

Notary Public

My Commission Expires:

July 1, 1970

ARTICLES OF INCORPORATION

OF

HOWARD'S ART AND FRAMES, INC.

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD RECEIPT NO. 8082  
OCT 10 9 30 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland October 1, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 13054

Recorded in Liber 7761-157<sup>5</sup> 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*



ARTICLES OF INCORPORATION  
OF  
SAMPLES MANOR CEMETERY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Albert A. Butts, Ritzy R. Butts, and Gladys Taylor, all of whom have a post office address of Route No. 1, Harpers Ferry, West Virginia, but all of whom actually reside in 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: Samples Manor Cemetery, Inc.

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

(a) To purchase, lease or otherwise acquire real estate for burial purposes and to own, deal in, sell, convey, develop, lease and license and otherwise dispose of real estate, and to improve, develop, operate and maintain cemeteries and to inter or permit to be interred therein and in any and all ways to deal in, with and respecting mausoleums, columbariums, vaults, cemeteries, crematoriums, chapels or any other buildings necessary for the burial and care of the remains of the dead, and other things necessary and incidental to laying out, care, cultivating, improvement and maintenance of such cemeteries and places of burial.

(b) To buy, manufacture, or otherwise acquire, to own and operate, and to sell or otherwise dispose of, and in any and all ways to deal in, with and respecting burial vaults of any kind and nature, monuments and memorials of any and

all kinds, and material, grave markers, niche memorials, foundations for markers and monuments and all kinds of ornamental vases, flowers, plants, trees, shrubs, and nursery and green house products of any and all kinds, including contracts for planting, improving, landscaping and otherwise decorating grounds or other property.

(c) To provide for perpetual and special care of burial property, including structures erected thereon; to establish, collect, maintain and hold donations for investments and to deposit with any person or corporation qualified to act as trustee therefore, funds for the preservation, care and embellishment of burial property including buildings and mausoleums erected thereon, and any and all branches and departments thereof. Said perpetual or special care funds shall be strictly "trust funds" and not in any manner subject to the debts or liabilities of this Corporation.

(d) To acquire, purchase, own, hold, operate, develop, lease, mortgage, pledge, exchange, sell, transfer, invest, trade, or otherwise deal in real or personal property, stocks, bonds, securities, choses in action or any interest therein.

(e) To draw, make, accept, endorse, execute and issue promissory notes, drafts, warrants, warehouse receipts, bonds, debentures and other negotiable and non-negotiable instruments.

(f) 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 Route No. 1, Harpers Ferry, West Virginia. The resident agent of the Corporation is Albert A. Butts, whose post office address is Route No. 1, Harpers Ferry, West Virginia. Said resident agent is a~~

ing address is in W.Va. ~~citizen of Maryland and actually resides therein. The Principal Office and address of Resident Agent is DARGAN, MD., Washington Co., Md. Just the mail-~~

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

SIXTH: The Corporation shall have four (4) directors, which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and Mary Lou Grim, William L. Gay, Garnet Martz, and Meda Grim shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The Corporation shall have perpetual existence.

EIGHTH: The Corporation shall be a non-profit Corporation and no earnings will inure to the benefit of the officers, board of directors, or members.

IN WITNESS WHEREOF, we have signed and sealed these Articles of Incorporation on this 23<sup>RD</sup> day of August, 1969.

Albert A. Butts (SEAL)  
Albert A. Butts

Rita R. Butts (SEAL)  
Rita R. Butts

Gladys Taylor (SEAL)  
Gladys Taylor

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *23<sup>RD</sup>* day of August, A. D., 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Albert A. Butts, Ritzy R. Butts, and Gladys Taylor, known to me to be the persons whose names are subscribed to the afore-going 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.



*Pamela A. Elliott*  
\_\_\_\_\_  
Pamela A. Elliott  
Notary Public

My Commission Expires:  
July 24, 1974

OF  
SAMPLES MANOR CEMETERY, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 8887  
MAR 10 9 30 AM '70  
LIBER      FOLIO       
LAND   
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland August 27, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12737

Recorded in Liber 2763 1757, folio 587 125 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 March 10, 1970 at 9:30 A.M. Liber 19,  
Receipt No. 8082

ARTICLES OF INCORPORATION

OF

FOXDATA CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Bernhard G. Charles, whose post office address is Box 35, Big Spring, Maryland 21712, Herbert E. Clark, whose post office address is 105 Windsor Circle, Hagerstown, Maryland 21740, and William E. Fox, whose post office address is 5 Elwood Lane, St. James Village, Route 3, 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, 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:

Foxdata Corporation.

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

(a) To engage in a general engineering business and in the general practice of engineering in all its branches, and in that capacity to make, conduct, and supervise research, surveys, and investigations into all matters and things in the fields of science, electronics, and technology.

(b) To engage in the business of ascertaining, extracting, abstracting, accumulating, processing, and distributing data and information of all kinds and types.

(c) 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.

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

(e) 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.

(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:

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 12 North Jonathan Street, Hagerstown, Washington County, Maryland 21740. The resident agent of the Corporation is Bernhard G. Charles, whose post office address is Box 35, Big Spring, Washington County,

Maryland, 21740. 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 Three Hundred Thousand (300,000) shares of the par value of One Dollar (\$1.00) per share, having an aggregate par value of Three Hundred Thousand Dollars (\$300,000.00), divided into two classes as follows:

Class A Common Stock:

One Hundred Thousand (100,000) shares of a par value of One Dollar (\$1.00) per share.

Class B Common Stock:

Two Hundred Thousand (200,000) shares of a par value of One Dollar (\$1.00) per share.

The holders of Class A Common Stock and the holders of Class B Common Stock will participate equally in the earnings of the common stock of the Corporation share for share according to the number of shares of common stock respectively held by them; 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 required by law; each holder of Class A Common Stock shall have one vote for each share of stock so held; the Class B Common Stock shall have no voting power nor shall the holders thereof be entitled to receive notice of meetings of stockholders of the Corporation except meetings at which action is to be taken on which it is required by law that the owners of Class B Common Stock shall be entitled to vote; all rights to

subscribe to any new or increased issue of Class A Common Stock shall belong exclusively to the holders of Class A Common Stock and all rights to subscribe to any new or increased issue of Class B Common Stock shall belong to the holders of Class A Common Stock and Class B Common Stock according to the aggregate number of shares held by each respective stockholder.

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 Bernhard G. Charles, Herbert E. Clark, and William E. Fox.

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 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 17<sup>th</sup> day of September, A.D. 1969.

WITNESS:

Lucille E. Mowen  
Lucille E. Mowen

AS TO

Bernhard G. Charles  
Bernhard G. Charles

Lucille E. Mowen  
Lucille E. Mowen

AS TO

Herbert E. Clark  
Herbert E. Clark

Lucille E. Mowen  
Lucille E. Mowen

AS TO

William E. Fox  
William E. Fox

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 17<sup>th</sup> day of September, A.D. 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Bernhard G. Charles, Herbert E. Clark, and William E. Fox and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.



Lucille E. Mowen  
Notary Public.  
Lucille E. Mowen

ARTICLES OF INCORPORATION  
OF  
FOXDATA CORPORATION

STATE OF MARYLAND  
DEPARTMENT OF ASSESSMENTS AND TAXATION  
RECORDS SECTION  
SEP 22 1969  
FOLIO 7758-48

approved and received for record by the State Department of Assessments and Taxation  
of Maryland September 22, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12743

Recorded in Liber 7758-48, folio 7, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 60.00 Recording fee paid \$ 17.00

137

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 March 10, 1970 at 9:30 A.M. Liber 19,  
Receipt No. 8082

ARTICLES OF INCORPORATION  
OF  
PORTER HOLDING COMPANY

\* \* \* \*

FIRST: WE, THE UNDERSIGNED, Sam C. Butler, Jr., Richard B. Ford, and George M. Ward, the post-office address of each of whom is 918 - 16th Street, N. W., Washington, D. C. 20006, each 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 as incorporators with the intention of forming a corporation.

SECOND: The name of the corporation is  
PORTER HOLDING COMPANY

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

To hold controlling stock interest in corporations engaged in motor hotel business; to acquire by purchase, subscription, contract or otherwise, and to hold, sell, exchange or otherwise dispose of, mortgage, pledge or turn to account or realize upon, and generally to deal in and with, securities, shares, stocks, bonds, debentures, coupons, notes, scrip, mortgages, evidences of indebtedness, commercial paper, certificates of indebtedness and certificates of interest and all trust participation and other certificates of, and receipts evidencing interest in, any such securities.

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

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

To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation 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.

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

To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations,

syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

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

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

To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment

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

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

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

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

FOURTH: The post-office address of the principal office of the corporation in this State is 900 Dual Highway, Hagerstown, Maryland 21740 . The name of the resident agent of the corporation in this State is Maurice Porter, a resident of this State, and the post-office address of the resident agent is 900 Dual Highway, Hagerstown, Maryland 21740.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is ten thousand (10,000) shares, all of one class, of the par value of Ten Dollars (\$10.00) each and of the 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 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:

Maurice Porter  
Robert H. Kapp  
Robert J. 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:

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.

No holder of shares of stock of any class shall be entitled as a matter of right to subscribe for or purchase or receive any part of any new or additional issue of shares of stock of any class or of securities convertible into shares of stock of any class, whether now or hereafter authorized or whether issued for money, for a consideration other than money or by way of dividend.

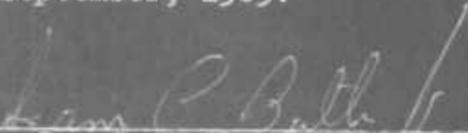
Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon.

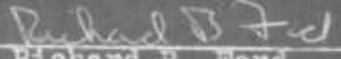
The corporation reserves the right from time to time to make any amendment of its charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its charter, of any outstanding stock.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned incorporators of PORTER HOLDING COMPANY who executed the foregoing Articles of Incorporation hereby acknowledge the same to be their act and further acknowledge that, to the best of their knowledge the matters and facts set forth therein are true in all material respects under the penalties of perjury.

Dated the 16th day of September, 1969.

  
\_\_\_\_\_  
Sam C. Butler, Jr.

  
\_\_\_\_\_  
Richard B. Ford

  
\_\_\_\_\_  
George M. Ward

ARTICLES OF INCORPORATION  
OF  
PORTER HOLDING COMPANY

STATE OF MARYLAND  
RECEIVED  
TY  
ORD  
8062  
MAY 10 0 11 70  
LIBER FOLIO  
LANS O  
LEAK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland September 17, 1969 at 2:51 o'clock P. M. as in conformity  
with law and ordered recorded.

A 12792

Recorded in Lib 7958-317, folio 317, 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

133

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 March 10, 1970 at 9:30 A.M. Liber 19,  
Receipt No. 8082

HOFF, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, HOWARD A. HOFF, whose post office address is Route 7, Frederick, Maryland; DORTHINE M. HOFF, whose post office address is Route 7, Frederick, Maryland; and MAYNARD ROBERT BAILEY whose post office address is Box 98, Maugansville, 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:

HOFF, INC.

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

A. To engage in the operation, conduct and management of a liquor store for the sale of beer, wine, distilled spirits and sundrie merchandise, and other allied businesses;

B. To purchase and acquire taverns and restaurants and to engage in the on-off sale dispensing of alcoholic beverages and food, and generally to purchase or otherwise acquire restaurants and taverns, and to own, hold, lease, rent or sell such business or businesses;

C. To engage in and carry on a general investment business;

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

E. 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 124-126 Cumberland Street, Clear Spring, Washington County, Maryland. The resident agent of the Corporation is MAYNARD ROBERT BAILY whose post office address is Box 98, Maugansville, 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-assessable shares of the 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 HOWARD A. HOFF, DORTHINE M. HOFF and MAYNARD ROBERT BAILEY.

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 28<sup>th</sup> day of August A.D., 1969.

Howard A. Hoff  
Howard A. Hoff

Dorthine M. Hoff  
Dorthine M. Hoff

WITNESS:

Elizabeth W. Fournier

Maynard R. Bailey  
Maynard R. Bailey

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 28<sup>th</sup> day of August A.D., 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Howard A. Hoff, Dorthine M. Hoff and Maynard R. Bailey, 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.

Pamela A. Elliott  
Notary Public

My Commission expires:  
July 1, 1974



ARTICLES OF INCORPORATION  
OF  
HOFF, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 5882  
MAR 10 9 30 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LARD  VAUGHN J. BAKER, ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland September 4, 1969 at 1:58 o'clock P. M. as in conformity  
with law and ordered recorded.

A 12827

Recorded in Liber 7758568, 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 Keller*



Received for record March 10, 1970 at 9:30 A.M. Liber 19,  
Receipt No. 8082

ARTICLES OF INCORPORATION

OF

WILCRAFT PRODUCTS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Milton L. Kershner, whose post office address is 335 Linganore Avenue, Hagerstown, Maryland, 21740; Shirley A. Kershner, whose post office address is 335 Linganore Avenue, Hagerstown, Maryland, 21740; and William H. McMillen, whose post office address is 202 Woodpoint Avenue, Hagerstown, Maryland, 21740, and 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:

WILCRAFT PRODUCTS, INC.

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

1. To engage in the business of manufacturing, buying, selling and distributing materials, products and parts to be used in the fabrication and construction of kitchen cabinets and custom built kitchens, and to supply all services in connection with the same, and to build, repair and remodel houses and other structures, and to conduct a mercantile business, wholesale or retail, in connection with said operations, all of the foregoing within

Washington County, State of Maryland, or at such other place or places as may be determined upon by the Board of Directors of this Corporation, and to do and transact such other business, subject to the laws of this or any other State or County, that may be calculated to promote the interests of the Corporation.

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

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

4. To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, 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, good will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other business that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, 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 State 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 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.

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

interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities, or other 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 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.

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

11. To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies, 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 1310 West Washington Street, Hagerstown, Maryland, 21740; the resident agent of the Corporation is Milton L. Kershner, whose post office address is 335 Linganore Avenue, 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 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 four (4) directors, and Milton L. Kershner, Shirley A. Kershner, William H. McMillen and Patricia McMillen 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 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 a 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 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 change 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 rights 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 25th day of Sept, A.D., 1969.

Witness:

Milton L. Kershner (SEAL)  
MILTON L. KERSHNER

Doni J. Culp

Shirley A. Kershner (SEAL)  
SHIRLEY A. KERSHNER

Doni J. Culp

William H. McMillen (SEAL)  
WILLIAM H. McMILLEN

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

I HEREBY CERTIFY, That on this 25th day of Sept, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Milton L. Kershner, Shirley A. Kershner, and William H. McMillen, 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 Official Notarial Seal.



Doni J. Culp  
Notary Public

My Commission Expires: July 1, 1970

ARTICLES OF INCORPORATION  
OF  
WILCRAFT PRODUCTS, INC.

WASHINGTON COUNTY  
RECORDS & CLERK  
RECEIVED  
OCT 10 9 33 AM '70  
LIBER FOLIO  
LAND CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland October 1, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12873

7459 10 572  
~~7759~~ #6

Recorded in Liber 7459, folio 10 572, 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 Heller*



mfr

Received for record March 10, 1970 at 9:30 A. M. Liber 19,  
Receipt No. 8082

RAY KLINE ROOFING & SIDING, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, RAYMOND W, KLINE, JR., whose post office address is Route # 1, Smithsburg, Maryland 21783; FLOYD R. KLINE, whose post office address is Beaver Creek Road, Funkstown, Maryland 21734; and Vincent E. HEYWORTH, whose post office address is 21 Broadway, Hagerstown, Maryland 21740; 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

RAY KLINE ROOFING & SIDING, INC.

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

- A. To engage in and carry on a retail roofing and siding 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 730 Virginia Avenue, Hagerstown, Maryland 21740. The resident agent of the Corporation is Raymond W. Kline, Jr., whose post office address is Route # 1, Smithsburg, Maryland 21783. 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 thousand (1,000) shares, consisting of one thousand (1,000) fully paid and non-assessable shares of common stock with a par value of ONE HUNDRED DOLLARS (\$100.00) each.



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 17 day of September, A.D. 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Raymond, W. Kline, Jr., Floyd R. Kline, and Vincent E. Heyworth, 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.



My Commission Expires:  
July 1, 1970

*Laurence Baker*  
Notary Public

OF  
RAY KLINE ROOFING & SIDING, INC.

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD RECEIPT NO. 5082  
MAR 10 9 30 AM '70  
LIBER FOLIO  
AND  
MAYOR J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland September 19, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 12673

Recorded in Lib 7757-169, 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*



Received for record March 10, 1970 at 9:30 A.M. Liber 19,  
Receipt No. 8082

ARTICLES OF INCORPORATION OF  
HOPEWELL INDUSTRIES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, C. William Hetzer, whose postoffice address is Marion Street, Hagerstown, Maryland 21740; C. William Hetzer, Jr., whose postoffice address is Marion Street, Hagerstown, Maryland 21740; and Irving M. Einbinder, whose postoffice address is 29 West Franklin Street, 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:

HOPEWELL INDUSTRIES, INC.

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

(a) To promote industrial park areas; to erect buildings; to promote industry; to franchise businesses; to prepare and grade land for commercial use.

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

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

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

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

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

(g) to purchase or otherwise acquire, hold and re-issue shares of its capital stock; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the Laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other

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

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

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

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

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

The 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 Marion Street, Hagerstown, Maryland 21740. The resident agent of the Corporation is C. William Hetzer, whose postoffice address is Marion 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 authority to issue is 10,000 shares of the par value of \$25.00 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 \$250,000.00.

SIXTH: The Corporation shall have three directors and C. William Hetzer, C. William Hetzer, Jr., and Irving M. Einbinder shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

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

(c) The Board of Directors shall have power, from

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

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

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

time existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of the 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 this 19<sup>th</sup> day of September, 1969.

Witness:

Evelyn C. Miller as to C. William Hetzer  
C. William Hetzer

Phyllis H. Nunamaker as to C. William Hetzer, Jr.  
C. William Hetzer, Jr.

Evelyn C. Miller as to Irving M. Einbinder  
Irving M. Einbinder

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

THIS IS TO CERTIFY, that on this 19<sup>th</sup> day of September, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared C. William Hetzer, C. William Hetzer, Jr., and Irving M. Einbinder and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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



My Commission Expires:  
July 1, 1970

Evelyn C. Miller  
Notary Public

ARTICLES OF INCORPORATION  
OF  
HOPEWELL INDUSTRIES, INC.

STATE OF M.D. COUNTY  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 8882  
MAR 10 9 30 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
WALTER J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland September 24, 1969 at 9:00 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12694

Recorded in Liber 7757-318, folio 318, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 50.00 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 Keller*



mfr

Received for record March 10, 1970 at 9:30 A.M. Liber 19,  
Receipt No. 8082

ARTICLES OF INCORPORATION  
OF  
KEAGY AND RYAN INC.

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 Keagy and Ryan 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:

To engage generally in the real estate business, as agent, broker or in any other lawful capacity and generally to own, hold, purchase, sell, convey, assign, mortgage, lease, develop and improve or otherwise acquire, encumber, deal in and dispose of real, personal and mixed property of every kind, class, character and description whatsoever or any interest therein.

To build, construct, maintain, erect, alter and repair any and all kinds of dwellings, apartments, garages, buildings, works and erections of every kind and description on real and lease hold property belonging to said Corporation.

To conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering and repairing or doing any work in connection with any and all classes of buildings and improvements of any kind and nature whatsoever, including building, rebuilding, altering, repairing or improvement of houses, factories, buildings or erections of any kind or description whatsoever.

To own, hold, purchase, sell, convey, assign, mortgage, lease, develop and improve or otherwise acquire, encumber, manage, operate, deal in and dispose of and to aid and subscribe toward the acquisition, construction, equipment or improvement of plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of aforesaid objects, purposes or business's or any of them.

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.

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 E. 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 one thousand (1,000) shares having an aggregate par value of ten thousand (\$10,000) 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 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 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 9th day of September 1969

*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 on the 9th day of September 1969, before me, the subscriber, a notary public of 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 H. [Signature]*  
Notary Public - Maryland

242

ARTICLES OF INCORPORATION  
OF  
KEAGY AND RYAN INC.

STATE OF M.D.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. *8882*  
MAR 10 9 30 AM '70  
LIBER        FOLIO         
LAND   
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland      September 9, 1969      at 1:15 o'clock      P. M. as in conformity  
with law and ordered recorded.

A 12544

Recorded in Liber *7755*, folio *542*<sup>4</sup>, 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*



W 244

Received for record March 10, 1970 at 9:30 A.M. Liber 19,  
Receipt No. 8082

ARTICLES OF AMENDMENT  
OF  
CENTRAL MOTORS, INC.

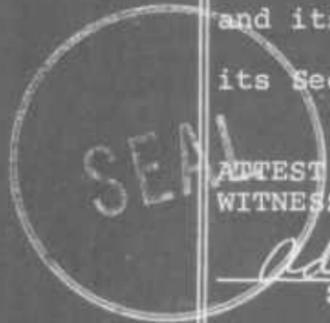
Central Motors, Inc., a Maryland Corporation, having its principal office in Hagerstown, Washington County, Maryland, (hereinafter called the Corporation) hereby certifies to the State Department of Assessment and Taxation of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended to change the name of the Corporation 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 CENTRAL MOTORS DODGE, INC.

The Board of Directors of the Corporation at a special meeting duly convened and held on July 30, 1969 adopted a Resolution in which was set forth the foregoing Amendment to the Charter, thereafter, the Stockholders of the Corporation, by unanimous written consent, approved said Amendment and the change of name therein contained.

In Witness Whereof, Central Motors, 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 to by its Secretary this 31<sup>st</sup> day of July, 1969.



ATTEST as to Seal  
WITNESS as to Signature  
Adelaide Stonebraker  
Secretary

CENTRAL MOTORS, INC.  
By John E. Stonebraker, Jr.  
President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 31<sup>st</sup> day of July, 1969, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared John E. Stonebraker, Jr., who acknowledged himself to be President of Central Motors, Inc., and, as such President and being authorized so to do, did make oath that the matters and facts set forth in the foregoing Articles of Amendment are true and correct and that he executed the same for the Corporation as its act and deed.

Witness my hand and Official Notarial Seal.

John E. Stonebraker, Jr.  
Notary Public

My Comm. Expires:  
July 1, 1970

ARTICLES OF AMENDMENT  
OF  
CENTRAL MOTORS, INC.  
changing its name to  
CENTRAL MOTORS DODGE, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
SEPTEMBER 11 1969  
APR 10 9 31 AM '70  
FOLIO  
CLERK OF THE COURT

approved and received for record by the State Department of Assessments and Taxation  
of Maryland September 11, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12447

Recorded in Liber 7754-557<sup>2</sup>, folio 557, 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. Miller*



Received for record March 10, 1970 at 9:30 A.M. Liber 19, Receipt  
No. 8082

THE UHL FOUNDATION, INC.

ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION

THE UHL FOUNDATION, INC., a Maryland corporation having  
its principal office in Washington County, Maryland (hereinafter  
called the "Corporation"), hereby certifies to the State Depart-  
ment of Assessments and Taxation of Maryland, that:

FIRST: The Articles of Incorporation are hereby  
amended by deleting from Article Third thereof, in  
the third line of said Article, the purpose identi-  
fied as "testing for public safety."

SECOND: Pursuant to notice of a Special Meeting of  
the members of the Foundation a meeting of all mem-  
bers was held on August 22, 1969 and at said meeting  
the members unanimously adopted a resolution in which  
was set forth the foregoing amendment to the Articles  
of Incorporation.

IN WITNESS WHEREOF, THE UHL FOUNDATION, INC. has caused  
these presents to be signed in its name and on its behalf by its

President and attested by its Secretary, on this 3rd day of September, 1969.



THE UHL FOUNDATION, INC.

By Edward G. Uhl  
Edward G. Uhl, President

ATTEST:  
By Mary Stuart Brugh Uhl  
Mary Stuart Brugh Uhl, Secretary

STATE OF MARYLAND )  
                          ) ss:  
COUNTY OF WASHINGTON)

I HEREBY CERTIFY that on the 3rd day of September, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared EDWARD G. UHL, President of THE UHL FOUNDATION, INC., a Maryland corporation, and in the name and on behalf of said Corporation acknowledge the foregoing Articles of Amendment to be the Corporate act of said Corporation; and at the same time personally appeared MARY STUART BRUGH UHL and made oath in due form of law that she was Secretary of the meeting of members of said Corporation at which an amendment of the Articles of Incorporation, as 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 to the best of her knowledge, information and belief.

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



Ella T. Shaffer  
Ella T. Shaffer, Notary Public  
Notary Public, Washington County  
Certificate filed in Washington County

My commission expires: July 1, 1970.

ARTICLES OF AMENDMENT  
OF  
THE UHL FOUNDATION, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 5883  
MAR 10 9 31 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland September 4, 1969 at 4:00 o'clock P. M. as in conformity  
with law and ordered recorded.

A 12452

Recorded in Lib 7754, folio 573<sup>3</sup>, 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 Keller*



Received for record March 10, 1970 at 9:30 A.M. Liber 19,  
Receipt No. 8082

ARTICLES OF AMENDMENT  
OF  
EASTERN FINANCE CORPORATION OF HANCOCK

The undersigned officers of Eastern Finance Corporation of Hancock (hereinafter referred to as the corporation), existing pursuant to the Laws of Maryland desiring to give notice of corporate action effectuating amendment of a certain individual article of its articles of incorporation, certify the following facts:

Subdivision A

The Amendment

The exact text of article Sixth of the articles of incorporation of the corporation, as amended (hereinafter referred to as the amendment), now is as follows:

Article Sixth

The total number of shares of stock which the Corporation has authority to issue is five hundred (500), 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 Fifty Thousand Dollars (\$50,000.00).

Subdivision B

Manner of Adoption and Vote

1. Action of Directors

The board of directors of the corporation, at a meeting thereof, duly called, constituted and held on June 30, 1969, at which a quorum of such board of directors was present, duly adopted a resolution proposing to the shareholders of the corporation entitled to vote in respect of the amendments that the provisions and terms of article Sixth of its articles of incorporation be amended so as to read as set forth in the amendment; and called a meeting of such shareholders, to be held July 11, 1969, to adopt or reject the amendment.

## 2. Action by Shareholders

The shareholders of the corporation entitled to vote in respect of the amendment, at a meeting thereof, duly called, constituted and held on July 11, 1969, at which the holders of one hundred percent (100%) of the shares of the common stock of the corporation were present in person or by proxy, adopted the amendment. One hundred percent (100%) of the shares of common stock of the corporation were voted in favor of the adoption of the amendment.

## Subdivision C

Statement of Changes Made with Respect to the  
Shares Heretofore Authorized

## 1. Shares Heretofore Authorized

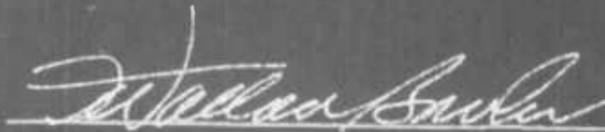
The corporation had authority to issue prior to the amendment an aggregate of two hundred (200) shares of common stock with par value of One Hundred Dollars (\$100.00).

## 2. Shares Hereafter Authorized

The aggregate number of shares which the corporation will have authority to issue after giving effect to the amendment is as follows:

Five hundred (500) shares of common stock with par value \$100.00 per share.

In witness whereof, the undersigned officers executed these articles of amendment of the articles of incorporation of the corporation, and certify to the truth of the facts herein stated, this 4th day of August , 1969.



F. WALLACE BOWLER  
President of Eastern Finance  
Corporation of Hancock



B. E. BARNETT  
Secretary of Eastern Finance  
Corporation of Hancock



STATE OF VIRGINIA, CITY OF NORFOLK, TO WIT:

I, the undersigned, a Notary Public duly commissioned to take acknowledgements and administer oaths in the State of Virginia, certify that F. WALLACE BOWLER, President and B. E. BARNETT, Secretary of Eastern Finance Corporation of Hancock, the officers executing the foregoing articles of amendment of articles of incorporation, personally appeared before me; acknowledged the execution thereof; and swore to the truth of the facts therein stated.

Witness my hand and Notarial Seal this 4th day of August, 1969.

*Barbara E. Capps*  
NOTARY PUBLIC



My Commission Expires September 25, 1970

The matters and facts set forth in the foregoing articles of amendment with respect to approval by the Board of Directors and the Stockholders are hereby certified to be correct.

*B. E. Barnett*  
Secretary of Board of Directors  
and Stockholders Meeting

*F. Wallace Bowler*  
Chairman of Board of Directors  
and Stockholders Meeting

STATE OF VIRGINIA, CITY OF NORFOLK, TO WIT:

I HEREBY CERTIFY, that on this 4th day of August, 1969, before me, the undersigned, a Notary Public in and for the City and State aforesaid, personally appeared F. WALLACE BOWLER, Chairman of the Board of Directors and Stockholders Meeting and B. E. BARNETT, Secretary of Board of Directors and Stockholders Meeting, and they made oath in due form of law that the matters and facts contained in the foregoing Articles of Amendment of Eastern Finance Corporation of Hancock are true and correct to the best of their knowledge, information and belief.

AS WITNESS, my hand and Notarial Seal.

*Barbara E. Capps*  
NOTARY PUBLIC



My Commission Expires September 25, 1970

ARTICLES OF AMENDMENT  
OF  
EASTERN FINANCE CORPORATION OF HANCOCK

STATE OF WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 5085  
MAR 10 9 31 AM '70  
LIBER FOLIO  
LAND  
MARSHY & BAKER ACT CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland August 19, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 12724

Recorded in Lib 4 7757-485, 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 Keller*



Received for record March 10, 1970 at 9:30 A. M. Liber 19,  
Receipt No. 8082

THE AMERICAN HERITAGE  
HOME OWNERS FOUNDATION, INC.

ARTICLES OF AMENDMENT

The American Heritage Home Owners Foundation, Inc., a non-stock Maryland corporation, having its principal office in Hancock, Washington County, Maryland, (hereinafter called the Foundation), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Charter of the Foundation is hereby amended by striking out Section 2, Article VII, of the Articles of Incorporation and inserting in lieu thereof the following:

2. Election of Members. 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 members as shall be elected yearly at the annual meeting of the Members. Members shall be elected by a plurality of the votes cast and may succeed themselves annually. Each elected member shall retain membership until the end of the annual meeting next after his election or until his death, resignation, or removal in accordance with the By-laws of the Foundation.

3. Eligibility of Members. Other than the original incorporators and founders the members may be persons, associations, public officials by title, or corporations.

SECOND: The Board of Directors of the Foundation at a meeting duly convened and held on August 21, 1969, 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 necessary because the Washington County Council of Churches has not accepted sponsorship of the Foundation as originally provided for in the Articles of Incorporation, and directed that the resolution be submitted for action thereon at a special

meeting of the Members of the Foundation to be held on August 28, 1969.

THIRD: Notice setting forth the said Amendment of the 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 entitled to vote thereon; there being no other members of the Foundation not entitled to vote thereon; and, further, no persons whose contract rights as expressly set forth in the Charter would be altered by the Amendment.

FOURTH: The Amendment of the Charter of the Foundation as hereinabove set forth was approved by the Members of the Foundation at said meeting by unanimous affirmative vote.

FIFTH: The Amendment of the Charter of the Foundation as hereinabove set forth has been duly advised by the Board of Directors and approved by the Members of the Foundation.

IN WITNESS WHEREOF, The American Heritage Home Owners Foundation, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on August 29, 1969.



THE AMERICAN HERITAGE HOME OWNERS FOUNDATION, INC.

By: Harry L. Powers, Jr.  
 Harry L. Powers, Jr.  
 President

Attest:

Jessie B. Snyder  
 Jessie B. Snyder, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 17<sup>th</sup> day of October, 1969, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Harry L. Powers, Jr., President of the American Heritage Home Owners Foundation, 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 Jessie B. Snyder and made oath in due form of law that she was Secretary of the meeting of the Members of said corporation at which the Amendment to 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.



My Commission Expires:

July 1, 1970

*Phyllis H. Munnamaker*  
Notary Public

ARTICLES OF AMENDMENT  
OF  
THE AMERICAN HERITAGE HOME OWNERS FOUNDATION, INC.

STATE OF WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 8062  
MAR 10 9 31 AM '79  
LIBER FOLIO  
LAND  
WASH. L. BAER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland October 20, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 12915

Recorded in Liber 7759-497, folio 4, 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 Keller*



*Mrs. Wagaman Law Firm Hager, Md.*

*3/12/70*

257

Received for record March 10, 1970 at 9:30 A.M. Liber 19, Receipt No. 8082

WAKENIGHT REALTY COMPANY, INC.  
Special Meeting of Board of Directors

A Special Meeting of the Board of Directors of the above named corporation was held at Room 421, Maryland National Bank Building, Hagerstown, Maryland at 9:00 a.m. on Friday, September 26, 1969 with the following directors present:

Helen E. Wakenight  
Charles F. Wagaman  
Charles F. Wagaman, Jr.

There was presented to the Board the necessity of appointing a new resident agent for the corporation in the place and stead of Albert B. Wakenight, deceased.

Upon motion duly made, seconded and unanimously carried it was

RESOLVED that Charles F. Wagaman be and he is hereby designated as the Resident Agent of the corporation, his address being Room 421, Maryland National Bank Building, Hagerstown, Maryland. ✓

There being no further business, the meeting thereupon adjourned.

*Charles F. Wagaman, Jr.*  
Charles F. Wagaman, Jr.  
Secretary

THIS WILL CERTIFY that the foregoing is a true copy of the Resolution of the above named corporation duly adopted at a meeting duly called and held as above stated.



*Charles F. Wagaman, Jr.*  
Charles F. Wagaman, Jr.  
Secretary

NOTICE OF CHANGE OF RESIDENT AGENT  
OF  
WAKENIGHT REALTY COMPANY, INC.

received for record *757* October 8, 1969

and recorded on Film No.

STATE OF MD  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. *5082*  
APR 10 9 31 AM '79  
Folio  
CLERK

at 8:49 A. M.

Frame No. *111* 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 No. 6333

*7*

SPECIAL FEE PAID \$3.00  
Recording Fee Paid 2.00  
\$5.00

Mr. Clerk - please mail to Mr. Charles F. Wagaman  
Wagaman, Wagaman, Meyers & Hauver, Esqs.  
Maryland National Bank Bldg.  
Hagerstown, Md. 21740

Received for record March 10, 1970 at 9:30 A.M. Liber 19, Receipt  
No. 8082

MARYLAND METALS, INC.

ARTICLES OF AMENDMENT

MARYLAND METALS, INC., a Maryland corporation having its principal office at 304 West Church Street, 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 all of article Fifth of the certificate of incorporation and inserting in lieu thereof the following:

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is five thousand (5,000) shares, divided into four thousand (4,000) shares of the par value of One Hundred Dollars (\$100.00) a share of Preferred Stock having an aggregate par value of Four Hundred Thousand Dollars (\$400,000.00) and one thousand (1,000) shares without par value of Common stock.

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

PREFERRED STOCK

(a) Dividends: The holders of the preferred stock shall be entitled to receive from the surplus or net profits of the Corporation, when and as declared by its Board of Directors, dividends at the rate of eight percent (8%) per annum. Such dividends shall be non-cumulative but shall be payable before any dividends shall be paid or set apart on the common stock for the current year. The holders of the preferred stock shall not be entitled to participate in or receive any dividends or share of profits, whether payable in cash, stock or property, in excess of the aforesaid non-cumulative dividends.

(b) Preferences upon Liquidation, Etc.: In the event of the liquidation, dissolution or winding up of the Corporation (whether voluntary or involuntary), the holders of the issued and outstanding preferred stock shall be entitled to receive out of the assets, before any distribution to the holders of any other class of stock, a sum equal to One Hundred Dollars (\$100.00) for each share, plus all declared but unpaid dividends thereon. A consolidation or merger of the Corporation with any other corporation or corporations shall not be deemed to be a liquidation, dissolution or winding up within the meaning of this clause.

(c) Voting Rights: Except as provided by law, the holders of the preferred stock shall not be entitled to vote under any circumstances or in connection with any action taken by the Corporation.

(d) Redemption: At the option of the Board of Directors, the whole or any part of the preferred stock outstanding at any time may be redeemed by the Corporation at One Hundred Five Dollars (\$105.00) per share, together with all declared but unpaid dividends thereon to the date of redemption, upon not less than thirty (30) days' previous notice given by mail to the holders of record of the preferred stock. In the event that less than all of the outstanding preferred stock is to be redeemed, the redemption may be effected either by lot or pro rata, in such manner as may be prescribed by resolution of the Board of Directors. After any of the outstanding preferred stock shall have been called for redemption and the holders thereof duly notified and the funds necessary to effect such redemption have been set aside by the Board of Directors, the holders thereof shall have no further rights as stockholders of the Corporation but shall be entitled only upon presentation of the certificates, properly endorsed, to receive the redemption value thereof, as above set forth. Notice of redemption shall be deemed to have been given when addressed to such preferred stockholders at the addresses recorded on the books of the Corporation and mailed at Hagerstown, State of Maryland. Any preferred stock purchased by the Corporation through negotiation or agreement at a price less or more than One Hundred Five Dollars (\$105.00) a share shall be considered to be a redemption within the meaning of this paragraph.

#### COMMON STOCK

(a) Dividends: After all dividends on the outstanding preferred stock shall have been declared for the current year and the Corporation shall have paid the same or shall have set aside a sum sufficient therefor, the holders of the outstanding common

stock shall be entitled to receive out of the remaining surplus or net profits, such dividends as may be declared by the Board of Directors.

(b) Preferences upon Liquidation, Etc.: In the event of the dissolution or winding up of the Corporation (whether voluntary or involuntary), the holders of the outstanding common stock, after the payments hereinbefore provided for have been made to the holders of the outstanding preferred stock, shall be entitled to share equally, share for share, in all remaining assets available for distribution. A consolidation or merger of the Corporation with any other corporation or corporations shall not be deemed to be a liquidation or winding up within the meaning of this clause.

(c) Voting Rights: Each share of common stock shall entitle the holder of record thereof to one vote in all proceedings in which action shall be taken by stockholders of the Corporation.

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on September 12, 1969, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment to the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on September 26, 1969 unless the registered owners of all shares of the outstanding stock of the Corporation consent to said amendment prior to such date.

THIRD: Notice setting forth the said amendment of the charter, and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given to all stockholders of the Corporation, there being no stockholders of the Corporation who were not entitled to vote thereon.

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth was consented to in writing by all of the

stockholders of the Corporation on September 26, 1969.

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.

SIXTH: (a) The total number 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 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).

(b) The total number of shares of all classes of stock of the Corporation as increased, and the number and par value of the shares of each class, are as follows:

Five thousand (5,000) shares, divided into four thousand (4,000) shares of the par value of One Hundred Dollars (\$100.00) a share of Preferred Stock having an aggregate par value of Four Hundred Thousand Dollars (\$400,000.00) and one thousand (1,000) shares without par value of Common Stock.

(c) A description of each class of stock of the Corporation with the preferences and other rights, voting powers, restrictions, limitations as to dividends, and qualifications, of each class of the authorized capital stock as increased are as set forth in Article FIRST hereof.

IN WITNESS WHEREOF, MARYLAND METALS, 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

September 26, 1969.

Attest:

  
Robert M. Kerstein, Secretary

MARYLAND METALS, INC.

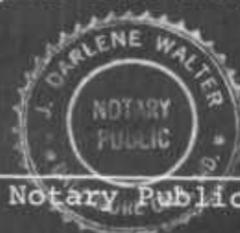
By   
Harry Kerstein, President

STATE OF MARYLAND :  
 CITY OF BALTIMORE : SS

I HEREBY CERTIFY that on September 26, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared Harry Kerstein, President of Maryland Metals, Inc., a Maryland corporation, and in the name of and on behalf of the said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Robert M. Kerstein, Secretary of the said Corporation, and made oath in due form of law that the registered owners of all of the outstanding stock of the said Corporation consented in writing to the amendment of the charter of the Corporation, 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.

*J. Darlene Walter*  
 J. Darlene Walter, Notary Public



ARTICLES OF AMENDMENT  
OF  
MARYLAND METALS, INC.

STATE OF MD. COUNTY  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
EXCEPT NO. 5882  
MAR 10 9 31 AM '79  
LIBER FOLIO  
AND  
MAYOR J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland September 29, 1969 at 2:00 o'clock P. M. as in conformity  
with law and ordered recorded.

A 12874

Recorded in Liber 7759-226<sup>6</sup>, folio 226, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 64.00 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 Heller*



Received for record March 16, 1970 at 11:31 A.M. Liber 19,  
Receipt No. 8194

ARTICLES OF INCORPORATION

OF

SWISHER'S, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Mitchell Stevan, Sanford A. Harris and Howard A. Rubenstein, all of whose post office address is 440 Tower Building, Baltimore, Maryland 21202, and 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, hereafter "Corporation," is SWISHER'S, 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 acquire the raw materials for, to process, to cook, to package, to sell, to merchandise and to distribute potato chips and other food products.
- (b) To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.
- (c) To carry on any other business or businesses which may be calculated directly or indirectly to effectuate the aforesaid objects or any of them, and to facilitate the transaction by the Corporation of the aforesaid business or any part thereof, or the transaction of any other business which

may be conducted either directly or indirectly to enhance the value of its assets and property. It is the intention that the above clause shall in no way be limited or restricted by reference to or inference from any other clauses of this Paragraph or any other clauses or paragraphs of these Articles of Incorporation, but that the objects, purposes and powers specified in this paragraph and in each of the clauses and paragraphs of these Articles shall be independent objects, purposes and powers. And in general to exercise and enjoy all other privileges, rights and powers granted to or conferred upon corporations by the General Laws of the State of Maryland, now or hereafter in force. The enumeration of special powers, as herein specified, not being intended to exclude or to be construed as a waiver or limitation of 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 1600 Salem Avenue Extended, Hagerstown, Maryland 21740, and the name and the post office address of the resident agent of the Corporation are Herbert L. Bent, 313 Glenrae Drive, Catonsville, Maryland 21228, and the said Herbert L. Bent is a citizen of this State and actually resides therein.

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

SIXTH: The number of directors of the Corporation shall be three (3) which said number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than three (3). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Mitchell Stevan, Sanford A. Harris and Howard A. Rubenstein.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of fully paid and non-assessable shares, whether now or hereafter authorized, for such consideration as the 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 of the Corporation to be issued.

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

IN WITNESS WHEREOF, we have hereunto set our hands this 20<sup>th</sup> day of November, 1969.

Mitchell Stevan (SEAL)  
Mitchell Stevan

Sanford A. Harris (SEAL)  
Sanford A. Harris

Howard A. Rubenstein (SEAL)  
Howard A. Rubenstein

ATTEST:

Christine Gilbert  
Christine Gilbert

STATE OF MARYLAND  
TO WIT:  
CITY OF BALTIMORE

THIS IS TO CERTIFY that on this 20<sup>th</sup> day of November, 1969 before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore aforesaid, personally appeared Mitchell Stevan, Sanford A. Harris and Howard A. Rubenstein, and they severally acknowledged the foregoing Articles of Incorporation to be their act.



Mary A. Uttenreither  
Mary A. Uttenreither, Notary Public

ARTICLES OF INCORPORATION  
OF  
SWISHER'S, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECORDING  
MAY 16 11 31 AM '70  
LIBR. REG. CLERK  
MAY 16 11 31 AM '70  
LIBR. REG. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland November 21, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 13836

Recorded in Liber 7769-414, folio 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.

*Richard Kelly*



Received for record March 16, 1970 at 11:31 A.M. Liber 19,  
Receipt No. 8194

ARTICLES OF INCORPORATION

OF

LARSTAN INDUSTRIES, 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: "LARSTAN INDUSTRIES, INC."

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

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

(b) To process, manufacture, install, warehouse, transport, operate, conduct, and maintain a business of manufacturing, buying, selling, importing, exporting, or otherwise engaged in wholesale or at retail all types of supplies, materials, tools, machinery, appliances, and equipment of all kinds.

(c) To purchase, improve, develop, lease, exchange, sell, dispose of and otherwise deal in and engage in 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.

(d) To engage in the business of transporting persons and property for hire by motor vehicle, aircraft, water craft, and any other means of conveyance as a common carrier or otherwise and to acquire, own, operate, lease, and dispose of

like businesses.

(e) 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.

(f) 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.

(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: Cavetown Pike, 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 Street, 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 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 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: Lawrence Banks, Stanley F. Banks, and A. Walter Socolow.

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 26<sup>th</sup> day of November, 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 26<sup>th</sup> day of November, 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.

Olive R. Shupp  
Notary Public

OLIVE R. SHUPP  
NOTARY PUBLIC  
WASHINGTON COUNTY, MARYLAND  
My commission expires:  
July 1, 1970

ARTICLES OF INCORPORATION  
OF  
LARSTAN INDUSTRIES, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
MAR 16 11 31 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND  VAUGHN J. JAMES ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland November 28, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 14041

Recorded in Liber 7772-82<sup>5</sup>, 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.

*Richard Keller*



Received for record March 16, 1970 at 11:31 A.M. Liber 19,  
Receipt No. 8194

ARTICLES OF INCORPORATION  
OF  
HAGERSTOWN ZONTA CLUB FOUNDATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Sylvia G. Parks, whose post office address is 1830 Fountain Head Road, Hagerstown, Maryland, 21740, Virginia M. Clark, whose post office address is 1018 The Terrace, Hagerstown, Maryland, 21740, Mary Louise Raup, 24 Clinton Avenue, Hagerstown, Maryland, 21740, and Alice R. Downey, whose post office address is Route 1, Williamsport, Maryland, 21795, 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 ZONTA CLUB FOUNDATION, INC."

THIRD: The Corporation is formed for charitable, educational, scientific and religious purposes exclusively. For these purposes the Corporation shall have the following powers:

(a) To receive gifts, contributions, bequests and devises of funds and other property, and to hold, accrue, manage, administer, invest, sell and reinvest the same and use the income therefrom and the principal for such charitable, educational, scientific and religious purposes as may, from time to time, be determined by the Board of Directors of the Corporation.

(b) To acquire, establish and maintain institutions and agencies which may tend to advance the objects of the Corporation, to contribute to the support of charitable, educational, scientific and religious institutions and agencies, and to expend money for the charitable, educational, scientific and religious purposes.

(c) To invest and reinvest any principal or income in bonds, stocks, mortgages, real estate or any interest or estate therein, securities and any other medium of investment without limitation, and to deal with and expend the income and the principal of the corporation in such manner as in the absolute judgment of its Board of Directors will best promote its objects and purposes.

(d) Neither the income nor the principal of the Corporation's funds may be used for carrying on propaganda, or otherwise attempting, to influence legislation. All of the direct charitable, educational, scientific and religious activities of the Corporation shall be carried on within the United States of America or its possessions exclusively. All of the charitable, educational, scientific and religious institutions and agencies to which contributions may be given by the Corporation shall be only such that are created or organized in the United States or in any possessions thereof or under the laws of the United States or any State or Territory or any possession of the United States, and such that the contributions will be used within the United States of America or its possessions, exclusively.

(e) 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.

(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: Expenditure from the income and principal of the Corporation shall be made as determined by the Board of Directors of the Corporation and shall include but not be limited to the following specific uses and purposes:

(a) To expend its funds for the care, treatment and rehabilitation of crippled or otherwise handicapped persons, particularly children; to furnish funds to schools, hospitals, or other institutions, or to individuals, associations, or groups, for the care, treatment, education and support of such persons, and for the purpose of research into such care, treatment and education; to furnish to such crippled or otherwise handicapped persons such aids and appliances as may be necessary or advisable to assist them in carrying on their activities, and to furnish such aids and appliances either directly or through such institutions or others as named above.

(b) To pay the cost of transportation, care and treatment of such persons to and in such institutions as may be suitable.

(c) To carry on programs of sports, hobbies and other activities among children and young people for the purpose of furnishing wholesome recreation or other activities for such persons.

(d) To carry on educational and scientific projects for students; to raise funds for providing scholarships to needy students and to make such scholarships available either as gifts or as a loan.

(e) To raise and collect funds necessary for the carry-

ing out of any of its purposes by any lawful means.

FIFTH: The membership of this Corporation shall consist of the members of the Zonta Club of Hagerstown, Maryland.

SIXTH: The post office address of the place at which the principal office of the Corporation in this State is: 1830 Fountain Head Rd., Hagerstown, Md., 21740. The Resident Agent of the Corporation is: Sylvia G. Parks, whose post office address is: #1830 Fountain Head Road, Hagerstown, Maryland, 21740. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SEVENTH: The Corporation shall have no capital stock and no part of the Corporation's income or principal shall inure to the private benefit of any individual, except in payment for authorized services for the administration and conduct of the affairs of the Corporation or in carrying out its charitable, educational, scientific and religious purposes.

EIGHTH: (a) The Corporation may provide such By-laws for the conduct of its business and the carrying out of its purposes as it may deem necessary from time to time.

(b) Such By-laws may be amended by a majority vote of the membership present at any regular meeting or any special meeting called for that purpose.

NINTH: (a) The property of the Corporation shall be held and its business affairs managed and controlled by a Board of Directors, the number, method of selection and term of office of whom shall be determined as set forth in the By-laws.

(b) The following persons shall act as Directors of the Corporation until the first annual meeting, or until their successors are duly elected: Sylvia G. Parks, Virginia M. Clark, Mary Louise Raup and Alice R. Downey.

TENTH: (a) The annual meeting of the membership for the election of directors shall be held at such time and place as the Corporation, by its By-laws, shall determine.

(b) Ten members shall constitute a quorum for the holding of any meeting.

ELEVENTH: In the event of dissolution, the assets of this Corporation after paying all obligations, shall be transferred to:

(a) A State, a Territory, a possession of the United States, or any political subdivision of any of the foregoing; or to the United States or the District of Columbia, to be used exclusively for public purposes; or

(b) A corporation, trust, or community chest fund or foundation:

1. 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;

2. Organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes or for the prevention of cruelty to children or animals;

3. No part of the net earnings of which inures to the benefit of any private shareholder or individual; and

4. 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 2.

TWELFTH: These Articles of Incorporation may be amended at any regular weekly meeting of the membership, or special meeting called for that purpose, by an affirmative vote of two-thirds of the members present, provided that notice of intent to submit such amendments shall have been given to the membership at least six weeks prior to such meeting date.

THIRTEENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 31<sup>st</sup> day of October, 1969.

WITNESS:

Sylvia G. Parks  
Sylvia G. Parks

Virginia M. Clark  
Virginia M. Clark

Mary Louise Raup  
Mary Louise Raup

Alice R. Downey  
Alice R. Downey

Olive R. Shupp

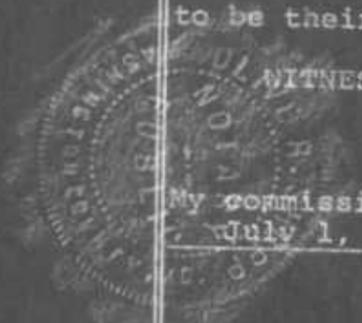
STATE OF MARYLAND, COUNTY OF WASHINGTON, to-wit:

I HEREBY CERTIFY, That on this 31<sup>st</sup> day of October, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Sylvia G. Parks, Virginia M. Clark, Mary Louise Raup and Alice R. Downey, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

My commission expires:  
July 1, 1970

Olive R. Shupp  
Notary Public



ARTICLES OF INCORPORATION  
OF  
HAGERSTOWN ZONTA CLUB FOUNDATION, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
Mar 16 11 51 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
YARDIN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland November 28, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 14044

Recorded in Liber 7772-149, 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 Keller*



Received for record March 16, 1970 at 11:32 A.M. Liber 19, Receipt No. 8194

THE CALVARY BRETHREN CHURCH OF HAGERSTOWN, MARYLAND

ARTICLES OF AMENDMENT

ARTICLE 1. The name of the corporation shall be "THE CALVARY BRETHREN CHURCH OF HAGERSTOWN, MARYLAND".

ARTICLE 2. The church or corporation shall be congregationally governed and independent of control by any outside person or ecclesiastical body. The general oversight of the local church shall be in the hands of the Pastor and Church Council, subject to the approval of the congregation at its quarterly or other called business meetings.

ARTICLE 3. The Church Council shall consist of the Pastor, the Trustees, the Deacons, the Church Recording Secretary, the Financial Secretary, the Treasurer, and the Sunday School Superintendent.

ARTICLE 4. The title to church property shall rest in the Trustees, a board of six (6) men, each above the age of Twenty-one (21) years, and elected as follows-- Each year there shall be elected two (2) Trustees who shall serve for the period of three (3) years and to take the place of the two (2) Trustees whose terms expire in that year. The terms of office of the Trustees shall be so determined that two (2) Trustees shall be elected each year at the October congregational business meeting. The Board of Trustees shall hold in trust property, both real and personal, now used, occupied or possessed by said church or which may be hereafter given, conveyed, bequeathed, or devised to said body corporate and which it may be lawful under the Constitution and Laws of Maryland for said Church to hold, the same to be held for the use and benefit of the corporation.

ARTICLE 5. Congregational business meetings shall be held quarterly, preferably the third Wednesday of the months of January, April, July and October. Other (special) congregational meetings may be called by majority vote of Pastor and Church Council, providing notice is given at a Sunday morning service three (3) days in advance of the proposed meeting. Reports of progress and activities of the previous quarter shall be given to the congregation at each quarterly business meeting, and an annual report for the previous year shall be given to the congregation at the January business meeting by the Pastor, the Church Treasurer, and the Trustees. Annual election of church officers shall be held during the third quarterly congregational business meeting in October, with new officers being installed January 1st following.

ARTICLE 6. A Church Constitution and By-Laws, outlining in detail the organization of the church, conditions of membership, authority and responsibilities of officers, shall be adopted by the congregation and accepted by two-thirds majority vote of members present at a business meeting. Nothing in the Constitution and By-Laws shall conflict with or supersede in any way the basic provisions of these Articles of Amendment, although the Constitution and By-Laws shall of necessity enlarge upon the provisions of the Articles of Amendment.

ARTICLE 7. Any person who shall have confessed that Jesus Christ is the Son of God and received Him as Saviour and Lord, and who shall have been baptized in water by triune immersion and who shall have consented to the covenants and provisions of the Constitution and By-Laws, may formally become a member of the church.

ARTICLE 8. The presence of twenty per cent (20%) of the active membership of this church sixteen (16) years of age and upward shall be deemed sufficient to constitute a quorum for the transaction of business at any regular or special meeting of the congregation.

ARTICLE 9. The congregation shall have the right to formulate and adopt rules and regulations for directing and managing its congregational affairs. The adoption of such rules and regulations shall be determined only by a majority of the lawful ballots cast by the members of the congregation at a regular or special meeting, of which meeting at least two (2) weeks' previous notice shall be given from the pulpit at a regular meeting of the congregation.

ARTICLE 10. These Articles of Amendment and the Constitution and By-Laws of the congregation may be amended by a two-thirds majority vote of all members eligible to vote and present at any regular meeting, or at a special meeting called for that purpose, provided that in either case at least ten (10) days notice of the proposed amendment shall be given and that the said period of ten (10) days shall include two (2) Sundays. An announcement from the pulpit at regular meetings of the congregation on two (2) successive Sundays shall be deemed a sufficient notice.

ARTICLE 11. The objects and purposes of the corporation are religious, and charitable and its duration shall be perpetual. The corporation holds to the orthodox Biblical position, with its doctrinal position adopted by the General Conference of the Brethren Church in 1921.

ARTICLE 12. The church shall reserve the right to license and ordain to the ministry male members only of the congregation.

ARTICLE 13. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation as set forth elsewhere in these articles. 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.

ARTICLE 14. Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (C) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine.

WITNESS:

A. Harold Arrington

Onnie B. Funk  
Onnie B. Funk, Trustee

Frank B. Allen  
Frank B. Allen, Trustee

Harold D. Martin  
Harold D. Martin, Trustee

Donald King  
Donald King, Trustee

Preston B. Stine  
Preston Stine, Trustee

I HEREBY CERTIFY, that the foregoing is a true and correct copy of the Articles of Amendment as adopted by the congregation of the Calvary Brethren Church of Hagerstown, Maryland, at a special meeting of said congregation held on July 20, 1969.

WITNESS:

Richard L. Cutshaw

A. Harold Arrington  
A. Harold Arrington,  
Pastor  
Meeting Chairman

ARTICLES OF AMENDMENT  
OF  
THE CALVARY BRETHERN CHURCH OF HAGERSTOWN MARYLAND

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIVED  
MAR 16 11 32 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
VAUGHN J. EMMER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland August 20, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 13833

7772 4 550  
~~7769 56~~

Recorded in Liber ~~7769~~, folio ~~56~~ 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.

*Richard Keller*



ARTICLES OF INCORPORATION

OF

KIDDIE KAMPUS INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, ROY W. HARNISH, WHOSE POSTOFFICE ADDRESS IS 2311 DIXIE DRIVE, HAGERSTOWN, MARYLAND, 21740, JACK A. DROOGER, WHOSE POSTOFFICE ADDRESS IS ROUTE 2, WILLIAMSPORT, MARYLAND, 21795 AND JACOB B. BERKSON, WHOSE POSTOFFICE ADDRESS IS 152 WEST WASHINGTON 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, 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:

KIDDIE KAMPUS INC.

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

(A) TO OPERATE A DAY CARE CENTER FOR PRE-SCHOOL CHILDREN.

(B) TO ENGAGE IN EDUCATIONAL ACTIVITIES AND BUSINESSES.

(C) TO ACQUIRE BY PURCHASE OR OTHERWISE, OWN, HOLD, BUY, SELL, CONVEY, LEASE, MORTGAGE OR INCUMBER REAL ESTATE OR OTHER PROPERTY, PERSONAL OR MIXED.

(D) TO CARRY ON AND TRANSACT, FOR ITSELF OR FOR ACCOUNT OF OTHERS, THE BUSINESS OF GENERAL MERCHANTS, GENERAL BROKERS, GENERAL AGENTS, MANUFACTURERS, BUYERS AND SELLERS OF, DEALERS IN, IMPORTERS AND EXPORTERS OF NATURAL PRODUCTS, RAW MATERIALS, MANUFACTURED PRODUCTS AND MARKETABLE GOODS, WARES AND MERCHANDISE OF EVERY DESCRIPTION.

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

THE INDEBTEDNESS AND LIABILITIES THEREOF, AND TO PAY FOR ANY SUCH PROPERTY, RIGHTS, BUSINESS, CONTRACTS, GOOD-WILL, FRANCHISES OR ASSETS BY THE ISSUE, IN ACCORDANCE WITH THE LAWS OF MARYLAND, OF STOCK, BONDS, OR OTHER SECURITIES OF THE CORPORATION OR OTHERWISE.

(F) To APPLY FOR, OBTAIN, PURCHASE, OR OTHERWISE ACQUIRE, ANY PATENTS, COPYRIGHTS, LICENSES, TRADEMARKS, TRADENAMES, RIGHTS, PROCESSES, FORMULAE, AND THE LIKE, WHICH MIGHT BE USED FOR ANY OF THE PURPOSES OF THE CORPORATION AND TO USE, EXERCISE, DEVELOP, GRANT LICENSES IN RESPECT OF, SELL AND OTHERWISE TURN TO ACCOUNT, THE SAME.

(G) To PURCHASE OR OTHERWISE ACQUIRE, HOLD AND REISSUE SHARES OF ITS CAPITAL STOCK OF ANY CLASS; AND TO PURCHASE, HOLD, SELL, ASSIGN, TRANSFER, EXCHANGE, LEASE, MORTGAGE, PLEDGE OR OTHERWISE DISPOSE OF, ANY SHARES OF STOCK OF, OR VOTING TRUST CERTIFICATES FOR ANY SHARES OF STOCK OF, OR ANY BONDS OR OTHER SECURITIES OR EVIDENCES OF INDEBTEDNESS ISSUED OR CREATED BY, ANY OTHER CORPORATION OR ASSOCIATION, ORGANIZED UNDER THE LAWS OF THE STATE OF MARYLAND OR OF ANY OTHER STATE, TERRITORY, DISTRICT, COLONY, OR DEPENDENCY OF THE UNITED STATES OF AMERICA, OR OF ANY FOREIGN COUNTRY; AND WHILE THE OWNER OR HOLDER OF ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS TO POSSESS AND EXERCISE IN RESPECT THEREOF ANY AND ALL THE RIGHTS, POWERS, AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE ON ANY SHARES OF STOCK SO HELD OR OWNED; AND UPON A DISTRIBUTION OF THE ASSETS OR A DIVISION OF THE PROFITS OF THIS CORPORATION, TO DISTRIBUTE ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, OR THE PROCEEDS THEREOF, AMONG THE STOCKHOLDERS OF THIS CORPORATION.

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

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

WHETHER AT THE TIME OWNED OR THEREAFTER ACQUIRED; AND TO SELL, PLEDGE, DISCOUNT OR OTHERWISE DISPOSE OF SUCH BONDS, NOTES OR OTHER OBLIGATIONS OF THE CORPORATION FOR ITS CORPORATE PURPOSES.

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

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

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

FOURTH: THE POSTOFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 2311 DIXIE DRIVE, HAGERSTOWN, MARYLAND, 21740. THE RESIDENT AGENT OF THE CORPORATION IS ROY W. HARNISH, WHOSE POSTOFFICE ADDRESS IS 2311 DIXIE DRIVE, 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 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 SIX, 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 A. DROOGER, ROY W. HARNISH, THOMAS A. DROOGER, DORIS M. DROOGER, DORA V. HARNISH AND R. MELVIN HARNISH.

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.

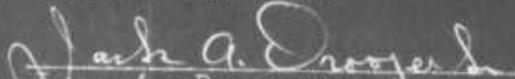
(B) THE BOARD OF DIRECTORS SHALL HAVE POWER, FROM TIME TO TIME, TO FIX AND DETERMINE AND TO VARY THE AMOUNT OF WORKING CAPITAL OF THE CORPORATION; TO DETERMINE WHETHER ANY, AND IF ANY, WHAT PART OF THE SURPLUS OF THE CORPORATION OR OF THE NET PROFITS ARISING FROM ITS BUSINESS SHALL BE DECLARED, IN DIVIDENDS 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.

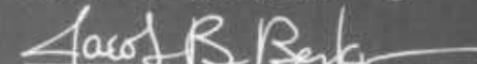
(C) THE CORPORATION RESERVES THE RIGHT TO MAKE FROM TIME TO TIME ANY AMENDMENTS OF ITS CHARTER WHICH MAY NOW OR HEREAFTER BE AUTHORIZED BY LAW, INCLUDING ANY AMENDMENTS CHANGING THE TERMS OF ANY CLASS OF ITS STOCK BY CLASSIFICATIONS, RE-CLASSIFICATION OR OTHERWISE, BUT NO SUCH AMENDMENT WHICH CHANGES THE TERMS OF ANY OF THE OUTSTANDING STOCK SHALL BE VALID UNLESS SUCH CHANGE OF TERMS SHALL HAVE BEEN AUTHORIZED BY THE HOLDERS OF SEVENTY-FIVE PERCENT (75%) 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 13 DAY OF November A.D., 1969.

  
ROY W. HARNISH

  
JACK A. DROOGER

  
JACOB B. BERKSON

  
WITNESS TO ALL  
SIGNATURES

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 13 DAY OF November A.D., 1969, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED ROY W. HARNISH, JACK A. DROOGER, AND JACOB B. BERKSON WHO EACH ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.



Lucille E. McCreary  
NOTARY PUBLIC  
COMM. EXPIRES: 7/1/70

ARTICLES OF INCORPORATION  
OF  
KIDDIE KAMPUS INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
MAR 16 11 32 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LANDSD  
WATCH TALKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland November 14, 1969 at 2:24 o'clock P.M. as in conformity  
with law and ordered recorded.

A 13778

Recorded in Lib 7769, folio 65 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*



mfr

Received for record March 13, 1970 at 11:32 A. M. Liber 19,  
Receipt No. 8194

WOODLAND RETREATS, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Kenneth E. Owens, whose post office address is 835 Maryland Avenue, Hagerstown, Maryland, Edwin J. Glenn, whose post office address is Deanewood Lane, Hagerstown, Maryland, and William E. Wolford, Jr., whose post office address is 308 Greenberry Road, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as the 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 WOODLAND RETREATS, INC.

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

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

(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 or otherwise acquire, hold and re-issue shares of its capital stock and 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.

(d) To loan or advance money with or without security, without limitation as to amounts; 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 herein before 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 of America 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 law of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is No. 421 Maryland National Bank Building, Hagerstown, Maryland. The name and address of the resident agent of the Corporation is Lynn F. Meyers, 745 Mt. Vernon Drive, Hagerstown, Maryland. Said resident agent is a citizen of this State and actually resides herein.

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

SIXTH: The number of directors of the Corporation shall be Five (5), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than Three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Kenneth E. Owens, Edwin J. Glenn, William E. Wolford, Jr., Charles H. Bean and Lynn F. Meyers.

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 is so interested may be counted in determining the existence of an 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 arriving from its businesses shall be declared in dividend and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profit.

(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 amendments changing the terms of any classes 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 (4/5) 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 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 other classes at the time existing.

(f) The Board of Directors of the Corporation is hereby empowered to authorize the issuance of One thousand full paid and non-assessable shares without par value for the following consideration, the value of which consideration is hereby stated to be not less than Six Thousand Eight Hundred (\$6,800.00) Dollars; namely, the purchase price on a tract of land in Washington County, Maryland.

(g) Any stockholder desiring to transfer, sell, 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 12<sup>th</sup> day of NOVEMBER, A. D., 1969.

Kenneth E. Owens (SEAL)  
Kenneth E. Owens

Edwin J. Glenn (SEAL)  
Edwin J. Glenn

William E. Wolford, Jr. (SEAL)  
William E. Wolford, Jr.

Attest:

Beulah E. Sherman

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

I HEREBY CERTIFY, That on this 12<sup>th</sup> day of NOVEMBER, A. D., 1969 before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Kenneth E. Owens, Edwin J. Glenn, and William E. Wolford, Jr., severally did acknowledge the foregoing Articles of Incorporation to be their act.

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

Beulah E. Sherman  
Notary public

My Commission Expires:  
July 1, 1970



ARTICLES OF INCORPORATION  
OF  
WOODLAND RETREATS, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland November 14, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

STATE DEPT. OF ASSESSMENTS AND TAXATION  
WASHINGTON COUNTY  
RECORDS FOR RECORD  
RECORDED  
MAR 16 11 32 AM '70  
LIBR FOLIO  
LAN  
VALDEN J. BAKER ACT. CLERK

A 13792

Recorded in Liber 7769-159, folio 6, 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*



THREE STAR, INC.

ARTICLES OF INCORPORATION

- - -

FIRST, we, the undersigned, GILBERT W. HOVERMALE, whose post office address is No. 120 West Washington Street, Hagerstown, Maryland; JOSEPH F. PADULA, whose post office address is No. 120 West Washington Street, Hagerstown, Maryland; and ALLEN M. BAUMGARDNER, whose post office address is No. 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

THREE STAR, INC.

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 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 No. 120 West Washington

Street, Hagerstown, Maryland. The resident agent of the Corporation is Gilbert W. Hovermale whose post office address is 120 West Washington 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-assessable shares of 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 GILBERT W. HOVERMALE, JOSEPH F. PADULA, and ALLEN M. BAUMGARDNER.

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 1<sup>st</sup> day of December, A. D. 1969.

TEST:

Camela A. Elliott

Gilbert W. Hovermale  
Gilbert W. Hovermale

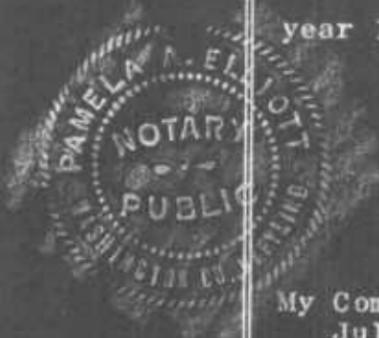
Joseph F. Padula  
Joseph F. Padula

Allen M. Baumgardner  
Allen M. Baumgardner

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *1<sup>st</sup>* day of *December*  
A. D. 1969, before me, the subscriber, a Notary Public of the  
State of Maryland, in and for Washington County, personally  
appeared Gilbert W. Hovermale, Joseph F. Padula, and Allen  
M. Baumgardner, 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.



*Pamela A. Elliott*  
Notary Public

My Commission Expires:  
July 1, 1974

ARTICLES OF INCORPORATION

OF

THREE STAR, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
APR 9 9 19 AM '69  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
VALUING / ASSES. ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland December 12, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 14337

Recorded in Liber 2775-389<sup>4</sup>, 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

247

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 April 9, 1970 at 9:19 A.M. Liber 19, Receipt No. 9216

ARTICLES OF INCORPORATION  
OF  
WASHINGTON COUNTY DEMOCRATIC HEADQUARTERS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Daniel W. Moylan, whose post office address is 100 West Washington Street, Hagerstown, Maryland, 21740, Merle S. Elliott, whose post office address is 25 North Avenue, Hagerstown, Maryland 21740, and John P. Corderman, whose post office address is Maryland National Bank Building, 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, 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 DEMOCRATIC HEADQUARTERS, INC.

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

(a) To provide a headquarters for the Democratic party in Washington County, including offices and a meeting place for the democratic party activities, including but not limited to the activities of the officers, elected officials and members, employees and guests of the Washington County Democratic party.

(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 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.

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 447-449 West Washington Street, Hagerstown, Maryland 21740. The resident agent of the Corporation is Merle S. Elliott, whose postoffice address is 25 North Avenue, 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 ten thousand (10,000) shares of the par value of Ten (\$10.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The corporation shall have nine (9) directors, and Lem E. Kirk, Charles Eichelberger, R. R. Smith, George E. Snyder, Fred C. Wright, III, Richard Grumbacher, Odell H. Rosen, Michael G. Callas and E. Leister Mobley shall act as such until the first annual meeting, or until their successors are duly qualified in accordance with the requirements for qualification set forth in the by-laws of the corporation.

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

(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) 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.

(d) The corporation shall not have the authority or power to distribute any part of the surplus of the corporation or of the net profits arising from its business to the stockholders as dividends, stock dividends or payments in any other form except in the event of the dissolution and liquidation of the corporation.

(e) The right of the stockholders to elect directors shall be limited and restricted to the manner prescribed in the by-laws of the corporation.

(f) 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 by an affirmative vote of four-fifths of the members of the Board of Directors; any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, and any amendments which change the rights, privileges and terms of any of the outstanding stock shall not be valid unless such change of rights, privileges and terms shall have been authorized by an affirmative vote of four-fifths of the members of the Board of Directors and by a vote of four-fifths of the holders of all of such stock outstanding.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 14<sup>th</sup> day of January, 1970.

WITNESS:

Betty Baker

Betty Baker

Betty Baker

Daniel W. Moylan (SEAL)  
Daniel W. Moylan

Merle S. Elliott (SEAL)  
Merle S. Elliott

John P. Corderman (SEAL)  
John P. Corderman

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 14<sup>th</sup> day of January, 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Daniel W. Moylan, Merle S. Elliott and John P. Corderman and severally acknowledged the foregoing Articles of Incorporation to be their respective act.



WITNESS my hand and Official Notarial Seal.

Betty Baker  
Notary Public

Comm. Exp. July 1, 1970

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
APR 9 9 19 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND    
VANCE J. BAKER ACT. CLERK

ARTICLES OF INCORPORATION  
OF  
WASHINGTON COUNTY DEMOCRATIC HEADQUARTERS, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 23, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 14866

Recorded in Liber 7781-221, folio 6, 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.

Bushnell H. Keller





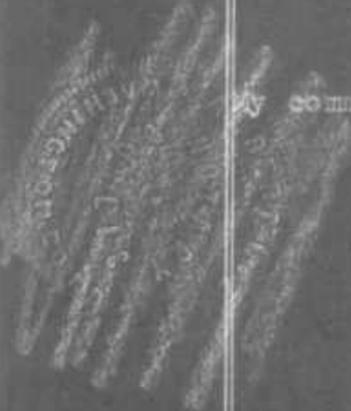
XXXXXXXXXXXXXXXXXXXX

I HEREBY CERTIFY that on the 20th day of October, 1969 before me, the subscriber, a notary public of the State of Maryland, in and for the County of Washington, personally appeared Edgar W. King, John L. Clark, Jr., and W. Lester Nalley, and acknowledged the foregoing Articles of Incorporation to be their act.

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

*Albert L. Zahn*  
Notary Public  
Albert L. Zahn

My commission expired July 1, 1970.



ARTICLES OF INCORPORATION  
OF  
WASHINGTON COUNTY TAXPAYERS ASSOCIATION, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
APR 9 9 19 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland December 15, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 14349

Recorded in Liber 7775, folio 500<sup>3</sup>, 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 April 9, 1970 at 9:19 A.M. Liber 19, Receipt No. 9216

ARTICLES OF INCORPORATION  
OF  
SOUTHERN ENGINEERING SOCIETY, INC.

WHEREAS, the Southern Engineering Society, Inc. has existed as an unincorporated association since its organization in 1937, and it is the desire of its officers and its members to give continuity and permanence to the organization by incorporating under the laws of the state of Maryland.

It is therefore certified as follows:

1. That we, the subscribers, Warren D. Conner, whose post office address is 203 Marbern Road, Hagerstown, Maryland, 21740; Edward H. Norman, whose post office address is 11 Linbar Drive, Hagerstown, Maryland, 21740; and H. Paul Bovey, whose post office address is 834 Summit Avenue, 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.

2. That the name of the corporation (which is hereafter called "corporation") is

SOUTHERN ENGINEERING SOCIETY, INC.

3. The purpose for which the corporation is formed are as follows:

To organize and operate an association exclusively for social and educational 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:

To promote and further the interests of its members, to promote true cooperation between industrial management and technical help, for the mutual benefit of both, by meetings, affording opportunity for exchange of ideas and discussion of problems confronting members, by lectures and other means of disseminating useful information, by publicity designed to improve the status of those engaged in engineering and allied professions, by a program of educational work, by contacting legislative or other bodies in the interest of its members, by giving advice to inventors, by maintaining an employment service and by bringing about better acquaintance of the members and their families through social functions and by further means as may be specified in the By-Laws.

4. The post office address of the principal office of the corporation in this state is 203 Marbern Road, Hagerstown, Maryland, 21740. The name and post office address of the resident agent of the corporation in this state are Warren D. Conner, 203 Marbern Road, Hagerstown, Maryland 21740. Said resident agent is an individual actually residing in this state.

5. The corporation is not authorized to issue any capital stock. All members in good standing of the former association, as of the date hereof, shall be the first members of the corporation. 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.

6. The number of directors of the corporation shall be thirteen (13), 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: Owen M. Stoops, 307 Fairview Ave., Waynesboro, Pennsylvania 17268; Warren D. Conner, 203 Marbern Road, Hagerstown, Maryland 21740; Edward H. Norman, 11 Linbar Drive, Hagerstown, Maryland 21740; Frank H. Bittner, 313 Commerce Street, Waynesboro, Pennsylvania 17268; H. Paul Bovey, 843 Summit Avenue, Hagerstown, Maryland 21740; James O. Merckle, 101 Pheasant Trail, Hagerstown, Maryland 21740; David R. Monn, P. O. Box 203, Mont Alto, Pennsylvania 17237; William E. Wright, 200 Woodhaven Drive, Hagerstown, Maryland 21740; W. L. Middlekauff, 34 N. Cleveland Ave., Hagerstown, Maryland 21740; Verlin H. Smalts, 625 W. Oak Ridge Drive, Hagerstown, Maryland 21740; Milton C. Tegeler, Jr., Route 1, Box 160, Fairplay, Maryland 21733; Allen W. Porter, 404 West 8th Street, Waynesboro, Pennsylvania 17268; and Robert W. Johnston, 249 E. Madison Street, Greencastle, Pennsylvania 17225. Such directors shall be augmented by those members of the association presently constituting the executive board thereof.

7. The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 31st day of July, A.D., 1969.

Warren D. Conner (SEAL)  
Warren D. Conner

WITNESS:

Edward H. Norman (SEAL)  
Edward H. Norman

William A. Penner

H. Paul Bovey (SEAL)  
H. Paul Bovey

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

I HEREBY CERTIFY, That on this 3/5<sup>th</sup> day of July, A.D., 1969, before me, the subscriber, a Notary Public of the state and county aforesaid, personally appeared Warren D. Conner, Edward H. Norman and H. Paul Bovey, and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal.



  
Rosalyn D. Wolford  
Notary Public  
My Comm. Exp: July 1, 1970

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
REC'D PT. NO. \_\_\_\_\_  
APR 9 9 19 AM '79  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
VALUING & UTILITY ACT. CLERK

ARTICLES OF INCORPORATION  
OF  
SOUTHERN ENGINEERING SOCIETY, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland December 17, 1969 at 2:28 o'clock P. M. as in conformity  
with law and ordered recorded.

A 14436

Recorded in Liber 7776-493 folio 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.

*Richard Keller*



Received for record April 9, 1970 at 9:19 A.M. Liber 19, ~~XXXXXXXXXX~~.  
 Receipt No. 9216

THOMPSON'S GAS AND ELECTRIC SERVICE, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Lloyd W. Thompson, whose post office address is 7 Potomac Street, Boonsboro, Maryland 21713; Dortha E. Thompson, whose post office address is 7 Potomac Street, Boonsboro, Maryland 21713; and James G. Thompson, whose post office address is 7 Potomac Street, Boonsboro, Maryland 21713; 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

THOMPSON'S GAS AND ELECTRIC SERVICE, 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, including liquefied petroleum gas.

(b) To install and repair heating plants, gas fittings and apparatus in buildings, and to do a general plumbing business.

(c) 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, including liquefied petroleum gas, 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 the business of purchasing, selling, installing and repairing commercial and residential air conditioning and heating devices, equipment, and machinery.

(f) To engage in the business of purchasing, selling, and distributing, as a wholesaler, air conditioning equipment, appliances, fixtures, and supplies, including equipment for the cooling, heating, and circulating of air.

(g) To engage in the buying, selling, trading, repairing, altering, letting, dealing in, and manufacturing electric machinery and appliances of all kinds and descriptions, incandescent and arc lamps, and wireless and general electric supplies; buying and selling the same on commission or as owners, contracting for the erection and installation of electric light and power plants in the State of Maryland and in other states, and letting, hiring, erecting, and installing the same and doing general electrical construction work.

(h) To engage in the carrying on of a general business of manufacturing and selling electrical and mechanical products, equipment, parts, devices, instruments, specialty products, including research, development, design, maintenance, repair, and conversion of electrical and mechanical products.

(i) To manufacture, buy, sell, lease, and use machinery, generators, motors, lamps, apparatus, devices, supplies, and articles of every kind pertaining to or in any wise connected with the production, use, distribution, regulation, control, or application of electricity or electrical apparatus for light, heat, power, telegraph, telephone, railway, manufacturing, and any and all other purposes; to construct, acquire, purchase, use, sell or lease any works, construction, or plants, or parts thereof connected with or involving the production, use, distribution, regulation, control, or application of electricity or electrical apparatus for any of such purposes; to buy, acquire, lease, use, produce, furnish, and supply electricity or any other power or force, in any form and for any purpose whatsoever.

(j) To engage in the electrical contracting business generally and in the manufacture and sale of electrical equipment and appliances as principal or agent or otherwise; to conduct the aforesaid business and all of its branches; and to do such other things as are incidental, proper or necessary in the operation of said business and in the carrying out of any or all of said purposes; to construct, erect, own, equip, maintain, operate, and use, and to contract with others to construct and erect, and to lease to others to maintain, operate, and use electrical shops, storehouses, office buildings, and buildings of all kinds, and to pay for the construction, erection, or equipment of the same in cash, stock, or bonds of this corporation or otherwise.

(k) To carry on or conduct an electrical installation and contracting business; to solicit, bid, enter into, and perform contracts for the doing of electrical work and the furnishing of electrical machinery, equipment, appliances, accessories, materials, and supplies of all kinds; and to do all things necessary, proper, or incidental to the attainment of the foregoing purposes.

(l) 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.

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

(n) 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.

(o) 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.

(p) 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 7 Potomac Street, Boonsboro, Maryland 21713. The name and post office address of the resident agent of the Corporation in this State is Lloyd W. Thompson, 7 Potomac Street, Boonsboro, Maryland 21713. 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 One Hundred Fifty Thousand Dollars (\$150,000.00) par value, divided into One Thousand Five Hundred 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

Lloyd W. Thompson, Dortha E. Thompson, and James G. Thompson.

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 18<sup>th</sup> day of December, 1969.

WITNESS:

<u>Julia Ann Bell</u>	<u>Lloyd W. Thompson</u> (SEAL)
<u>Julia Ann Bell</u>	<u>Dortha E. Thompson</u> (SEAL)
<u>Julia Ann Bell</u>	<u>James G. Thompson</u> (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, to wit:

I HEREBY CERTIFY, That on this 18<sup>th</sup> day of December, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Lloyd W. Thompson, Dorotha E. Thompson and James G. Thompson, known to me or satisfactorily proven to be the persons whose names are inscribed to the within instrument 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.

My Commission Expires:

July 1, 1974

Julia Ann Bell  
Julia Ann Bell  
Notary Public



STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
APR 9 9 19 AM '77  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
VANDER LAGER, ACT. CLERK

ARTICLES OF INCORPORATION

OF

THOMPSON'S GAS AND ELECTRIC SERVICE, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland December 22, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 14505

Recorded in Libe 7777 folio 301<sup>6</sup>, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 30.00 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 April 9, 1970 at 9:19 A.M. Liber 19, Receipt No. 9216

PITTMAN'S LIQUORS, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Betty N. Pittman, whose post office address is 2 Blue Hill, Hancock, Maryland, 21750; R. Randolph Pittman, whose post office address is 1 Virginia Avenue, Hancock, Maryland, 21750; and John A. Latimer, Jr., whose post office address is 120 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 hereafter called the Corporation) is

PITTMAN'S LIQUORS, INC.

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

1. To engage in the operation, conduct, and management of a liquor store for the sale of beer, wine, distilled spirits, and sundry merchandise, and other allied business.

2. To introduce, erect, operate, conduct, manage, maintain, and carry on a restaurant, cafe, and cabaret business; to buy, sell, lease, or otherwise dispose of, and to operate, conduct, furnish, equip, and manage restaurants, inns, eating houses, taverns, cabarets, cafes, or places of entertainment, and generally to do and perform everything necessary for carrying out the aforesaid purposes. To buy, or otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with, import, and export food and food products of every class and description,

fresh, canned, preserved, or otherwise, and to prepare and serve all food, beverages, alcoholic or nonalcoholic, and other preparations and refreshments of all kinds.

3. 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.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 1 Virginia Avenue, Hancock, Maryland, 21750. The name and post office address of the resident agent of the Corporation in this State is R. Randolph Pittman, 1 Virginia Avenue, Hancock, Maryland, 21750. 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 One Hundred Fifty Thousand (\$150,000.00) Dollars par value, divided into One Thousand Five Hundred shares of the par value of One Hundred (\$100.00) Dollars 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 names of the Directors who shall act until the first annual meeting or until their successors are fully chosen and qualified are Betty N. Pittman, R. Randolph Pittman, 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, including preferred stock, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

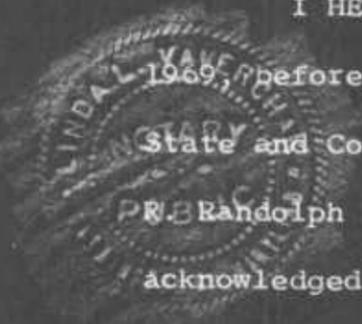
IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 23<sup>rd</sup> day of December, 1969.

WITNESS:

<u>Lula L. Vaverschell</u>	<u>Betty N. Pittman</u> (SEAL) Betty N. Pittman
<u>Lula L. Vaverschell</u>	<u>R. Randolph Pittman</u> (SEAL) R. Randolph Pittman
<u>Lula L. Vaverschell</u>	<u>John A. Latimer, Jr.</u> (SEAL) John A. Latimer, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 23<sup>rd</sup> day of December, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Betty N. Pittman, R. Randolph Pittman, and John A. Latimer, Jr., and severally acknowledged the foregoing Articles of Incorporation to be their act.



WITNESS my hand and Official Notarial Seal.

Lula L. Vaverschell  
Notary Public

My Commission Expires:  
July 1, 1970

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
MAY 9 9 19 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
MAYOR & CLERK ACT. CLERK

ARTICLES OF INCORPORATION  
OF  
PITTMAN'S LIQUORS, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland December 24, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 14559

Recorded in Liber 7778, folio 11<sup>4</sup>, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 30.00 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*



mfr

Received for record April 9, 1970 at 9:19 A.M. Liber 19, Receipt No. 9216

BURRO INTERNATIONAL CORPORATION, INC.

ARTICLES OF INCORPORATION

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THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Robert E. Kuczynski, whose post office address is 206 Maryland National Bank Building, 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: BURRO INTERNATIONAL CORPORATION, INC.

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

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

(b) To engage in the manufacture, sell, purchase, importing, and exporting of merchandise and personal property of all manner and description, to act as agents for the purchase, sell and handling of goods, wares, and merchandise of any and all types and descriptions for the account of the Corporation or as factor, agent, procurer, or otherwise for or on behalf of another; and to engage in the mail order sale, importing, and exporting of merchandise and real and personal property of every class and description.

(c) To purchase, lease, hire or otherwise acquire, hold, own, develop, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein.

(d) To purchase or otherwise acquire letters patent, concessions, licenses, inventions, rights, and privileges, subject to royalty or otherwise, and whether exclusive, nonexclusive, or

limited, or any part interest in such letters patent, concessions, licenses, inventions, rights, and privileges, whether in the United States or in any other part of the world.

(e) To sell, let, or grant any patent rights, concessions, licenses, inventions, rights, or privileges belonging to the Corporation, or which it may acquire, or any interest in the same.

(f) To register any patent or patents for any invention or inventions, or obtain exclusive or other privileges in respect to the same, in any part of the world, and to apply for, exercise, use, or otherwise deal with or turn to account any patent rights, concessions, monopolies, or other rights or privileges, either in the United States or in any other part of the world.

(g) To acquire all or any part of the good-will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and 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.

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

FOURTH: The post office address of the principal office of the Corporation in this State is: 2412 Paradise Drive, Hagerstown, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is: Susan Poebuck, 2412 Paradise Drive, Hagerstown, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 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 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: Malcolm Roebuck, Susan Roebuck, and Douglas A. Palmer.

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) No contract or other transaction between this Corporation and any 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 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.

(d) 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 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.

(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 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.

(f) 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 this 23<sup>rd</sup> day of December, 1969.

WITNESS:

Olive R. Shupp

Robert E. Kuczynski  
Robert E. Kuczynski

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 23<sup>rd</sup> day of December, 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Robert E. Kuczynski, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

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

My Commission expires:

July 1, 1970

Olive R. Shupp  
Notary Public



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LANC  
VAUGH  
FOLIO  
9 10 AM '70  
CLERK

ARTICLES OF INCORPORATION  
OF  
BURRO INTERNATIONAL CORPORATION, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland December 29, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 14671

Recorded in Liber 7779-167, folio 6, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

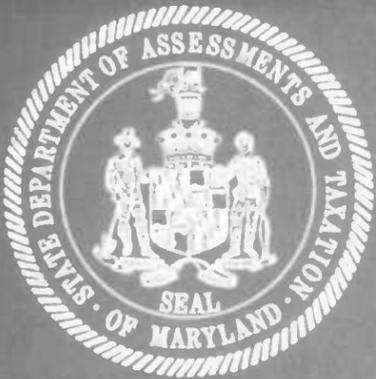
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

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 April 9, 1970 at 9:19 A.M. Liber 19,  
Receipt No. 9216

ARTICLES OF INCORPORATION

OF

SENIOR CITIZENS' OF

WASHINGTON COUNTY, INC.

1. That we, the undersigned, William R. Wolfkill, whose post office address is 738 Summit Ave., Hagerstown, Maryland 21740, G. Bartow Harris, whose post office address is Route 2, Williamsport, Maryland, Wilbur S. King, whose post office address is 59 N. Cannon Ave., Hagerstown, Maryland 21740, George A. Warner, whose post office address is 965 Preston Rd., Hagerstown, Maryland 21740, and Robert H. Shank, whose post office address is Linwood Road, Extd., Hagerstown, Maryland 21740, all being at least 21 years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

2. That the name of the corporation (which is hereafter called "Corporation") is

SENIOR CITIZENS' OF WASHINGTON COUNTY, INC.

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

To organize and operate an association exclusively for social and educational 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:

To provide group and individual services for senior citizens by stimulating the development of new interests and pursuits; to provide health and welfare counseling through educational, consultive

*Del. Senior Citizens of Wash. Co. 10/28/77*

and referral services; to stimulate the renewal of hobbies and interests; to provide entertainment and purposeful activities for its members, to give encouragement and support to less well-motivated citizens through the support and interest of a staff; to establish a setting in which the expectation of an active, continuing interest in life can be communicated to each person; to serve as a force that will alert and educate the community to change its attitudes toward older people and to move the community to create and develop new and appropriate services to meet the needs of older people; to conduct research and provide a center available to educational institutions as a research center to develop better understanding of the aging process and the problems and treatment of older people.

4. The business office address of the principal office of the Corporation in this state is 12 South Walnut Street, Hagerstown, Maryland 21740. The name and business office address of the Resident Agent of the Corporation in this state are George A. Warner, 965 Preston Rd., Hagerstown, Maryland 21740. Said Resident Agent is an individual actually residing in this state.

5. The Corporation is not authorized to issue any capital stock. 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.

6. The number of directors of the corporation shall be five which number may be increased or decreased pursuant to the by-laws of the Corporation but shall never be less than five; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are William R. Wolfkill, 738 Summit Ave., Hagerstown, Maryland 21740, G. Bartow Harris, Route 2, Williamsport, Maryland, Wilbur S. King, 59 N. Cannon Ave., Hagerstown, Maryland 21740, George A. Warner, 965 Preston Rd., Hagerstown, Maryland 21740, and Robert H. Shank, Linwood Rd., Extd., Hagerstown, Maryland 21740.

7. The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation.

WITNESS:

Rosalyn D. Wolford  
Rosalyn D. Wolford

William R. Wolfkill (SEAL)  
William R. Wolfkill

G. Bartow Harris (SEAL)  
G. Bartow Harris

Wilbur S. King (SEAL)  
Wilbur S. King

George A. Warner (SEAL)  
George A. Warner

Robert H. Shank (SEAL)  
Robert H. Shank

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

I HEREBY CERTIFY, That on this 31st day of December, A.D., 1969, before me, the subscriber, a Notary Public of the state and county aforesaid, personally appeared William R. Wolfkill, G. Bartow Harris, Wilbur S. King, George A. Warner and Robert H. Shank and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

WITNESS my hand and official Notarial Seal.



Rosalyn D. Wolford  
Rosalyn D. Wolford  
Notary Public  
My Comm. Exp: July 1, 1970

STATE OF MD.  
WASHINGTON COUNTY  
REC'D FOR RECORD  
FEB 9 9 19 AM '70  
LIBRARY  
FOLIO

ARTICLES OF INCORPORATION  
OF  
SENIOR CITIZENS' OF WASHINGTON COUNTY, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 5, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 14801

Recorded in Libe <sup>4</sup> ~~7780-389~~, folio <sup>4</sup> ~~389~~, 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 April 9, 1970 at 9:19 A.M. Liber 19,  
Receipt No. 9216

ARTICLES OF INCORPORATION  
OF  
SOUTHERN ASSOCIATED SERVICES, INC.

FIRST: I, THE UNDERSIGNED, William D. Lenker,  
whose post-office address is 7713 Avondale Terrace,-----  
Harrisburg, Pennsylvania 17112,-----  
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 myself as incorpora-  
tor with the intention of forming a corporation.

SECOND: The name of the corporation is SOUTHERN  
ASSOCIATED SERVICES, INC.

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

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

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

To acquire all or any part of the good will, rights,  
property and business of any person, firm, association or  
corporation 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 there-  
with any liabilities of any such person, firm, association  
or corporation.

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

To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

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

or any other property of this corporation.

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

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

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

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

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

FOURTH: The post-office address of the principal office of the corporation in this State is R. D.#6, Marsh Pike, Hagerstown, Maryland 21740. The name of the resident agent of the corporation in this State is Raymond W. Parks, and the post-office address of the resident agent is R. D.#6, Marsh Pike, Hagerstown, Maryland 21740. Said resident is a citizen of the State of Maryland and actually resides there.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is one hundred thousand (100,000) shares, all of one class, of the par value of One Dollar (\$1.00) each and of the aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The number of directors of the corporation shall be (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:

William D. Lenker  
David F. Lenker  
Jesse S. Lenker

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.

No holder of shares of stock of any class shall be entitled as a matter of right to subscribe for or purchase or receive any part of any new or additional issue of shares of stock of any class or of securities convertible into shares of stock of any class, whether now or hereafter authorized or whether issued for money, for a consideration other than money or by way of dividend.

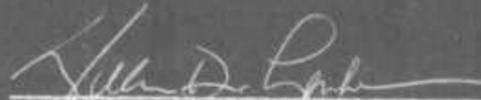
Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of 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, the undersigned incorporator of SOUTHERN ASSOCIATED SERVICES, INC. who executed the foregoing Articles of Incorporation hereby acknowledge the same to be his act and further acknowledge that, to the best of his knowledge the matters and facts set forth therein are true in all material respects under the penalties of perjury.

Dated the nineteenth day of December----, 1969

  
William D. Lenker

ARTICLES OF INCORPORATION  
OF  
SOUTHERN ASSOCIATED SERVICES, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
REL. NO. \_\_\_\_\_  
APR 9 9 19 1969  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAW OFFICE \_\_\_\_\_  
MAYOR \_\_\_\_\_ CLERK \_\_\_\_\_

approved and received for record by the State Department of Assessments and Taxation  
of Maryland December 23, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 14466

Recorded in Liber 7777-88, folio 88, 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*



SNYDER SOFT PRETZEL CORPORATION  
INCORPORATED UNDER THE LAWS OF THE  
STATE OF MARYLAND

ARTICLES OF MERGER

Snyder Soft Pretzel Corporation, a Maryland corporation having its principal offices in Washington County, Maryland (hereinafter called "Snyder"), hereby certifies to the State Department of Assessments and Taxation that:

(1) Snyder and Dutchie, Inc., a corporation organized and existing under the laws of the State of Delaware (hereinafter called "Dutchie"), have agreed that Snyder shall be merged into Dutchie unless such merger is abandoned prior to the effective date of these Articles.

(2) Dutchie shall survive the merger and shall continue under the name of Dutchie, Inc.

(3) The names of the corporations to be included in the merger are Snyder Soft Pretzel Corporation, a corporation organized and existing under the laws of the State of Maryland, and Dutchie, Inc., a corporation incorporated under the General Laws of the State of Delaware on December 16, 1969.

(4) The Certificate of Incorporation of Dutchie is attached hereto as Appendix I.

(5) The total number of shares of all classes of stock which Snyder has authority to issue is 500,000 shares, all of which shares are Common Stock of \$1.00 par value per share. The aggregate par value of all such shares having par value is \$500,000. The total number of shares of all classes of stock which Dutchie has authority to issue is 1,510,000 shares, of which 1,500,000 shares are Common Stock of \$0.10 par value per share, and 10,000 shares are Preference Stock, without par value. The aggregate par value of all such shares having par value is \$150,000.

(6) The number of shares of stock of each class of Dutchie to be issued or reserved for issuance in respect of shares of stock of each class of Snyder shall be as follows:

283,192 shares of Common Stock (\$0.10 par value) of Dutchie will be issued in exchange for the outstanding common shares of Snyder and 116,808 shares of Common Stock (\$0.10 par value) will be reserved for issuance upon conversion of presently outstanding debentures of Snyder.

The manner of converting the stock of Snyder into stock of Dutchie is as follows:

Each outstanding share of Common Stock of Snyder will be converted into 1.411572 shares of Common Stock of Dutchie.

(7) The principal office of Snyder is located in the City of Hagerstown, County of Washington, State of Maryland. Dutchie has no principal office in Maryland. Snyder owns property in the City of Hagerstown, County of Washington, in the State of Maryland; Dutchie owns no property in the State of Maryland, the title to which could be affected by the recording of an instrument among the land records.

(8) The principal office of Dutchie is located in No. 100 West 10th Street, City of Wilmington, County of New Castle, State of Delaware. Dutchie hereby irrevocably appoints George E. Snyder, 539 West Howard Street, Hagerstown, Maryland, 21740, as its agent, to accept service of process in any suit or proceeding pending or hereafter instituted or filed against it under the provisions of Section 65 through 73, inclusive of Article 23 of the Annotated Code of Maryland, as amended, until the appointment of a substitute resident agent is certified to the State Department of Assessments and Taxation.

(9) These Articles of Merger were (a) duly advised by the Board of Directors of Snyder by the adoption on December 8, 1969, of a resolution declaring that the merger herein proposed was advisable substantially upon the terms and conditions set forth in these Articles of Merger and directing that the proposed Articles of Merger be submitted for action thereon at a Special meeting of the stockholders of Snyder to be held on December 19, 1969; (b) duly noticed, as required by law, by a notice, stating that a purpose of such special meeting of stockholders would be to take action on the proposed Articles of Merger, to all holders of Common Stock of the Corporation, being at the time the only class of stock outstanding; and (c) approved at said meeting of the stockholders held on such date, by the affirmative vote of the holders of more than two-thirds of the shares of capital stock of Snyder outstanding and entitled to vote, being the requisite number of votes as provided by law and the Charter of Snyder. The merger provided for in these Articles of Merger shall be effective upon acceptance of the Articles for record by the State Department of Assessments and Taxation.

(10) These Articles of Merger were duly advised, authorized and approved in the manner and by the vote required by the Certificate of Incorporation of Dutchie and by the laws of Delaware, under which it is organized.

IN WITNESS WHEREOF, Snyder and Dutchie have caused these Articles of Merger to be signed in their respective corporate names and on their behalf by their respective Presidents or Vice Presidents and their respective corporate seals to be hereunto affixed and attested by their respective Secretaries or Assistant Secretaries, all as of the 19th day of December, 1969.

SNYDER SOFT PRETZEL CORPORATION  
(a Maryland corporation)

By *[Signature]*  
President



Attest:  
*[Signature]*  
Secretary

DUTCHIE, INC.  
(a Delaware corporation)

By *[Signature]*  
President



Attest:  
*[Signature]*  
Secretary

STATE OF *Me* }  
COUNTY OF *Wash* } ss:

Be it remembered that on this *19* day of *December* 19*69*, personally came before me, a Notary Public in and for the County and State aforesaid, George E. Snyder, President of Snyder Soft Pretzel Corporation, a corporation of the State of Maryland, a party to the foregoing Articles of Merger, known to me personally to be such and acknowledged the said Articles to be his act and deed and the act and deed of said corporation and the matters and facts set forth in said Articles, including the matters and facts with respect to authorization and approval, are true and the seal affixed to said Articles and attested by the Secretary of the said corporation is the corporate seal of the said corporation.

Given under my hand and seal of office the day and year aforesaid.

*Barbara A. Att*  
Notary Public

JULY 1 1970



STATE OF *Ma* }  
COUNTY OF *Wash* } ss:

Be it remembered that on this *19* day of *December* 19*69*, personally came before me, a Notary Public in and for the County and State aforesaid, George E. Snyder, President of Duchie, Inc., a corporation of the State of Delaware, a party to the foregoing Articles of Merger, known to me personally to be such and acknowledged the said Articles to be his act and deed and the act and deed of said corporation and the matters and facts set forth in said Articles, including the matters and facts with respect to authorization and approval, are true and the seal affixed to said Articles and attested by the Secretary of the said corporation is the corporate seal of the said corporation.

Given under my hand and seal of office the day and year aforesaid.

*Barbara A. Att*  
Notary Public

JULY 1 1970



CERTIFICATE OF INCORPORATION  
OF  
DUTCHIE, INC.

FIRST.-The name of this Corporation is DUTCHIE, INC.

SECOND.-Its registered office in the State of Delaware is to be located at 100 West Tenth Street, in the City of Wilmington, County of New Castle; and the name of the registered agent of the Corporation in the State of Delaware at such address is The Corporation Trust Company.

THIRD.-The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the general Corporation Law of Delaware.

FOURTH.-The total number of shares of stock which the Corporation shall have authority to issue is 1,510,000 shares, of which 1,500,000 shares are Common Stock of \$0.10 par value per share, and 10,000 shares are Preference Stock, without par value. The aggregate par value of all such shares having par value is \$150,000.

The description of the Preference Stock, with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends and qualifications thereof, and of the Common Stock, with the rights thereof, is as follows:

PREFERENCE STOCK

(1) Preference Stock may be issued from time to time in one or more Series, each of such Series to have such terms as are stated and expressed herein and in the resolution or resolutions providing for the issue of such Series adopted by the Board of Directors as hereinafter provided.

(2) The Board of Directors, subject to the provisions hereof, may classify or reclassify any unissued shares of Preference Stock into one or more Series of Preference Stock by fixing or altering in any one or more respects, from time to time, before issuance of such unissued shares:

(a) The distinctive designation of such Series and the number of shares to constitute such Series;

(b) The annual dividend rate on the shares of such Series, the time of payment, whether or not dividends thereon shall be cumulative, and, if cumulative, the date or dates from which such dividends shall be cumulative;

(c) The price at and any terms and conditions on which shares may be redeemed;

(d) Sinking fund provisions for the redemption or purchase of shares;

(e) The amount payable on the shares of such Series in the event of voluntary liquidation, dissolution or winding up of the Corporation;

(f) The amount payable on the shares of such Series in event of involuntary liquidation;

(g) Whether or not the shares of such Series shall be convertible into shares of stock of any other class or classes, and if so convertible, the terms and conditions of such conversion;

(h) The limitations and restrictions, if any, to be effective while any shares of such Series are outstanding, upon the payment of dividends or making of other distributions on the Common Stock or any other class or classes of stock of the Corporation ranking junior to the shares of such Series;

(i) The conditions or restrictions, if any, upon the creation of indebtedness of the Corporation or any subsidiary and the conditions or restrictions, if any, upon the issuance of any additional stock (including additional shares of such Series or of any other Series) ranking on a parity with or prior to the shares of such Series as to dividends or upon liquidation;

(j) Any right to vote with holders of shares of any other Series or class and any right to vote as a class, either generally or as a condition to specified corporate action;

(k) Such other preferences, rights, restrictions and qualifications as shall not be inconsistent herewith.

(3) All shares of any Series of Preference Stock shall be identical with each other in all respects except that shares of any one Series issued at different times may differ as to the dates from which dividends thereon shall be cumulative, if cumulative dividends have been designated for such Series; and all Series shall rank equally and be identical in all respects, except as permitted by the foregoing provisions of section (2) hereof.

(4) The Preference Stock is senior to the Common Stock, and the Common Stock is subject to the rights and the preferences of the Preference Stock as herein set forth.

(5) (a) The holders of Preference Stock of each Series shall be entitled to receive and the Corporation shall be bound to pay, out of any funds legally available for such purpose, when and as declared by the Board of Directors, cash dividends thereon at such rate and payable at such times as shall be fixed and determined for such Series as herein set forth. Dividends with respect to each Series of Preference Stock shall be cumulative or non cumulative, as determined by the Board of Directors, and shall accrue from such date or dates as shall have been fixed and determined with respect to such Series by the Board of Directors as herein provided.

(b) In no event, so long as any Preference Stock shall remain outstanding shall any dividend whatsoever be declared or paid upon, or any distribution be made or ordered in respect of, the Common Stock or any other class of Stock ranking junior to the Preference Stock, or any moneys be set aside for or applied to the purchase or redemption (through a sinking fund or otherwise) of shares of Common Stock or of any other such junior class of stock, unless:

(i) Full cumulative dividends on the Preference Stock of all Series for all past dividend periods shall have been paid with respect to any outstanding preference shares having cumulative dividend rights, and the full dividend on all outstanding shares of Preference Stock of all Series for the then current dividend period, if any, shall have been paid or declared and set apart for payment; and

(ii) The Corporation shall have set aside all amounts, if any, theretofore required to be set aside as and for sinking funds, if any, for the Preference Stock of all Series for the then current year, and all defaults, if any, in complying with any such sinking fund requirements in respect of previous years shall have been made good.

(c) Subject to the foregoing provisions respecting the Preference Stock, and not otherwise, dividends, payable in cash, stock or otherwise, as may be determined by the Board of Directors may be declared and paid upon the Common Stock from time to time, out of any funds legally available therefor, and no holder of any shares of any Series of Preference Stock, as such, shall be entitled to participate in any such dividend.

(6) The Corporation, at the option of the Board of Directors may, at any time permitted by the resolution or resolutions adopted by the Board of Directors providing for the issuance of any Series of Preference Stock and at the redemption price per share fixed and determined for such Series, redeem the whole or any part of the shares of such Series at the time outstanding (the total sum so payable on any such redemption being herein referred to as the "redemption price"). Notice of every such redemption shall be mailed to the holders of record of the shares of such Series so to be redeemed at their respective addresses as the same shall appear on the books of the Corporation. Such notice shall be mailed at least 30 days in advance of the date designated for such redemption to the holders of record of shares so to be redeemed. In case of the redemption of a part only of any Series at the time outstanding, the shares of such Series so to be redeemed shall be selected by lot or pro rata in such manner as the Board of Directors may determine.

(7) If, on the redemption date specified in such notice, the funds necessary for such redemption shall have been set aside by the Corporation, separate and apart from its other funds, in trust for the pro rata benefit of the holders of the shares so called for redemption, then, notwithstanding that any certificates for shares of Preference Stock so called for redemption shall not have been surrendered for cancellation, the shares represented thereby shall no longer be deemed outstanding, the right to receive dividends thereon shall cease to accrue from and after the date of redemption so designated and all rights of holders of the shares of Preference Stock so called for redemption shall forthwith, after such redemption date, cease and terminate, excepting only the right of the holders thereof to receive the redemption price therefor but without interest. Any moneys so set aside by the Corporation and unclaimed at the end of six years from the date designated for such redemption shall revert to the general funds of the Corporation, after which reversion the holders of such shares so called for redemption shall look only to the Corporation for payment of the redemption price, and such shares shall not still be deemed to be outstanding.

(8) Upon any liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, the Preference Stock of each Series shall be entitled, before any distribution shall be made to the Common Stock or to any other class of stock junior to the Preference Stock, to be paid the amount fixed and determined by the Board of Directors for such Series as herein provided, plus accrued and unpaid dividends thereon to the date of distribution, but the Preference Stock shall not be entitled to any further payment and any remaining net assets shall be distributed ratably to the outstanding Common Stock. If, upon

such liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the net assets of the Corporation shall be insufficient to permit the payment to all outstanding shares of Preference Stock of all Series of the full preferential amounts to which they are respectively entitled, then the entire net assets of the Corporation shall be distributed ratably to all outstanding shares of Preference Stock of all Series in proportion to the full preferential amount to which each share is entitled. Neither a consolidation nor a merger of the Corporation with or into any other corporation or corporations, nor the sale of all or substantially all of the assets of the Corporation, shall be deemed to be a liquidation, dissolution or winding up within the meaning of this section.

(9) The Preference Stock shall not be convertible, except to the extent that any one or more Series thereof may be issued with the privilege of conversion as may be determined by the Board of Directors prior to issuance of any shares of such Series as herein set forth. If the shares of any Series are so issued with the privilege of conversion, then, at the option of the respective holders thereof, the Preference Stock of such Series shall be convertible into a number of fully paid and non-assessable shares of the Common Stock or any other class of stock of the Corporation at the conversion rate, or upon payment to the Corporation of the conversion price, which is in effect for the Preference Stock of such Series at the time of such conversion. The initial conversion rate or conversion price (including in the latter case the number of shares of Common Stock or other class of stock issuable upon conversion) and the terms and conditions of conversion for each Series issued with the privilege of conversion shall be fixed and determined by the Board of Directors as hereinafter provided. Such conversion price or conversion rate with respect to any such Series may be subject from time to time to adjustment by virtue of issuance of securities or rights to purchase securities of the Corporation, or upon any capital reorganization or reclassification of the Common Stock of the Corporation, or the consolidation or merger of the Corporation, or the sale, conveyance, lease or other transfer by the Corporation of all or substantially all of its property, or in other circumstances, all to the extent and in the manner fixed and determined by the Board of Directors as herein set forth.

(10) Shares of any Series of Preference Stock which have been issued and reacquired in any manner by the Corporation (including shares redeemed, shares purchased and retired and shares which, if convertible or exchangeable, have been converted into or exchanged for shares of stock of any other class, classes or Series) shall have the status of authorized and unissued shares of Preference Stock and may be reissued as a part of the Series of which they were originally a part or may be reclassified and reissued as part of a new Series of Preference Stock to be created by resolution or resolutions of the Board of Directors or as part of any other Series of Preference Stock, all subject to the conditions or restrictions on issuance set forth in any resolution or resolutions adopted by the Board of Directors provided for the issue of any Series of Preference Stock.

(11) None of the holders of Preference Stock of any Series shall have any voting powers for any purpose, except as may be specifically required by law, or except as any such right to vote may be fixed and determined by the Board of Directors prior to issuance of any shares of such Series as herein provided.

(12) In order for the Board of Directors to establish a Series of Preference Stock, the Board of Directors shall adopt a resolution or resolutions setting forth the designation and the number of shares of such Series and the relative rights and preferences thereof in respect of the foregoing particulars. The Board of Directors may redesignate any shares of any Series theretofore established that have not been issued, or that have been issued and retired, as shares of some other Series, or change the designation of outstanding shares where desired to prevent confusion.

(13) For the purposes hereof and of any resolution of the Board of Directors providing for the classification or re-classification of any shares of Preference Stock:

(a) The term "outstanding", when used in reference to shares of stock, shall mean issued shares, excluding shares held by the Corporation or a subsidiary and shares called for redemption, funds for the redemption of which shall have been deposited in trust;

#### COMMON STOCK

Subject to the foregoing provisions, dividends may be declared on the Common Stock; and each share of Common Stock shall entitle the holder thereof to one (1) vote in all proceedings in which action shall be taken by Stockholders of the Corporation.

FIFTH.-The name and mailing address of each incorporator is as follows:

<u>Name</u>	<u>Mailing Address</u>
Calvin H. Cobb, Jr.	1250 Connecticut Avenue, N.W. Washington, D. C. 20036
Robert E. McLaughlin	1250 Connecticut Avenue, N.W. Washington, D. C. 20036
Glenn J. Sedam, Jr.	1250 Connecticut Avenue, N.W. Washington, D. C. 20036

SIXTH.-In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To make, alter or repeal the by-laws of the Corporation.

To authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve in the manner in which it was created.

By a majority of the whole board, to designate one or more committees, each committee to consist of two or more of the directors of the corporation. The board may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. Any such committee, to the extent provided in the resolution or in the by-laws of the Corporation, shall have and may exercise the powers of the board of directors in the management of the business and affairs of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which may require it; provided, however, the by-laws may provide that in the absence or disqualification of any member of such committee or committees, the member or members thereof present at any meeting and not disqualified from voting, whether or not he or they constitute a quorum, may unanimously appoint another member of the board of directors to act at the meeting in the place of any such absent or disqualified member.

When and as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a stockholders' meeting duly called upon such notice as is required by statute, or when authorized by the written consent of the holders of a majority of the voting stock issued and outstanding, to sell, lease or exchange all or substantially all of the property and assets of the Corporation, including its good will and its corporate franchises, upon such terms and conditions and for such consideration, which may consist in whole or in part of money or property including shares or stock in, and/or other securities of, any other corporation or corporations, as its board of directors shall deem expedient and for the best interests of the Corporation.

SEVENTH.-Any corporate action upon which a vote of stockholders is required or permitted may be taken with the written consent of stockholders having not less than a majority of all the stock entitled to vote upon the action if a meeting were held; provided that in no case shall the written consent be by holders having less than the minimum percentage of the vote required by statute for the proposed corporate action and provided that prompt notice be given to all stockholders of the taking of corporate action without a meeting and by less than unanimous written consent.

EIGHTH.-Meetings of stockholders may be held within or without the State of Delaware, as the by-laws may provide. The books of the Corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time

by the board of directors or in the by-laws of the Corporation. Elections of directors need not be by written ballot unless the by-law of the Corporation shall so provide.

NINTH.-The Corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set our hands this 12<sup>th</sup> day of December, 1969.

Calvin H. Cobb, Jr.  
Robert E. McLaughlin  
Glenn J. Sedam, Jr.

Washington )  
District of Columbia ) ss:

BE IT REMEMBERED that on this \_\_\_\_\_ day of \_\_\_\_\_ A.D. 1969, personally came before me, a Notary Public for the City of Washington, District of Columbia, Calvin H. Cobb, Jr., Robert E. McLaughlin and Glenn J. Sedam, Jr., all of the parties to the foregoing certificate of incorporation, known to me personally to be such, and severally acknowledged the said certificate to be the act and deed of the signers respectively and that the facts stated herein are true.

GIVEN under my hand and seal of office the day and year aforesaid.

\_\_\_\_\_  
Notary Public

My Commission expires \_\_\_\_\_

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
APR 9 9 19 69 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
WASHINGTON COUNTY CLERK

ARTICLES OF MERGER  
OF  
SNYDER SOFT PRETZEL CORPORATION (MD. CORP.)  
INTO  
DUTCHIE, INC. (DEL. CORP.)-SURVIVOR

approved and received for record by the State Department of Assessments and Taxation  
of Maryland December 22, 1969 at 4:30 o'clock P. M. as in conformity  
with law and ordered recorded.

A 14653

Recorded in Liber 2779-44, folio 44, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 25.00 \_\_\_\_\_  
2.00 Cert. among Land Record Office in  
Washington County.  
\$ 27.00 Total

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 April 9, 1970 at 9:19 A.M. Liber 19,  
Receipt No. 9216

ARTICLES OF DISSOLUTION  
OF  
WAKENIGHT REALTY COMPANY, INC.

1. The name of the corporation is Wakenight Realty Company, Inc. and the post office address of its principal office in this state is 665 Pin Oak Road, Hagerstown, Maryland.

2. The name and post office address of the resident agent of the corporation in this state, service of process upon whom shall bind the corporation in any action, suit or proceeding pending or hereafter instituted or filed against the corporation for one year after Dissolution and thereafter until the affairs of the corporation are wound up is Charles F. Wagaman. Suite 421 Maryland National Bank Building, Hagerstown, Maryland.

3. The name and post office address of each of the directors of the corporation are:

Helen E. Wakenight  
665 Pin Oak Road  
Hagerstown, Maryland

Charles F. Wagaman  
740 Preston Road  
Hagerstown, Maryland

Charles F. Wagaman, Jr.  
1371 Jefferson Blvd.  
Hagerstown, Maryland

4. The name, title and post office address of each of the officers of the corporation are: President- Helen E. Wakenight- 665 Pin Oak Road, Hagerstown, Maryland, Vice-President- Charles F. Wagaman- 740 Preston Road, Hagerstown, Maryland, Secretary- Charles F. Wagaman, Jr.- 1371 Jefferson Blvd., Hagerstown, Maryland, Treasurer- Helen E. Wakenight- 665 Pin Oak Road, Hagerstown, Maryland.

5. That the Dissolution of this corporation was duly advised by the Board of Directors of this corporation and duly authorized by the holders of all of the issued and outstanding stock of this corporation and thus was approved by said stockholders in the

manner and by the vote required by law and by the Charter of the corporation.

- 6. That the corporation has no known creditors.
- 7. That the corporation is hereby dissolved.

Respectively submitted,

Wakenight Realty Company, Inc.

By Charles F. Wagaman  
Charles F. Wagaman  
Vice-President



Attest as to corporate seal

Charles F. Wagaman, Jr.  
Charles F. Wagaman, Jr.  
Secretary

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

I HEREBY CERTIFY, That on this 14th day of Nov. , A. D., 1969, before, me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles F. Wagaman, Vice-President of Wakenight Realty Company, Inc., personally known to me to be the person whose name is subscribed to the foregoing instrument and who did acknowledge that he executed the same for the purposes therein contained.

WITNESS my hand and official Notarial Seal.

My Commission Expires:  
July 1, 1970

Beulah E. Sherman  
Notary Public



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

I HEREBY CERTIFY, That on this 14th day of Nov. , A. D., before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles F. Wagaman, Jr. who did make oath in due form of law that he was secretary of the meeting of the Board of Directors advising Dissolution of this corporation and that he was likewise Secretary of the meeting of the Stockholders held in reference thereto and that the matters and facts set forth in the foregoing Articles of Dissolution with respect to the authorization for Dissolution are true as therein set forth.

WITNESS my hand and official Notarial Seal.

Beulah E. Sherman  
Notary Public

My Commission Expires:  
July 1, 1970





## STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 WEST PRESTON STREET

BALTIMORE, MARYLAND 21201

ALBERT W. WARD  
DIRECTORWILLIAM H. RILEY  
CHIEF SUPERVISOR  
OF ASSESSMENTS

October 21, 1969

WAGAMAN, WAGAMAN, MEYERS & HAUSER  
Hagerstown, Maryland 21740

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

WAKENIGHT REALTY COMPANY, INC.

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

NONE

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

WITNESS my hand and the Seal of the State Department of Assessments and Taxation of Maryland, at Baltimore, this 21st day of October, 1969.

*Mary E. Thomas*  
Mary E. Thomas

MET/mfw



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

WAKENIGHT REALTY COMPANY, INC.  
have been paid.

WITNESS my hand and official seal this  
eleventh day of December A.D. 1969.



*Mary Ellen Hopkins*  
Deputy Comptroller

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
hereby gives notice that ARTICLES OF DISSOLUTION of the  
WAKENIGHT REALTY COMPANY, INC.  
were received for record on, December 18, 19 69,  
in accordance with the provisions of Sec. 77 of Art. 23 of the  
Code (1957 Edition).

ALBERT W. WARD  
Director

356

ARTICLES OF DISSOLUTION  
OF  
WAKENIGHT REALTY COMPANY, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
APR 9 9 19 AM '79  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
AND \_\_\_\_\_  
TODD J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland December 18, 1969 at 2:22 o'clock P.M. as in conformity  
with law and ordered recorded.

A 14439

Recorded in Liber 2776-517 folio 5, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

SPECIAL FEE  
Books/tax/paid \$ 15.00 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*



C O L U M B I A C O L L E G E, I N C. *INCORPORATED*

## ARTICLES OF DISSOLUTION

Columbia College, Inc., *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, 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 No. 43 East Washington St., 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 Zanerian E. Funk, 43 East Washington St., Hagerstown, Washington County, Maryland. Said resident agent is an individual actually residing in this State.

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

<u>Name</u>	<u>Post Office Address</u>
Zanerian E. Funk	43 East Washington St., Hagerstown, Md. 21740
Henrietta P. Fisher	101 East Church St., Frederick, Md. 21701
Lydia A. Funk (Dec'd May 15, 1969)	43 East Washington St., Hagerstown, Md. 21740

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>Post Office Address</u>
Zanerian E. Funk	President	43 East Washington St., Hagerstown, Md. 21740
Henrietta P. Fisher	Vice President	101 East Church St., Frederick, Md. 21701
Lydia A. Funk (Dec'd)	Secretary	43 East Washington St., Hagerstown, Md. 21740
Zanerian E. Funk	Treasurer	43 East Washington St., Hagerstown, Md. 21740

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 February 4, 1969, 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 February 5, 1969.

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 as so proposed was authorized by the stockholders of the Corporation at said meeting by the unanimous vote of all the votes entitled to be cast thereon.

NINTH: The dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

TENTH: The Corporation has no known creditors.

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

None.

IN WITNESS WHEREOF, Columbia College, 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 Acting Secretary on November 28, 1969.

COLUMBIA COLLEGE, INC.

By Zanerian E. Funk  
Zanerian E. Funk, President

Attest:

Henrietta P. Fisher  
Henrietta P. Fisher,  
Acting Secretary



STATE OF MARYLAND,

County of Washington, ss:

I HEREBY CERTIFY that on Nov 21, 1969, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Washington, personally appeared Zanerian E. Funk, President of Columbia College, 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 that the matters and facts set forth in said Articles of Dissolution are true to the best of her knowledge, information and belief.

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

Hilda L. Stoner  
Notary Public



My commission expires July 1, 1970.

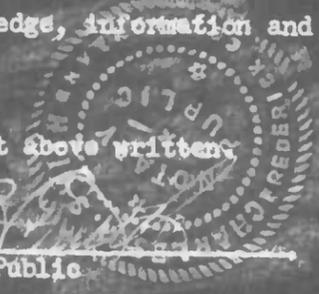
STATE OF MARYLAND,

County of Frederick, ss:

I HEREBY CERTIFY that on JANUARY 5, <sup>1970</sup>~~1969~~, before me, the subscriber, a notary public of the State of Maryland in and for the County of Frederick, personally appeared Henrietta P. Fisher, Acting Secretary of Columbia College, Inc., a Maryland corporation, and made oath in due form of law that she was acting secretary of the meeting of the stockholders of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of her knowledge, information and belief.

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

Charles R. Smith  
Notary Public



My commission expires July 1, 1970.



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

361

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

COLUMBIA COLLEGE, INCORPORATED  
 have been paid.

WITNESS my hand and official seal this  
 twenty-third day of October A.D. 1969.



*Mary Ellen Hopkins*  
 Deputy Comptroller

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
 hereby gives notice that ARTICLES OF DISSOLUTION of the  
 -----COLUMBIA COLLEGE, INCORPORATED-----  
 were received for record on, ~~December 31,~~ 19 ~~69,~~  
 in accordance with the provisions of Sec. 77 of Art. 23 of the  
 Code (1957 Edition).

361

ALBERT W. WARD  
 Director

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
FEB 9 9 19 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
WARRANT/ JAMES AGT. CLEM

ARTICLES OF DISSOLUTION  
OF  
COLUMBIA COLLEGE, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation  
of Maryland December 31, 1969 . at 4:30 o'clock P.M. as in conformity  
with law and ordered recorded.

A 14785

Recorded in Liber 7780-302 folio 302, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

SPECIAL FEE  
~~Books/tax/paid~~ \$ 15.00 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*



EL CORTEZ MOTEL CORPORATION

ARTICLES OF DISSOLUTION

---

THIS IS TO CERTIFY:

1. The name of the corporation is:

EL CORTEZ MOTEL CORPORATION

and the post office address of its principal office in the State of Maryland, is 2772 Virginia Avenue Extended, Route 2, Williamsport, Maryland, 21795.

2. John E. Minnich, whose post office address is Route 2, Boonsboro, Maryland, 21713, 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 John E. Minnich 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:

John E. Minnich, Route 2, Boonsboro, Maryland, 21713

Lila M. Minnich, Route 2, Boonsboro, Maryland, 21713

John E. Minnich, Jr., 7491 View Place, Cincinnati, Ohio, 45224

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

John E. Minnich, President, Route 2, Boonsboro, Maryland, 21713

John E. Minnich, Jr., Vice-President, 7491 View Place, Cincinnati, Ohio, 45224

John E. Minnich, Treasurer, Route 2, Boonsboro, Maryland, 21713

Lila M. Minnich, Secretary, Route 2, Boonsboro,  
Maryland, 21713

5. That the dissolution of the corporation was duly authorized by unanimous vote of the Board of Directors on January 8, 1969, at a meeting at which there was a quorum present, and that the dissolution of the corporation was duly advised by the Board of Directors and authorized unanimously by the Stockholders of the Corporation at a Special Meeting of Stockholders on January 8, 1969, 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 January 10, 1969, to the aforesaid two parties who were also notified personally thereof the same date.

7. That the corporation is hereby dissolved.

8. That these Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland, 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, El Cortez Motel Corporation has

caused its name to be hereunto subscribed by John E. Minnich, its President, and its corporate seal to be hereto affixed and duly attested by Lila M. Minnich, its Secretary this 21st day of January, A.D., 1969.



EL CORTEZ MOTEL CORPORATION

By John E. Minnich  
John E. Minnich, President

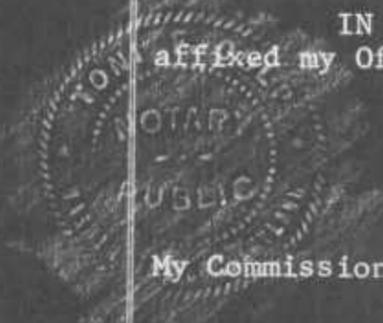
Attest as to Corporate Seal:

Lila M. Minnich  
Lila M. Minnich, Secretary

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, the President of El Cortez Motel Corporation and acknowledged the foregoing Articles of Dissolution to be the act of said Corporation and at the same time also personally appeared Lila M. Minnich, Secretary of El Cortez Motel Corporation, 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 authorization and approval are true to the best of her knowledge.

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



Tom Culp  
Notary Public

My Commission Expires: July 1, 1969



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

EL CORTEZ MOTEL CORPORATION

have been paid.

WITNESS my hand and official seal this  
eleventh day of August A.D. 1969.



*Mary Ellen Hopkins*  
Deputy Comptroller

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

December 30, 1969

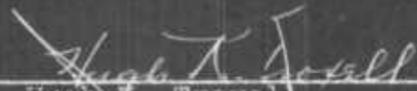
RE: Dissolution - The El Cortez Motel Corp.  
 Withdrawal of

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

The El Cortez Motel Corp.

have been paid to and including the fiscal year July 1, 1969 to June 30, 1970.

Witness the hand and seal of Hugh K. Troxell, County Treasurer for Washington County, this 30th day of December A.D., 1969.

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

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the  
 EL CORTEZ MOTEL CORPORATION

were received for record on, December 31, 19 69,  
 in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

ALBERT W. WARD

Director

367

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
APR 9 9 19 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND  \_\_\_\_\_  
VICTOR J. BAKER ACT. CLERK

ARTICLES OF DISSOLUTION  
OF  
EL CORTEZ MOTEL CORPORATION

approved and received for record by the State Department of Assessments and Taxation  
of Maryland December 31, 1969 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 14770

Recorded in Liber 3780-210, folio 6, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

SPECIAL FEE  
~~Books/Act/Act/s~~ \$ 15.00 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*



Hub City Riders  
M/C Club

369

Received for record April 9, 1970 at 9:19 A.M. Liber 19, Receipt No. 9216

Dec. 23, 1969  
Frederick Md.

David F. Myerly Jr. -  
President - Hub City Riders ~~M/C Club~~ INCORPORATED  
Rt.#2 Araby Church Road  
Frederick Md. 21701

HUB CITY RIDERS ~~M/C Club~~ INCORPORATED

ARTICLES OF DISSOLUTION

The HUB CITY RIDERS ~~M/C Club~~ 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 Corporation is hereby dissolved.

SECOND: The name of the Corporation is as herein-above set forth, and the post office address of the principal office of the Corporation in the State of Maryland is Rt. 6 Paradise Church Rd., Hagerstown, Maryland.

THIRD: The name and post office of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereinafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, are David F. Myerly Jr. Rt 6 Paradise Church Rd., Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

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

David F. Myerly Jr.	Rt. 6 Paradise Church Rd. Hagerstown, Md.
William P Reynolds	Box 4 Longmeadow Rd. Hagerstown Md
Robert V. Moats	21 E. Green St. Hagerstown Md
Layton Coy	Rt. 2 Western Pike Hagerstown Md

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

David F. Myerly Jr.	President	Rt. 6 Paradise Church Rd. Hagerstown, Maryland
Robert V. Moats	Secretary	21 East Green St.
	Treasurer	Hagerstown Maryland.

SIXTH: A majority of the entire board of directors of the Corporation, at a meeting duly convened and held on June 1, 1969, adopted a resolution declaring that dissolution of the Corporation was advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the members of the Corporation to be held on June 12, 1969.

HUB CITY RIDERS M/C CLUB INC.  
ARTICLES OF DISSOLUTION (CON'T)

SEVENTH: Notice stating that a purpose of the meeting of members would be to take action upon the proposed dissolution was given, as required by law, to all members of the Corporation entitled to vote thereon. The dissolution of the Corporation as so proposed was authorized by the members of the Corporation at said meeting by the affirmative vote of two-thirds of all of the members entitled to vote thereon.

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

NINTH: Notice that dissolution of the Corporation had been duly authorized pursuant to Article 23 of the Annotated Code of Maryland was mailed to ~~all known creditors of the Corporation~~ as the Corporation has no Known creditors.

TENTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 212 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely: NONE.

IN WITNESS WHEREOF, THE HUB CITY RIDERS M/C CLUB has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on December 24, 1969.

Attest:

Hub City Riders M/C Club

By: Robert V. Moats  
Robert V. Moats-Secretary  
Treasurer

By: David F. Myerly Jr.  
David F. Myerly Jr.-President

STATE OF MARYLAND,

ss:

COUNTY OF WASHINGTON,

I HEREBY CERTIFY that on Dec 24, 1969, before me the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared David F. Myerly Jr. President of The Hub City Riders M/C Club 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

HUB CITY RIDERS M/C CLUB INC.  
ARTICLES OF DISSOLUTION (CON'T)

and further made oath in due form of law that the matters and facts set forth in said Articles of Dissolution with respect to the approval thereof are true to the best of his knowledge, information and belief.

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



Roy A. Bowen  
Notary Public

THE UNDERSIGNED, President of The Hub City Riders M/C Club who executed on behalf of said corporation the foregoing Articles of Dissolution, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Dissolution to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

David F. Myerly Jr.  
David F. Myerly Jr. - President



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

HUB CITY RIDERS, INC.

have been paid.

WITNESS my hand and official seal this  
eighteenth day of November A.D. 1969.



*Mary Ellen Hopkins*  
Deputy Comptroller

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
hereby gives notice that ARTICLES OF DISSOLUTION of the  
HUB CITY RIDERS, INCORPORATED

were received for record on, December 31, 1969,  
in accordance with the provisions of Sec. 77 of Art. 23 of the  
Code (1957 Edition).

ALBERT W. WARD

Director

372

ARTICLES OF DISSOLUTION

OF

HUB CITY RIDERS, INCORPORATED

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. \_\_\_\_\_  
DEC 9 9 19 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND  TAXER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland December 31, 1969 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 14729

Recorded in Liber 7779-549, folio 5 one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

SPECIAL FEE  
~~1/10/70~~ \$ 15.00 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*



374

Received for record April 9, 1970 at 9:19 A.M. Liber 19, Receipt No. 9216

NOTICE OF RESIGNATION  
OF  
RESIDENT AGENT

Potomac Creamery Company, Inc.  
600 Jefferson Street  
Hagerstown, Maryland

January 2, 1970

(Resignation of Resident Agent)

An original counterpart of this resignation has been this date forwarded to the State Department of Assessments & Taxation for record.

*John M Baer*  
(Signature of resident agent)

*350 W Franklin St*  
(Address of resident agent)

*Hagerstown, Md.*

NOTICE OF RESIGNATION  
OF JOHN M. BAER  
AS RESIDENT AGENT

FOR

POTOMAC CREAMERY COMPANY, INC.

received for record January 6, 1970

, at 8:52 A. M.

and recorded on Film No. *776*

Frame No. *500* 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 No. 6491

SPECIAL FEE PAID \$3.00  
Recording Fee Paid 2.00  
\$5.00

Mr. Clerk - Please mail to Mr. John M. Baer  
350 W. Franklin Street  
Hagerstown, Md.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. *776*  
APR 9 9 19 1970  
LIBER 19 FOLIO *500*  
LAND D

ARTICLES OF AMENDMENT

OF

~~THE~~ FIRST CHURCH OF GOD OF CHESTNUT GROVE, INC.

Francis E. Norford, Carroll A. Holmes, Walter S. Giff, Robert F. Gardner and Wallace I. Holmes, Trustees, and Joyce Holmes, Secretary of ~~The~~ First Church of God of Chestnut Grove, Inc., respectfully show that:

1. The above named corporation was organized on October 18, 1965.

2. The above named religious corporation upon the proposal of its board of trustees by resolution duly adopted by said board of trustees setting forth the proposed amendment and directing that the same be submitted to a vote of the members above twenty-one (21) years of age belonging to the church to vote in respect thereof at a designated meeting of such members and upon the adoption thereof by said members at such meeting held on the 25th day of May, 1969, after giving more than ten (10) days' written notice as provided by law and as hereinafter more specifically set out, does hereby by Francis E. Norford, Carroll A. Holmes, Walter S. Giff, Robert F. Gardner and Wallace I. Holmes, Trustees, execute and acknowledge the following:

ARTICLES OF AMENDMENT

3.(a) The name of The First Church of God of Chestnut Grove, Inc., organized on October 18, 1965, is hereby amended in all respects and shall hereafter be CHESTNUT GROVE BIBLE CHURCH, INC.

The above amendment was adopted in the following manner and by the following vote, that is to say:

The board of trustees of said religious corporation, at a regular meeting of said board held on the 5th day of April, 1969, at Chestnut Grove, Maryland, on the church premises, adopted the following resolution of articles of amendment of the articles of incorporation of said corporation:

Resolved, that the name of the corporation be changed from First Church of God of Chestnut Grove, Inc. to Chestnut Grove Bible Church, Inc.

Be it further resolved, that this proposed amendment be submitted to a vote of all persons above twenty-one (21) years of age who are members of the church and entitled to vote thereon at a special meeting, to be held on the 25th day of May, 1969, at the Church, and the secretary is hereby directed to give notice thereof at least ten (10) days prior to said meeting at the address of each member as it appears on the records of the church, by regular mail, postage prepaid, or by giving said notice personally to each member, and

Be it further resolved that Francis E. Norford, Carroll A. Holmes, Walter S. Giff, Robert F. Gardner and Wallace I. Holmes, Trustees, execute such documents as may be necessary to amend the articles of incorporation.

(b) At the meeting, the Church members entitled to vote in respect of said amendments to the articles of incorporation, upon the call and notice required by law, did adopt the above amendment by the affirmative vote of all persons present, they being a majority of the members entitled to vote thereon.

IN WITNESS WHEREOF, the trustees have hereunto set their hands and the secretary has attested the seal of the corporation this 25<sup>th</sup> day of June, 1969.

ATTEST TO ADOPTED  
CORPORATE SEAL

THE FIRST CHURCH OF GOD OF CHESTNUT  
GROVE, INC.

*Joyce Holmes*  
Joyce Holmes  
Secretary

BY: *Francis E. Norford* (SEAL)  
Francis E. Norford

*Carroll A. Holmes* (SEAL)  
Carroll A. Holmes

*Walter S. Giff* (SEAL)  
Walter S. Giff



Robert F. Gardner (SEAL)  
Robert F. Gardner

Wallace I. Holmes (SEAL)  
Wallace I. Holmes

Trustees

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 25<sup>th</sup> 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 Francis E. Norford, Carroll A. Holmes, Walter S. Giff, Robert F. Gardner, and Wallace I. Holmes, Trustees of The First Church of God of Chestnut Grove, 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 also appeared Joyce Holmes, and made oath in due form of law that she was the Secretary of the meeting of the members of said Corporation at which the Amendment of the Articles of Incorporation 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.

James E. Skyles  
Notary Public

My commission expires:  
July 1, 1970

ARTICLES OF AMENDMENT

OF

FIRST CHURCH OF GOD OF CHESTNUT GROVE

changing its name to

CHESTNUT GROVE BIBLE CHURCH, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORDS  
RECEIPT NO. \_\_\_\_\_  
APR 9 9 19 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
VENDOR LEASER ACT/CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland August 15, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 12709

*7793*  
*7759* *4* *225*  
*389*

Recorded in Lib. \_\_\_\_\_, folio \_\_\_\_\_, 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.

*Richard Keller*



Trustees of the Members of The St. Paul's Methodist Church  
of the Hagerstown District of the Baltimore Conference  
of the Methodist Church

Articles of Amendment

Trustees of the Members of The St. Paul's Methodist Church  
of the Hagerstown District of the Baltimore Conference of the  
Methodist 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 Trustees of the Members of The St. Paul's Methodist  
Church of the Hagerstown District of the Baltimore Conference of  
the Methodist Church and inserting in lieu thereof the following:

John Wesley United Methodist Church of Hagerstown, Md.

SECOND: The board of directors of the Corporation, at  
a meeting duly convened and held on April 28, 1969, 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 Corpora-  
tion to be held on May 18, 1969.

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 mem-  
bers of the Corporation entitled to vote thereon. The amendment  
of the Charter of the Corporation as hereinabove set forth was



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.



*[Handwritten Signature]*

Notary Public

My Commission Expires:  
July 1, 1970

ARTICLES OF AMENDMENT  
OF

FRUSTERS OF THE MEMBERS OF THE ST. PAUL'S METHODIST CHURCH OF THE  
HAGERSTOWN DISTRICT OF THE BALTIMORE CONFERENCE OF THE METHODIST CHURCH

changing its name to

JOHN W. SLEY UNITED METHODIST CHURCH OF HAGERSTOWN, MD.

LAND   
LICEN  FOLIO   
VAN H. BOKER ACT. CLERK

12 9 18 AM '70

RECORDED FOR RECORD  
WASHINGTON COUNTY

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 27, 1970 at 2:27 o'clock P. M. as in conformity  
with law and ordered recorded.

A 15303

*Handwritten:* 7785-445<sup>4</sup>

Recorded in Liber *7785-445*, folio *4*, 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.

*Richard Keller*



Received for record May 12, 1970 at 9:18 A.M. Liber 19,  
Receipt No. 9967

THE THUMMA MOTOR COMPANY  
ARTICLES OF AMENDMENT

The Thumma Motor Company, a Maryland corporation having its principal office at 219 Frederick Street, Hagerstown, Washington County, Maryland (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation that:

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

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is fifteen thousand shares of Common stock of the par value of Two (\$2.00) Dollars each. The aggregate par value of all shares having a par value is Thirty Thousand (\$30,000.00) Dollars.

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on the 15<sup>th</sup> day of *JANUARY*, 1970, adopted a resolution in which was set forth the foregoing Amendment to the Charter declaring that the said Amendment of the Charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on the 16<sup>th</sup> day of *FEBRUARY*, 1970.

THIRD: Notice setting forth a summary of the changes to be effected by 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.

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 unanimous vote of all the stock entitled to vote at said meeting.

FIFTH: The Amendment of the Charter of the Corporation as hereinbefore set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

SIXTH: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized is three hundred (300) shares of Common Stock of the par value of One Hundred (\$100.00) Dollars per share for a total authorized capital of Thirty Thousand (\$30,000.00) Dollars.

(b) The total number of shares of all classes of stock of the Corporation as increased is fifteen thousand (15,000) shares of Common Stock of the par value of Two (\$2.00) Dollars per share for a total authorized capital of Thirty Thousand (\$30,000.00) Dollars.

(c) The capital stock of the Corporation is not divided into classes.

IN WITNESS WHEREOF, The Thumma Motor Company has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 17<sup>th</sup> day of February, 1970.



ATTEST TO CORPORATE SEAL

THE THUMMA MOTOR COMPANY

*Wayne E. Kiser*  
\_\_\_\_\_  
Wayne E. Kiser  
Secretary

By *A. Fred Thumma*  
\_\_\_\_\_  
A. Fred Thumma  
President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 17<sup>th</sup> day of February, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared A. Fred Thumma, President of The Thumma Motor 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 Wayne E. Kiser 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.



My commission expires:

July 1, 1970

*Jean Marie Stoffel*  
Notary Public

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 4469  
FEB 20 9 18 AM '70  
LAND LIBER FOLIO  
KATHRYN J. KENER ACT. CLERK

ARTICLES OF AMENDMENT  
OF  
THE THUMMA MOTOR COMPANY

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 20, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 15749

Recorded in Liber 2790-4, folio 89, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

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

348

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 Kelly*



Received for record May 12, 1970 at 9:18 A.M. Liber 19, Receipt No. 9967

HAGERSTOWN TRANSFER, INC.

ARTICLES OF AMENDMENT

HAGERSTOWN TRANSFER, 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 is hereby amended by striking out article numbered "Second" and inserting in lieu thereof the following:

"SECOND: The name of the Corporation is Good-Way, Inc."

SECOND: The board of directors of the Corporation, by written consent to such action signed by all the members thereof and filed with the minutes of proceedings of the board, adopted a resolution in which was set forth the foregoing amendment to the charter declaring that 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 which was held on January 19, 1970.

THIRD: A consent in writing, setting forth approval of the amendment of the charter of the Corporation hereinabove set forth, was signed by all stockholders of the Corporation entitled to vote thereon and any other stockholders of the Corporation entitled to notice of a meeting of stockholders have waived in writing any rights they may have to dissent from such amendments; and such consent and waiver are filed with the records of the Corporation.

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 stockholders of the Corporation.

IN WITNESS WHEREOF, HAGERSTOWN TRANSFER, INC., has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on January 22, 1970.

ATTEST:

HAGERSTOWN TRANSFER, INC.

By: *Chester A. Zyblut*  
Chester A. Zyblut  
Secretary

By: *Michael B. Valencik*  
Michael B. Valencik  
President

(Corporate Seal)

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

*Michael B. Valencik*  
Michael B. Valencik  
President

OF  
HAGERSTOWN TRANSFER, INC.

changing its name to  
GOOD-WAY, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 22, 1970 at 1:00 o'clock P.M. as in conformity  
with law and ordered recorded.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 22  
MAY 12 9 18 AM '70  
LIBER FOLIO  
LAND  
VANDER BAKER ACT. CH. 11

A 14989

Recorded in Liber 7182-374, folio 4, 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 Kelly*



mfr

Received for record May 12, 1970 at 9:18 A.M. Liber 19, Receipt No. 9967

FIRST CHURCH OF GOD AND SAINTS OF CHRIST OF HAGERSTOWN, MARYLAND

ARTICLES OF INCORPORATION

(Under Section 256-314)

FIRST: WE, THE UNDERSIGNED, Reverend Royal Guy, 2320 East Chase Street, Baltimore, Maryland 21213; Saint Mittie Guy, 2320 East Chase Street, Baltimore, Maryland 21213; Saint Christine Guy, 2320 East Chase Street, Baltimore, Maryland 21213; Saint MacDaniel Taylor, 1105 Edmonson Avenue, Baltimore, Maryland; elected by the members of the "First Church of God and Saints of Christ of Hagerstown, Maryland" Church, to act as Trustees in the name and on behalf of said congregation to manage the estate, property, interest and inheritance of same, and each being at least twenty-one (21) years of age, and all being discreet and sober persons, 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: FIRST CHURCH OF GOD AND SAINTS OF CHRIST OF HAGERSTOWN, MARYLAND.

THIRD: The plan and purpose of the corporation adopted at the meeting of the members of the congregation electing the trustees are as follows, to wit:

1. To adopt a seal and carry on the general purposes of a religious corporation under the Laws of the State of Maryland.

-2-

2. To conduct a church for religious purposes of the First Church of God and Saints of Christ faith.

3. The trustees are elected by the membership of the church and the trustees must be members of the church and above twenty-one (21) years of age.

4. The term of the trustees shall be for such period as determined by the membership, but said term shall not be less than one year. Successor trustees are to be elected by the membership.

FOURTH: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States, Internal Revenue Law).

FIFTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Fourth hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for

public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 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 of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

SEVENTH: The church shall be located in Washington County and the mailing address of the corporation is 130 North Jonathan Street, Hagerstown, Maryland 21740. The resident agent of the corporation is M. Michael Cramer, whose address is 414 Hungerford Drive, Rockville, Maryland 20850, who is a citizen of this State and actually resides herein.

IN WITNESS WHEREOF, we, the trustees, have signed these Articles of Incorporation on the 26<sup>th</sup> day of January, 1970.

Michael H. Dyer Sr  
Witness

Rev Royal Guy  
Reverend Royal Guy

Michael H. Dyer Sr  
Witness

Saint Mittie Guy  
Saint Mittie Guy

Michael H. Dyer Sr  
Witness

Saint Christine Guy  
Saint Christine Guy

Michael H. Dyer Sr  
Witness

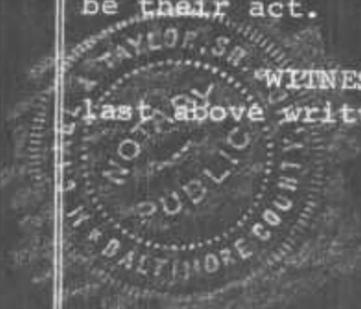
Saint MacDaniel Taylor  
Saint MacDaniel Taylor

STATE OF Maryland ]  
COUNTY OF Baltimore ]

ss:

I HEREBY CERTIFY, that on the 26<sup>th</sup> day of January, 1970, before the subscriber, a notary public of the State and County aforesaid, personall appeared, Reverend Royal Guy, Saint Mittie Guy, Saint Christine Guy and Saint MacDaniel Taylor, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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



Michael H. Dyer Sr  
Notary Public  
My Commission Expires: July 1<sup>st</sup> 1970

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 9449  
MAY 12 9 18 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND   
VAUGHN J. BAKER ACT. CLERK

ARTICLES OF INCORPORATION  
OF  
FIRST CHURCH OF GOD AND SAINTS OF  
CHRIST OF HAGERSTOWN, MARYLAND

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 29, 1970 at 2:27 o'clock P. M. as in conformity  
with law and ordered recorded.

A 15393

Recorded in Liber ~~2786-440~~<sup>5</sup>, folio \_\_\_\_\_, 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.

*Richard Keller*



*Del to Atty. D. Poole, Jr. 4/16/71*

Received for record May 12, 1970 at 9:18 A.M. Liber 19, Receipt No. 9967

ARTICLES OF INCORPORATION  
OF  
MID-TOWN SERVICE STATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, William H. Eyler, Jr., whose post office address is Grove Avenue, Route #1, Williamsport, Maryland, Nina G. Eyler, whose post office address is Grove Avenue, Route #1, Williamsport, Maryland, and Kenneth E. Campbell, whose post office address is 114 West Salisbury Street, Williamsport, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: "MID-TOWN SERVICE STATION, INC."

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

(a) To buy, sell and deal in automobiles, motors and vehicles of all kinds, and in all articles and supplies used in connection therewith.

(b) To buy, sell, store and repair automobiles and motor vehicles of all description, and their parts and accessories; and to manufacture and sell automobile tops, bodies and other motor vehicle parts.

(c) To lease, purchase, sell and otherwise deal in all machines, tools, implements, apparatus, equipment, accessories and appliances of every kind used in connection with the manufacturing, repairing or replacement of all makes of automobiles, and generally to seal, in, at wholesale and retail any materials whatsoever necessary or convenient in the manufacture of motor vehicles or parts incident thereto.

(d) To procure, purchase or sell, manufacture, repair, vulcanize and otherwise work and deal in all kinds of automobile

and truck tires, including pneumatic and solid tires.

(e) To manufacture, buy, sell and deal in, at wholesale and retail, all oils, greases, gasoline and all other materials used in, on or about an automobile, truck or motor vehicle of any kind.

(f) To carry on the business of painting automobiles and motor vehicles and to manufacture, purchase, and sell paints, varnishes, oils, fillers, stains, colors, enamels, compounds and coatings, putty, glass and other supplies incidental thereto.

(g) To conduct a general garage and storage place for automobiles, trucks and motor vehicles of every kind; to procure, own, sell and otherwise deal in and repair tractors or any other kinds of machinery or personal property; to procure, manufacture, purchase, own and sell all kinds of tools, appliances, machinery or equipment used or desired in the furtherance of said object.

(h) 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 donation 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.

(i) 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.

(j) To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of Letters Patent of the

United States or of any foreign country as well as acquire and dispose of licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

(k) To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any party 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 the Statutes 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: 10 East Salisbury Street, Williamsport, Washington County, Maryland. The name and post office address of the Resident Agent of the Corporation in this state is: William H. Eyler, Jr., Grove Avenue, Route #1, 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 ten thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share, all of one class, and having an aggregate value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three (3) directors and William H. Eyler, Jr., Nina G. Eyler and Kenneth E. Campbell shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

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 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 23 day of January, 1970.

WITNESS:

William H. Eyler, Jr. (SEAL)  
William H. Eyler, Jr.

Nina G. Eyler (SEAL)  
Nina G. Eyler

Kenneth E. Campbell (SEAL)  
Kenneth E. Campbell

Warren M. Lyman

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 23<sup>rd</sup> day of January, 1970, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared William H. Eyler, Jr., Nina G. Eyler and Kenneth E. Campbell and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Warren M. Lyman  
Notary Public



My Commission Expires:  
July 1, 1970.



Received for record May 12, 1970 at 9:18 A.M. Liber 19, Receipt  
No. 9967

ARTICLES OF INCORPORATION  
OF  
MID-TOWN REAL ESTATE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, William H. Eyler, Jr., whose post office address is Grove Avenue, Route #1, Williamsport, Maryland, Nina G. Eyler, whose post office address is Grove Avenue, Route #1, Williamsport, Maryland, and David K. Poole, Jr., whose post office address is 148 West Washington Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: "MID-TOWN REAL ESTATE, INC."

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

(a) To purchase, improve, develop, lease, mortgage, exchange, sell, dispose of and otherwise deal in and turn to account real estate; to purchase, lease, build, re-build, alter, engage, construct, erect, occupy, and manage buildings of every kind and character whatsoever, whether now or hereafter erected on any lands so owned, held or occupied by this Corporation; to finance the purchase, improvement, development and construction of lands and buildings belonging to or to be occupied by this Corporation or any other person, firm or corporation.

(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 donation 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 apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of Letters Patent of the United States or of any foreign country as well as acquire and dispose of licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

(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, or any party 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 the Statutes 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: Grove Avenue, Route #1, Williamsport, Washington County, Maryland. The name and post office address of the Resident Agent of the Corporation in this state is: William H. Eyler, Jr., Grove Avenue, Route #1, 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 ten thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share, all of one class, and having an aggregate value of One Hundred Thousand

(\$100,000.00) Dollars.

SIXTH: The Corporation shall have three (3) directors and William H. Eyler, Jr., Nina G. Eyler and David K. Poole, Jr., shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

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 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 10th day of February, 1970.

WITNESS:

William H. Eyler, Jr. (SEAL)  
William H. Eyler, Jr.

Nina G. Eyler (SEAL)  
Nina G. Eyler

David K. Poole, Jr. (SEAL)  
David K. Poole, Jr.

Mary Bishop

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 10th day of February, 1970, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared William H. Eyler, Jr., Nina G. Eyler and David K. Poole, Jr., and severally acknowledged the foregoing Articles of Incorporation to be their act.

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



Mary Bishop  
Notary Public

My Commission Expires:  
July 1, 1970.

ARTICLES OF INCORPORATION  
OF  
MID-TOWN REAL ESTATE, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 4987  
MAY 12 9 18 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND  \_\_\_\_\_  
VALISHA J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 16, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 15625

Recorded in Liber 2789-67<sup>5</sup>, folio 67, 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 May 12, 1970 at 9:18 A.M. Liber 19,  
Receipt No. 9967

ARTICLES OF INCORPORATION  
OF  
MAY ELECTRIC SERVICE, INC.

THIS IS TO CERTIFY:-

FIRST: That we, the subscribers, Harry Elwood May, whose postoffice address is 1113 Glenwood Avenue, Hagerstown, Maryland; Grace Alberta May, whose postoffice address is 1113 Glenwood Avenue, Hagerstown, Maryland; and John Richard Stouffer, Jr. whose postoffice address is 1041 Fairview 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 of Incorporation.

SECOND: That the name of the Corporation (which is hereinafter called the "Corporation") is MAY ELECTRIC SERVICE, INC.

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

(a) To design, devise, invent, manufacture, install, remove, repair, inspect, report upon, buy, sell, handle, and deal in machinery, plants, apparatus, appliances, accessories, equipment, supplies, and means and materials, of all kinds, for the generation, production, transmission, transformation, accumulation, storage, distribution, supplying, application, and utilization of electricity for all purposes. To solicit, bid for, enter into, and perform contracts for the doing of electrical work and the furnishing of electrical machinery, appliances, accessories, materials, and supplies of all kinds.

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

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

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

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

purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(f) To 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 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 is 1113 Glenwood Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Harry Elwood May, whose postoffice address is 1113 Glenwood 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 (1000) shares of the par value of One Hundred (\$100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have five (5) directors and Harry Elwood May, 1113 Glenwood Avenue, Hagerstown, Maryland; John Richard Stouffer, Jr., 1041 Fairview Road, Hagerstown, Maryland; Grace Alberta May, 1113 Glenwood Avenue, Hagerstown, Maryland; Carroll E. Gelwicks, 613 North Mulberry Street, Hagerstown, Maryland; and Annette Louise Smith, 26 Tammany Lane, Route #2, Williamsport, Maryland, shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

if any, as may be set forth in the By-Laws of the Corporation.

(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 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 27<sup>th</sup> day of January, 1970.

WITNESS:

Charles B. Lyne as to Harry Elwood May (SEAL)  
 Harry Elwood May

Charles B. Lyne as to Grace Alberta May (SEAL)  
 Grace Alberta May

Charles B. Lyne as to John Richard Stouffer Jr. (SEAL)  
 John Richard Stouffer Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 27<sup>th</sup> day of January,  
 1970, before me, the subscriber, a Notary Public of the State of Maryland,  
 in and for Washington County, personally appeared Harry Elwood May, Grace  
 Alberta May and John Richard Stouffer, Jr. and severally acknowledged the afore-  
 going Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

Charlotte Eichelberger  
 Notary Public

My Comm. Ex: July 1, 1970.



LIBER FOLIO  
JAN 29 9 13 AM '70  
RECORDS & COMMUNICATIONS SECTION  
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
BALTIMORE, MARYLAND

ARTICLES OF INCORPORATION  
OF  
MAY ELECTRIC SERVICE, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 28, 1970 at 2:35 o'clock P. M. as in conformity  
with law and ordered recorded.

A 15240

Recorded in Liber 5785-65, 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 Keller*



Received for record May 12, 1970 at 9:18 A.M. Liber 19,  
Receipt No. 9967

ARTICLES OF INCORPORATION

OF

HAGERSTOWN, MD. CHAPTER #623 OF AMERICAN  
ASSOCIATION OF RETIRED PERSONS, INC.

(Without authorized capital stock  
under section 4 & 132 of Article 23)

\* \* \* \* \*

FIRST: WE, THE UNDERSIGNED, WILLARD H. CULLEN,  
whose post office address is No. 122 So. Locust Street,  
Hagerstown, Md. 21740, MABEL V. HENNEBERGER, whose post  
office address is No. 1060 Dual Highway, Hagerstown, Md.  
21740, GLADYS T. WINDSOR, whose post office address is No.  
128 So. Prospect St., Hagerstown, Md., ANNA RUTH STOUFFER,  
whose post office address is Chewsville, Md. 21721,  
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

HAGERSTOWN, MD. CHAPTER #623 OF AMERICAN  
ASSOCIATION OF RETIRED PERSONS, INC.

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

1. To understand aging as a modern social achievement measurable in terms of longer life and a shift from a work-centered society to one that is leisure-centered.

2. To offer the individual senior citizen opportunities for self-appraisal and for planning a way of life designed to attain the maximum amount of self-realization and enrichment in the years ahead.

3. To help foster equality of opportunity for the aging population by (i) promoting its continued growth and development, its self-respect, its self-confidence and its usefulness, (ii) encouraging its participation in the stream of contemporary life, and (iii) stimulating a dynamic public interest in all segments of the aging population, and recognition of their potential.

4. To study and to discuss the meaning of a longer life for retired persons in a society which offers more and more free time; and to present statistical data for gerontological purposes.

5. To identify through educational procedures, experiences which will further growth and development of personality for retired persons and lead to new, useful and creative roles which in turn will provide a sense of life-fulfillment in our changing society.

6. To devote the energies of the Corporation to furthering its educational, scientific and philanthropic objectives of prolonging and improving the mental and physical well-being of retired persons.

7. Generally, to aid retired persons in their social, physical, economic and intellectual needs by acting as a local chapter of the AMERICAN ASSOCIATION OF RETIRED PERSONS, a District of Columbia Non-Profit Corporation (hereinafter referred to as "AARP"), in accordance with and in furtherance of its purposes, objectives and ideals.

FOURTH: The post office address of the principal office of the Corporation in this State is 128 So. Prospect St., Hagerstown 21740. The name and post office address of the resident agent of the Corporation in this State are GLADYS T. WINDSOR, 128 So. Prospect St., Hagerstown 21740. Said resident agent is a citizen of this State and actually resides herein.

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

SIXTH: The number of directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: LOUIS SMARGIASSI, HATTIE M. BLICKENSTAF, LOUELLA D. WOLFUIGER and HOWARD F. SNYDER.

SEVENTH: The Corporation is to have members. The designation of the class or classes of members of the Corporation and the qualifications and rights, including voting rights of the members of each such class, shall be as follows:

1. The Corporation shall have two classes of members: national organization and individual. AARP shall be the national organization member of the Corporation. All persons who are members in good standing of AARP and who pay, in advance, to the Corporation the annual dues which may be prescribed from time to time in the By-Laws of the Corporation shall be individual members.

2. Except as otherwise provided herein or in the By-Laws, the national organization member of the Corporation shall not have any voting rights, but all voting rights shall be vested in the individual members, and the affirmative vote of a majority of the individual members present in person and entitled to vote at a meeting of members with respect to a question or matter brought before such meeting shall be necessary and sufficient to decide such question or matter. Notwithstanding the foregoing, the national organization member shall be entitled to vote in person or by proxy on all matters relating to the amendment of the Articles of Incorporation or By-Laws, but the affirmative vote of the national organization member with respect to any such matter shall be necessary to decide such matter.

EIGHTH: The manner in which the directors of the Corporation are to be elected or appointed shall be as provided in the By-Laws of the Corporation.

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

1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any director, member or other private individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

2. In the event the existence of the Corporation should for any reason be terminated, all funds of the Corporation shall, after the payment of its liabilities, be distributed exclusively for charitable purposes.

3. Notwithstanding any other provisions of these Articles, the Corporation shall not engage in any transaction which is a prohibited transaction as defined in Section 503 (c) of the Internal Revenue Code of 1954, or the corresponding provisions of any subsequent United States Revenue Laws.

4. Neither the Corporation nor any officer or individual member of the Corporation shall have the authority to represent, contract for, or otherwise act in an official capacity for AARP. No officer or individual member shall use the Corporation to further his own personal interests.

5. The purposes and objects of the Corporation shall in all respects conform to the purposes of AARP. The Corporation shall not engage in or permit or suffer any activity detrimental to or which detracts from the best interests of AARP or its members.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on October 29, 1969.

Willard H. Cullen  
Willard H. Cullen

Mabel V. Henneberger  
Mabel V. Henneberger

Gladys T. Windsor  
Gladys T. Windsor

Anna Ruth Stouffer  
Anna Ruth Stouffer

Witness:

Shirley Hart

STATE OF MARYLAND }  
COUNTY OF WASHINGTON } ss:

I HEREBY CERTIFY that on October 29, 1969, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington personally appeared WILLARD H. CULLEN, MABEL V. HENNEBERGER, GLADYS T. WINDSOR and ANNA RUTH STOUFFER and severally acknowledged the foregoing Articles of Incorporation to be their act.

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



D. Alfred Bales  
Notary Public

My Comm. Exp. July 1, 1970

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 9977  
Nov 12 9 18 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
WASHING J. BAKER ACT. CLERK

ARTICLES OF INCORPORATION

OF

HAGERSTOWN, MD. CHAPTER #523 OF AMERICAN  
ASSOCIATION OF RETIRED PERSONS, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 15, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 15101

Recorded in Liber 7783-412 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 Kelly*



BEYDA'S PETITES OF HAGERSTOWN, INC.  
ARTICLES OF INCORPORATION

FIRST: We, the subscribers, Harry B. Harris, Catherine Melfa and Edward G. Malone, all of whose post office addresses are 8643 Colesville Road, Silver Spring, Maryland, 20910, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the Corporation) is BEYDA'S PETITES OF HAGERSTOWN, INC.

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

To acquire by purchase, lease or otherwise, to establish, own, maintain and operate shops, stores and mercantile establishments and to buy, sell, trade and deal in and with ladies' ready-to-wear clothing, suits, coats, furs, footwear, millinery, sportswear, apparel of all kinds, accessories, jewelry, novelties, toiletries, articles and goods, wares and merchandise of every class and description.

To acquire by purchase, lease or otherwise, hold, own, maintain, control, work, develop, improve, alter, operate, mortgage, rent, sell or otherwise dispose of, deal in and otherwise turn to account, real estate, chattels and personal property of all kinds.

To act as selling agent and distributor for persons, firms, associations and corporations.

To borrow or raise moneys for any of the purposes of the Corporation and to issue bond, debentures or other obligations of the Corporation, and at the option of the Corporation, to secure

- 2 -

the same by mortgage, deed of trust, pledge or otherwise.

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

To enter into, make and perform contracts of every kind with any person, firm, association or corporation, municipality, county, state or government and without limit as to amount, 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 or otherwise, so far as may be permitted by the laws of the State of Maryland.

To conduct business in the State of Maryland and elsewhere, including any of the states of the United States or the District of Columbia, and any foreign countries, have one or more offices therein and therein to hold, purchase, let, mortgage and convey real and personal property, except as and when forbidden by local laws.

With a view to the working and development of the properties of the Corporation, and to effectuate, directly or indirectly, its objects and purposes or any of them, the Corporation may, in the discretion of the directors, from time to time, carry on any other business, manufacturing or otherwise, to any extent and in any manner not unlawful, as principal, factor, agent,

- 3 -

contractor, or otherwise, either alone or as a partner with or through or in conjunction with any person, firm, association or corporation and in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any and all purposes specified or which at any time may appear conducive for the accomplishment of any such objects and purposes.

FOURTH: The post office address of the principal office of the Corporation in this states is: Hagerstown Mall, Interstate 81 and Halfway Boulevard, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this state are: Harry B. Harris, Hagerstown Mall, Interstate 81 and Halfway Boulevard, 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: One Hundred (100) shares without par value, all of one class.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified, are: Harry B. Harris, Catherine Melfa and Edward G. Malone.

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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on February 12, 1970.

*Harry B. Harris*  
 Harry B. Harris

*Catherine Melfa*  
 Catherine Melfa

*Edward G. Malone*  
 Edward G. Malone

DISTRICT OF COLUMBIA, SS:

I HEREBY CERTIFY that on February 12, 1970, before me, the undersigned subscriber, a Notary Public in and for the District of Columbia aforesaid, personally appeared Harry B. Harris, Catherine Melfa and Edward G. Malone and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

*Margaret J. Futrell*  
 Notary Public, D.C.

My Commission Expires Sept. 30, 1972



ARTICLES OF INCORPORATION  
OF  
BEYDA'S PETITES OF HAGERSTOWN, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 447  
FEB 12 9 18 AM '70  
FOLIO

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 13, 1970 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 15596

Recorded in Liber 7788-480<sup>5</sup>, folio 5 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*



mfr

RK  
426

Received for record May 12, 1970 at 9:18 A.M. Liber 19,  
Receipt No. 9967

ARTICLES OF INCORPORATION

OF

WINEBRENNER MOTORS, INC.

FIRST: We, the undersigned, CHARLES W. WINEBRENNER, JR. whose post office address is Highfield, Maryland; BETTY H. WINEBRENNER whose post office address is Highfield, Maryland; and GLEN BUMBAUGH whose post office address is Lantz, 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:

WINEBRENNER MOTORS, INC.

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

1. To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating, and servicing of all types of new and used automobiles, trucks and other motor vehicles and any parts and accessories used in connection therewith, and the purchasing, acquiring, owning, selling, and generally dealing in all types of supplies for all types of motor vehicles.
2. To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, exchange, let or in any manner encumber or dispose of real property wheresoever situated in the United States or the District of Columbia.
3. To expressly possess all purposes as set forth in the General Corporation Laws of the State of Maryland.
4. 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 Highfield, Maryland. The resident agent of the Corporation is Charles W. Winebrenner, Jr. whose post office address is Highfield, 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 of common stock of the par value of TEN (\$10.00) DOLLARS 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 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 Charles W. Winebrenner, Jr., Betty H. Winebrenner, and Glen Bumbaugh.

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 3<sup>rd</sup> day of February A.D., 1970.

TEST:

*V. Maxine Gossard*

Charles W. Winebrenner, Jr.

*V. Maxine Gossard*

Betty H. Winebrenner  
Betty H. Winebrenner

TEST:

V. Maxine Gossard      Glen Bumbaugh  
Glen Bumbaugh

STATE OF MARYLAND, *Washington* COUNTY, to-wit:

I HEREBY CERTIFY that on this *3rd* day of *February* A.D., 1970, before me, the subscriber, a Notary Public for the State and County aforesaid, personally appeared Charles W. Winebrenner<sup>Jr</sup> and Betty H. Winebrenner, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and did acknowledge the same to be their act.

WITNESS my Hand and Official Notarial Seal.

V. Maxine Gossard  
Notary Public

My Commission expires: 7-1-74

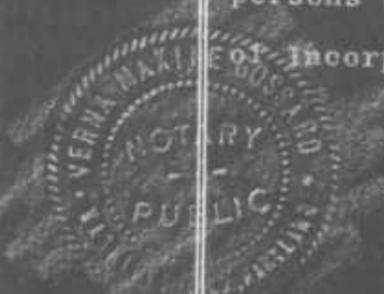
STATE OF MARYLAND, *Washington* COUNTY, to-wit:

I HEREBY CERTIFY that on this *3rd* day of *February* A.D., 1970, before me, the subscriber, a Notary Public for the State and County aforesaid, personally appeared Glen Bumbaugh, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation and did acknowledge the same to be his act.

WITNESS my Hand and Official Notarial Seal.

V. Maxine Gossard  
Notary Public

My Commission expires: 7-1-74



ARTICLES OF INCORPORATION  
OF  
WINEBRENNER MOTORS, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 4999  
FEB 12 9 19 AM '70  
LIBER FOLIO  
CLERK OF THE COURT  
RECORDS & CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 11, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 15579

Recorded in Liber 7788-386<sup>4</sup>, folio 386, 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*



mfr

Received for record May 12, 1970 at 9:18 A.M. Liber 19, Receipt  
No. 9967

ARTICLES OF INCORPORATION

OF

BRACE CORPORATION

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Stuart B. Abraham, whose Post Office address is 525 Indian Lane, Hagerstown, Maryland, 21740, being twenty-one (21) 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: "BRACE CORPORATION".

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 manufacture, buy, sell, distribute, service and deal in pollution control devices of every description and of any and all materials or articles required for or used in connection with all or any of the objectives aforesaid.

(c) To manufacture, buy, sell, distribute, service and deal in soil treatment chemicals and all materials capable of use in the construction of driveways, roadways and highways or used in connection with soil stabilization, of every description and of any and all materials or articles required for or used in connection with all or any of the objectives aforesaid.

(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: P. O. Box 91, Hagerstown, Maryland, 21740. The name and Post Office address of the Resident Agent of the Corporation in this State is: Stuart B. Abraham, 525 Indian Lane, 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 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: Stuart B. Abraham, John H. Abraham and Ward LaRue.

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 6<sup>th</sup> day of February, 1970.

WITNESS:

Patty Reams

Stuart B. Abraham (SEAL)  
Stuart B. Abraham

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 6<sup>th</sup> day of February, A.D., 1970, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared Stuart B. Abraham, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and official Notarial Seal.

My Commission Expires:  
July 1, 1970

Patty Reams  
Notary Public



STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 1767  
MAY 12 9 18 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
VAUGHN J. BAKER ACT. CLERK

ARTICLES OF INCORPORATION  
OF  
BRACE CORPORATION

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 10, 1970 at 8:30 o'clock AM. as in conformity  
with law and ordered recorded.

A 15540

Recorded in Liber 2788-177<sup>6</sup>, 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.

*Richard Keller*



mfr

Received for record May 12, 1970 at 9:18 A.M. Liber 19,  
Receipt No. 9967

ARTICLES OF INCORPORATION  
OF  
HUB CITY SPORTS CAR CLUB, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, David W. Pierce, whose post office address is 855 Mulberry Avenue, Hagerstown, Maryland 21740, being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate myself with the intention of forming a corporation.

SECOND: The name of the Corporation (which is hereinafter called "Corporation"), is: HUB CITY SPORTS CAR CLUB, 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 unify automobile enthusiasts into one group and to promote the sport and pastime of motoring in all its branches.

(b) To promote the safe and convenient use of the public highways, collecting and disseminating information to automobile users; to promote the comfort, protection, convenience, interests, and to protect the rights of automobile owners and users in general, and to its members in particular; to facilitate the co-operation of its members to their mutual advantage and protection in matters relating to the use and ownership of motor vehicles.

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

(d) This corporation does not contemplate pecuniary gain or profit to the members thereof, and is organized for non-profit purposes, and no part of any net earnings thereof shall

inure to the benefit of any member, or any other individual.

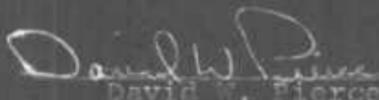
FOURTH: The post office address of the principal office of the corporation in this state is Hagerstown, Maryland. The resident agent of the corporation is Edward J. Testa, <sup>345 N. Potomac</sup> ~~XXXXXXXXXX~~ St., Hagerstown, Maryland 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation formed hereby shall have no capital stock, and shall be composed of members rather than stockholders, and any person eligible under the constitution and by-laws of the corporation shall become a member thereof.

SIXTH: The management and the control of the corporation shall be vested in a Board of Directors of at least five (5) members and not more than eight (8), and Robert T. Barnhart, Michael D. Barnhart, Edward J. Testa, David W. Pierce, and Terry Kern shall act as such until the first annual meeting, or until their successors are duly elected by the membership of the corporation as defined in the by-laws of the corporation.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 21<sup>st</sup> day of January, 1970.

  
David W. Pierce

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 21<sup>st</sup> day of January, 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared David W. Pierce and severally acknowledged the foregoing Articles of Incorporation to be his act.

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



  
Notary Public

ARTICLES OF INCORPORATION  
OF  
HUB CITY SPORTS CAR CLUB, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 9467  
MAY 12 9 18 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND  \_\_\_\_\_  
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 5, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 15466

Recorded in Liber 7787-3, folio 229, 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*



R/438

Received for record May 12, 1970 at 9:18 A.M. Liber 19,  
Receipt No. 9967

ARTICLES OF INCORPORATION

OF

P. G. S. DISTRIBUTORS, INC.

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Paul I. Mongan, whose post office address is 200 East Irvin Avenue, Hagerstown, Maryland, Geraldine B. Mongan, whose post office address is 200 East Irvin Avenue, 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 P. G. S. DISTRIBUTORS, INC.

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

To distribute at the wholesale and retail level, candy, confectionary products, novelty products and variety items, books and periodicals.

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 businesses hereinbefore enumerated for itself, or for the account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly to effectuate or facilitate the transaction of the aforesaid objects or 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 Rear 716 Oak Hill Avenue, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this state are Paul I. Mongan, 200 East Irvin Avenue, Hagerstown, Maryland. Said resident agent is a citizen actually residing in this state.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is two thousand (2,000) shares of the par value of One Hundred Dollars (\$100.00) a share, all of one class, and having an aggregate par value of Two Hundred Thousand Dollars (\$200,000.00).

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant

to the by-laws of the corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Paul I. Mongan, Geraldine B. Mongan 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 to Paul I. Mongan and Geraldine B. Mongan of Seven Hundred Fifty (750) fully 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 Seventy-five Thousand Dollars (\$75,000.00) namely: All of the interest and all of the property held by Paul I. Mongan and Geraldine B. Mongan as proprietors of P. G. S. Distributors including three vehicles, a 1965 Dodge single axle walk-in truck, 1965 GMC Dual wheel walk-in truck and a 1967 Lincoln Continental, and all office and warehouse equipment, merchandise, cash in bank and accounts receivable.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on January 29th, 1970.

WITNESS:

Joanne Snyder  
Joanne Snyder  
Joanne Snyder  
Joanne Snyder  
Joanne Snyder  
Joanne Snyder

Paul I. Mongan  
Paul I. Mongan  
Geraldine B. Mongan  
Geraldine B. Mongan  
Howard W. Gilbert, Jr.  
Howard W. Gilbert, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 29th day of January, 1970, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Washington, personally appeared Paul I. Mongan and Geraldine B. Mongan and Howard W. Gilbert, Jr. and severally acknowledged the foregoing ARTICLES of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

My Commission Expires: July 1, 1970

Joanne Snyder  
Notary Public  
Joanne Snyder

ARTICLES OF INCORPORATION  
OF  
P. G. S. DISTRIBUTORS, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. *4477*  
MAY 12 9 18 AM '70  
LIBER  FOLIO   
LAND   
VARIABLE THREE ARTICLES

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 2, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 15433

*7793*  
*3* *279*  
~~*7786*~~ ~~*589*~~

Recorded in Liber *7793*, folio *3*, one 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 Keller*



Received for record May 12, 1970 at 9:18 A.M. Liber 19, Receipt No. 9967

ARTICLES OF INCORPORATION

THE PEN-MAR-VA ANTIQUE ARMS SOCIETY, INC.

THIS IS TO CERTIFY

FIRST: That we, the subscribers, G. Robert Lyles, Jr., whose post-office address is 2145 Blue Ridge Road, Hagerstown, Maryland, 21740, William H. Reisner, Jr., whose post-office address is 11 Fairgreen Circle, Hagerstown, Maryland, 21740, and Thomas B. Wibberley, whose post-office address is 54 East Lincoln Avenue, Hagerstown, Maryland, 21740, all being of full legal age, and all being residents of Washington County, Maryland, do, under, and by virtue of, the Public General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

THE PEN-MAR-VA ANTIQUE ARMS SOCIETY, INC.

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

1. To establish, organize, manage, operate and maintain in Washington County, Maryland, a club or organization for persons interested in the collection and preservation of antique arms, fire-arms, armor and their accessories, which shall be operated exclusively for pleasure, recreation, and other non-profitable purposes, no part of the earnings of which shall inure to the benefit of any member or members.

2. To advance the best interests of antique arms

and armor collectors in all matters; to encourage and support shows, exhibitions, and displays of antique arms and armor; to create an appreciation on the part of the public of the value and historic interest of antique arms and armor; to foster and maintain among its members sociability, learning, and the highest degree of sportsmanship; to plan, design, and construct buildings for club purposes.

3. For the carrying out of any of the aforesaid purposes, the corporation shall have power to purchase, own, hold, lease, convey, mortgage, pledge, transfer, or otherwise acquire or dispose of real or personal property of every class and description or any interest therein.

4. To acquire, sell, hold and exchange stocks, bonds, obligations or securities of any public or private corporation, government or municipality, and to sell, assign, transfer, mortgage or otherwise dispose of the same and while the owner thereof to exercise all the incidents of ownership.

5. 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; to carry on any other business which may seem to the Corporation to be calculated directly or indirectly to effectuate the foregoing purposes or objects, or other or any of them, or in the transaction facilitate it in the transaction of its 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 or rights, provided that in the transaction of its business, the Corporation shall be subject to the laws of the juris-

diction in which the same is transacted or its property may be located.

6. In general to carry on any 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 in the transaction of the aforesaid business or any part thereof, and to enjoy and exercise all the powers and rights conferred by statute upon the Corporation; the enumeration of these specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the general powers conferred by law.

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State will be located is 2145 Blue Ridge Road, Hagerstown, Maryland, 21740. The resident agent of the Corporation is G. Robert Lyles, Jr., whose post-office address is 2145 Blue Ridge Road, Hagerstown, Maryland, 21740. Said resident agent is a citizen of the State of Maryland, and actually resides therein, he being of full legal age.

FIFTH: The Corporation shall not have capital stock, but the management and control of the Corporation shall be vested in a Board of Directors who shall be elected from time to time in such manner as the by-laws of the Corporation may provide. The number of directors may from time to time be changed by the by-laws to a number greater or less than named in the Charter, but shall never be less than three. The manner of filling all vacancies occurring in said Board of Directors or among the officers and the manner of calling and conducting regular and special meetings of said Board of Directors may be determined by the by-laws.

SIXTH: The Corporation shall have three Directors, and

G. Robert Lyles, Jr., William H. Reisner, Jr., and Thomas B. Wibberley, shall act as such until the first annual meeting of the Corporation, or until their successors are duly chosen and qualified.

SEVENTH: All the present members of The Pen-Mar-Va Antique Arms Society, shall be members of the Corporation. Additional members may be elected from time to time in such manner as may be prescribed or authorized by the by-laws.

IN WITNESS WHEREOF, We have hereunto set our hands and affixed our seals this 8th day of <sup>December</sup> ~~August~~, A.D., 1969.

G. Robert Lyles, Jr. (SEAL)  
G. ROBERT LYLES, JR.

William H. Reisner, Jr. (SEAL)  
WILLIAM H. REISNER, JR.

Witness to all signatures:

Virginia A. Shaw

Thomas B. Wibberley (SEAL)  
THOMAS B. WIBBERLEY

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

I HEREBY CERTIFY, That on this 8th day of <sup>December</sup> ~~August~~, A.D., 1969, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared G. Robert Lyles, Jr., William H. Reisner, Jr. and Thomas B. Wibberley, personally known to me to be the persons whose names are subscribed to the within instrument and did each acknowledge the foregoing Articles of Incorporation to be their joint and respective act and deed.

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

Virginia A. Shaw  
Notary Public



My Commission Expires: July 1, 1974

ARTICLES OF INCORPORATION  
OF  
THE PEN-MAR-VA ANTIQUE ARMS SOCIETY, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORDS  
RECEIPT NO. 4487  
NOV 12 9 18 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
VIRGINIA J. BAKER ACT. CLERK.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 22, 1970 at 2:37 o'clock P.M. as in conformity  
with law and ordered recorded.

A 15195

Recorded in Liber 2484-364<sup>5</sup>, 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.

*Richard H. Keller*



mfr

Received for record May 12, 1970 at 9:18 A.M. Liber 19,  
Receipt No. 9967

## ARTICLES OF INCORPORATION

OF

"THE ORCHARD RIDGE CEMETERY ASSOCIATION, INC."

THIS IS TO CERTIFY:

## FIRST

That we, the subscribers, Clarence Wilbur Weller, whose post office address is Route No. 2, Hancock, Maryland 21750, Douglas Shock Ryan, whose post office address is Route No. 2, Box 159, Hagerstown, Maryland, 21740, Edgar Allan Peck, whose post office address is Route No. 2, Hancock, Maryland, 21750, Mary Elizabeth Bishop, whose post office address is P.O.Box 45, Big Spring, Maryland, 21712, Denver Harris Trumpower, whose post office address is Route No. 1, Box 9Y, Clear Spring, Maryland, 21722, Dolly Adaline McCarty, whose post office address is Route No. 2, Hancock, Maryland, 21750, Frances Marie Trumpower, whose post office address is Rural Route, Box 15, Big Pool, Maryland, 21711, Donald Wayne Bishop, whose post office address is P.O.Box 45, Big Spring, Maryland, 21712, Harris Luther Trumpower, whose post office address is Rural Route, Box 15, Big Pool, Maryland, 21711, Donald R. Weller, whose post office address is Route No. 2, Hancock, Maryland, 21750, Parcenia Kathryn Trumpower, whose post office address is Rural Route, Box 15, Big Pool, Maryland, 21711, Ronald Leon Corbett, whose post office address is 20 High Street, Hancock, Maryland, 21750, Elsie Mae Reed, whose post office address is Route No. 2, Hancock, Maryland, 21750, all being of full legal age and sui juris and residents and citizens of the State of Maryland, do under and by virtue of the Public General Laws of the State of Maryland, authorizing the formation of Corporations, associate ourselves with the intention of forming a corporation.

## SECOND

The name of the Corporation, hereinafter called "the

Corporation" is "THE ORCHARD RIDGE CEMETERY ASSOCIATION, INC."

THIRD

The post office address of said Corporation in this State shall be, Route No. 2, Hancock, Maryland, 21750.

FOURTH

The resident agent of said Corporation shall be Clarence Wilbur Weller, whose post office address is Route No. 2, Hancock, Maryland, 21750, and said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH

The Corporation shall have perpetual existence.

SIXTH

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

1. To establish, conduct and maintain a cemetery for the burying therein of human remains.
2. To effectuate said purposes, the Corporation shall have the right to acquire by purchase, devise, bequest, gift, lease or any other manner, and to receive, hold, operate, manage, use, lease, mortgage, encumber, sell and dispose of or otherwise deal with any property, real, personal or mixed, situated within or without the State of Maryland, which the Corporation may deem appropriate or desirable to accomplish any of its purposes and objects.
3. To carry on any other business which may seem to the Corporation to be calculated directly or indirectly to effectuate the aforesaid objects.
4. The Corporation shall have all the general powers conferred upon like Corporations by the General Laws of the State of Maryland and all the amendments thereto, and the enumeration of such specific powers in these Articles of Incorporation are in

furtherance of, and not in limitation of the general powers conferred upon it by law.

## SEVENTH

The Corporation shall have no capital stock and no part of the assets of the Corporation, principal or income, shall inure to the private benefit of any of the members thereof, except in payment for authorized services for the administration and conduct of the affairs of the Corporation.

## EIGHTH

The members of the Corporation shall be all of the enrolled members of "The First Church of God at Orchard Ridge, Inc." who are twenty-one years of age and over, and the officers of the Corporation shall be elected by said members at the regular annual congregational meetings of said Church.

## NINTH

1. The property of the Corporation shall be held and the business affairs shall be managed and controlled by a Board of Directors, the number and terms of office of whom shall be determined as set forth in the By-Laws of the Corporation, but shall at no time consist of less than three (3).

2. If at any time "The First Church of God at Orchard Ridge, Inc. shall become entirely inactive and non-existent as a Church, then the control of the cemetery shall pass to those having burial rights in the cemetery, and they shall assume and have the same rights to elect officers as the members of the Church previously had.

3. The members of the Corporation shall have the right to enact, by a majority vote of those present and entitled to vote, any By-Laws that may be deemed necessary from time to time governing the conduct of the business and carrying out the purposes of the Corporation.

4. The following persons shall act as directors of the

Corporation until the first annual congregational meeting of the Church, or until their successors are duly elected and qualified, namely: Clarence Wilbur Weller, Douglas Shock Ryan, Mary Elizabeth Bishop, Dolly Adaline McCarty and Denver Harris Trumpower, whose post office addresses are as above given.

IN WITNESS WHEREOF, we have hereunto signed our names and affixed our seals this 15<sup>th</sup> day of December, A.D. 1969.

Clarence Wilbur Weller (SEAL)  
Clarence Wilbur Weller

Douglas Shock Ryan (SEAL)  
Douglas Shock Ryan

Edgar Allan Peck (SEAL)  
Edgar Allan Peck

Mary Elizabeth Bishop (SEAL)  
Mary Elizabeth Bishop

Denver Harris Trumpower (SEAL)  
Denver Harris Trumpower

Dolly Adaline McCarty (SEAL)  
Dolly Adaline McCarty

Frances Marie Trumpower (SEAL)  
Frances Marie Trumpower

Donald Wayne Bishop (SEAL)  
Donald Wayne Bishop

Harris Luther Trumpower (SEAL)  
Harris Luther Trumpower

Donald R. Weller (SEAL)  
Donald R. Weller

Parcenia Kathryn Trumpower (SEAL)  
Parcenia Kathryn Trumpower

Ronald Leon Corbett (SEAL)  
Ronald Leon Corbett

Elsie Mae Reed (SEAL)  
Elsie Mae Reed

TEST:

Louise M. Miller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 15<sup>th</sup> day of December, A.D. 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Clarence Wilbur Weller, Douglas Shock Ryan, Edgar Allan Peck,

HARVEY M. MILLER  
ATTORNEY AT LAW  
HAGERSTOWN, MD.

Mary Elizabeth Bishop, Denver Harris Trumpower, Dolly Adaline  
McCarty, Frances Marie Trumpower, Donald Wayne Bishop, Harris  
Luther Trumpower, Donald R. Weller, Parcenia Kathryn Trumpower,  
Ronald Leon Corbett and Elsie Mae Reed, 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.

*Lawrence M. Murray*  
\_\_\_\_\_  
Notary Public



ARTICLES OF INCORPORATION

OF

THE ORCHARD RIDGE CEMETERY ASSOCIATION, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 9967  
JAN 12 9 18 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND \_\_\_\_\_  
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation of Maryland January 15, 1970 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 15056

*7783-161*<sup>6</sup>

Recorded in Liber \_\_\_\_\_, 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.

*Richard Keller*



r.

Received for record May 12, 1970 at 9:19 A.M. Librr 19, Receipt No. 9967

HAGERSTOWN TRANSFER, INC.

ARTICLES OF REVIVAL

(Under Section 85)

Hagerstown Transfer, Inc., a Maryland corporation having its principal office at 78 W. Lee 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 Hagerstown Transfer, Inc.

THIRD: The name by which the Corporation will hereafter be known is Hagerstown Transfer, Inc.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 78 West Lee Street, Box 1008, 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 Amos C. Baer, Route 6, 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 are respectively the last acting President and Secretary of the Corporation, have signed these Articles of Revival on Jan. 16, 1970.

Amos C. Baer  
AMOS C. BAER  
Last Acting President

Hazel E. Baer  
HAZEL E. BAER  
Last Acting Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on Jan 16, 1970, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Amos C. Baer, the last acting President and Hazel E. Baer, the last acting Secretary of Hagerstown Transfer, 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.

Mary M. C. [Signature]  
Notary Public



STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 9967  
MAY 12 9 19 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND  \_\_\_\_\_  
VAUGHN J. BAKER ACT. CLERK

ARTICLES OF REVIVAL  
OF  
HAGERSTOWN TRANSFER, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 16, 1970 at 2:30 o'clock P. M. as in conformity  
with law and ordered recorded.

A 15100

Recorded in Liber 7783-409<sup>3</sup> folio \_\_\_\_\_, 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.

*Richard Keller*



ARTICLES OF INCORPORATION  
THE HAGERSTOWN SURGICAL CLINIC,  
DRS. CRAIG & MARSH, P. A.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, Thomas V. Craig and John R. Marsh, whose post office address is 247 N. Potomac Street, Hagerstown, Maryland, each being of full legal age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

THE HAGERSTOWN SURGICAL CLINIC,  
DRS. CRAIG & MARSH, P. A.

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

(a) To engage in every phase and aspect of the business of rendering the same professional services to the public that a Doctor of Medicine, duly licensed under the laws of the State of Maryland, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Maryland to practice medicine therein.

(b) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any objectives and for the furtherance of any of the powers

herein set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things, incident or pertinent to or growing out of or connected with the aforesaid business, all powers or any part or parts thereof, provided the same shall not be inconsistent with the law under which this corporation is organized.

(c) To engage in and carry on any business which may conveniently be conducted in conjunction with any firm, association or corporation heretofore or hereafter engaged in a 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.

(d) To borrow money, sell, transfer, assign, borrow money upon and pledge as collateral any bonds, stocks, promissory notes, commercial paper accounts, invoices, choses in action, interest in estates, contracts, mortgages on real, or mixed, or personal property, pledges of personal property, and other evidence of indebtedness of persons, firms or corporations, and to own, hold or convey such real estate as may be necessary in the operation of its business, and to purchase, acquire and hold shares of stock in other corporations, domestic and foreign, and do all things incidental thereto.

(e) To borrow money for any of the purposes of this Corporation, and to pledge, as collateral, any or all of the assets

of the Corporation.

(f) To have one or more offices and places of business, and to carry on all or any of its operations and business, and without restriction or limit as to amount or place in any of the states, districts, territories or colonies of the United States, and in any foreign countries subject to the laws of such state, district, territory, colony or country.

(g) To purchase, take on lease, or in exchange, hire and otherwise acquire and hold, sell or otherwise deal with any real, mixed and/or personal property and any rights or privileges which the Corporation may think necessary or convenient for the purposes of its business.

(h) To make, enter into or become a party to, any agreement of any lawful nature whatsoever, and to execute deeds, mortgages, notes or contracts of any nature whatsoever, including contracts of indemnity, guaranty or otherwise, and to borrow money for its own account, and to pledge its assets, or any part thereof, as collateral for any transaction on its own behalf.

(i) To purchase, hold, and reissue the shares of its own capital stock from time to time, and to such extent and in such manner and upon such terms as the Board of Directors shall determine, and neither the property nor the capital stock so purchased or acquired shall be regarded as profits for the purpose of declaring dividends unless otherwise decided by a majority of the Board of Directors.

(j) To merge or consolidate with any similar corporation in such manner as may be permitted by law.

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

FOURTH: The post office address of the principal place of business at which the Corporation shall be located in this state is 247 N. Potomac Street, Hagerstown, Maryland. The resident agent of the Corporation is Thomas V. Craig, 247 N. Potomac Street, Hagerstown, 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 three (3), which number may be increased or decreased by the By-Laws, 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 Thomas V. Craig, John R. Marsh and Richard V. Hauver.

SIXTH: The total amount of authorized capital stock of the Corporation is one thousand (1,000) shares, non par value. None of

the shares of this Corporation may be issued to anyone other than an individual duly licensed to practice medicine in the State of Maryland.

(a) Common stockholders shall have the preemptive right to acquire additional shares of common stock in direct proportion to the number of shares owned by them at the time of the authorization of the issuance of any additional common stock presently authorized but unissued, or that may by appropriate action of the Board of Directors be authorized and issued from time to time.

SEVENTH: No shareholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

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

(a) No contract or other transaction between the Corporation and any other corporations, 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 no such director or officer of such other corporation or not so interested.

(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 Articles of Incorporation, and to direct and determine the use and disposition of any of such surplus or net profits.

(c) The capital stock of this Corporation may be issued only to those persons duly licensed to practice medicine in the State of Maryland. If the shareholders shall at any time cease to be authorized to practice medicine within this state, said stock must be sold to the Corporation at book value determined as to the end of the month immediately preceding the disqualification of the shareholder.

(d) In the event of death of a shareholder, the professional association shall, within ninety (90) days following the death of the shareholder, purchase from the shareholder's personal

representative the decedent shareholder's shares of stock at book value determined as of the end of the month immediately preceding death; provided, however, that the said association and the shareholders may enter into an agreement whereby the deceased shareholder's stock may be purchased at a rate exceeding book value, but for never less than book value.

(e) In the event that any shareholder shall be desirous of selling his stock in the professional association at any time, he may do so provided that he shall first give to the professional association thirty (30) days' written notice of his desire to sell and the association shall purchase at the expiration of the thirty (30) days, or at any time prior thereto, the shareholder's shares so desiring to sell at and for book value per share as of the end of the month immediately preceding the offer to sell.

NINTH: The shareholders of this corporation shall have the power to include in the By-Laws, adopted by a two-thirds majority of the shareholders of this Corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of this Corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as relevant terms, conditions, and details hereof, shall be determined by the shareholders of this Corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing

the ownership of such stock. No shareholder of this Corporation may sell or transfer his shares therein except to another individual who is eligible to be a shareholder of this corporation, and such sale or transfer may be made only after the same shall have been approved at a stockholders' meeting specially called for such purpose. If any shareholder becomes legally disqualified to practice medicine in the State of Maryland, or is elected to a public office, or accepts employment that places restrictions or limitations upon his continuous rendering of such professional services, such shareholder's shares shall immediately become subject to purchase by this Corporation in accordance with the By-Laws adopted by the shareholders.

TENTH: In furtherance, and not in limitation of the general powers conferred by the laws of the State of Maryland and of the purposes and objects hereinabove stated, this Corporation shall have all and singular the following powers:

This Corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm, or corporation to carry on any business which this Corporation has the direct or incidental authority to pursue.

This Corporation shall have the power, at its option, to purchase and acquire any or all of its shares owned and held by any such shareholder as should desire to sell, transfer, or otherwise dispose of his shares, in accordance with the By-Laws adopted by the shareholders of this Corporation setting forth the terms and conditions of such purchase; provided, however, the capital of this Corporation is not impaired.

This Corporation shall have the power, at its option, to purchase and acquire the shares owned and held by any shareholder who dies, in accordance with the By-Laws adopted by the shareholders of this Corporation setting forth the terms and conditions of such purchase; provided, however, the capital of this Corporation is not impaired.

This Corporation shall have the power to enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plans.

ELEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 15 day of December, 1969.

WITNESS

*[Signature]*  
\_\_\_\_\_

*Thomas V. Craig*  
\_\_\_\_\_  
Thomas V. Craig

*John R. Marsh*  
\_\_\_\_\_  
John R. Marsh

STATE OF MARYLAND)  
COUNTY OF *Baltimore* (WASHINGTON) To Wit:

I HEREBY CERTIFY, that on this 23<sup>rd</sup> day of December, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of *Baltimore* aforesaid, personally appeared Thomas V. Craig and John R. Marsh, and they severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.



*F. Leroy Peters*  
\_\_\_\_\_  
Notary Public

My Commission Expires July 1, 1970

463

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. *1111*  
JAN 12 9 10 AM 1970  
LIBER 10110  
LAND RECORDS  
MUSIC 7 BUSH APT BLDG

ARTICLES OF INCORPORATION  
OF  
THE HAGERSTOWN SURGICAL CLINIC,  
DRS. CRAIG & MARSH, P. A.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 2, 1970 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 15300

Recorded in Liber *7785*, folio *408*, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 25.00

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 Kellu*



305 N. Potomac, Inc.

ARTICLES OF SALE

THIS IS TO CERTIFY, That 305 N. Potomac, Inc., a Maryland Corporation, having its principal office at 305 North Potomac Street, Hagerstown, Washington County, Maryland, 21740, (hereinafter called the "Transferor Corporation") and Charles M. Rouzer, whose post office address is 305 North Potomac Street, Hagerstown, Washington County, Maryland, 21740, (hereinafter called the "Transferee") 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 Transferee agree to accept, and, by these presents, hereby accept as of January 31, 1970, all or substantially all of the property and assets of the Transferor Corporation, consisting of Transferor's real property, all situate at 305 North Potomac Street, in Hagerstown, in Washington County, Maryland.

SECOND: That the name and post office address of the principal place of business of the Transferee is, as above stated, Charles M. Rouzer, 305 North Potomac Street, Hagerstown, Washington County, Maryland, 21740.

THIRD: That the Transferor Corporation is 305 N. Potomac, Inc., 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 Transferee for said property and assets of the Transferor Corporation are as follows: In accordance with the plan of liquidation, pursuant to Section 331 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 31, 1970, the Transferee, being the holder and owner of all outstanding stock of Transferor Corporation, exchanged said stock for the assets and liabilities of Transferor Corporation, consisting of real property valued at \$ 75,000.00 , all of which property was used by Transferor Corporation in the conduct of the sole business known as 305 N. Potomac, Inc., subject to liabilities thereon in the total amount of \$ 57,081.42 .

FIFTH: That the principal offices of the Transferor

Corporation and the Transferee 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 transferred as aforesaid was substantially all the property owned by the Transferor Corporation. That the Transferor Corporation owned only the aforesaid 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 Transferee.

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 9th day of February, A.D., 1970, and the hand and seal of said Transferee.

(CORPORATE SEAL)

305 N. Potomac, Inc.

Attest:

*Janet G. Rouzer*  
Janet G. Rouzer, Secretary

By *Charles M. Rouzer*  
Charles M. Rouzer, President

*Charles M. Rouzer* (SEAL)  
Charles M. Rouzer, Transferee

Witness:

*John M. Cotton*

- 2 -

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

I HEREBY CERTIFY, That on this 9th day of February, A.D., 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles M. Rouzer, President of 305 N. Potomac, Inc., 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.

*Virginia S. Shaw*  
Notary Public

My Commission Expires: July 1, 1974

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

467

I HEREBY CERTIFY, That on this 9th day of February, A.D., 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles M. Rouzer, the within-named Transferee, and acknowledged the foregoing Articles of Sale to be his act and deed.

WITNESS my hand and Official Notarial Seal.



*Virginia S. Shaw*  
Notary Public

My Commission Expires: July 1, 1974

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

I HEREBY CERTIFY, That on this 9th day of February, A.D., 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles M. Rouzer who made oath in due form of law that he was the Chairman of the Special Meeting of the stockholders of 305 N. Potomac, Inc., 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 Janet G. Rouzer and made oath in due form of law that she was Secretary of said Special Meeting of Stockholders of 305 N. Potomac, Inc., 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.



*Virginia S. Shaw*  
Notary Public

My Commission Expires: July 1, 1974

468

68

ARTICLES OF SALE  
 OF  
 305 N. POTOMAC, INC. (MD. CORP.)-TRANSFEROR  
 AND  
 CHARLES M. ROUZER (INDIVIDUAL)-TRANSFeree

approved and received for record by the State Department of Assessments and Taxation  
 of Maryland February 27, 1970 at 2:26 o'clock P. M. as in conformity  
 with law and ordered recorded.

A 15996

STATE OF MD.  
 WASHINGTON COUNTY  
 RECEIVED FOR RECORD  
 RECEIPT NO. 12059  
 JUN 23 11 05 AM '70  
 LIBER FOLIO  
 LAND  Conf. DE  
 VAUGHN J. BAKER ACT. CLERK

3792-475<sup>5</sup>

Recorded in Liber 3792 folio 475, 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. to Washington Co. Land Record Office  
 17.00 Total

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. Ballin*



Boyler Transportation Co., Inc.  
mpary,

ARTICLES OF REVIVAL  
(Under Section 85)

Boyler Transportation Co., Inc., a Maryland Corporation  
mpary,  
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  
10/30, 1957, 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 ~~Boyler Transportation Company, Inc.~~  
Boyler Transportation Company, Inc.

THIRD: The name by which the Corporation will hereafter  
be known is Boyler Transportation Co., Inc.  
mpary,

FOURTH: (a) The post office address of the principal  
office of the Corporation in the State of Maryland is No. 78 West  
Lee 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 Amos C. Baer,  
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 February 28, 1970.

Last Acting President Amos C. Baer  
Amos C. Baer

Last Acting Secretary Frank H. Elliott  
Frank H. Elliott

STATE OF MARYLAND,  
County of WASHINGTON, ss:

I HEREBY CERTIFY that on March 5, 1970,  
before me, the subscriber, a notary public of the State of MARYLAND  
in and for the County of WASHINGTON, personally appeared Amos C. Baer,  
the last acting President and Frank H. Elliott, the last acting Secretary  
of Boyer Transportation Co., 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.



Lauri Stettin  
Notary Public

Commission expires 7/1/70

ARTICLES OF REVIVAL  
OF  
BOYER TRANSPORTATION COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 9, 1970 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 16090

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12059  
JUN 23 11 05 AM '70  
LIBER FOLIO  
LAND  C&K R IX  
VAUGHN J. BAKER, AGT. CLERK

Recorded in Liber 7793 folio 529<sup>3</sup>, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

SPECIAL FEE  
~~Writs/ ftd/ 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.

*Richard Walden*



mfr

## 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 January 15, 1969, 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 2,725,000 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 2,475,000 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 December 18, 1969, 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 2,325,000 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 2,075,000 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 2,725,000 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 2,475,000 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, its Executive Vice President and General Manager, or one of its other Vice Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on March 9, 1970.

THE POTOMAC EDISON COMPANY

*John M. McCardell*  
JOHN M. McCARDELL  
John M. McCardell  
Executive Vice President  
and General Manager

(SEAL)  
Attest:  
*W. H. MacMullen*  
W. H. MacMULLEN  
W. H. MacMullen, Secretary

473

STATE OF MARYLAND )  
                          ) ss:  
County of Washington )

I HEREBY CERTIFY that on March 9, 1970, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared John M. McCardell, Executive Vice President and General Manager 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 M. STONE  
NOTARY PUBLIC  
WASHINGTON, D.C.

*Hilda M. Stone*  
Notary Public

ARTICLES OF AMENDMENT  
OF  
THE POTOMAC EDISON COMPANY

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 9, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 16137

STATE OF M.D.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12059  
JUN 23 11 05 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND   CONF  
VAUGHN J. BAKER ACT. CLERK

Recorded in Liber 7794-4 folio 215, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 160.00 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 Kelly



mfr

WASHINGTON COUNTY ARTS COUNCIL, INC.

ARTICLES OF AMENDMENT

Washington County Arts Council, Inc., a Maryland Corporation having its principle office in Washington County, Maryland, hereinafter called "The Corporation," hereby certifies to the State Department of Assessments and Taxation

FIRST: The Charter of the Corporation is hereby amended by striking out "Article Third" in its entirety 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 objects to be carried on by it are as follows:

(a) To stimulate, promote, develop, foster, and encourage an interest in all phases of music, art and culture in Washington County, Maryland.

(b) To aid, encourage, advise and correlate all appropriate activities dedicated to the promotion of cultural arts in Hagerstown, Washington County, Maryland and neighboring communities, as may be found feasible and in furtherance of its tax exempt purposes, to integrate such activities into the total life of the communities served by the Council.

(c) To acquire, receive by gift, devise, purchase or otherwise, 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 and its Regulations as they now exist or as they may hereafter be amended. To own, hold, sell, lease, pledge, mortgage such property, real, personal and mixed as may from time to time become necessary or desirable for the purposes for which this Corporation is formed and to dispose of same in whole or in part as may from time to time become necessary or advisable.

(d) In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which now are or hereafter may be conferred by law upon a corporation organized for the purposes herein above set forth, or necessary or incidental to the powers so conferred, subject to the further limitation and condition that notwithstanding any other provision of this certificate, only such powers shall be exercised as are in furtherance of the tax exempt purposes of the corporation and as may be exercised by an 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 and by any 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.

(e) No part of the net earnings of the corporation shall inure to the benefit of any member or officer of the corporation or any private individual (except that 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 of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(f) Notwithstanding any other provision of the Certificate, the corporation shall not conduct or carry on any activity not permitted to be conducted or carried on by an organization exempt under section 501 (c) (3) of the Internal Revenue Code as 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.

(g) Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for paying of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on the 22nd day of April 1969, adopted a resolution in which was set forth the foregoing amendment to the Charter declaring that the said amendment of the Charter was advisable, and directing that it be submitted for action thereon at a special meeting of the members of the Corporation to be held on the 20th day of May 1969.=

THIRD: Notice setting forth a summary of the said amendment and stating that the purpose of the meeting of the members would be to take action thereon, was given as required by law to the members of the Corporation entitled to vote thereon; and at the meeting of the members the foregoing amendment was unanimously approved by all the members entitled to vote thereon.

In witness whereof, the Washington County Arts Council has caused these presents to be signed in its name and on its behalf by its President, Secretary and Treasurer, and its seal affixed and attested by its Secretary this 30th day of September, 1969.



WASHINGTON COUNTY ARTS COUNCIL, INC.

By H. Paul Kotun  
H. Paul Kotun, President

By Priscilla Greiner  
Priscilla Greiner, Secretary

By John Burrey  
John Burrey, Treasurer

Attested:

Priscilla Greiner  
Priscilla Greiner, Secretary

STATE OF Maryland,  
County of Washington, ss:

I HEREBY CERTIFY that on 30th of Sept, 1969, before me the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared H. Paul Kotun, President of the Washington County Arts Council, 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.

Earl Coffman  
Notary Public



ARTICLES OF AMENDMENT  
OF  
WASHINGTON COUNTY ARTS COUNCIL INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 10, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 16128

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12059  
APR 73 11 05 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND  CORP.  DC  
MAYNOR, CLERK

Recorded in Liber 7794-171, folio 4, 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 Kelly*



THE S & S TRANSPORTATION COMPANY, INC.

CERTIFICATE OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Lynn S. Spickler, whose post-office address is Route 1, Clear Spring, Maryland, Donald L. Spickler, whose post-office address is Route 1, Clear Spring, Maryland, Eliza L. Spickler, whose post-office address is Route 1, Clear Spring, Maryland, and Mary J. Spickler, whose post-office address is Route 1, Clear Spring, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation is

THE S & S TRANSPORTATION COMPANY, 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:

To transport by motor truck equipment goods and materials including primarily, but not limited to, the hauling of milk from dairy farms to processing plants.

FOURTH: The post-office address of the principal office of the Corporation in this State will be located at Route 1, Clear Spring, Maryland. The resident agent of the Corporation is Donald L. Spickler, whose post-office address is Route 1, Clear Spring, Maryland. Such 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 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 Corporation shall have four directors, which number may be increased or decreased pursuant to the by-laws of the corporation, the minimum number, however, shall not be less than three at any time, and Lynn S. Spickler, Donald L. Spickler, Eliza L. Spickler, and Mary J. Spickler shall

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

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

(1) The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of not exceeding One Thousand (1,000) fully paid and non-assessable shares of the par value of One Hundred dollars (\$100.00) each of the capital stock of the Corporation for money and for trucks, tractor and trailer and tank equipment and other allied machinery and equipment at not less than One Hundred dollars (\$100.00) for each share thereof, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

The actual value of said consideration represented by the equipment assets stated hereby fixed by the incorporators is not less than Eighteen Thousand dollars (\$18,000.00).

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on this 2nd day of March, 1970.

Lynn S. Spickler (SEAL)  
Lynn S. Spickler

Donald L. Spickler (SEAL)  
Donald L. Spickler

Eliza L. Spickler (SEAL)  
Eliza L. Spickler

Mary J. Spickler (SEAL)  
Mary J. Spickler

WITNESS:

Walter Kidwell  
Walter A. Fempow

STATE OF MARYLAND,  
County of Washington, ss:

I HEREBY CERTIFY, that on the 2nd day of MARCH, 1970, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Washington, personally appeared Lynn S. Spickler, Donald L. Spickler, Eliza L. Spickler, and Mary J. Spickler and severally acknowledged the foregoing certificate of incorporation to be their act.

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

Hilda L. Stone  
Notary Public.



My commission expires July 1, 1970.

ARTICLES OF INCORPORATION  
OF  
THE S & S TRANSPORTATION COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 4, 1970 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 15957

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12059  
JUN 23 11 05 AM '70  
LIBER FOLIO  
LAND COMP. [X]  
REGISTERED INSTRUMENTS

Recorded in Liber 7792-230 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. Kelly*



mfr

ARTICLES OF INCORPORATION OF  
BAND BOOSTERS OF THE SMITHSBURG AREA SCHOOLS, INC.

THIS IS TO CERTIFY:

THAT WHEREAS, the Band Boosters of the Smithsburg Area Schools, an association, unincorporated, heretofore organized and existing in Washington County, Maryland, for the purpose of promoting the interest of the bands in the Smithsburg area is desirous of being incorporated under the laws of the State of Maryland in order to more efficiently serve said purpose:

NOW THEREFORE, the subscribers, Harry A. Wacker, 1116 Carroll Heights Boulevard, Hagerstown, Maryland, D. Earl Tracy, Route 2, Box 232, Smithsburg, Maryland, and Kenneth D. Phetteplace, Cavetown, Maryland, all being of legal age and residents of the State of Maryland, do, under and by virtue of the public laws of the State of Maryland, authorizing the formation of corporations, associate themselves with the intent of forming a corporation for the purposes hereinafter set forth:

ARTICLE I

The name of the corporation, hereinafter designated as "the corporation", shall be "BAND BOOSTERS OF THE SMITHSBURG AREA SCHOOLS, INC."

ARTICLE II

The post office address of the principal place of business of the Corporation shall be c/o Harry A. Wacker, Smithsburg High School, Smithsburg, Maryland 21783, and the resident agent of said Corporation shall be Harry A. Wacker, whose post office address is Smithsburg High School, Smithsburg, Maryland 21783. Said resident agent is a citizen of this State and actually resides herein.

ARTICLE III

The Corporation is organized solely for the pursuit and accomplishment of the purposes and objects hereinbefore set forth and not with a view to any pecuniary gain or profit to the members thereof and the Corporation shall have no capital stock.

## ARTICLE IV

The purposes for which said Corporation is formed and the objects to be carried on by it shall be to promote the interests of the band or bands of the Smithsburg Area schools and to assist in the planning, promoting and giving such support as is needed by said bands in the way of financing, counseling, publicity, transportation, etc., and to encourage interest and participation in said bands by the parents and friends of the members of the bands and among the pupils of said schools, and to cooperate with the Town, County and School Officials and the general public in furthering the interests of said bands, and in order to effect said objects and purposes the Corporation shall have the following rights, duties and powers:

1. To acquire by purchase, lease or in any other manner and to take, receive, hold, use and employ, sell, mortgage, lease, dispose of and otherwise deal with any property, real, personal or mixed, situate within or without the State of Maryland, which the Corporation may deem appropriate or desirable to enable it to effectuate or accomplish any of its purposes or objects.

2. 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, in any manner permitted by law, for money so borrowed or in payment of property purchased or for any other lawful consideration and to secure the payment thereof or the interest thereon by mortgage upon, or pledge, conveyance or assignment in trust of the whole or any part of the property of the Corporation, real, personal or mixed, 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 for any of the purposes of the Corporation.

3. To hold meetings, social functions and benefits for the purposes and objects as hereinbefore set forth for the welfare of the Corporation.

4. In furtherance of any of the objects or purposes of the Corporation, to take, receive, hold, invest, use and employ as Trustee, any property, real, personal or mixed, which the Corporation may receive or acquire in trust by gift, deed, devise, bequest or otherwise.

5. To do any matters or things which may be deemed necessary or expedient by the Corporation, directly or indirectly, to effectuate the aforesaid objects or any of them.

6. In addition to the aforesaid powers, the Corporation and its members shall at all times have and enjoy all the rights, privileges, powers and immunities as provided under the Code of Public General Laws of Maryland, and the enumeration of certain powers as herein defined is not intended to be exclusive of or as a waiver of any other powers, rights, or privileges, granted or conferred by the Laws of said State now in force or hereafter enacted.

#### ARTICLE V

That the duration of said corporation shall be perpetual.

#### ARTICLE VI

The members of the Corporation shall consist of all the members in good standing on the roster of the Band Boosters of the Smithsburg Area Schools (Association) and any and all persons interested in the objects of the corporation may become members upon payment of dues as provided by the By-Laws of the Corporation.

#### ARTICLE VII

The estate, property, interests and affairs of said Corporation shall be held and managed by a Board of (seven) Trustees who shall be elected from the members of the Corporation at the annual meeting of the Corporation set for the election of officers, as follows: at the first annual meeting of the Corporation after this Certificate of Incorporation has been approved, four of said Trustees shall be elected for a term of one year, and three of said Trustees shall be elected for a term of two years, and thereafter Trustees

to fill expired terms shall be elected annually for terms of two years. All Trustees shall serve until their successors in office are duly elected and qualified. The number of Trustees to serve shall be subject to change from time to time by By-Laws of the Corporation duly enacted by the members thereof at any regular annual meeting for the election of officers or at any special meeting called for the purpose of electing Trustees. The procedure and the vote on any By-Law to determine or change the number of the Trustees shall be the same as that required for the adoption of amendments to this Certificate of Incorporation. The following named directors (Trustees) shall act until their successors are duly chosen: Mildred L. Myers, Evelyn Flory, Homer L. Myers, Lucille Pryor, Harry A. Wacker, D. Earl Tracy and Kenneth D. Petteplace.

#### ARTICLE VIII

The Corporation shall have the right to enact By-Laws not inconsistent with these Articles of Incorporation at any regular meeting of the corporation or at any special meeting called for that purpose upon the giving of the usual notice and said By-Laws shall be enacted by a majority vote of the members present at such meeting. The By-Laws of the Band Boosters of the Smithsburg Area Schools (Association) hereby enacted by said association shall and are hereby declared to be the By-Laws of the Corporation until annulled, amended or re-enacted by the Corporation in the manner above provided.

#### ARTICLE IX

The Officers of the Corporation shall be a President, Vice-President, Secretary and Treasurer, and said officers shall be elected at the regular annual meeting for the election of officers and shall hold office for the period of one year or until their successors are duly elected and qualified. The duties of said officers shall be the usual and customary duties performed by such officers or as prescribed by the By-Laws of the Corporation as herein adopted or as hereafter enacted in compliance with these Articles of Incorporation.

ARTICLE X

The Corporation hereby accepts all the assets of its predecessor, the Band Boosters of the Smithsburg Area Schools, and, in consideration of, agree to hereby assume all liability for and guarantees to perform and fulfill all the legal obligations of said association and of any and all of the officers thereof assumed in the pursuance of the authority vested in them by the said Association.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and affixed their seals this 15th day of January, A.D., 1970.

Witness:

Barbara E. Myers

Harry A. Wacker (SEAL)  
Harry A. Wacker

D. Earl Tracy (SEAL)  
D. Earl Tracy

Kenneth D. Phetteplace (SEAL)  
Kenneth D. Phetteplace

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:

I HEREBY CERTIFY, that on this 15th day of January, A.D., 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Harry A. Wacker, D. Earl Tracy and Kenneth D. Phetteplace, personally known to me to be the persons whose names are subscribed to the foregoing instrument and who each acknowledged that they executed the same for the purposes therein contained.

Witness my hand and official Notarial Seal.

Barbara E. Myers  
Notary Public



ARTICLES OF INCORPORATION  
OF  
BAND BOOSTERS OF THE SMITHSBURG AREA SCHOOLS, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 4, 1970 at 2:29 o'clock P. M. as in conformity  
with law and ordered recorded.

A 16013

STATE OF M.D.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECORD NO. 12059  
JUN 23 11 05 AM '70  
LIBER FOLIO  
LAND CORP. IX  
VAUGHN J. BAKER, ACT. CLERK

Recorded in Liber 7793-16<sup>6</sup>, folio 16, 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 W. Keller*



mfr

ARTICLES OF INCORPORATION  
OF  
HAGERSTOWN NURSERY, INC.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Edwin H. Miller, whose post office address is No. 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: "HAGERSTOWN NURSERY, 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, hold, sell, exchange, raise, cultivate or otherwise deal in and with all kinds of growing plants, trees, shrubs and other nursery products.

(d) 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.

(e) 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.

(f) 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.

(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 is: No. 100 Old Nursery Road, Hagerstown, Maryland, 21740. The name and post office address of the Resident Agent of the Corporation in this State is: Emma N. Bartle, 101 Surrey Avenue, Moller Apts., 2D, 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: Ernest Lynn Bartle, Emma N. Bartle and Edwin H. Miller.

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 18th day of February, 1970.

WITNESS:

Cline R. Shupp

Edwin H. Miller (SEAL)  
Edwin H. Miller

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

I HEREBY CERTIFY, That on this 18th day of February, 1970, 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 Official Notarial Seal.

My commission expires:  
July 1, 1970

Cline R. Shupp  
Notary Public

ARTICLES OF INCORPORATION  
OF  
HAGERSTOWN NURSERY, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 5, 1970 at 2:56 o'clock P. M. as in conformity  
with law and ordered recorded.

A 16036

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12059  
JUN 23 11 05 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
LAND  CORP.   
VAUGHN J. BAKER, ASST. CLERK

Recorded in Liber 2793-146 folio 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.

*Richard Keller*



ARTICLES OF INCORPORATION  
OF  
SHERBREND CORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned Edward N. Henson, whose post office address is 359 South Cannon Avenue, Hagerstown, Maryland, Raymond T. White, whose post office address is 1416 Potomac Avenue, 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 SHERBREND CORPORATION.

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

To purchase improved and unimproved real estate, to erect improvements on real estate, and to lease or sell unimproved real estate.

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 businesses hereinbefore enumerated for itself, or for the account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly to effectuate or facilitate the transaction of the aforesaid objects or 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 957 Mt. Aetna Road, Hagerstown, Maryland. The name and post office address of the resident agent of this Corporation in this state are Edward N. Henson, 957 Mount Aetna Road, 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 four which number may be increased or decreased pursuant to the

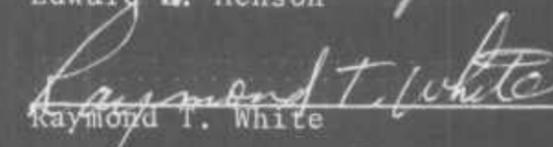
by-laws of the Corporation, but shall never be less than four; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Edward N. Henson, Raymond T. White, Brenda R. White, and Sharon K. Pearl.

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

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on March 16TH, 1970.

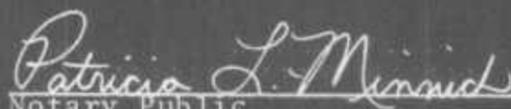
WITNESS:

	 Edward N. Henson
	 Raymond T. White
	 Howard W. Gilbert, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 16TH day of March, 1970, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Edward N. Henson, Raymond T. White and Howard W. Gilbert, Jr. and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

  
Notary Public



ARTICLES OF INCORPORATION  
OF  
SHERBREND CORPORATION

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 18, 1970 at 2:40 o'clock P.M. as in conformity  
with law and ordered recorded.

STATE OF M.D.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12059  
JUN 23 11 05 AM '70  
LIBER FOLIO  
LAND CO RP  
YANGEN J. BAKER ASST. CLERK

A 16331

Recorded in Lib 2796 folio 195<sup>3</sup>, 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*



mfr

ARTICLES OF INCORPORATION  
OF  
COLLINS CUSTOM FLOORS, 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 Street, Hagerstown, Maryland, 21740, being twenty-one (21) 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: "COLLINS CUSTOM FLOORS, INC."

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

1. To carry on the business of repairing, remodeling, constructing, painting, glazing, decorating, and installing floor coverings of all types and kinds, in public or private buildings of every character.

2. To manufacture, buy and sell furniture, office and store fixtures, devices, partitions, improvements and other similar articles of wood or metal, or both, and to engage in the installation, alteration and repair thereof.

3. To purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of any bonds or other securities or evidences of indebtedness created or issued by any other corporation or corporations, association or associations, of the State of Maryland, or of any other state, district, territory or country; and while the owner thereof, to exercise all the rights, powers and privileges of ownership.

4. To purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock of any other corporation or corporations, association or associations, of the State of Maryland, or of any other state, district, territory or country; and while the owner of such stock to exercise

all the rights, powers and privileges of ownership, including the right to vote thereon.

5. To buy, sell, deal in and improve real estate wherever 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.

6. 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 or things necessary, proper, or convenient for or incidental to the furtherance or in the carrying out of the powers or purposes herein mentioned.

7. 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: #289 Frederick Street, Hagerstown, Maryland, 21740. The name and Post Office address of the Resident Agent of the Corporation in this State is: Robert B. Collins, Sr., 289 Frederick Street, 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 Fifty Thousand (50,000) shares of the par value of One (\$1.00) Dollar 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: Robert B. Collins, Sr., Mildred P. Collins and Larry E. Collins.

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 19<sup>th</sup> day of March, 1970.

WITNESS:

Cline R. Shupp

Edwin H. Miller  
Edwin H. Miller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 19<sup>th</sup> day of March, 1970, 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 Official Notarial Seal.

My commission expires:  
July 1, 1970

Cline R. Shupp  
Notary Public  


ARTICLES OF INCORPORATION  
OF  
COLLINS CUSTOM FLOORS, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 20, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12059  
JUN 23 11 05 AM '70  
LIBER FOLIO  
LAND  COLL   
VAUGHN J. BAKER REG. CLERK

A 16359

Recorded in Liber 7796, folio 353, 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. Kelly*



ARTICLE OF INCORPORATION  
OF  
NORHAN, INC.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Earl J. Smith, whose post office address is 25 North Avenue, Hagerstown, Washington County, Maryland, 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, hereby 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:

NORHAN, 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 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 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 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.

(B) To introduce, erect, operate, conduct, manage, maintain, and carry on a restaurant, including drive-in type restaurants, cafe and cabaret business; to buy, sell, lease or otherwise dispose of, and to operate, conduct, furnish, equip, and manage restaurants, inns, eating houses, taverns, cabarets, cafes, or places of entertainment, and generally to do and perform everything necessary for carrying out the aforesaid purposes, to buy, or otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with, import and export food and food products of every class and description, fresh, canned, preserved, or otherwise, and to prepare and serve all foods, beverages, alcoholic or nonalcoholic, and other preparations and refreshments of all kinds.

(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 apply for, obtain, purchase, or otherwise

acquire, any patents, copyrights, licenses, trademarks, trade-names, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(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 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.

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

(G) 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 in 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 25 North Avenue, Hagerstown, Washington County, Maryland; the resident agent of the corporation is Earl J. Smith, whose post office address is 25 North Avenue, 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 par 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 Earl J. Smith, M. Elizabeth Bishop and S. McDonough Abbott.

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 contract or transaction shall, at the time it was entered into, have been a reasonable one to have been entered into and shall have been upon terms that at the time were fair, and provided that the fact that such director or directors are so interested shall have been disclosed to the board of directors or shall have been known to a majority of the board of directors.

TENTH: The affirmative vote of the stockholders holding all of the issued and outstanding shares shall be necessary to constitute a quorum at any stockholders' meeting and to pass any resolution or to take any action requiring the vote of stockholders.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 13<sup>th</sup> day of March, 1970.

WITNESS:

Mary Bishop  
Earl J. Smith (SEAL)  
Earl J. Smith

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 13<sup>th</sup> day of March, 1970, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Earl J. Smith and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Official Notarial Seal.



Mary Bishop  
Notary Public

My Commission Expires:  
July 1, 1970.

ARTICLES OF INCORPORATION

OF  
NORHAN, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 19, 1970 at 2:33 o'clock P. M. as in conformity  
with law and ordered recorded.

A 16394

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12059  
JUN 23 11 05 AM '70  
LIBER FOLIO  
LAND  corp.   
VAUGHN J. CARBERT, CLERK

Recorded in Liber 2496, folio 547, 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



ARTICLES OF INCORPORATION  
OF  
SPRINGFIELD DEVELOPMENT, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Mary E. Roney, whose post office address is Springfield Farm, Williamsport, Maryland 21795; Harriet R. Downey, whose post office address is Springfield Farm, Williamsport, Maryland 21795; and Bradford W. Downey, whose post office address is Springfield Farm, Williamsport, Maryland 21795; 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:

SPRINGFIELD DEVELOPMENT, INC.

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

(A) To buy, sell, exchange and generally deal in real estate, improved and unimproved, and buildings of every class and description; including motels or motor hotels, dwelling houses, nursing homes, home sites, apartment houses, lots, acreage tracts, farms, stores, factories, business blocks, shopping centers, retail stores, service stations, and other structures and improvements as well as any rights, interest, leases, equities, mortgages, and options in, upon or affecting any such real or personal property; 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, endorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bond, 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 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.

(B) To introduce, erect, operate, conduct, manage, maintain, and carry on a restaurant, including drive-in type restaurants, cafe and cabaret business; to buy, sell, lease or otherwise dispose of, and to operate, conduct, furnish, equip, and manage restaurants, inns, eating houses, taverns, cabarets, cafes, or places or entertainment, and generally to do and perform everything necessary for carrying out the aforesaid purposes, to buy, or otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with, import, and export food and food products of every class and description, fresh, canned, preserved, or otherwise, and to prepare and serve all food, beverages, alcoholic or nonalcoholic, and other preparations and refreshments of all kinds.

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

(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 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.

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

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 principal office of said Corporation shall be Springfield Farm, Williamsport, Maryland 21795; the resident agent of said Corporation is Mary E. Roney, whose post office address is Springfield Farm, Williamsport, Maryland 21795. 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 per share, all of which shares are of one class and are designed common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be Five, which may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than Five; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Bradford W. Downey, Harriet R. Downey, Earl J. Smith, James F. Strine and M. William Dutton, Jr.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and 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 consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(B) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and

if any, what part of the surplus of the Corporation or 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, 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 a majority 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.

NINTH: The Corporation may enter into contracts or transact business with one or more of its directors or 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 interest shall have been necessary to obligate this Corporation upon such contract or transaction; and no director or directors having such adverse interests 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 contract or transaction shall, at the time it was entered into, have been a reasonable one to have been entered into and shall have been upon terms that at the time were fair, and provided that the fact that such director or directors are so interested shall have been disclosed to the Board of Directors or shall have been known to a majority of the Board of Directors.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 23rd day of February, 1970.

WITNESS:

<u>Mary E Bishop</u>	<u>Mary E. Roney</u> (SEAL) Mary E. Roney
<u>Mary E Bishop</u>	<u>Harriet R. Downey</u> (SEAL) Harriet R. Downey
<u>Mary E Bishop</u>	<u>Bradford W Downey</u> (SEAL) Bradford W. Downey

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 23rd day of February, 1970, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Mary E. Roney, Harriet R. Downey and Bradford W. Downey, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.



Mary Bishop  
Notary Public

My Commission Expires:

July 1, 1970

ARTICLES OF INCORPORATION  
OF  
SPRINGFIELD DEVELOPMENT, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 17, 1970 at 2:53 o'clock P. M. as in conformity  
with law and ordered recorded.

A 16346

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12059  
JUN 23 11 05 AM '70  
LIBER FOLIO  
LANG  corp.   
VAUGHN J. BAKER ACT. CLERK

Recorded in Liber 2796-282, 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 Keller*



mfr

ARTICLES OF INCORPORATION

OF

GRACE BAPTIST CHURCH OF HAGERSTOWN, MARYLAND

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Bernard<sup>D</sup> Leasure, whose post office address is St. James, Maryland, Jack C. Koontz, whose post office address is 2343 Jefferson Boulevard, Hagerstown, Maryland, Charles<sup>E</sup> Gower, whose post office address is 271 South Prospect Street, Hagerstown, Maryland, James Mertz, whose post office address is Route #1, Keedysville, Maryland, and Keith R. Webster, whose post office address is 433 Liberty Street, 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.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is GRACE BAPTIST CHURCH OF HAGERSTOWN, MARYLAND.

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 Glorify the Lord Jesus Christ as Lord and King as God gives us breath and strength; to reach the lost through all types of communication, transportation, visitation (all institutions, homes, businesses, hospitals, any place of assembly, highways and by-ways); to teach the Word of God simply and plainly in its entirety, the whole counsel of God; to train others to serve the Living Christ in daily life; to foster Christian fellowship through Bible doctrine; to promote the worship of the true and living God, the Father, the Son, and the Holy Spirit; to provide a program

faithful to the Word of God for all ages to meet their spiritual needs; to maintain an independent Baptist Church in this area; and to earnestly contend for the faith once delivered unto the saints.

(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 provisions of the Constitution accepted June 25, 1968, of the Grace Baptist Church of Hagerstown, Maryland.

(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 Grace Baptist Church of Hagerstown, Maryland, and the accomplishment of its purposes, and further to comply with and conform to the principle and usages set forth in the Constitution accepted June 25, 1968, of the Grace Baptist Church of Hagerstown, Maryland.

(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 any time 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, Sections 256-270 inclusive and the enumeration of specific powers in this Certificate of Incorporation are in the furtherance of and not in limitation of the general powers conferred by law.

FOURTH: The Corporation shall have no capital stock.

FIFTH: The post office address of the place where the principal office of the Corporation in this State will be located at 433 Liberty Street, Hagerstown, Maryland. The name and address of the resident agent of the Corporation are Bernard Leasure of St. James, 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 Constitution accepted June 25, 1968, of the Grace Baptist Church of Hagerstown, Maryland.

SEVENTH: The officers of the Church Board and of the Corporation shall consist of the Pastor, Deacons, Trustees, Treasurer, Secretary, all of whom shall be elected by the members of the Church as provided in the Constitution of the Grace Baptist Church of Hagerstown, Maryland, accepted June 25, 1968.

EIGHTH: 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 Constitution accepted June 25, 1968, shall consist of: Bernard Leasure, Jack C. Koontz, Charles Gower, James

Mertz and Keith R. Webster. The number on the Church Board may be increased by the vote of the congregation to twelve or decreased to four but shall never be less than four.

NINTH: The By-laws for the guidance and control of this Corporation shall be the Constitution of the Grace Baptist Church of Hagerstown, Maryland, accepted June 25, 1968, and said Constitution is hereby adopted by the incorporation hereof as the By-laws of this Corporation.

WITNESS our hands and seals this 18<sup>th</sup> day of February, 1970.

WITNESS:

<u>Ralph H. France II</u>	<u>Bernard O. Leasure</u> (SEAL) Bernard Leasure
<u>Ralph H. France II</u>	<u>Jack C. Koontz</u> (SEAL) Jack C. Koontz
<u>Ralph H. France II</u>	<u>Charles E. Gower</u> (SEAL) Charles Gower
<u>Ralph H. France II</u>	<u>James Mertz</u> (SEAL) James Mertz
<u>Ralph H. France II</u>	<u>Keith R. Webster</u> (SEAL) Keith R. Webster

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 18<sup>th</sup> day of February, 1970, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Bernard Leasure and Jack C. Koontz and Charles Gower and James Mertz and Keith R. Webster and acknowledged the execution of the foregoing Articles of Incorporation to be their voluntary act.

WITNESS my hand and Official Notarial Seal.

Patricia L. Minnick  
Notary Public

My Commission Expires:  
JULY 1, 1970



OF

GRACE BAPTIST CHURCH OF HAGERSTOWN, MARYLAND

approved and received for record by the State Department of Assessments and Taxation of Maryland March 4, 1970 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 16048

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD RECEIPT NO. 12059 JUN 23 11 06 AM '70 LIBER FOLIO LANO CORP. VAUGHN J. EAKER ACT. CLERK

2793-314<sup>5</sup>

Recorded in Liber, folio, 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.

Richard Keller



LEAGUE OF WOMEN VOTERS OF  
WASHINGTON COUNTY, MARYLAND, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Elizabeth H. Harp, whose post office address is 705 Orchard Road, Hagerstown, Maryland, Jacqueline M. George, whose post office address is Route 3, Smithsburg, Maryland, and Leonilde<sup>M.</sup>Weaver, whose post office address is 115 North Potomac Street, Hagerstown, Maryland, all being of 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-stock corporation by the execution and filing of these articles.

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

LEAGUE OF WOMEN VOTERS OF WASHINGTON COUNTY,  
MARYLAND, INC.

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

To organize and operate a non-profit association exclusively for civic and governmental purposes, no part of the net earnings of which is to inure to the benefit of any member or other individual.

To promote political responsibility through informed and active participation of citizens in government.

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

Mar 18 8 56 AM '70

(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 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 Box 273, R.F.D. 2, Smithsburg, Maryland. The resident agent of the Corporation is Margaret K. Comstock, whose post office address is R.F.D. 2, Smithsburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation is not authorized to issue any capital stock. The Board of Directors may choose the first members of the corporation 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 12 directors and Mrs. Arthur MacDonald, Mrs. Edmund Niklewski, Mrs. John Hatch, Mrs. Wilbur Hogevoll, Mrs. Philip George, Mrs. Austin Middleton, Mrs. Jeni Hawkins, Mrs. Stanley Skolnik, Mrs. Norman Rosen, Miss Leonilde M. Weaver, Mrs. Mason Hendrickson and Mrs. Kenneth Harp 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 directors.

(a) The corporation reserves the right to make from time to time any amendments of the charter which may now or hereafter be authorized by law.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 16<sup>th</sup> day of March, 1970.

WITNESS:

Elizabeth H. Harp (SEAL)  
Elizabeth H. Harp

Betty Baker  
Jacqueline M. George (SEAL)  
Jacqueline M. George

Leonilde M. Weaver (SEAL)  
Leonilde Weaver

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this *16<sup>th</sup>* day of March, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Elizabeth H. Harp, Jacqueline M. George and Leonilde Weaver and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

*Queth A. Smith*  
Notary Public

ARTICLES OF INCORPORATION

OF

LEAGUE OF WOMEN VOTERS OF WASHINGTON COUNTY, MARYLAND, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 20, 1970 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 16408

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD RECEIPT NO. 12059 JUN 23 11 06 AM '70 LIBER FOLIO LAND CORP. [X] VAUGHN J. DAVIS ACT. CLERK

Recorded in Liber 7797-65, folio 6, 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 June 26, 1970 at 8:48 A.M., Receipt No. 12145  
LIBER 19

ARTICLES OF INCORPORATION  
OF  
THE ST. JAMES TENNIS CLUB, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Daniel W. Moylan, whose post office address is 300 Meadowbrook Road, Hagerstown, Maryland, 21740, Geraldine M. Lum, whose post office address is 2307 Gay Street, Hagerstown, Maryland, 21740, and Shelby J. Crawford, whose post office address is Route #1, Fairplay, Maryland, 21733, 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 ST. JAMES TENNIS 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 provide tennis facilities suitable to year 'round playing so as to foster and encourage tennis and related sports activities in Washington County, Maryland. To thereby promote good sportsmanship and conviviality among tennis players.

- (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 is St. James School, St. James, Maryland 21781. The resident agent of the Corporation is John H. Urner, whose post office address is 100 West Washington Street, Hagerstown, Maryland 21740. 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 seven directors and Rev. Joseph D. Knisely, Captain Donald E. Russell, U.S.N., John H. Urner, Richard T. Whisner, Col. Richard J. Dickson, David I. Barr and John M. McCardell 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 18<sup>th</sup> day of March, 1970.

WITNESS:

Betty Baker as to Daniel W. Moylan  
Betty Baker as to Geraldine M. Lum  
Betty Baker as to Shelby J. Crawford

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 18<sup>th</sup> day of March, 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Daniel W. Moylan, 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 Baker  
Notary Public

Comm. Exp. July 1, 1970

ARTICLES OF INCORPORATION  
OF  
THE ST. JAMES TENNIS CLUB, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12145  
MAY 26 8 49 AM '70  
LIBER FOLIO  
LAWD E. Carp

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 24, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 16508

Recorded in Liber 7798 48, folio 48, 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 Kellin*



RECEIVED FOR RECORD June 26, 1970 at 8:48 A.M., Receipt No. 12145  
LIBER 19

ARTICLES OF INCORPORATION OF

PLEASURE RAIL CARS, LTD., INC.

FIRST: We, the undersigned, Dorothy Hettleman, Paul Jacobs, and Irvin Jacobs address is 220 E. Lexington Street, Baltimore, Maryland, 21202, 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 Incorporation Laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter called the Corporation) is: PLEASURE RAIL CARS, LTD., INC.

THIRD: The purpose 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, maintenances, and operation of railroads; to manufacture refurnish, 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, 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: Spielmans Crossing, Fairplay, Maryland, 21733, the name and post office address of the resident agent of the Corporation in this State is: Jean Rider, 1238 Ravenwood Heights, Hagerstown, Maryland, 21340. Said

resident agent is an individual actually residing in this State.

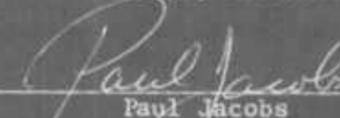
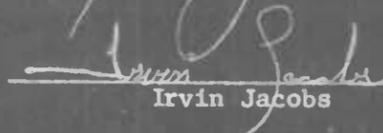
FIFTH: The total number of shares of stock which the Corporation has authority to issue is 1000shares, all of one class, no par value.

SIXTH: The corporation shall have three directors, which number may be increased according to law, but may never be reduced below three. The initial directors shall be W.L. Hough, Jean Rider, and Mary L. Brown.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 31st day of March, 1970.

WITNESS:

 Eugene Hettleman	 Dorothy Hettleman
 Paul Jacobs	 Irvin Jacobs

STATE OF MARYLAND, CITY OF BALTIMORE:

I hereby certify that on MARCH 31, 1970, before me the subscriber, a Notary Public of the State of Maryland, in and for Baltimore City, personally appeared Dorothy Hettleman, Paul Jacobs, and Irvin Jacobs, and severally acknowledged the foregoing Articles of Incorporation to be their act.

  
 Notary Public  
 EUGENE HETTLEMAN

ARTICLES OF INCORPORATION  
OF  
PLEASURE RAIL CARS, LTD., INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
APR 26 8 48 AM '70  
BER FOLIO  
AND CLERK  
WILLIAM J. BLISS, CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 1, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 16610

Recorded in Liber 7799-172<sup>3</sup>, 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 Keller*



RECEIVED FOR RECORD June 26, 1970 at 8:48 A.M., Receipt No. 12145  
LIBER 19

VENTURE ENTERPRISES, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, A. Vernon Davis and Ruth A. Davis, whose post office address is 730 Weldon Place, Hagerstown, Maryland 21740; and George E. Dahlhamer and Marie A. Dahlhamer, whose post office address is Paradise Church Road, Box 408, 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

VENTURE ENTERPRISES, INC.

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

1. To engage in the publishing of newspapers, magazines, brochures and books for profit.
2. To carry on a general printing, bindery and publishing business.
3. To print, publish, distribute, buy, sell, acquire rights to, and generally deal in books, periodicals, and other publications having to do with subjects of all kinds, and in connection therewith to do any and all things as may be deemed necessary or proper, including the purchasing, owning, and controlling of such rights, franchises, and property as may be considered useful and convenient to the purposes of the Corporation.
4. To engage in commercial enterprises relating to professional communications between individuals, organizations, businesses and the public at large.
5. To transact the business of advertising, promoting public relations, and developing the business of other corporations, partner-

ships, or individuals for hire, or upon commission, or otherwise, by and through the means of preparing advertising for other corporations, partnerships, or individuals, and of advertising the business, commodities, or other property, real, personal, or mixed, of other corporations, partnerships, or individuals in newspapers, books, booklets, prospectuses, magazines, circulars, pamphlets, or other similar literature and advertising media.

6. To generally engage in, do, and perform, any enterprise, act, or vocation that a natural person might or could do or perform.

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

8. 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.

FOURTH: The post office address of the principal office of the Corporation in this State is 730 Weldon Place, Hagerstown, Maryland 21740. The name and post office address of the resident agent of the Corporation in this State is A. Vernon Davis, 730 Weldon Place, Hagerstown, Maryland 21740. 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 Three Hundred Thousand Dollars (\$300,000.00) par value, divided into two classes, Class A and Class B:

1. There shall be 2,990 shares of non-voting Class A stock at the par value of One Hundred Dollars (\$100.00) each. Class A stock shall receive dividends at such times and at such rates as shall be specified by the Board of Directors from time to time, and dividends shall be paid to holders of Class A stock before dividends are paid to holders of Class B stock. Class A stock dividends shall be noncumulative. Class A stock shall be preferred over Class B stock as to its full distributive share of the corporate assets upon voluntary or involuntary liquidation of the Corporation.

2. There shall be ten (10) shares of Class B stock at the par value of One Hundred Dollars (\$100.00) each. Class B stock shall be voting common stock.

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; and the names of the Directors who shall act until the first annual meeting or until their successors are fully chosen and qualified are A. Vernon Davis, Ruth A. Davis, George E. Dahlhamer, Marie A. Dahlhamer, and Theron K. Rinehart.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation.

tion on this 30th day of March, 1970.

WITNESS:

J. Russell Robinson

J. Russell Robinson

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\_\_\_\_\_

A. Vernon Davis (SEAL)  
A. Vernon Davis

Ruth A. Davis (SEAL)  
Ruth A. Davis

George E. Dahlhamer (SEAL)  
George E. Dahlhamer

Marie A. Dahlhamer (SEAL)  
Marie A. Dahlhamer

STATE OF MARYLAND, WASHINGTON COUNTY, to wit:

I HEREBY CERTIFY, That on this 30th day of March, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared A. Vernon Davis, Ruth A. Davis, George E. Dahlhamer and Marie A. Dahlhamer, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Julia Ann Bell  
Julia Ann Bell, Notary Public



My Commission Expires:

July 1, 1974.

ARTICLES OF INCORPORATION  
OF  
VENTURE ENTERPRISES, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORDS  
RECEIPT NO. 16621  
JUN 26 8 48 AM '70  
LIBER FOLIO  
LAND CLERK  
MURPHY J. BAKER AT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 3, 1970 at 2:32 o'clock P.M. as in conformity  
with law and ordered recorded.

A 16621

Recorded in Liber 4799-250, folio 5, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 60.00 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 June 26, 1970 at 8:48 A.M., Receipt No. 12145  
LIBER 19

HAGERSTOWN FLOORS, INCORPORATED

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Harriet T. Kennedy, whose post office address is 308 North Locust Street, Hagerstown, Maryland, Betty Hammond, whose post office address is 417 South Potomac Street, Hagerstown, Maryland, and Allen G. Kennedy, whose post office address is 23 West Antietam 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: "HAGERSTOWN FLOORS, INCORPORATED".

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

1. To acquire, own, sell and otherwise dispose of, and deal in, stocks, bonds, mortgages, securities, notes and commercial paper of corporations and individuals.
2. To acquire by purchase, subscription or otherwise, and to hold as investment or otherwise, any bonds or other securities or evidences of indebtedness, or any shares of capital stock created or issued by any other corporation or corporations, association or associations, of the State of Maryland, or of any other state, district, territory or country.
3. To purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of any bonds or other securities or evidences of indebtedness created or issued by any other corporation or corporations, association or associations, of the State of Maryland, or of any other state, district, territory or country; and while the owner thereof, to exercise all the rights, powers and privileges of ownership.
4. To purchase, hold, sell, assign, transfer, mortgage,

pledge, or otherwise dispose of shares of the capital stock of any other corporation or corporations, association or associations of the State of Maryland, or of any other state, district, territory or country; and while the owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

5. To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of Letters Patent of the United States or of any foreign country, as well as acquire and dispose of licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

6. To buy, sell, deal in and improve real estate wherever 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.

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

8. 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 or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned.

9. 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 may be necessary or incidental to such business.

10. 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 23 West Antietam Street, Hagerstown, Maryland. The name and post office address of the Resident Agent of the Corporation in this State are Allen G. Kennedy, 23 West Antietam Street, Hagerstown, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is three thousand (3,000) shares of the par value of One (\$1.00) Dollar a share, all of one class, and having an aggregate par value of Three Thousand (\$3,000.00) Dollars.

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 not less than three (3), which number shall 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: Allen G. Kennedy, Betty Hammond and Harriett T. Kennedy.

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 26 day of March, 1970.

WITNESS:

Harriet T. Kennedy  
Harriet T. Kennedy

Betty Hammond  
Betty Hammond

Sara Hopkins

Allen G. Kennedy  
Allen G. Kennedy

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 26 day of March, 1970, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Harriett T. Kennedy, Betty Hammond and Allen G. Kennedy, and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

WITNESS my hand and Official Notarial Seal.

Sara Hopkins  
Notary Public

My Commission Expires:  
April 3, 1970



ARTICLES OF INCORPORATION  
OF  
HAGERSTOWN FLOORS, INCORPORATED

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
APR 26 8 48 AM '70  
LIBER FOLIO  
LAWSON, L. S. BAKER, ATTY. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 2, 1970 at 2:14 o'clock P. M. as in conformity  
with law and ordered recorded.

A 16693

Recorded in Libe <sup>5</sup> 7801-44, folio ~~44~~ 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 June 26, 1970 at 8:48 A.M., Receipt No. 12145  
LIBER 19

ARTICLES OF INCORPORATION  
OF  
WINTERS HOUSE OF CERAMICS, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Frederick L. Winters, whose Post Office address is 309 South Potomac Street, Hagerstown, Maryland, 21740, being twenty-one (21) 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: "WINTERS HOUSE OF CERAMICS, INCORPORATED".

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

(a) To design, manufacture, buy, sell, import, export, deal in, deal with, handle, repair, fire ceramics and all other articles incident to ceramic production, to manufacture, buy, sell, deal in and with machinery, apparatus and implements of every kind, character and description pertaining to the making and manufacturing of ceramics and ceramic supplies.

(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 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.

(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, 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: 309 South Potomac Street, Hagerstown, Maryland, 21740. The name and Post Office address of the Resident Agent of the Corporation in this State is: Frederick L. Winters, 309 South Potomac Street, 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 value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of Directors of the Corporation shall be at least four (4), 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: Frederick L. Winters, Edwin T. Winters, Dorothy A. Winters, Alice M. Torreyson.

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 6th day of April, 1970.

WITNESS:

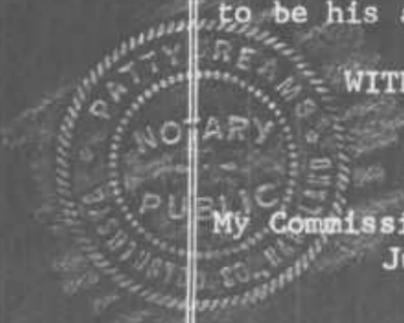
Patty Reams  
Patty Reams

Frederick L. Winters (SEAL)  
Frederick L. Winters

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

I HEREBY CERTIFY, That on this 6th day of April, A.D., 1970, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared Frederick L. Winters, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and official Notarial Seal.



My Commission Expires:  
July 1, 1970

Patty Reams  
Patty Reams  
Notary Public

ARTICLES OF INCORPORATION  
OF  
WINTERS HOUSE OF CERAMICS, INCORPORATED

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 1745  
JUN 26 8 48 AM '70  
LIBER F010  
LAND  Corp  
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 7, 1970 at 2:44 o'clock P. M. as in conformity  
with law and ordered recorded.

A 16796

Recorded in Liber 7800-186, folio 186, 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 June 26, 1970 at 8:48 A.M., Receipt No. 12145  
LIBER 19

ARTICLES OF INCORPORATION

OF

AGRICAST, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, J. Michael Boyd, whose post office address is 850 Fountain Head Road, Hagerstown, Maryland, 21740 and Fred C. Wright, III, whose post office address is 152 West Washington 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, 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:

AGRICAST, INC.

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

(a) To engage in the business of applying pesticides, herbicides, insecticides, rodenticides, fungicides, nematocides or other chemicals to farm, residential, commercial, industrial or other property; to make, enter into, perform and carry out contracts for sales of pesticides or other chemicals on a wholesale or retail basis; and to enter into and perform agreements and contracts of all kinds with property owners, persons, firms, associations or corporations, private or governmental for any lawful purpose.

(b) To purchase, acquire, hold, sell, exchange, raise, propagate, cultivate, or otherwise deal with or dispose of plants, trees, shrubs, and other nursery products and otherwise engage in rendering consulting services in landscaping.

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

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

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

(f) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; add 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.

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 Post Office Box 2063, Hagerstown, Maryland 21740. The resident agent of the Corporation is J. Michael Boyd, whose post office address is 850 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 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, 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. Michael Boyd, Jane Boyd and Frank Kennedy.

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 not 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 10 day of APRIL A.D., 1970.

WITNESS:

Lucille E. Mowen AS TO J. Michael Boyd  
Lucille E. Mowen AS TO Fred C. Wright, III

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on the 10 day of APRIL A.D., 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared J. Michael Boyd and Fred C. Wright, III, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.



Lucille E. Mowen  
Lucille E. Mowen  
Notary Public

Commission expires: 7/1/70

ARTICLES OF INCORPORATION  
OF  
AGRICAST, INC.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12145  
JUN 26 8 49 AM '70  
LIBER FOLIO  
LAND & Corp.  
WYOMING J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 13, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 16922

Recorded in Liber 7802-151<sup>5</sup>, folio 151, 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 Kellin*



RECEIVED FOR RECORD June 26, 1970 at 8:49 A.M., Receipt No. 12145  
LIBER 19

ARTICLES OF INCORPORATION

S & L ENTERPRISES, INC.

We, WILLIAM E. SMEDLEY, JOY ELIZABETH LAYCOOK, and STANLEY A. RACOOSIN, the post office address of each of whom is 1701 Pennsylvania Avenue, N.W., Washington, D.C.; 9737 Mt. Pisgah Road, Silver Spring, Maryland; and 821 Transportation Building, Washington, D.C., respectively, each being at least twenty-one (21) years of age, do hereby sign, acknowledge and file Articles of Incorporation, setting forth the following statements, for the purpose of organizing a corporation for profit pursuant to Article 23 of the Annotated Code of Maryland, as amended and supplemented.

FIRST: The name of the corporation (hereinafter called the "corporation") is S & L ENTERPRISES, INC.

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

To establish, maintain, operate, conduct, and direct restaurants, carry-out food places, cafeterias, diningrooms, cafes, taverns, hotels, inns, motels, nightclubs, cabarets, and refreshment and eating establishments of all kinds to carry on the business of supplying the public with food, refreshments, and beverages of all kinds.

To manufacture, buy, sell, dispense or otherwise market, prepare for market, and deal, at wholesale and retail, in and with edibles, food, foodstuffs, beverages, and food products of every class and description.

To buy, sell, dispense, trade and deal in and with cigars, cigarettes, edibles, novelties, specialties, articles, goods, wares, and merchandise of any and all kinds.

To acquire, by purchase, lease or otherwise, hold, use, own, operate, improve, alter, lease as lessor, mortgage, sell or otherwise dispose of and deal in and with real and personal property, or any interest or right therein wherever situated.

To make contracts and incur liabilities; to borrow money at such rates of interest as the corporation may determine; to issue its notes, bonds, and other obligations; and to secure the same by mortgage or pledge of all or any of its property, franchises, and income.

With a view to the working and development of the properties of the corporation, and to effectuate, directly or indirectly, its objects and purposes, or any of them, the corporation may, in the discretion of the directors, from time to time carry on any other business, manufacturing or otherwise, to any extent and in any manner not unlawful.

In general, to carry on any other business in connection with the foregoing and to have and exercise all the powers conferred by the laws of the State of Maryland, upon corporations formed under the act hereinbefore referred to, and to do any and all things hereinbefore set forth to the same extent as natural persons might or could do.

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

THIRD: The post office address of the principal office of the corporation in the State of Maryland is 932 Pennsylvania Avenue, Hagerstown, Maryland; and the name of the resident agent of the corporation in the State of Maryland is Smedley W. Lynn, a citizen of the State of Maryland actually residing therein, whose post office address is 932 Pennsylvania Avenue, Hagerstown, Maryland.

FOURTH: The total number of shares of stock which the corporation has authority to issue is One Thousand (1,000), all of which are of one class and without nominal or par value.

FIFTH: The number of directors of the corporation until the first annual meeting of stockholders or until their successors are duly elected and qualified is three (3). The names of the directors of the corporation to serve until the first annual meeting of stockholders or until their successors are duly elected and qualified are as follows:

William E. Smedley  
Smedley W. Lynn  
Elvira Lynn

SIXTH: The corporation shall have perpetual existence.

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 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 any 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.

IN WITNESS WHEREOF we have signed these Articles of Incorporation on the 16th day of April, 1970.

WITNESS AS TO ALL:

*Margaret C. Sanchez*

*William E. Smedley*  
William E. Smedley

*Joy Elizabeth Laycock*  
Joy Elizabeth Laycock

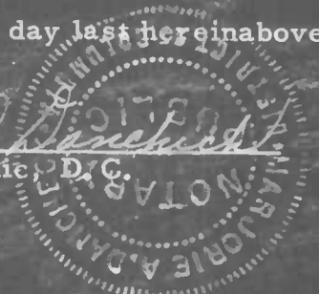
*Stanley A. Racoosin*  
Stanley A. Racoosin

DISTRICT OF COLUMBIA, ss:

I HEREBY CERTIFY that on the 16th day of April, 1970, before me, the subscriber, a Notary Public in and for the District of Columbia, personally appeared William E. Smedley, Joy Elizabeth Laycock, and Stanley A. Racoosin and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal or stamp the day last hereinabove written.

*Margaret C. Sanchez*  
Notary Public, D.C.



My Commission expires:  
*January 31, 1972*

ARTICLES OF INCORPORATION  
OF  
S & L ENTERPRISES, INC.

555

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORDING  
RECEIPT NO. 12445  
JUN 26 8 49 AM '70  
LIBER FOLIO  
LAND CLERK  
VALERIE J. ADLER, CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 20, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 17051

Recorded in Libe <sup>4</sup> 7803-348, folio <sup>348</sup>, 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 Heller*



RECEIVED FOR RECORD June 26, 1970 at 8:49 A.M., Receipt No. 12145  
LIBER 19

ARTICLES OF INCORPORATION  
KITZMILLER CONSTRUCTION COMPANY INCORPORATED  
a Close Corporation

FIRST: That we, the subscribers, John D. Kitzmiller, U. S. Route 50, Mount Storm, West Virginia and John Bradley, R. F.D. No. 2, Boonsboro, 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: This Corporation shall be a Close Corporation as authorized by Section 100 of the General Corporation Law of Maryland.

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

KITZMILLER CONSTRUCTION COMPANY INCORPORATED

FOURTH: The principal office and place of business where the business operations of the Corporation are to be carried on is R.F.D. No. 2, Boonsboro, Maryland.

FIFTH: The resident agent of the Corporation will be Donna C. Aldridge, 4328 Farragut Street, Hyattsville, Prince George's County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: That the purposes for which the Corporation is formed are as follows:

- (a) To carry on a general earth-moving, tractor and contracting business and to act as general contractors, builders, pavers, wreckers, concrete breakers and contractors, dredgers, excavators and to engage in all other activities, render all other services, and handle and deal in all materials, supplies and products incidental or related to or connected with any and every phase of the excavating, utilities construction and the general building and construction trades, and to that end to lease, charter, own, manufacture, acquire, deal in, advertise and dispose of cranes, bulldozers, tractors, trucks, rigging, autos, and other vehicles and kindred appliances and equipment and all devices, instruments, supplies, parts, and articles of every kind pertaining to or in any wise connected with the building, construction, excavating and utilities business.
- (b) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation.
- (c) To carry on and transact, for itself or for the account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.
- (d) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trade names, rights, processes, formulae, and the like, which might

-2-

be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

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

SEVENTH: The total number of shares of stock of all classes which the Corporation has authority to issue is 2000 shares, divided into 1000 of the par value of Twenty-Five (\$25.00) Dollars a share of 6% cumulative Preferred Stock, having an aggregate par value of Twenty - Five Thousand (\$25,000.00) Dollars, and one thousand (1,000) shares of no par value, common stock.

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 of each class:

Cumulative Preferred, 6%, 1,000 Shares Authorized

(a) Dividends. The holders of the Cumulative Preferred Stock, 6%, 1,000 shares authorized, shall be entitled to receive from the surplus or net profits of the Corporation, when and as declared by its Board of Directors, dividends at the rate of six (6%) percent per share per annum, payable once a year on June 30th. Such dividends shall be cumulative, accounting from the date of issue of each share of stock, and shall be payable for the current and all previous years before any dividends shall be paid or set apart on the Common Stock.

(b) Preferences Upon Liquidation. In the event of liquidation, dissolution or winding up of the Corporation (whether voluntary or involuntary), the holders of the issued and outstanding Preferred Stock shall be entitled to receive out of the assets, before any distribution to the holders of any other class of stock, a sum equal to \$27.50 for each share plus all accumulated and unpaid dividends thereon.

A Consolidation or merger of the Corporation with any other corporation or corporations shall not be deemed to be a liquidation, dissolution, or winding up within the meaning of this clause.

-3-

(c) Voting Rights. Except as herein provided, or otherwise provided by law, the holders of the Preferred Stock shall not be entitled to vote under any circumstances, or in connection with any action taken by the Corporation.

(d) Preemptive Rights. None

(e) Conversion Rights. None

(f) Redemption Rights. At the option of the Board of Directors, the whole or any part of the Cumulative Preferred Stock outstanding at any time may be redeemed on any of the respective dates fixed for the payment of dividends thereon, at \$27.50 per share, together with all unpaid dividends accrued thereon to the date of redemption, upon not less than thirty (30) days previous notice given by mail to the holders of record of the Cumulative Preferred Stock. After any of the outstanding Preferred Stock shall have been called for redemption and the holders thereof duly notified and the funds necessary to effect such redemption have been set aside by the Board of Directors, the holders thereof shall have no further rights as stockholders of the Corporation, but shall be entitled only upon presentation of the certificates properly endorsed to receive the redemption value thereof, as above set forth. Notice of redemption shall be deemed to have been given when addressed to such Preferred Stockholders at their addresses recorded on the books of the Corporation and deposited in the U. S. Mail.

Common Stock - no par value

Subject to the foregoing provisions, dividends may be declared on the Common Stock, no par value; and each share of the Common Stock shall entitle the holder thereof to one (1) vote in all proceedings in which action shall be taken by stockholders of the Corporation.

(a) Preemptive Rights. The holder of shares of common stock in this Corporation shall have the first right to purchase shares of this Corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this Corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the Corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights.

EIGHTH: John D. Kitzmiller and John Bradley shall act as Directors and upon completion of the organization meeting and the first issuance of shares of stock, the Corporation shall have no board of directors and shall be managed by direct action of the stockholders under the authority of Article 23, Section 105, Code of Maryland, and shall have all the powers and duties of directors.

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 shareholders and subscribers to stock of the Corporation have entered into an agreement authorized by Section 104, of the General Corporation Law of Maryland, abridging, limiting or restricting the rights of any one or more of them to sell, assign, transfer, mortgage, pledge, hypothecate, or in any other manner dispose of or transfer on the books of the Corporation any or all of the stock of the Corporation held by them without notifying and offering said stock to the Corporation and stockholders and such stock shall not thereafter be transferred on the books of the Corporation except in accordance with the terms and provisions of such agreement or by-laws as the case may be.

(b) In addition to preemptive rights granted by law to shareholders, preemptive rights shall accrue to a stockholder with respect to shares issued to obtain all or a portion of the capital required to initiate the corporate enterprise and to shares from the treasury of the Corporation. Regulations as to the formalities and procedure to be followed in effecting the transfer shall be prescribed in the By-laws or a shareholders agreement of the Corporation.

(c) The initial code of by-laws of this Corporation shall be adopted by its Board of Directors. The power to amend or repeal the by-laws or to adopt a new code of by-laws shall be in the shareholders, but the affirmative vote of the holders of Three-Fourths of the shares outstanding shall be necessary to exercise that power. The code of by-laws may contain any provisions for the regulation and management of this Corporation which are consistent with the Act and these Articles of Incorporation.

(d) The Board of Directors may classify or reclassify any unissued shares of stock by fixing or altering in any 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, and the conversion rights of such shares.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 16<sup>th</sup> day of April, 1970.

Witness:

Olline W. Farrell John D. Kitzmiller (SEAL)  
JOHN D. KITZMILLER

as to both John Bradley (SEAL)  
JOHN BRADLEY

STATE OF MARYLAND  
COUNTY OF PRINCE GEORGE'S, ss:

I HEREBY CERTIFY that on the 16<sup>th</sup> day of April, 1970, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Prince George's, personally appeared John D. Kitzmiller, and John Bradley, and acknowledge the foregoing Articles of Incorporation to be their act.

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



Olline W. Farrell  
Notary Public, Maryland

ARTICLES OF INCORPORATION  
OF  
KITZMILLER CONSTRUCTION COMPANY INCORPORATED

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORDS  
CLERK'S OFFICE  
JUN 26 8 49 AM '70  
LIBER        FOLIO         
LAND          
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 21, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 17055

Recorded in Liber 7883, folio 369, 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*



mfr

RECEIVED FOR RECORD June 26, 1970 at 8:49 A.M., Receipt No. 12145  
LIBER 19

MOBILE FOOD SYSTEMS, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, David R. Currier, whose post office address is Rte. 1, Box 255, Smithsburg, Maryland 21783; Thomas D. Leppert, whose post office address is 13012 Laurel-Bowie Road, Laurel, Maryland 20810; and Robert S. Campbell, whose post office address is 504 Murdock Road, Baltimore, Maryland 21212; 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

MOBILE FOOD SYSTEMS, INC.

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

1. To engage in the business of industrial catering, the manufacture and delivery of pre-packaged food products, coffee and soft drinks to the business and industrial community.
2. To consult with and advise persons as to the techniques of establishing and operating industrial catering routes.
3. To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Maryland.
4. To generally engage in, do, and perform, any enterprise, act, or vocation that a natural person might or could do or perform.
5. To manufacture, purchase, or otherwise acquire, own, mortgage, lease, improve, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares,

merchandise and real and personal property of every class and description.

6. 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.

FOURTH: The post office address of the principal office of the Corporation in this State is Route 1, Box 255, Smithsburg, Maryland 21783. The name and post office address of the resident agent of the Corporation in this State is David R. Currier, Route 1, Box 255, Smithsburg, Maryland 21783. 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 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 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 fully chosen and qualified are David R. Currier, Thomas D. Leppert, and Robert S. Campbell.

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 20th day of April, 1970.

WITNESS:

Alex J. Rudolph  
\_\_\_\_\_

David R. Currier (SEAL)  
David R. Currier

\_\_\_\_\_

Thomas D. Leppert (SEAL)  
Thomas D. Leppert

\_\_\_\_\_

Robert S. Campbell (SEAL)  
Robert S. Campbell

STATE OF MARYLAND, WASHINGTON COUNTY, to wit:

I HEREBY CERTIFY, that on this 20 day of April, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for Balto. County ~~Washington County~~, personally appeared David R. Currier, Thomas D. Leppert and Robert S. Campbell, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Richard R. [Signature]  
Notary Public

My Commission Expires:

July 1, 1970



ARTICLES OF INCORPORATION  
OF  
MOBILE FOOD SYSTEMS, INC.

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
APR 22 1970  
LIBER FOLIO  
18145  
APR 26 8 13 AM '70  
Corp

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 22, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 17073

Recorded in Lib 7803-484, folio 484, 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*



vjr.

RECEIVED FOR RECORD June 26, 1970 at 8:49 A.M., Receipt No. 12145  
LIBER 19

ARTICLES OF INCORPORATION  
OF  
PERINI CONSTRUCTION INCORPORATED

THIS IS TO CERTIFY:

FIRST: That We, the subscribers, Dominick J. Perini, whose post office address is Route #6, Hagerstown, Maryland; R. Kathleen Perini, whose post office address is Route #6, Hagerstown, Maryland; and David K. Poole, Jr., whose post office address is 148 West Washington Street, 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:

PERINI CONSTRUCTION INCORPORATED

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 purchase, construct, maintain, lease and repair buildings of every kind and character whatsoever and any and all things necessary, proper, incidental or convenient to effect said purposes.

(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; 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 operations without restrictions 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.

(c) 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 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 principal office of said Corporation will be located at Paradise Church Road, Route #6, Hagerstown, Washington County, Maryland; the resident agent of the Corporation is Dominick J. Perini, whose post office address is Route #6, Hagerstown, Maryland, said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation 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 qualify are Dominick J. Perini, R. Kathleen Perini and David K. Poole, Jr.

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 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 transac-

tion 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 contract or transaction shall, at the time it was entered into, have been a reasonable one to have been entered into and shall have been upon terms that at the time were fair, and provided that the fact that such director or directors are so interested shall have been disclosed to the board of directors or shall have been known to a majority of the board of directors.

TENTH: The affirmative vote of the stockholders holding all of the issued and outstanding shares shall be necessary to constitute a 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 this 20th day of April, A.D., 1970.

WITNESS:

<u>Mary Bishop</u>	<u>Dominick J. Perini</u> (SEAL) Dominick J. Perini
<u>Mary Bishop</u>	<u>R. Kathleen Perini</u> (SEAL) R. Kathleen Perini
<u>Mary Bishop</u>	<u>David K. Poole, Jr.</u> (SEAL) David K. Poole, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 20th day of April, 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Dominick J. Perini, R. Kathleen Perini and David K. Poole, Jr., and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Mary Bishop  
Notary Public

My Commission Expires:  
July 1, 1970.



ARTICLES OF INCORPORATION  
OF  
PERINI CONSTRUCTION INCORPORATED

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12145  
JUL 26 8 49 AM '70  
LIBER FOLIO  
LAND  Carl  
TODD W. BLUMBERG, CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 23, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 17096

Recorded in Liber 2804-46, folio 6, 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*



mfr

RECEIVED FOR RECORD June 26, 1970 at 8:49 A.M., Receipt No. 12145  
LIBER 19

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, as amended by Articles of Amendment received for record on March 9, 1970, of the Agreement of Consolidation received for record on December 31, 1923, is hereby amended by

1. striking out Article VIII and inserting in lieu thereof the following:

VIII.

The total amount of the authorized capital stock of the Corporation is 2,775,000 shares, of which 300,000 shares of the par value of \$100 each are Cumulative Preferred Stock (amounting in the aggregate to \$30,000,000 par value, issuable in one or more series as provided in Article X hereof) and 2,475,000 shares without nominal or par value are Common Stock.

2. striking out paragraph (c) of *subdivision (1)* of Article X and inserting in lieu thereof the following:

(c) The times and prices of redemption for shares of such series;

and

3. striking out the first sentence of *subdivision (8)* of Article X and inserting in lieu thereof the following:

(8) The Cumulative Preferred Stock of any series may be redeemed, as a whole or in part, at the option of the Corporation, by vote of the Board of Directors, at any time or from time to time, or at the times fixed for such series under the provisions of *subdivision (1)* of this Article, at the applicable redemption price fixed for such series under such provisions, or set forth in *subdivisions (2), (3) and (4)*, of this Article, together with an amount

(hereinafter referred to as accrued dividends to the redemption date), in the case of each share, computed at the annual dividend rate for the series of which the particular share is a part, from the date on which dividends on such share became cumulative to and including the date of redemption, less the aggregate amount of all dividends theretofore paid thereon.

Second: The board of directors of the Corporation, at a meeting duly convened and held on March 25, 1970, 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 2,725,000 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 2,475,000 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 2,775,000 shares, of which 300,000 shares of the par value of \$100 each are Cumulative Preferred Stock (amounting in the aggregate to \$30,000,000 par value) and 2,475,000 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 and in these Articles of Amendment.

IN WITNESS WHEREOF, The Potomac Edison Company has caused these presents to be signed in its name and on its behalf by its President, its Executive Vice President and General Manager, or one of its other Vice Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on April 22, 1970.

THE POTOMAC EDISON COMPANY

By *John M. McCardell*  
John M. McCardell  
Executive Vice President and General Manager



[SEAL]

Attest:

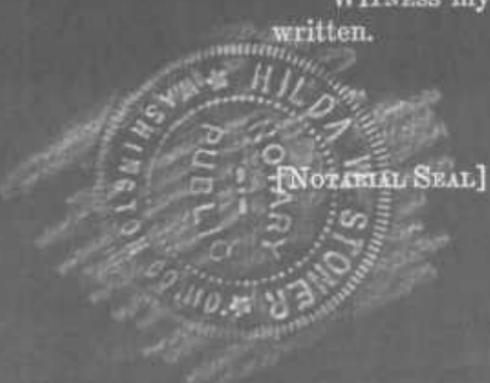
*W. H. MacMullen*  
.....  
W. H. MacMullen, Secretary

STATE OF MARYLAND }  
COUNTY OF WASHINGTON } ss.:

I HEREBY CERTIFY that on April 22, 1970, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared John M. McCardell, Executive Vice President and General Manager 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.

*Hilda W. Stover*  
.....  
Notary Public



[NOTARIAL SEAL]

ARTICLES OF AMENDMENT  
OF  
THE POTOMAC EDISON COMPANY

STATE OF MD  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 18145  
JUN 26 8 49 AM '70  
LIBER FOLIO  
LAND RECORDS  
VIRGINIA J. BAYNE, CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 22, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 17129

Recorded in Liber 2804, folio 223<sup>5</sup>, 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

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 June 26, 1970 at 8:49 A.M., Receipt No. 12145  
LIBER 19

BEMENT ENTERPRISES, INC.

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Charter of Bement Enterprises, Inc., a Maryland corporation, having its principal office in Hagerstown, Washington County, Maryland, (hereinafter called the Corporation), is hereby amended by striking out the name of Bement Enterprises, Inc. of the Articles of Incorporation, and inserting in lieu thereof the following:

"MOUNTAIN VIEW INN CORPORATION"

SECOND: That the Board of Directors of the corporation, at a meeting duly convened and held on January 21, 1970, at 10:00 A. M. duly advised the amendment of the Charter of the corporation hereinabove set forth by passing a resolution declaring that the 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 the corporation as aforesaid, was held at Hagerstown, Maryland, on January 21, 1970, at 11:00 A. M. pursuant to a Waiver of Notice duly executed and filed with the records of the meeting, and that at said meeting the stockholders, by the affirmative vote of the holders of two-thirds of the shares of outstanding stock of the corporation entitled to vote, duly adopted the Amendment of the Charter of the corporation hereinabove set forth.

IN WITNESS WHEREOF, Bement Enterprises, 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 21, 1970.

ATTEST AS TO  
CORPORATE SEAL:

*Edward H. Miller*  
acting Secretary



BEMENT ENTERPRISES, INC.

By: *Katherine M. Milburn*  
President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 21st day of January, 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John Bement, President of Bement Enterprises, 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 Edwin H. Miller and made oath in due form of law that he was Secretary of the meeting of stockholders of the Corporation at which time 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.

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

My commission expires:  
July 1, 1970

Oliver R. Shipp  
Notary Public

ARTICLES OF AMENDMENT  
OF  
BEMENT ENTERPRISES, INC.  
changing its name to  
MOUNTAIN VIEW INN CORPORATION

STATE OF MD. WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 12145  
JUN 26 8 49 AM '70  
LIBER FOLIO  
LAND TO Corp  
MOUNTAIN VIEW INN CORP

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 13, 1970 at 8:30 o'clock A.M. as in conformity  
with law and ordered recorded.

A 16931

Recorded in Liber 7802-197<sup>3</sup>, folio 197 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 Keller*



mfr

RECEIVED FOR RECORD June 26, 1970 at 8:49 A.M., Receipt No. 12145  
FOUKE CHEVROLET-OLDS, INC. LIBER 19

ARTICLES OF AMENDMENT

Fouke Chevrolet-Olds, Inc., a Maryland corporation, having its principal office in Washington County, Maryland (hereinafter referred to as the Corporation), hereby certified to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended by striking out the "SECOND" paragraph 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:

"FOUKE CHEVROLET, INC."

SECOND: The Amendment of the Charter of the Corporation herein made consists only of the change in the name of the Corporation; and the Board of Directors of the Corporation at a meeting duly called and held on October 25, 1968, and at a subsequent meeting held on January 24, 1970, 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 at its annual meeting on January 23, 1970.

THIRD: The Amendment of the Charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the affirmative vote of all of the stock entitled to vote thereon.

FOURTH: The Amendment of the Charter of the Corporation as hereinabove set forth has been duly approved by the majority of the entire Board of Directors of the Corporation and approved by the Stockholders of the Corporation as herein set forth.

IN WITNESS WHEREOF, Fouke Chevrolet-Olds, Inc., has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereunto affixed and attested by its Secretary, this 27 day of March, 1970.

TEST AS TO CORP. SEAL:

FOUKE CHEVROLET-OLDS, INC.

BY: C. Russell Fouke  
C. Russell Fouke, President

Constance M. Fouke  
Constance M. Fouke, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 27th day of March, 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared C. Russell Fouke, President of Fouke Chevrolet-Olds, 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 Constance M. Fouke, 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 Notarial Seal the day and year last above written.

My commission expires:

July 1, 1976

J. F. Co...  
Notary Public



ARTICLES OF AMENDMENT  
OF  
FOUKE CHEVROLET-OLDS, INC.  
changing its name to  
FOUKE CHEVROLET, INC.

STATE OF MD. WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 1245  
JUN 26 8 49 AM '70  
LIBER FOLIO  
LAND  CLERK  
VAUGEN J. BAKER ACT. CLERK

579

approved and received for record by the State Department of Assessments and Taxation  
of Maryland March 30, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 16537

Recorded in Liber 5798 folio 3 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 K. Keller*



mfr

RECEIVED FOR RECORD June 26, 1970 at 8:49 A.M., Receipt No. 12145  
LIBER 19

ARTICLES OF MERGER

MERGING

WALKERSVILLE MANUFACTURING COMPANY, INC.  
(A MARYLAND CORPORATION)

INTO

E. J. FENNEL, INC.  
(A MARYLAND CORPORATION)

\*\*\*\*\*

FIRST: WALKERSVILLE MANUFACTURING COMPANY, INC., A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MARYLAND, HEREINAFTER SOMETIMES REFERRED TO AS THE "MERGING CORPORATION"; AND E. J. FENNEL, INC., A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MARYLAND, HEREINAFTER SOMETIMES REFERRED TO AS THE "SURVIVING CORPORATION", AGREE TO EFFECT A MERGER UNDER THE TERMS OF WHICH SAID WALKERSVILLE MANUFACTURING COMPANY, INC. SHALL BE MERGED INTO E. J. FENNEL, INC. THE TERMS AND CONDITIONS OF THE MERGER AND THE MODE OF CARRYING THE SAME INTO EFFECT ARE AS SET FORTH IN THESE ARTICLES OF MERGER.

SECOND: E. J. FENNEL, INC., A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MARYLAND, SHALL SURVIVE THE MERGER AND SHALL CONTINUE UNDER THE NAME E. J. FENNEL, INC.

THIRD: EACH CORPORATE PARTY TO THESE ARTICLES OF MERGER IS A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MARYLAND.

FOURTH: NO AMENDMENT IS MADE TO THE CHARTER OF THE SURVIVING CORPORATION AS PART OF THE MERGER.

FIFTH: THE TOTAL NUMBER OF SHARES OF STOCK WHICH SAID WALKERSVILLE MANUFACTURING COMPANY, INC. HAS AUTHORITY TO ISSUE IS TWO THOUSAND (2,000) SHARES OF COMMON STOCK HAVING A PAR VALUE OF ONE HUNDRED DOLLARS (\$100.00) EACH, ALL OF ONE CLASS.

THE TOTAL AUTHORIZED CAPITAL STOCK OF E. J. FENNEL, INC. IS ONE HUNDRED THOUSAND DOLLARS (\$100,000.00), CONSISTING OF ONE THOUSAND (1,000) SHARES OF COMMON STOCK OF THE PAR VALUE OF ONE HUNDRED DOLLARS (\$100.00) EACH.

SIXTH: THE NUMBER OF SHARES OF STOCK OF THE SURVIVING CORPORATION TO BE ISSUED FOR SHARES OF STOCK OF THE MERGING CORPORATION AND THE MANNER OF CONVERTING THE STOCK OF THE MERGING CORPORATION INTO STOCK OF THE

SURVIVING CORPORATION AND THE ADJUSTMENTS TO BE MADE IN CONNECTION THEREWITH ARE AS FOLLOWS:

(A) FORTY-TWO (42) SHARES OF THE COMMON CAPITAL STOCK OF THE SURVIVING CORPORATION SHALL BE ISSUED IN EXCHANGE FOR THE PRESENTLY ISSUED AND OUTSTANDING THREE HUNDRED (300) SHARES OF THE COMMON CAPITAL STOCK OF THE MERGING CORPORATION.

(B) THE SURVIVING CORPORATION SHALL PAY IN CASH TO THE STOCKHOLDERS OF THE MERGING CORPORATION THE SUM OF NINE HUNDRED FIFTY-SIX DOLLARS AND SIXTEEN CENTS (\$956.16) IN PROPORTION TO THEIR STOCKHOLDINGS BEING ACQUIRED BY THE SURVIVING CORPORATION, SAID CASH ADJUSTMENT BEING BASED UPON THE BOOK VALUE OF THE STOCKS OF THE MERGING AND SURVIVING CORPORATIONS.

(C) AFTER THE EFFECTIVE DATE OF THE MERGER THE SURVIVING CORPORATION WILL HAVE ISSUED AND OUTSTANDING TWO HUNDRED THIRTY-TWO (232) SHARES OF ITS COMMON CAPITAL STOCK, FULLY PAID AND NON-ASSESSABLE.

(D) THIS MERGER WAS ACCOMPLISHED AS BETWEEN THE PARTIES AS OF SEPTEMBER 30, 1969 AND THESE ARTICLES OF MERGER SHALL BECOME EFFECTIVE UPON ACCEPTANCE AND APPROVAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION.

SEVENTH: THE PRINCIPAL OFFICE OF SAID MERGING CORPORATION IS LOCATED IN THE COUNTY OF WASHINGTON, STATE OF MARYLAND.

THE PRINCIPAL OFFICE OF SAID SURVIVING CORPORATION IS LOCATED IN THE COUNTY OF WASHINGTON, STATE OF MARYLAND.

THE MERGING CORPORATION DOES NOT OWN ANY PROPERTY IN THE STATE OF MARYLAND, THE TITLE TO WHICH COULD BE AFFECTED BY THE RECORDING OF AN INSTRUMENT AMONG THE LAND RECORDS.

THE SURVIVING CORPORATION OWNS REAL PROPERTY IN WASHINGTON COUNTY, MARYLAND.

EIGHTH: THE ARTICLES OF MERGER WERE DULY APPROVED AND ADVISED BY RESOLUTION ADOPTED BY UNANIMOUS VOTE OF THE ENTIRE BOARD OF DIRECTORS OF EACH OF THE CORPORATE PARTIES AT MEETINGS THEREOF HELD ON SEPTEMBER 30, 1969.

THE ARTICLES OF MERGER WERE APPROVED BY THE UNANIMOUS WRITTEN CONSENT OF ALL THE STOCKHOLDERS OF THE SURVIVING CORPORATION AND OF THE MERGING CORPORATION.

NINTH: UPON THE EFFECTIVE DATE OF THESE ARTICLES

OF MERGER THE SEPARATE EXISTENCE OF THE MERGING CORPORATION SHALL CEASE AND ALL PROPERTY, RIGHTS, PRIVILEGES AND FRANCHISES OF WHATSOEVER NATURE AND DESCRIPTION OF THE MERGING CORPORATION SHALL BE TRANSFERRED TO, VESTED IN AND DEVOLVED UPON THE SURVIVING CORPORATION, AND THE SURVIVING CORPORATION SHALL BE LIABLE FOR ALL THE DEBTS AND OBLIGATIONS OF THE MERGING CORPORATION; PROVIDED, HOWEVER, THAT NOTWITHSTANDING ANY PROVISION HEREOF CONFIRMATORY DEEDS, ASSIGNMENTS AND OTHER LIKE INSTRUMENTS MAY, AT ANY TIME AND FROM TIME TO TIME, WHEN DEEMED DESIRABLE TO EVIDENCE SUCH TRANSFER, VESTING OR DEVOLUTION OF ANY PROPERTY, RIGHTS, PRIVILEGES OR FRANCHISES OF THE MERGING CORPORATION, BE MADE AND DELIVERED IN THE NAME OF THE MERGING CORPORATION BY THE LAST ACTING OFFICERS THEREOF OR BY THE CORRESPONDING OFFICERS OF THE SURVIVING CORPORATION.

IN WITNESS WHEREOF, EACH CORPORATION PARTY TO THESE ARTICLES OF MERGER HAS CAUSED THESE ARTICLES OF MERGER TO BE SIGNED AND ACKNOWLEDGED IN ITS NAME AND ON ITS BEHALF BY ITS RESPECTIVE PRESIDENT OR VICE-PRESIDENT AND ITS RESPECTIVE CORPORATE SEAL TO BE HEREUNTO AFFIXED AND ATTESTED BY ITS RESPECTIVE SECRETARY OR ASSISTANT SECRETARY.

ATTEST:

E. J. FENNEL, INC.

BY

*Ernest J. Fennel*

ERNEST J. FENNEL, PRESIDENT

*Josephine M. Fennel*  
 JOSEPHINE M. FENNEL, SECRETARY  
 E. J. FENNEL, INC.

ATTEST:

WALKERSVILLE MANUFACTURING COMPANY, INC.

BY

*Grace M. Bowers*

GRACE M. BOWERS, VICE-PRESIDENT

*Josephine M. Fennel*  
 JOSEPHINE M. FENNEL, SECRETARY  
 WALKERSVILLE MANUFACTURING COMPANY, INC.

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THE 17TH DAY OF FEBRUARY A.D., 1970, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, IN AND FOR THE COUNTY OF WASHINGTON AFORESAID, PERSONALLY APPEARED ERNEST J. FENNEL, PRESIDENT OF E. J. FENNEL, INC., BEING 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 MERGER TO BE THE CORPORATE ACT OF SAID CORPORATION AND AT THE SAME TIME PERSONALLY APPEARED JOSEPHINE M. FENNEL AND MADE OATH IN DUE FORM OF LAW THAT SHE WAS SECRETARY OF THE MEETING OF THE STOCKHOLDERS OF SAID CORPORATION AT WHICH THE SAID ARTICLES OF MERGER WERE APPROVED, AND THAT THE SAID ARTICLES OF MERGER WERE DULY ADVISED AND AUTHORIZED BY RESOLUTION OF THE BOARD OF DIRECTORS OF SAID CORPORATION DECLARING THAT THE PROPOSED MERGER WAS ADVISABLE AND DIRECTING THAT IT BE SUBMITTED FOR ACTION THEREON AT A MEETING OF THE STOCKHOLDERS OF SAID CORPORATION AND THAT SAID ARTICLES OF MERGER WERE APPROVED AT SAID MEETING OF

STOCKHOLDERS HELD ON THE 30TH DAY OF SEPTEMBER, 1969  
BY THE AFFIRMATIVE VOTE OF ~~MORE THAN TWO-THIRDS~~ OF ALL  
THE VOTES ENTITLED TO BE CAST THEREON, AND THAT THE MATTERS  
AND FACTS SET FORTH IN SAID ARTICLES OF MERGER ARE TRUE  
TO THE BEST OF HER KNOWLEDGE, INFORMATION AND BELIEF.

583

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

*Lucille E. Mowen*  
COMM. EXPIRES: 7/1/70 NOTARY  
LUCILLE E. MOWEN PUBLIC

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THE 23rd DAY OF February  
A.D., 1970, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF  
THE STATE OF MARYLAND IN AND FOR THE COUNTY OF WASHINGTON  
AFORESAID, PERSONALLY APPEARED GRACE M. BOWERS  
THE VICE-PRESIDENT OF WALKERSVILLE MANUFACTURING  
COMPANY, INC., BEING 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 AFORE-  
GOING ARTICLES OF MERGER TO BE THE CORPORATE ACT OF SAID  
CORPORATION, AND AT THE SAME TIME PERSONALLY APPEARED  
JOSEPHINE M. FENNEL AND MADE OATH IN DUE FORM  
OF LAW THAT SHE WAS SECRETARY OF THE  
MEETING OF THE STOCKHOLDERS OF SAID CORPORATION AT WHICH  
THE SAID ARTICLES OF MERGER WERE APPROVED, AND THAT THE  
SAID ARTICLES OF MERGER WERE DULY ADVISED AND AUTHORIZED  
BY RESOLUTION OF THE BOARD OF DIRECTORS OF SAID CORPORATION  
DECLARING THAT THE PROPOSED MERGER WAS ADVISABLE AND  
DIRECTING THAT IT BE SUBMITTED FOR ACTION THEREON AT A

MEETING OF THE STOCKHOLDERS OF SAID CORPORATION AND THAT  
SAID ARTICLES OF MERGER WERE APPROVED AT SAID MEETING OF  
STOCKHOLDERS HELD ON THE 30TH DAY OF SEPTEMBER, 1969 BY  
THE AFFIRMATIVE VOTE OF ~~MORE THAN TWO-THIRDS~~ OF ALL THE  
VOTES ENTITLED TO BE CAST THEREON, AND THAT THE MATTERS  
AND FACTS SET FORTH IN SAID ARTICLES OF MERGER ARE TRUE TO  
THE BEST OF HER KNOWLEDGE, INFORMATION AND BELIEF.

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

*Ethel H. Kretzer*  
NOTARY PUBLIC Ethel H. Kretzer  
COMM. EXPIRES: 7/1/74

543

ARTICLES OF MERGER

OF

WALKERSVILLE MANUFACTURING COMPANY, INC. (A MD. CORP.)

into

E. J. FENNEL, INC. (A MD. CORP.) SURVIVOR

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
APR 9 1970  
FOLIO  
LAND  
REGISTER

approved and received for record by the State Department of Assessments and Taxation of Maryland April 9, 1970 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 16779

Recorded in Lib. *7800 66*, folio *66* 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 Keller*



AUTO RACING CLUB OF HAGERSTOWN, INC.

ARTICLES OF REVIVAL

(Under Section 85)

AUTO RACING CLUB OF HAGERSTOWN, INC., a Maryland corporation having its principal office in Hagerstown, Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, that:

FIRST: The charter of the Corporation was forfeited on October 30, 1969, 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 AUTO RACING CLUB OF HAGERSTOWN, INC.

THIRD: The name by which the Corporation will hereafter be known is AUTO RACING CLUB OF HAGERSTOWN, INC.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is AUTO RACING CLUB OF HAGERSTOWN, INC., Post Office Box 502, 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 William E. Boyes, 2207 Pennsylvania Avenue, 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 (~~or Vice-President~~) and Secretary (~~or Treasurer~~) of the Corporation, have signed these Articles of Revival on April 19, 1970.

Maynard Plum  
Maynard Plum  
Last Acting President

Arlene Boyes  
Arlene Boyes  
Last Acting Secretary

586

STATE OF MARYLAND

County of WASHINGTON, ss:

I HEREBY CERTIFY that on April 19, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Maynard Plum, the last acting President and Arlene Boyes, the last acting Secretary of AUTO RACING CLUB OF HAGERSTOWN, 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.

Connie Brewer  
Notary Public

April 19, 1970



My Commission Expires:

July 1, 1970

ARTICLES OF REVIVAL  
OF  
AUTO RACING CLUB OF HAGERSTOWN INC

STATE OF MD. WASHINGTON COUNTY  
RECEIVED FOR RECORDS  
RECEIPT NO. 1745  
JUN 26 8 49 AM '70  
LIBER FOLIO  
LAND  *Chap.*  
VAUGHN J. BAKER ACT. CLERK

approved and received for record by the State Department of Assessments and Taxation  
of Maryland April 21, 1970 at 3:16 o'clock P. M. as in conformity  
with law and ordered recorded.

A 17127

Recorded in Liber *7804-215*, folio *4* one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

SPECIAL FEE  
~~Bonus/tax 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.

*Richard Keller*



mfr

I HEREBY CERTIFY that the following are excerpts from the minutes of a meeting of the Stockholders and Directors of General Freights, Inc., held at the office of Rosenstock & McSherry, 100 West Church Street, Frederick, Maryland, on the 28th day of January, 1970, at the hour of 10:00 A.M.:

"RESOLVED: That the address of the principal office of the Corporation be changed from Severn, Maryland to Timber Ridge #1, Hancock, Maryland, 21750; and ✓

"BE IT FURTHER RESOLVED: That James Gregory Myers, whose Post Office address is Timber Ridge #1, Hancock, Maryland, 21750, be, ✓ and he hereby is, named Resident Agent of General Freights, Inc., as of the 28th day of January, 1970."

*Betty Jane Myers, Secretary*  
Betty Jane Myers  
Secretary

Dated: March 10, 1970

NOTICE OF CHANGE OF PRINCIPAL OFFICE  
AND CHANGE OF RESIDENT AGENT  
OF  
GENERAL FREIGHTS, INC.

received for record March 23, 1970

and recorded on Film No. 798

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

To the clerk of the Circuit court of Washington County.

STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD RECEIPT NO. 12145 8 49 AM '70 FOLIO 397 one of  
at 10:17 A. M.  
Clerk  
CLERK

AA No. 6730

SPECIAL FEE PAID \$3.00  
Recording Fee Paid 2.00  
\$5.00

Mr. Clerk - please mail to Mr. Richard R. Burgee  
Rosenstock & McSherry, Esqs.  
Court Square Bldg.  
Frederick, Maryland 21701

Received for Record, August 4, 1970 at 9:42 A.M. Receipt No. 13404, Liber 19  
COLONIAL HARDWOOD FLOORING CO., INC.

Special Meeting of Board of Directors

A special meeting of Board of Directors of the above named corporation was held at 511 West Washington Street, Hagerstown, Maryland at 9:00 a.m. on Friday, May 1, 1970 with the following Directors present:

David W. Fletcher, Jr.

Alice Virginia Fletcher

Frank T. McDonald

Said Directors constitute a quorum.

There was presented to the Board the necessity of appointing a new resident agent for the corporation in the place and stead of L. D. McKinsey due to the fact that she was no longer associated with the company.

Upon motion duly made, seconded and unanimously carried it was

RESOLVED, that David W. Fletcher, Jr. be and he is hereby designated as the Resident Agent of the corporation, his address being 511 West Washington Street, Hagerstown, Maryland.

There being no further business, the meeting thereupon adjourned.

  
Lorraine Schneider  
Secretary

This will certify that the foregoing is a true copy of the Resolution of the above named corporation duly adopted at the meeting called and held as above stated.

  
Lorraine Schneider  
Secretary



NOTICE OF CHANGE OF RESIDENT AGENT

OF

COLONIAL HARDWOOD FLOORING CO., INC.

received for record May 6, 1970

, at 1:59 P. M.

and recorded on Film No. *804*

Frame No. *497* 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 No. 6844

Special Fee paid \$3.00  
Recording Fee Paid 2.00  
\$5.00

Mr. Clerk - please mail to Mr. Charles F. Wagaman  
Wagaman, Wagaman & Meyers, Esqs.  
Maryland National Bank Bldg.  
Hagerstown, Maryland 21740

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. *13404*

AUG 4 9 42 AM '70

LIBER *grilled* FOLIO

*en* VAUGHN J. BAKER ACT. CLERK

Received for Record, August 4, 1970 at 9:42 A.M. Receipt No. 13404, Liber 19

CERTIFIED COPY OF RESOLUTION OF BOARD OF DIRECTORS

I, Anna P. Angier , do hereby certify that I am the duly elected, qualified and acting secretary of THE PORTER-JONES CORP<sup>ORATION</sup>, and that at a meeting of the board of directors of said corporation, held on the 5th day of February , 1970 , the following resolution was adopted, which said resolution remains in full force and effect:

"RESOLVED that the resident agent of this corporation in the State of Maryland be and it hereby is changed to THE CORPORATION TRUST INCORPORATED, the post-office address of which is First National Bank Building, Light and Redwood Streets, Baltimore, Maryland 21202. The said resident agent so designated is a corporation of the State of Maryland.

Anna P. Angier  
(Secretary)

(CORPORATE SEAL)



\* NOTICE OF CHANGE OF RESIDENT AGENT  
OF  
THE PORTER-JONES CORPORATION

received for record April 27, 1970, at 9:19 A. M.  
and recorded on Film No. 805 Frame No. 393 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 No. 6805

SPECIAL FEE PAID \$3.00  
Recording Fee Paid 2.00  
\$5.00

Mr. Clerk - please mail to Mr. D. W. Hans  
C T CORPORATION SYSTEM  
314 North Broadway  
St. Louis, Mo. 63102

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 13404

AUG 4 9 42 AM '70

LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
of \_\_\_\_\_  
VAUGHN J. BAKER ACT. CLERK

Received for Record, August 4, 1970 at 9:42 A.M. Receipt No. 13404, Liber 19

CERTIFIED COPY OF RESOLUTION OF BOARD OF DIRECTORS

I, Anna P. Angier , do hereby certify that I am the duly elected, qualified and acting secretary of HOLIDAY RESTAURANT, INC. and that at a meeting of the board of directors of said corporation, held on the 5th day of February , 1970 , the following resolution was adopted, which said resolution remains in full force and effect:

"RESOLVED that the resident agent of this corporation in the State of Maryland be and it hereby is changed to THE CORPORATION TRUST INCORPORATED, the post-office address of which is First National Bank Building, Light and Redwood Streets, Baltimore, Maryland 21202. The said resident agent so designated is a corporation of the State of Maryland.

*Anna P. Angier*

(Secretary)



NOTICE OF CHANGE OF RESIDENT AGENT  
OF  
HOLIDAY RESTAURANT, INC.

received for record April 27, 1970, at 9:18 A.M.  
and recorded on Film No. *805* Frame No. *395* 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 No. 6806

SPECIAL FEE PAID \$3.00  
Recording Fee Paid 2.00  
\$5.00

Mr. Clerk - please mail to Mr. D. W. Hans  
C T CORPORATION SYSTEM  
314 North Broadway  
St. Louis, Mo. 63102

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. *13404*

AUG 4 9 42 AM '70

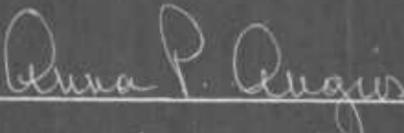
LIBER articles FOLIO 3  
*and*    
VAUGHN J. BAKER ACT. CLERK

Received for Record, August 4, 1970 at 9:42 A.M. Receipt No. 13404, Liber 19

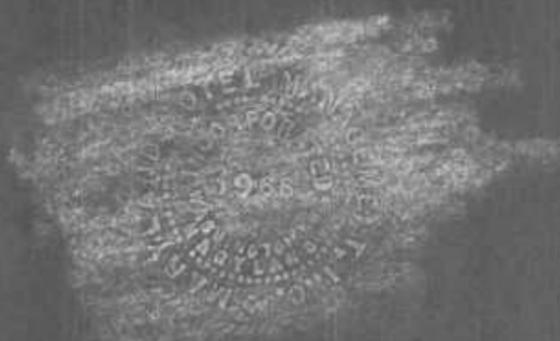
CERTIFIED COPY OF RESOLUTION OF BOARD OF DIRECTORS

I, Anna P. Angier, do hereby certify that I am the duly elected, qualified and acting secretary of MARYLAND MOTEL MANAGEMENT, INC., and that at a meeting of the board of directors of said corporation, held on the 5th day of February, 1970, the following resolution was adopted, which said resolution remains in full force and effect:

"RESOLVED that the resident agent of this corporation in the State of Maryland be and it hereby is changed to THE CORPORATION TRUST INCORPORATED, the post-office address of which is First National Bank Building, Light and Redwood Streets, Baltimore, Maryland 21202. The said resident agent so designated is a corporation of the State of Maryland.

  
(Secretary)

(CORPORATE SEAL)



NOTICE OF CHANGE OF RESIDENT AGENT  
OF  
MARYLAND MOTEL MANAGEMENT, INC.

received for record April 27, 1970, at 9:16 A. M.  
and recorded on Film No. 804 Frame No. 499 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 No 6808

SPECIAL FEE PAID \$3.00  
Recording Fee Paid 2.00  
\$5.00

Mr. Clerk - please mail to Mr. D. W. Hans  
C T CORPORATION SYSTEM  
314 North Broadway  
St. Louis, Mo. 63102

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORDS  
RECEIPT NO. 13404

AUG 4 9 42 AM '70

LIBER articles FOLIO 4  
VAUGHN J. BAKER ACT. CLERK

Received for Record, August 4, 1970 at 9:41 A.M. Receipt No. 13404, Liber 19  
COFFMAN HOME FOR THE AGING, INC.

## ARTICLES OF REVIVAL

Coffman Home for the Aging, Inc., a Maryland corporation, having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the corporation was forfeited in November 1965 for the non-payment of taxes or for failure to file an annual report with the Department of Assessments and Taxation of Maryland, and these Articles of Revival are for the purpose reviving and reinstating the charter of the corporation.

SECOND: The name of the corporation at the time of the forfeiture of its charter was Coffman Home for the Aging, Inc.

THIRD: The name by which the corporation will hereafter be known is Coffman Home for the Aging, Inc.

FOURTH: (a) The post office address of the principal office of the corporation in the state of Maryland is 1300 Pennsylvania Avenue, Hagerstown, 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 address of the Resident Agent of the corporation is Robert E. Lakin, Jr., 331 Main Street, Boonsboro, Maryland 21713 in 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 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 are respectively the Last Acting President and Treasurer of the corporation have signed these Articles of Revival on January , 1970.

WITNESS:

*Robert E. Lakin, Jr.*  
Robert E. Lakin, Jr.  
Last Acting President

*Chester F. Delphey*  
Chester F. Delphey  
Last Acting Treasurer



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

I HEREBY CERTIFY, That on this 7th. day of January, A.D., 1970, before me, the subscriber, a Notary Public of the state and county aforesaid, personally appeared Robert E. Lakin, Jr., the Last Acting President and Chester F. Delphey, the Last Acting Treasurer of Coffman Home for the Aging, Inc., a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

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

*Melvin L. Shipley*  
Notary Public  
MELVIN L. SHIPLEY  
My Comm. Exp: JULY 1ST., 1970.



ARTICLES OF REVIVAL  
OF  
COFFMAN HOME FOR THE AGING, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland May 5, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 17544

Recorded in Libe <sup>3</sup> ~~7808-373~~, folio <sup>3</sup>, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

SPECIAL FEE  
Dobbs/lat/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.

*Richard Kella*



STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORDS  
RECEIPT NO. 13404  
MAY 4 9 41 AM '70  
LIBER articles FOLIO 3  
VAUGHN J. BAKER ACT. CLERK

W. F. P. CO., INC.ARTICLES OF DISSOLUTION

W. F. P. CO., INC., a Maryland corporation, having its principal office in Hagerstown, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation 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 Halfway, 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, is RICHARD G. WANTZ, 1734 Gordon Road, Hagerstown, Maryland. Said resident agent is a citizen of Maryland and resides therein.

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

<u>Name</u>	<u>Post Office Address</u>
C. L. Beery	22 Manor Drive, Hagerstown, Maryland
J. V. Jamison, 3rd	1645 Fountain Head Road, Hagerstown, Md.
W. Richard Mowan	945 West Washington Street, Hagerstown, Md.

## STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the  
W.F.P. CO., INC.

were received for record on, April 27, 19 70,  
in accordance with the provisions of Sec. 77 of Art. 23 of the  
Code (1957 Edition).

ALBERT W. WARD

Director

G. Victor Cushwa                      Williamsport, Maryland  
 A. Lesley Gardner                      760 Fountain Head Road, Hagerstown, Md.  
 James M. Wagaman                      1150 The Terrace, Hagerstown, Md.  
 Richard G. Wantz                        1734 Gordon Road, Hagerstown, Md.

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>Post Office Address</u>
Richard G. Wantz	President	1734 Gordon Road Hagerstown, Maryland
J. Edwin Henneberger	Secretary	1048 View Street Hagerstown, Maryland
C. L. Beery	Vice President	22 Manor Drive Hagerstown, Maryland
Luther E. Phillips	Vice President	1125 Haven Road Hagerstown, Maryland
W. Richard Mowan	Treasurer	945 West Washington Street Hagerstown, Maryland

SIXTH:            Dissolution of the Corporation was duly advised by the Board of Directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

SEVENTH:        The Corporation has no known creditors.

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) stating in effect that all taxes levied on assessments made by

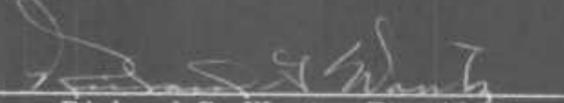
the said Commission and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 212 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected.

IN WITNESS WHEREOF, W. F. P. CO., INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on *April 21*, 1970.

ATTEST:

W. F. P. CO., INC.

  
J. Edwin Henneberger, Secretary

By   
Richard G. Wantz, President





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

W. F. P. CO., INC.

have been paid.

WITNESS my hand and official seal this  
twenty-first day of April A.D. 1970.



*Mary Ellen Hopkins*  
Deputy Comptroller

ARTICLES OF DISSOLUTION

OF

W.F.P. CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 27, 1970 at 10:00 o'clock A. M. as in conformity with law and ordered recorded.

A 17213

Recorded in Liber 7805-101, folio 6, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

SPECIAL FEE  
Books/tax paid \$ 15.00 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*



STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 13404  
AUG 4 9 41 AM '70  
LIBER articles FOLIO 6  
VAUGHN J. BAKER ACT, CLERK

Received for Record, August 4, 1970 at 9:41 A.M. Receipt No. 13404, Liber 19

## THE POTOMAC EDISON COMPANY

### Articles Supplementary

First: That the charter of 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), is hereby supplemented by setting forth the following further description of 50,000 shares of Cumulative Preferred Stock classified as a series thereof designated "\$9.40 Cumulative Preferred Stock, Series E":

#### -\$9.40 CUMULATIVE PREFERRED STOCK, SERIES E

Dividends are payable on shares of the \$9.40 Cumulative Preferred Stock, Series E at the rate of \$9.40 per annum. Dividends on all shares of such series issued prior to the record date for the first dividend on shares of such series are cumulative from May 7, 1970.

The redemption price of shares of such series is \$111.02 per share, if redeemed on or before April 1, 1975; \$108.67 per share, if redeemed thereafter and on or before April 1, 1980; \$106.32 per share, if redeemed thereafter and on or before April 1, 1985; and \$103.97 per share, if redeemed after April 1, 1985 (together in each case, as provided in the charter, with an amount, in the case of each share, computed at the rate of \$9.40 per annum from the date on which dividends on such share became cumulative, to and including the date of redemption, less the aggregate of all dividends theretofore paid thereon).

The amount payable on shares of such series in the event of a voluntary liquidation, dissolution or winding up of the affairs of the Corporation is an amount per share equal to the then current redemption price thereof and in the case of an involuntary liquidation, dissolution or winding up of the affairs of the Corporation is \$100 per share (together, in each case, as provided in the charter, with an amount, in the case of each share, computed at the rate of \$9.40 per annum from the date on which dividends on such share became cumulative, to and including the date fixed for such payment, less the aggregate of all dividends theretofore paid thereon).

Second: That by resolution duly adopted at a meeting duly called, convened, and held on April 29, 1970, the said 50,000 shares of \$9.40 Cumulative Preferred Stock, Series E were duly classified by the Board of Directors of the Corporation pursuant to the provisions of subdivision (1) of Article X of the Agreement of Consolidation, dated December 31, 1923, by which the Corporation was formed, as amended by Articles of Amendment received for record on January 17, 1946, September 25, 1961, November 27, 1967, February 13, 1968, and April 22, 1970.

IN WITNESS WHEREOF, The Potomac Edison Company has caused these presents to be signed in its name and on its behalf by one of its Vice Presidents, and its corporate seal to be hereto attached and attested by one of its Assistant Secretaries, on April 30, 1970.

THE POTOMAC EDISON COMPANY

By *E. W. Wilkinson*  
E. W. Wilkinson, Vice President



[SEAL]

Attest:

*Carroll E. Summers*  
Carroll E. Summers, Assistant Secretary

607

STATE OF NEW YORK, }  
COUNTY OF NEW YORK, } ss.:

I HEREBY CERTIFY, that on April 30, 1970, before me, the subscriber, a notary public of the State of New York, in and for the County of New York aforesaid, personally appeared E. W. Wilkinson, a Vice President of The Potomac Edison Company, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles Supplementary to be the corporate act of said corporation; and at the same time personally appeared Carroll E. Summers and made oath in due form of law that he was secretary of the meeting of the Board of Directors of said corporation at which the charter of the corporation was supplemented as set forth in said Articles Supplementary, and that the matters and facts set forth in said Articles Supplementary are true to the best of his knowledge, information and belief.

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

*Veronica T. Mahoney*  
Notary Public

VERONICA T. MAHONEY  
Notary Public, State of New York  
No. 03-7672120 - Qual. in Bronx County  
Cert. filed in New York County Clerk's Off.  
Commission Expires March 30, 1972



ARTICLES SUPPLEMENTARY  
OF  
THE POTOMAC EDISON COMPANY

approved and received for record by the State Department of Assessments and Taxation  
of Maryland May 1, 1970 at 2:24 o'clock P. M. as in conformity  
with law and ordered recorded.

A 17270

Recorded in Lib. *7805*, folio *434*, 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 Keller*



mfr

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORDS  
RECEIPT NO. *13404*  
AUG 4 9 41 AM '70  
LIBER *articles* FOLIO \_\_\_\_\_  
VAUGHN J. WAKER ACT. CLERK

Received for Record, August 4, 1970 at 9:41 A.M. Receipt No. 13404, Liber 19  
ARTICLES OF AMENDMENT

OF

THE WAY OF TRUTH INDUSTRIES, INC.

Earl E. Marquiss, of Washington County, Maryland, President, and Naomi R. Garrett, of Washington County, Maryland, Secretary of The Way of Truth Industries, Inc., a Corporation, respectfully shows that:

1. The above named Corporation was organized on the 21st day of April, 1959.

2. The Board of Trustees constitute the entire voting membership of The Way of Truth Industries, Inc.

3. The above named Corporation upon the proposal of its Board of Trustees by resolution duly adopted by said Board of Trustees setting forth the proposed amendments, and upon the adoption thereof by said Board of Trustees at a regular meeting held on the 22nd day of January, 1970, as provided by law, and as hereinafter more specifically set out, does hereby by Earl E. Marquiss, its President, and Naomi R. Garrett, its Secretary, execute and acknowledge the following:

ARTICLES OF AMENDMENT OF THE WAY OF TRUTH INDUSTRIES, INC.

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

To use its funds exclusively for religious, charitable, scientific, literary, or educational purposes, so that no part thereof shall inure to the benefit of any member or individual having a personal and private interest in the activities of the Corporation; and to make any gift or gifts to other Corporations or associations organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, no part of the net income of which inures to the benefit of any private shareholder or individual having a personal or private

interest in the activities of the Corporation; provided no substantial part of the funds of the Corporation shall be used to carry on propaganda, or otherwise to influence legislation.

To maintain, control, conduct and superintendent any and all religious, charitable, scientific, literary, or educational activities, facilities or purposes which are or may be established, maintained, owned and controlled by the Corporation or any subsidiary or affiliated Corporation or successor thereof.

To receive and maintain a fund or funds and apply the income and principal thereof to promote the advancement and diffusion of knowledge and understanding by aiding schools, institutions of higher learning, libraries, individuals, scientific research and useful publications, and by such other agencies and means as shall from time to time be found appropriate therefore; and to make awards, grant scholarships and create endowments for the purpose of promoting or carrying on any of its objects and purposes. All scholarships given shall be based on attainment and personal ability. Scholarships shall be granted by the Board of Directors after a complete review thereof.

To collect, receive and maintain a fund or funds by subscription or otherwise and to apply the income and principal thereof to the promotion of the purposes hereinbefore set out and to use as means to those ends research, publication, the employment of experts and the establishment and maintenance of bureaus, committees, offices and agencies and other means which, from time to time, shall be deemed advisable and expedient.

To take and hold by request, devise, gift, purchase or lease, either absolutely or in trust, for any of its purposes, any property, real or personal, without limitation as to amount or value; to convey such property and to invest and

reinvest any such property and any increase or income therefrom, and deal with and expend the income and principal of said Corporation in such manner as in the judgment of its members or Trustees will best promote its objects.

To purchase or otherwise acquire, to hold, use, mortgage, pledge, sell, assign and transfer, or otherwise dispose of real and personal property of every class and description and in particular lands, buildings, mortgages, shares, stocks, debentures, securities, concessions, policies, book debts and claims and any interest in real or personal property as may be necessary for investment and for the use, maintenance, or purposes of the Corporation.

Incident and auxiliary to the purpose for which this Corporation is organized, as hereinbefore set forth, and in order to produce income and to accumulate funds with which to carry out its purposes, and in order that it may be self-supporting, this Corporation may engage in business activities the gains or profits derived therefrom to be used, however, only in such manner as shall be most conducive to the proper carrying out of the charitable and other purposes hereinbefore stated, and for these purposes to purchase, or otherwise acquire, to hold, use, operate, manufacture, conduct, mortgage, pledge, sell, convey, or otherwise dispose of, real and personal property of every class and description and, in particular, lands, machinery, equipment, raw materials, manufactured articles, buildings, mortgages, shares, stocks, bonds, debentures, securities of all kinds, concessions, policies, book debts, claims and any interest in real and personal property as may be necessary or advisable for investment and for the use, maintenance or purposes of the Corporation; to borrow money for any of the purposes of the Corporation and to issue promissory notes, bonds, debentures

or other obligations from time to time and to secure the same by mortgage, pledge, deed of trust, or otherwise; to carry on and conduct any business or undertaking acquired by the Corporation for the purposes hereinbefore set out.

In pursuance of and not in limitation of the objects hereinabove set forth, it is expressly provided that this Corporation shall also have power:

To do all such acts as are necessary or convenient to attain the objects hereinabove set forth to the same extent as any natural person could or might do and as are not forbidden by law or by these Articles of Incorporation, or by the By-Laws.

To have offices and to promote and carry out its objects within and without the State of Maryland, in the States, District of Columbia, territories or colonies of the United States, or any other place in the world.

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; limited, however, to the exercise of only such powers as are in furtherance of its exempt purposes.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the pay-

ment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The above amendment was adopted in the following manner and by the following vote, that is to say,

The Board of Trustees of said Corporation, at a regular meeting held on the 22nd day of January, 1970, adopted the following resolution of Articles of Amendment of The Articles of Incorporation of said Corporation:

Resolved that, the following Amendments be made to THIRD of the Articles of Incorporation of The Way of Truth Industries, Inc.:

1. All scholarships given shall be based on attainment and personal ability. Scholarships shall be granted by the Board of Directors after a complete review.
2. The Corporation shall be limited to the exercise of only such powers as are in furtherance of its exempt purposes.
3. The words, agricultural and recreational, shall be deleted from the By-Laws and Articles of Incorporation, wherever it shall appear.

4. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

5. Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes..

Resolved further that the President and Secretary of this Corporation be and they hereby are, authorized and directed to make, execute and acknowledge a certificate under the Corporate Seal of this Corporation embracing the foregoing resolutions, and to cause such certificate to be filed and recorded in the manner required by law.

And we do further certify that the said resolutions, and said Articles of Incorporation so amended, at a meeting of the Board of Trustees, held on the 22nd day of January, 1970, at which a majority of all the members of said Board

were present and voted, were duly adopted, ratified, and confirmed.

IN WITNESS WHEREOF, we have severally signed this Articles of Amendment of The Way of Truth Industries, Inc., on this 5<sup>th</sup> day of May, A. D., 1970.



ATTEST AS TO CORPORATE SEAL

THE WAY OF TRUTH INDUSTRIES, INC.

BY: Naomi R. Garrett  
Naomi R. Garrett  
Secretary

BY: Earl E. Marquiss  
Earl E. Marquiss  
President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 5<sup>th</sup> day of May A. D., 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Earl E. Marquiss, President of The Way of Truth Industries, Inc., and acknowledged the foregoing Articles of Amendment, on behalf of the Corporation to be the act of said Corporation and at the same time there also appeared Naomi R. Garrett and made oath in due form of law that she is the Secretary of the Corporation known as the Way of Truth Industries, Inc., and that the foregoing Articles of Amendment to The Way of Truth Industries, Inc., was adopted and approved by a majority vote by the members of the Board of Trustees of said Corporation on the 22nd day of January, 1970.

WITNESS my hand and Official Notarial Seal.



Pamela A. Elliott  
Notary Public

My Commission Expires:  
July 1, 1974

ARTICLES OF AMENDMENT  
OF  
THE WAY OF TRUTH INDUSTRIES, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland May 19, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A. 17683

Recorded in Liber 7809-574, folio 8, of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ 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 Keller*



vjr.

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 13404  
AUG 4 9 41 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
*articles of lib*  
VAUGHN J. BAKER ACT. CLERK

Received for Record, August 4, 1970 at 9:41 A.M. Receipt No. 13404, Liber 19

AMENDED ARTICLES OF INCORPORATION OF THREE STAR, INC.

FIRST, we, the undersigned, GILBERT W. HOVERMALE, whose post office address is No. 120 West Washington Street, Hagerstown, Maryland; JOSEPH F. PADULA, whose post office address is No. 120 West Washington Street, Hagerstown, Maryland; and ALLEN M. BAUMGARDNER, whose post office address is No. 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

MERRBAUGH, INC.

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 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 No. 120 West Washington

Street, Hagerstown, Maryland. The resident agent of the Corporation is Gilbert W. Hovermale whose post office address is No. 120 West Washington 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-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 GILBERT W. HOVERMALE, JOSEPH F. PADULA, and ALLEN M. BAUMGARDNER.

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 Amended Articles of Incorporation this 11<sup>th</sup> day of May, , A. D., 1970.

Gilbert W. Hovermale  
Gilbert W. Hovermale

TEST:

Joseph F. Padula  
Joseph F. Padula

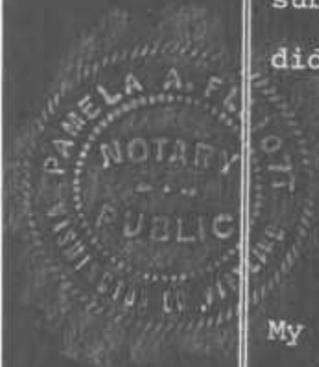
Pamela A. Elliott

Allen M. Baumgardner  
Allen M. Baumgardner

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 11<sup>th</sup> day of May, A. D., 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Gilbert W. Hovermale, Joseph F. Padula and Allen M. Baumgardner, known to me to be the persons whose names are <sup>Amended</sup> subscribed to the foregoing/Articles of Incorporation, and did severally acknowledge the same to be their act.

WITNESS my hand and Official Notarial Seal.



Pamela A. Elliott  
Notary Public

My Commission Expires:  
July 1, 1974

AMENDED ARTICLES OF INCORPORATION

OF

THREE STAR, INC.

changing its name to

MERRBAUGH, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 12, 1970 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 17528

Recorded in Libe <sup>4</sup> 7808, folio ~~294~~, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

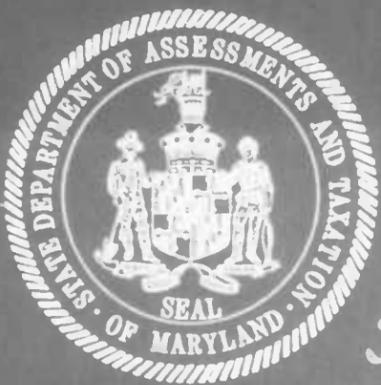
Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 15.00

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 Keller*



STATE DE MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 13404

AUG 4 9 41 AM '70

LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
*articles of*  
*incorporation*  
VAUGHN J. BAKER ACT. CLERK

Received for Record, August 4, 1970 at 9:41 A.M. Receipt No. 13404, Liber 19

C B S ELECTRIC COMPANY, INC.

ARTICLES OF INCORPORATION

The undersigned have this day voluntarily associated themselves together for the purpose of forming a corporation under the laws of the State of Maryland, and to that end do hereby adopt Articles of Incorporation as follows:

1.

The incorporators, Carl B. Spessard, Jr., whose post office address is 304 Greenberry Road, Hagerstown, Washington County, Maryland, and Gladys I. Spessard, whose post office address is 304 Greenberry Road, Hagerstown, Washington County, Maryland, each being at least twenty-one years of age, do hereby form a corporation under the general laws of the State of Maryland.

2.

The name of the corporation (which is hereinafter called the corporation) is C B S Electric Company, Inc.

3.

The purposes for which the corporation is formed are as follows: To engage in any commercial, industrial, residential and agricultural enterprise, which is in conformity with the laws of the State of Maryland.

To generally engage in, do and perform any enterprise, act, or vocation that a natural person might or could do or perform which is in conformity with the laws of the State of Maryland and which a corporation can do.

4.

The post office address of the principal office of the corporation in the State of Maryland is 1610 Oak Hill Avenue, Hagerstown, Washington County, Maryland. The name and post office address of the resident agent of the corporation in the State of Maryland is Carl B. Spessard, Jr., of 304 Greenberry Road,

Hagerstown, Washington County, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

5.

The total number of shares of stock which the corporation has authority to issue is one thousand (1000) shares of the par value of Ten (\$10.00) Dollars a share, all of one class, and having an aggregate par value of Ten Thousand (\$10,000.00) Dollars.

6.

There are no restrictions imposed upon the transferability of shares of stock.

7.

The number of directors of the corporation is three. 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 qualified are:

1. Carl B. Spessard, Jr., of 304 Greenberry Road, Hagerstown, Maryland.
2. Gladys I. Spessard, of 304 Greenberry Road, Hagerstown, Maryland.
3. Roy S. F. Angle of 80 West Main Street, Waynesboro, Pennsylvania.

8.

The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation and (severally) acknowledged the same to be our act on *March 17th, 1970.*

Witness:

<u><i>Mal E. Brown</i></u>	<u><i>Carl B. Spessard Jr.</i></u> Carl B. Spessard, Jr. (SEAL)
<u><i>Mal E. Brown</i></u>	<u><i>Gladys I. Spessard</i></u> Gladys I. Spessard (SEAL)

ARTICLES OF INCORPORATION

623

OF

C B S ELECTRIC COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 25, 1970 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 17787

Recorded in Libe <sup>3</sup> 7810 494, 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.

*Richard Keller*



STATE OF MD. WASHINGTON COUNTY RECEIVED FOR RECORD RECEIPT NO. 13404 AUG 4 9 41 AM '70 LIBER FOLIO of articles Inc. VAUGHN J. BAKER ACT. CLERK

vjr.

mk 624

Received for Record, August 4, 1970 at 9:41 A.M. Receipt No. 13404, Liber 19

ARTICLES OF INCORPORATION  
OF  
JAMES F. FORREST, INC.

THIS IS TO CERTIFY:

FIRST: We, the undersigned, James F. Forrest, whose post office address is Route No. 6, Hagerstown, Maryland, Elizabeth V. Forrest, whose post office address is Route No. 6, 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 JAMES F. FORREST, INC.

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

To design, construct, maintain and operate mobile home sites and parks for vacation trailers and/or permanent dwellings. To engage in snow and waste removal operations as well as short haul hauling on an intrastate basis by truck.

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 businesses hereinbefore enumerated for itself, or for the account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid, objects or 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 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 Route No. 6, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are James F. Forrest, Route No. 6, 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 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 (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 James F. Forrest, Elizabeth V. Forrest 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 to James F. Forrest and Elizabeth V. Forrest of three hundred (300) fully paid and non-assessable shares of the par value of Ten Dollars (\$10.00) a share for the following consideration, the value of which consideration is hereby stated to be not less than Three Thousand Dollars (\$3,000.00), namely: A 1964 Land Rover automobile equipped with snow removal equipment and hydraulic lift, a 1968 Chevrolet Caprice stationwagon, a paid option agreement to purchase nine acres of land, more or less, located in Washington County, Maryland, on the east side of State Route 65.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on May 7, 1970.

WITNESS:

Patricia L. Witmer

James F. Forrest

Patricia L. Witmer

Elizabeth V. Forrest

Patricia L. Witmer

Howard W. Gilbert, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 7<sup>th</sup> day of May, 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared James F. Forrest, Elizabeth V. Forrest and Howard W. Gilbert, Jr., and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Patricia L. Minnick  
Notary Public



Commission Expires:  
July 1, 1970

ARTICLES OF INCORPORATION  
OF  
JAMES F. FORREST, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland May 11, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 17529

Recorded in Lib. <sup>3</sup> 7808, folio 298, 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 Kella*



STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORDS  
RECEIPT NO. 13404  
AUG 4 9 41 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
*Articles*  
VAUGHN J. BAKER ACT. CLERK

Received for Record, August 4, 1970 at 9:41 A.M. Receipt No. 13404, Liber 19

ARTICLES OF INCORPORATION

OF

ADTEC, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Edward W. Cooley, whose post office address is 152 West Washington Street, Hagerstown, Maryland 21740, Frederick C. Wright, III, whose post office address is 152 West Washington Street, Hagerstown, Maryland, 21740, and Paul A. Maddox, whose post office address is R. D. No. 2, Box 429, 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, 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 :

Adtec, Inc.

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

(a) To do research and design, to develop, manufacture and perform maintenance service related to electro-mechanical, electrical, electronic, and microfilm equipment and audio/visual educational systems, and to manufacture, assemble, sell, lease, distribute, service and maintain machinery, equipment, parts, and products useful therein or associated therewith.

(b) To engage in a general engineering and research business in all its branches, and in that capacity to make, conduct, and supervise research, surveys, and investigations into all matters and things in the fields of science, electronics, and audio/visual technology.

(c) To engage in the business of ascertaining, extracting, abstracting, accumulating, processing, and distributing data and information of all kinds and types.

(d) 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.

(e) 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.

(f) 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.

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

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

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

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 Box 429, R.D. No. 2, Hagerstown, Washington County, Maryland 21740. The resident

agent of the Corporation is Paul A. Maddox, whose post office address is Box 429, R. D. No. 2; Hagerstown, Washington County, 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 twenty thousand (20,000) shares, divided into two classes as follows: ten thousand (10,000) shares of Preferred Stock of the par value of Five Dollars (\$5.00 per share and having an aggregate par value of Fifty Thousand Dollars (\$50,000.00), and ten thousand (10,000) shares of Common stock of the par value of Five Dollars (\$5.00) a share and having an aggregate par value of Fifty Thousand Dollars (\$50,000.00), the total par value of the stock of all classes authorized to be issued being One Hundred Thousand Dollars (\$100,000.00).

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

PREFERRED STOCK

(a) DIVIDENDS: The holders of preferred shares shall be entitled to receive dividends at the rate of six per cent (6%) per annum on the par value of such shares payable at such intervals as the Board of Directors may from time to time determine. Such dividends shall accrue from day to day from the date of issuance of any preferred share, whether or not earned or declared. Dividends on preferred shares are payable before any dividends shall be declared, paid, or set apart for the common shares, and dividends on preferred shares are cumulative so that if in any year or years dividends on the outstanding preferred shares at the rate specified above are not paid, or set apart for that purpose, the amount of the deficiency shall be fully paid or declared and set apart for

payment, without interest, before any distribution, by way of dividend or otherwise, shall be declared, paid, or set apart for the common shares.

(b) PREFERENCES UPON LIQUIDATION, ETC.: In the event of the liquidation, dissolution or winding up of the Corporation (whether voluntary or involuntary), the holders of the issued and outstanding preferred stock shall be entitled to receive out of the assets, before any distribution to the holders of any other class of stock, a sum equal to Five Dollars (\$5.00) for each share, plus all declared but unpaid dividends thereon. A consolidation or merger of the Corporation with any other corporation or corporations shall not be deemed to be a liquidation, dissolution, or winding up within the meaning of this clause.

(c) VOTING RIGHTS: Except as provided by law, the holders of the preferred stock shall not be entitled to vote under any circumstances or in connection with any action taken by the Corporation.

(d) REDEMPTION: At the option of the Board of Directors, the whole or any part of the preferred stock outstanding at any time may be redeemed by the Corporation at Five Dollars and Thirty Cents (\$5.30) per share, together with all declared but unpaid dividends thereon to the date of redemption, upon not less than thirty (30) days previous notice given by mail to the holders of record of the preferred stock. In the event that less than all of the outstanding preferred stock is to be redeemed, the redemption may be effected either by lot or pro rata, in such manner as may be determined by resolution of the Board of Directors. After any of the outstanding preferred stock shall have been called for redemption and the holders duly notified and the funds necessary to effect such redemption have been set aside by the Board of Directors, the holders thereof shall have no further rights as stockholders of the Corporation but shall be entitled only, upon presentation of the certificates properly endorsed, to receive the redemption value thereof, as above set forth. Notice of redemption shall be deemed to have been given when addressed and mailed, postage prepaid, to such preferred stockholders at the addresses recorded on the books of the Corporation.

#### COMMON STOCK

(a) DIVIDENDS: After all dividends on the outstanding preferred stock shall have been declared for the same, and the Corporation shall have paid the same or shall have set aside a sum sufficient therefor, the holders of the

outstanding common stock shall be entitled to receive out of the remaining surplus or net profits, such dividends as may be declared by the Board of Directors.

(b) PREFERENCES UPON LIQUIDATION, ETC.: In the event of the dissolution or winding up of the Corporation (whether voluntary or involuntary), the holders of the outstanding common stock, after the payments hereinbefore provided for have been made to the holders of the outstanding preferred stock, shall be entitled to share equally, share for share, in all remaining assets available for distribution. A consolidation or merger of the Corporation with any other corporation or corporations shall not be deemed to be a liquidation or winding up within the meaning of this clause.

(c) VOTING RIGHTS: Each share of common stock shall entitle the holder of record thereof to one vote in all proceedings in which action shall be taken by stockholders of the Corporation.

SIXTH: The number of Directors of the Corporation shall be 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 Alex S. Liddle, Paul A. Maddox, and Samuel G. Scroggs.

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 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.

WITHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 1st day of May, A.D. 1970.

WITNESS:

Witness signatures: Pearl L. Gehr AS TO Edward W. Coeey, Pearl L. Gehr AS TO Frederick C. Wright, III, Pearl L. Gehr AS TO Paul A. Maddox

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 1st day of May, A.D. 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Edward W. Coeey, Frederick C. Wright, III, and Paul A. Maddox 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  
ADTEC, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland May 8, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 17469

Recorded in Liber *7807-421*<sup>8</sup>, folio *421*, 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 K. Keller*



mfr

STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 13404  
AUG 4 9 41 AM '70  
LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_  
*articles*  
*lbr* VAUGHN J. BAKER ACT. CLERK

ARTICLES OF INCORPORATIONOFWASHINGTON COUNTY PACKAGE LIQUOR STORES ASSOCIATION INCORPORATED

Received for Record, August 4, 1970 at 9:41 A.M. Receipt No. 13404, Liber 19

FIRST: We, the undersigned, HAROLD L. ELGIN, whose post office address is 1509 Potomac Ave., Hagerstown, Md. 21740, RUTH UNGVARSKY, whose post office address is 715 Potomac Ave., Hagerstown, Md. 21740, and ARTHUR JOHNSON, whose post office address is 401 W. Washington St., Hagerstown, Md. 21740. All of full legal age.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: WASHINGTON COUNTY PACKAGE LIQUOR STORES ASSOCIATION INCORPORATED

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

(a) To promote a spirit of cooperation among the various alcoholic beverage package store retailers who constitute the Association and for the promotion of the orderly and lawful distribution of alcoholic beverages in Washington County, and to hold meetings at stated periods where the individual members of said Association will have the opportunity to obtain information and facts pertaining to the alcoholic beverage industry in Washington County.

(b) To promote practices among retail package dealers which will tend to protect consumers from fraud and misrepresentation in the purchase of alcoholic beverage products.

(c) To own, purchase, lease, in whole or in part, acquire, operate, use, mortgage, pledge, sell, assign, transfer or otherwise dispose of real estate and buildings necessary, expedient or proper to maintain club houses and other facilities.

(d) To make contracts, incur liabilities and borrow money, 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, franchises and income.

(e) In general to exercise and enjoy all other privileges, rights and powers granted to or conferred upon corporations by the General Laws of the State of Maryland, now or hereafter in force.

The enumeration for special powers, as herein specified, is not intended to exclude or to be construed as a waiver of limitation of 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 1509 Potomac Avenue, Hagerstown, Md. 21740, and the name and the post office address of the Resident Agent of the Corporation are Harold L. Elgin, 1509 Potomac Avenue, Hagerstown, Md. 21740, and the said Harold L. Elgin is a citizen of this State and actually resides therein.

FIFTH: The Corporation shall be without capital stock and will not be operated for profit, and no part of any net income shall directly or indirectly inure to the benefit of its members.

SIXTH: The number of Directors of the Corporation shall be no more than seven (7), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3), and the names of the Directors who shall act as such until the first annual meeting or until their successors are duly chosen and qualify are Harold L. Elgin, Ruth Ungvarsky, and Arthur Johnson, all of whom are citizens of the State of Maryland, and reside therein.

SEVENTH: The members of said Corporation shall be such persons as are elected in accordance with the provisions of the By-laws which shall determine the rights, privileges and obligations of such members.

IN WITNESS WHEREOF, we have hereunto set our hands this 17<sup>th</sup> day of April 1970.

WITNESS:

Rosilyn E. Phillips  
Rosilyn E. Phillips  
Jack Keane

Harold L. Elgin (SEAL)  
Harold L. Elgin  
Ruth Ungvarsky (SEAL)  
Ruth Ungvarsky  
Arthur Johnson (SEAL)  
Arthur Johnson

STATE OF MARYLAND, OF , ss:

THIS IS TO CERTIFY, that on this 29 day of April 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the <sup>Washington</sup> County of Hagerstown, aforesaid, personally appeared Harold L. Elgin, Ruth Ungvarsky, and Arthur Johnson, and they acknowledged the foregoing Articles of Incorporation to be their act.

Jack Keane  
Notary Public



ARTICLES OF INCORPORATION  
OF  
WASHINGTON COUNTY PACKAGE LIQUOR STORES ASSOCIATION INCORPORATED

approved and received for record by the State Department of Assessments and Taxation  
of Maryland May 8, 1970 at 10:00 o'clock A. M. as in conformity  
with law and ordered recorded.

A 17425

Recorded in Lib 7807-148<sup>3</sup>, folio 148, 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*



STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 13404

AUG 4 9 41 AM '70

LIBER FOLIO

*articles  
of Inc*    
VAUGHN J. BAKER ACT. CLERK

Received for Record, August 4, 1970 at 9:40 A.M. Receipt No. 13404, Liber 19  
ARTICLES OF INCORPORATION

OF

HAGERMO, INC.

FIRST: I, the subscriber, Bernice F. Phillips, whose post office address is 604 - 15 Charles Plaza, Baltimore, Maryland 21201, and being over twenty-one (21) 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: HAGERMO, INC.

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

(a) To erect, repair or maintain motel buildings, garages and other structures thereon and to conduct a general motel business, and to establish, maintain and operate news stands, tobacco counters, novelty shops, swimming pools and other activities related to the operation of a general motel business.

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

(c) To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.

(d) To carry on any other business or businesses which may be calculated directly or indirectly to effectuate the aforesaid objects or any of them, and to facilitate the transaction by the Corporation of the aforesaid business or any part thereof, or the transaction of any other business which may be conducted either directly or indirectly to enhance the value of its assets and property. It is the intention that the above clause shall in no way be limited or restricted by reference to or inference from any other clauses of this paragraph or any other clauses or paragraphs of these Articles of Incorporation, but that the objects, purposes and powers specified in this paragraph and in each of the clauses and paragraphs of these Articles shall be independent objects, purposes and powers.

(e) In general to exercise and enjoy all other privileges, rights and powers granted to or conferred upon corporations by the General Laws of the State of Maryland, now or hereafter in force.

The enumeration for special powers, as herein specified, is not intended to exclude or to be construed as a waiver of limitation of 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 1910 Dual Highway, Hagerstown, Maryland 21740 and the name and the post office address of the Resident Agent of the Corporation are Edwin E. Hess, 106 Greenwood Drive, Hagerstown, Maryland 21740, and the said Edwin E. Hess is a citizen of this State and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is one thousand (1,000) shares, without nominal or par value.

SIXTH: The number of Directors of the Corporation shall be no more than seven (7), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3), and the names of the Directors who shall act as such until the first annual meeting or until their successors are duly chosen and qualify are Edwin E. Hess, Thomas St. Clair Hess, and William A. Hess, Jr., all of whom are citizens of the State of Maryland and reside therein.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of fully paid and nonassessable shares, whether now or hereafter authorized, for such consideration as the 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 of the Corporation to be issued.

EIGHTH: No contract or other transaction between this Corporation and any other corporation shall in any way be affected, or invalidated, by the fact that any of the Directors of this Corporation is

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

IN WITNESS WHEREOF, I have hereunto set my hand  
this 2nd day of April, 1970.

WITNESS:

Ann L. von Losberg      Bernice F. Phillips (SEAL)  
Bernice F. Phillips

STATE OF MARYLAND, CITY OF BALTIMORE, ss:

THIS IS TO CERTIFY, that on this 2nd day of April, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore aforesaid, personally appeared Bernice F. Phillips and she acknowledged the foregoing Articles of Incorporation to be her act.



Ann L. von Losberg  
Notary Public

ARTICLES OF INCORPORATION

OF

HAGERMO, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 30, 1970 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 17278

Recorded in Lib *2805*, folio *4/50*, 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*



STATE OF MD.  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. *13404*

AUG 4 9 40 AM '70

LIBER \_\_\_\_\_ FOLIO \_\_\_\_\_

*articles of Inc*

RECEIVED FOR RECORD August 24, 1970 at 10:34 A.M., Receipt No. 14013  
LIBER 19

NORTH SUBURBAN REAL ESTATE CO., INC.

ARTICLES OF INCORPORATION.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Carl F. Rosenberry, whose post office address is No. 1305 Pennsylvania Avenue, 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: "NORTH SUBURBAN REAL ESTATE CO., 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 purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in 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 transact the business of a real estate agent or broker, and to hold a real estate broker's license as permitted by the Laws of the State of Maryland.

(c) To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the same, or any part thereof, or interest therein.

(d). 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 or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned.

(e) To engage in, conduct and carry on the business of manufacturing, purchasing, trading and dealing in at wholesale and retail all kinds of personal property.

(f) 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.

(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, 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 place at which the principal office of the Corporation in this State will be located is: 1305 Pennsylvania Avenue, Hagerstown, Maryland. 21740. The

Resident Agent of the Corporation is: Carl F. Rosenberry, whose post office address is: 1305 Pennsylvania Avenue, Hagerstown, Maryland. 21740. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have at least three (3) and not more than five (5) directors, and Carl F. Rosenberry, Lucille E. Rosenberry, Margaret Greene and Frances Hobstetter 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 One Hundred ~~THOUSAND~~ Thousand (\$100,000.00) Dollars par value, divided into one hundred ~~THOUSAND~~ thousand (100,000) shares of the par value of One (\$1.00) Dollar each.

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

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

(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, I have signed these Articles of Incorporation this 18<sup>th</sup> day of May, 1970.

WITNESS:

Olive R. Shupp

Carl F. Rosenberry (SEAL)  
Carl F. Rosenberry

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 18<sup>th</sup> day of May, 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Carl F. Rosenberry, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Notarial Seal.

My commission expires:  
July 1, 1970

Olive R. Shupp  
Notary Public





RECEIVED FOR RECORD August 24, 1970 at 10:34 A.M. Receipt No. 14013  
LIBER 19

THE LAMP CORP. INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Samuel C. Lang, whose Post Office address is Post Office Box 193, Berkeley Springs, West Virginia, Marion P. Michael, whose Post Office address is Michael Manor, Berkeley Springs, West Virginia, and Charles F. Wagaman, whose Post Office address is Maryland National Bank Building, 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: The name of the corporation (which is hereinafter called the Corporation) is

THE LAMP CORP. 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 manufacture or otherwise produce, purchase, compound, prepare, and sell all kinds of drugs, chemicals, and medicines; physicians' and surgeons' supplies and instruments; crutches, artificial limbs, splints, rubber goods and all supplies, appliances, and conveniences required by 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.

(c) To purchase, acquire, lease, sell and mortgage real estate and tangible personal property of every nature and description.

(d) 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.

(e) 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.

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

(g) 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.

FOURTH: The post office address of the place of business at which the principal office of the corporation in this State will be located is Old Orchard Shopping Center located near Hagerstown, Washington County, Maryland, in an unincorporated town known as Halfway. The resident agent of the corporation is H. Marcellus Swain whose post office address is Professional Arts Building, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have three (3) directors. Samuel C. Lang, Thomas M. Phillips, and Marion P. Michael 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.

YPR.  
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, 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.

(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.

TENTH: The charter of this corporation shall be perpetual.

ELEVENTH: Stockholders shall have preemptive rights.

IN WITNESS WHEREOF, We have signed this Certificate of Incorporation on this *21st* day of *May*, A. D., 1970.

Witness:

Beulah E. Sherman as to Samuel C. Lang  
Beulah E. Sherman as to Marion P. Michael  
Beulah E. Sherman as to Charles F. Wagaman

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

I HEREBY CERTIFY, That on this 21st day of May ,  
A. D., 1970, before me, the subscriber, a Notary Public in and  
for the State and County aforesaid, personally appeared Samuel C.  
Lang and Marion P. Michael, 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.



*Beulah E. Sherman*  
Beulah E. Sherman  
Notary Public

My Commission Expires: July 1, 1970

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

I HEREBY CERTIFY, That on this 21st day of May ,  
A. D., 1970, before me, the subscriber, a Notary Public in and  
for the State and County aforesaid, personally appeared Charles  
F. Wagaman, personally known to me to be such person, and who  
acknowledged the foregoing Certificate of Incorporation to be  
his act.

Witness my hand and official Notarial Seal.



*Beulah E. Sherman*  
Beulah E. Sherman  
Notary Public

My Commission Expires: July 1, 1970

STATE OF MARYLAND  
WASHINGTON COUNTY  
RECEIVED FOR RECORD  
RECEIPT NO. 14013  
AUG 24 10 54 AM '70  
LIBER [ ] FOLIO [ ]  
LAND [ ]  
VACANT [ ]  
WAGER [ ]  
BAREACT [ ]  
CLEM [ ]

ARTICLES OF INCORPORATION  
OF  
THE LAMP CORP. INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland May 22, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 17837

Recorded in Liber 7811, folio 262, 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 K. Kelly*

